

A photograph of high-voltage power lines and a transmission tower against a sunset sky. The sun is low on the horizon, creating a warm orange glow. The power lines stretch across the frame, with a large transmission tower in the center. The sky is filled with soft, wispy clouds.

Indiabulls Power Ltd.

Annual Report 2012 - 13

Power Hai Toh Zindagi Hai

Indiabulls

Indiabulls Power Ltd.

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BOARD OF DIRECTORS

- | | |
|-----------------------------|--------------------------------|
| 1. Mr. Sameer Gehlaut | 4. Mr. Shamsheer Singh Ahlawat |
| 2. Mr. Rajiv Rattan | 5. Mr. Prem Prakash Mirdha |
| 3. Mr. Saurabh Kumar Mittal | 6. Brig. Labh Singh Sitara |
-

BANKING AND FINANCING RELATIONSHIPS

| | |
|-------------------------------------|---|
| Allahabad Bank | Power Finance Corporation Limited |
| Axis Bank Limited | Punjab National Bank |
| Bank of India | Rural Electrification Corporation Limited |
| Canara Bank | State Bank of Bikaner and Jaipur |
| Central Bank of India | State Bank of India |
| HDFC Bank | State Bank of Travancore |
| ICICI Bank | Syndicate Bank |
| Indian Bank | UCO Bank |
| Indian Overseas Bank | United Bank of India |
| Life Insurance Corporation of India | Yes Bank Limited |
| | IDBI Bank |

REGISTERED OFFICE

M-62 & 63, First Floor,
Connaught Place,
New Delhi- 110 001

WEBSITE

www.indiabulls.com/power/

COMPANY SECRETARY

Mr. Gaurav Toshkhani

REGISTRAR AND

TRANSFER AGENT

Karvy Computershare Private Limited
Plot No. 17 to 24, Vittal Rao Nagar
Madhapur, Hyderabad- 500 081

CORPORATE OFFICES

"Indiabulls House"
448-451, Udyog Vihar, Phase V,
Gurgaon – 122 016, Haryana

Indiabulls House, Indiabulls Finance Centre,
Tower 1, Senapati Bapat Marg,
Elphinstone Road, Mumbai- 400013

STATUTORY AUDITORS

Deloitte Haskins & Sells
Chartered Accountants
Indiabulls Finance Centre,
Tower 3, 27th- 32nd Floor, Elphinstone Mill
Compound, Senapati Bapat Marg,
Elphinstone (W), Mumbai - 400 013

Chairman's message

Dear Shareholders,

India's energy sector has grown rapidly in the last few decades. However, considering the demand growth, the supply remains inadequate, resulting in peak shortages. The country's energy deficit is alarmingly high, which is expected to impact its economic efficiency significantly. To cater to India's huge energy demand, your Company is expeditiously adding generation capacity to contribute towards achieving the Government of India's vision of providing affordable energy to all sections of the Indian society. The organisation's planned expansions demonstrate its commitment to cement its footprint in the country's promising energy sector. The generation capacity of the country is planned to be increased by 76,000 MW during the 12th plan. Currently, thermal power plant developers are facing challenges in Power sector and to address these challenges large scale privatization and thorough policy restructuring needs to be done to meet present and future needs of power industry.



Mr. Sameer Gehlaut
Founder & Chairman

The power generation sector today faces a key structural threat in the form of fuel unavailability and pricing. Securing adequate and appropriately priced fuel for power generation is the most critical challenge faced by the developer today. To address this issue we have taken considerable care to secure fuel supplies for our projects. As you are aware that domestic coal linkage has been secured for full 5400 MW Project being developed at Amravati and Nashik by way of long term Coal Linkage from Coal India Limited. Your company has signed Fuel Supply Agreement with SECL for Amravati Thermal Power Project Phase-1 and regular coal supply has commenced with effect from 24.06.2013.

On the project development front your company has met all targets that it had set for the year. The speed and efficiency of execution for our projects along with our commitment of delivering higher return to our shareholders has remained a key priority.

This year your company has transformed from a project development company to a company with operating assets. The 1st Unit of 1350 MW Amravati Phase-I has been synchronized with the grid and achieved Full Load on 25th March, 2013. Commercial operation of the Unit-1 has begun in June 2013 and accordingly, supplies to MSEDCCL under long term power purchase agreement have commenced. The other 4 Units of Amravati Phase-1 are expected to get commissioned in near future. At present around 5300 personnel are engaged at site and expenditure to the tune of Rs. 6286 Crores has been incurred up to end June, 2013 on the project.

The construction of 1350 MW Nashik Phase-I is in full swing. It has achieved significant progress and is at very advanced stage of commissioning. At present around 3500 personnel are engaged at site and expenditure of Rs 4793 Crores has been incurred up to end June 2013 on this Project.

Government of Maharashtra has approved purchase of 950 MW from Nasik Phase-I by Maharashtra State Electricity Distribution Company Limited (MSEDCL) and BEST. MERC has approved purchase of 650 MW from Nashik Phase-I by MSEDCL and PPA for 300 MW with BEST is expected shortly.

Your Company is also considering building generation assets based on other forms of energy sources including non-conventional and renewable energy resources as a part of which Company is exploring the possibilities of setting up power projects based on solar and wind energy.

Corporate Social Responsibility

Corporate Social Responsibility (CSR) program is built on shared values and the commitment of your company to live those Values. The goal of the CSR program is to take responsibility for the impact of our activities on our stakeholders, and society as a whole leading to inclusive growth which is sustainable. Your company is aware of its social responsibility and is already fulfilling the aspiration of society through well defined community development program in the vicinity of project sites by spending on Education and Training, Health, Medical Aid and Social development activities etc in the vicinity of Amravati and Nashik Thermal Power Project. This has resulted into a harmonious relationship between your company and peripheral communities.

The 2012-13 year was a monumental year for us, where we made a crossover from a project company to a generating company. Despite certain sectoral challenges such as fuel supplies, we are confident that the Company is well positioned to catapult itself to be in leadership position in the energy sector with strong technical, financial and commercial capabilities. Going ahead, with our projects having firm tie-up for sale of power, and long term domestic coal linkage we would realize superior returns to our shareholders.

Lastly, I take this opportunity to warmly thank all our Shareholders, Customers, Employees, Bankers and Financial Institutions for reposing their faith in us and motivating us to excel in all facets of our businesses.

Thank you

Sameer Gehlaut

Founder & Chairman

Project Update - Amravati (Phase-1)

Construction work in full swing...



Project Update - Nashik (Phase-1)

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Construction work in full swing...



Management Discussion and Analysis



Mr. Rajiv Rattan, Co-Founder & Vice Chairman

ECONOMIC SCENARIO

India's economic growth has slowed down in last year which is attributable to both external as well as domestic causes. The stimulus given post financial crisis in 2008 led to stronger growth in 2009-10 and 2010-11. But increased consumption coupled with supply side constraints, led to higher inflation. This has led RBI to tighten monetary policy, even as external headwinds to growth increased. The consequent slowdown, especially in 2012-13, has been across the board, with all sectors in economy getting affected. Macroeconomic conditions have remained weak, hamstrung by infrastructure bottlenecks, supply constraints, lackluster domestic demand and subdued investment sentiment. Inflation has moderated as projected. Wholesale price index (WPI) inflation has been coming down in recent months. But due to higher food inflation, CPI inflation has remained close to double digits. Further the slowdown has also resulted in lower-than-targeted tax and non-tax revenues. With the subsidies bill, particularly that of petroleum products; increasing, there is a real possibility that fiscal deficit targets may be breached in the current year. The situation warranted urgent steps to reduce government spending so as to contain inflation. Also required were steps to facilitate

corporate and infrastructure investment so as to ease supply. Several measures announced in recent months are aimed at restoring the fiscal health of the government and shrinking the CAD as also improving the growth rate. With the global economy likely to recover somewhat in 2013, these measures should help in improving the Indian economy's outlook for 2013-14.

Global growth has been patchy and uneven. Among advanced economies, during Q1 of 2013, growth in US and Japan improved while that in the euro area contracted. Growth in most emerging and developing economies has been relatively resilient, although in some large emerging economies, sluggish external demand and stalled domestic investment are dragging down economic activity. Inflation has been easing in the Advanced Economies due to weak demand conditions. Emerging and Developing Economies, however, present a mixed picture; inflation remains elevated in the BRICS except China. Commodity prices, other than the price of crude, have generally softened in recent months.

INDUSTRY OVERVIEW

Energy is needed for economic growth, for improving the quality of life and for increasing opportunities for development and is the prime need of every economic sector viz. agriculture, industry, transport, commercial, and domestic etc. The broad vision behind India's integrated energy policy is to reliably meet the demand for energy services of all sectors including the lifeline energy needs of vulnerable households in all parts of the country with safe, clean and convenient energy at the least-cost.

During the Eleventh Five Year Plan, nearly 55,000 MW of new generation capacity was created, yet there continued to be an overall energy deficit in the country. During the year 2012-13 the country faced an energy deficit of 8.7% and peak deficit of 9%.

The average per capita consumption of electricity in India is a mere 814 kWh (2011), compared to the world average of 2,300 kWh providing tremendous opportunity for exponential growth of sector. The other comparable countries, like the other BRIC nations, have significantly higher per capita consumption compared to India.

ENCOURAGING POLICY MEASURES

The Indian power sector has made significant progress over the years. The installed capacity of the industry grew manifold from pre-independence era to present date. The sector has also undergone substantial structural changes. Regulatory policies have played a predominant role in changing the landscape of the Indian power sector. Though the sector has come a long way from its humble beginnings, it is still lagging on several fronts, such as power shortages, T&D losses among others and has a long way to go.

Till early 1990s, the power sector was mostly controlled by government companies; however, lack of financial resources for capacity additions, delays in completing the projects and growing power deficit, forced the Government of India to open power generation sector for private sector players.

The enactment of Electricity Act, 2003, Mega Power Policy, 1995, National Tariff Policy 2006, National Electricity Policy (2005) has led to a liberal power sector, with increased participation from private sector across the value chain. De-licensing of generation in Electricity Act 2003 has led to increased participation by private investors and competitive procurement of power by distribution utilities.

Thermal Power project developers are facing challenges in domestic coal supply and to address this issue, Cabinet Committee on Economic Affairs (CCEA) has approved pass-through mechanism of additional cost of imported coal procured due to non-supply of 100% of committed coal as per Letter of Assurance / Fuel Supply Agreement (LOA/FSA) by Coal India Limited. In view of this decision, power producers will be able to pass on such additional cost of coal to utility.

DEMAND - SUPPLY POSITION

There is an overall shortage of power in the country both in terms of energy deficit and peak shortage. During the year 2012-13 the country faced a energy deficit of 8.7% and peak deficit of 9%. The Eleventh Plan added around 55,000 MW of generation capacity which was more than twice the capacity added in the Tenth Plan. Generation of power from this additional capacity would critically depend on resolving fuel availability problems, especially when about half the generated capacity is expected to come from the private sector. The private developers may not be able to finance the projects if coal linkages are not materialised. As per the report of working group on power for 12th plan, the energy requirement during the terminal year of the plan (i.e. 2016-17) would be 1,403 billion units while the energy requirement at the end of the 13th plan (2021-22) would be 1,993 Billion units considering the estimated GDP growth rate of 9% during the 12th and 13th plan respectively. The corresponding peak loads, as per 18th EPS projections, at the end of the 12th and 13th plan would be 199,540 MW and 283,470 MW respectively and the capacity additions (conventional) envisaged during 12th and 13th plan would be 76,000 MW and 79,200 MW respectively. This implies capacity addition requirement of about 16,000 MW per year. To achieve this, the sector needs to respond quickly and decisively to the fuel challenges which need immediate resolution.

RISK AND CONCERNS

Despite the positive steps taken by central government in reforming the power sector, there are certain serious structural and administrative shortcomings within the power sector that needs to be addressed immediately. Transmission capacity lags behind generation capacity, thus power generated often cannot be evacuated. Supplies of coal and gas to the private sector are still not adequate. Land acquisition is a big problem and leads to project delays. The problem of 'open access' still persists. The financial situations of most distribution companies (discoms) are still in bad shape and therefore generating companies continue to be worried about receiving payments on power sale to discoms.

The biggest challenge in Power sector today is securing reliable and quality fuel for the power plants. India's power generation is essentially dominated by coal. Power generation companies have been procuring coal under coal linkages / Fuel Supply Agreements with Coal India Ltd., captive mine blocks and through imports. However, domestic coal based generation plants have lost generation due to coal shortages on account of factors such as constrained supplies by Coal India Limited, inadequate rail network for transportation of coal from mine head, lack of progress in captive coal mining etc. Thus the country's dependence on coal imports has been rising in the recent past.

In view of the emerging developments, the critical issues impacting growth, viability and performance of the sector are mentioned below:

FUEL

India has Coal resources of about 267 billion tones. Recent initiatives in domestic coal sector such as competitive bidding of coal, improvised/underground mining efforts, New Coal Distribution (NCDP), revision in coal prices, fuel supply agreements with power utilities, pricing of coal based on Gross calorific Value rather than Useful Heat Value, creation of coal regulator, etc. might give a fillip to the domestic coal production by Coal India Ltd. Securing adequate coal and gas and recovering the cost of such fuel acquired through a market determined price for generation, is the most critical challenge faced by generating sector today.

Domestic Coal Shortage:

In the present scenario Coal India Ltd. (CIL) is not able to commit 100% supply of coal assured as per Letter of Assurances issued by its subsidiary companies. The domestic coal based plants are not getting sufficient coal to run the power plants and will have to absorb additional costs if they resort to alternate means to source coal. The Prime Minister's Office intervened last year and forced CIL to honor commitments of coal supply as per signed LOAs. CIL has signed Fuel Supply Agreement (FSA) with number of developers after the intervention that are supplying power under long term to distribution utilities and whose power plants are commissioned or whose plants are getting commissioned by March 2015. However, as per the signed FSAs, the trigger level for supply of coal by CIL has been 80% of total commitments and to honour such commitments, CIL is able to commit only 65% domestic coal and balance 15% through imports. Currently entire sector and top most government officials are looking for options of passing on this incremental cost of import due to shortage of domestic coal. Recently Cabinet Committee on Economic Affairs (CCEA) has approved coal price pass-through mechanism which allows power producers to pass on the additional cost of imported coal to Distribution Companies for additional coal procured due to non-supply of 100% of committed coal as per Letter of Assurance / Fuel Supply Agreement (LOA/FSA) by Coal India Limited. CCEA's decision will ensure the viability of contracts and will help the power plants commissioned after 2009. As per CCEA decision, Coal India Ltd. (CIL) will sign FSAs for a total capacity of 78000 MW including cases of tapering linkage, which are likely to be commissioned by 31.03.2015. Actual coal supplies would however commence when long term Power Purchase Agreements (PPAs) is tied up. FSAs will be signed for domestic coal quantity of 65 percent, 65 percent, 67 percent and 75 percent of Annual Contracted Quantity (ACQ) for the remaining four years of the 12th five year plan. To meet its balance FSA obligations, CIL may import coal and supply the same to the willing Thermal Power Plants (TPPs) on cost plus basis. TPPs may also import coal themselves. Ministry of Coal has already issued orders for changes in the New Coal Distribution Policy (NCDP) and Ministry of Power has also directed CERC/SERC to consider pass through of additional cost of imported coal on case to case basis.

Change of Law/Regulation in Coal Source Countries:

Changes in laws in the coal producing countries have made the imported coal based projects financial unviable as the current contractual framework does not provide for adjustment of these increased costs. The Central Electricity Regulatory Commission (CERC) has recently granted 'compensation package' to one of the leading power project company and this has come as a big relief for the ailing power sector. CERC in its order said that due to the escalation in price of imported coal on account of change in Indonesian regulation, the generator needs to be compensated with a compensation package over and above the tariff discovered through the competitive bidding. CERC further said that the compensation package is variable in nature in proportion with the hardship that the company is suffering on account of the unforeseen events. CERC has recently announced compensation tariff for an imported coal based UMPP. As a long term measure government is working on revising Standard Bidding documents so that coal cost becomes pass through.

Securing land, Environment and Forest clearances

Land acquisition for Power Projects has become very difficult in the recent times. In addition to the land acquisition there are number of clearances required from the Ministry of Environment and Forest, Ministry of Aviation, Department of Forests and other government bodies.

There are major hurdles for land acquisition and securing clearances such as social reasons like opposition from nearby residents due to concerns over loss of land, water and pollution; Resettlement and rehabilitation issues; Regulatory delays; Environmental issues like afforestation; State specific issues like unavailability of supporting infrastructure; Financial reasons resulting from rising costs of land.

Distribution Reforms

Although several States have unbundled, privatization of distribution has not happened on a larger scale, although few circles in certain States are being given to private franchisees. Distribution segment will continue to be dominated by State distribution companies (Discoms), which however may witness increase in number of private franchisees in the country. In the medium term, few States are likely to make progress in reforms by moving towards Multi – Year Tariff (MYT), Time of Day (ToD) metering and intra – state Availability Based Tariff (ABT).

BUSINESS REVIEW

Rapid growth of the economy places a heavy demand on electric power. Reforms in the power sector, for making it efficient and more competitive, have been under way for several years and while there has been some progress, shortage of power and lack of access continues to be a major constraint on economic growth. Given the challenges enumerated above, we are pleased to say that your company is well placed with land, fuel linkage, water, financial closure etc. to face the challenges in Power Sector and is on course of building a leadership position in Indian Power Sector.

This year your company successfully commissioned 1st Unit of 1350 MW Amravati Phase-I and the unit has been synchronized with the grid and achieved Full Load on 25th March, 2013. As per the power purchase agreement with MSEDCL, your company was committed to begun supplies from April 2014. However, since your company has managed to commission 1st unit of Amravati Phase-I ahead of its supply commitment under PPA, supplies under the power purchase agreement were preponed and accordingly the commercial operation of the Unit-1 has begun in June 2013. Further, boiler light up of Unit-2 of Amravati Phase-I and Unit-1 of Nashik Phase-I has already been achieved. This reaffirms the strength of your company in executing the projects.

Government of Maharashtra has approved purchase of 950 MW from Nasik Phase-I by Maharashtra State Electricity Distribution Company Limited (MSEDCL) and BEST. MERC has approved purchase of 650 MW from Nashik Phase-I by MSEDCL and PPA for 300 MW with BEST is expected shortly.

Your company has signed Fuel Supply Agreement with SECL for Amravati Thermal Power Project Phase-1 and regular coal supply has commenced with effect from 24.06.2013.

COMPETITIVE STRENGTHS

Your Company has following competitive strengths and is well positioned to take leadership position in Power Sector:

Statutory Clearances

Your company has all the clearances and approvals in place for Coal fired thermal power projects with a combined installed capacity of 5400 MW under execution in Maharashtra. All Statutory/Non Statutory approvals & clearances including Environmental Clearance from Ministry of Environment and Forest have been obtained. Land is under possession and water agreement has been executed with Irrigation Department, Govt. of Maharashtra.

Management Discussion and Analysis (contd.)

Financial Closure

Your Company has financial closure in place for both phases of Amravati and Nasik power projects aggregating 5400 MW.

Power Purchase Agreement

The Company plans to sell its power to distribution licensees and industrial consumers. The Company intends to maintain an appropriate mix of off-take arrangements, including long-term arrangements to provide a level of committed revenues and short-term arrangements to optimize the revenues. IPL has already executed PPA with MSEDCL for 1200 MW from Amravati Phase-I through Case-I Competitive Bidding route. Further, Government of Maharashtra has approved purchase of 950 MW from Nasik Phase-I by Maharashtra State Electricity Distribution Company Limited (MSEDCL) and BEST. MERC has approved purchase of 650 MW from Nasik Phase-I by MSEDCL and PPA for 300 MW with BEST is expected shortly.

Coal Supply

Availability of cost effective and good quality coal is very important for smooth running of a power plant. India's coal deficit is likely to widen in the next two years due to rising demand from both industrial as well as power sectors and stagnating production from local resources. The country has been facing shortages and has resorted to imports to fill the supply gap. Your Company has already acquired domestic coal linkages from Ministry of Coal and has Letter of Assurance for supply of coal from Coal India Limited subsidiary companies. Further, Fuel Supply Agreement has been signed for Amravati Phase-I with Coal India Limited subsidiary company South Eastern Coalfields Limited. Presently Ministry of Coal is granting no new linkages to power project developers. This puts your company, which has firm linkage from CIL, in a very strong competitive position. FSA for Indiabulls Realtech Limited is also expected to be signed soon pursuant to recent CCEA's decision in June 2013. In accordance with CCEA's recent decision for allowing pass through of additional coal cost due to shortage in 100% supplies committed by Coal India Limited, your company will be able pass on such additional coal cost.

Execution Team

Your Company has dedicated team with experts drawn from across the power industry for execution and O&M of Amravati and Nashik Thermal Power Projects. The key managerial personnel of the Company have a vast experience of 14 to 25 years in the energy sector in the companies such as NTPC Limited, Bharat Heavy Electricals Limited and Power Grid Corporation of India Limited prior to joining your Company. The team has vast experience of constructing, commissioning and operating large power projects, and your company strongly believes that this is one of its key competitive strengths.

PROJECTS UNDER CONSTRUCTION

Your Company is currently executing two coal based thermal power projects with an aggregate capacity of 5400 MW in the State of Maharashtra viz. 2700 MW project in Nandgaonpeth of Amravati district and another 2700 MW in Sinnar of Nasik district. Both Amravati and Nasik Thermal Power Projects are being constructed in two phases each of 1350 MW.

Amravati Thermal Power Project :

The estimated cost of the Project is ₹ 6,888 Crores, being funded with Debt: Equity ratio of 75:25. The financial closure has been achieved with consortium of leading Financial Institutions & Commercial Banks with Power Finance Corporation Limited in the lead. The company has tied up 1200 MW power through Case I competitive bidding process from this Project and has signed Power Purchase Agreement with Maharashtra State Electricity Distribution Company Limited at a levelised tariff of ₹ 3.26/KWh for supply of power for twenty five years. This year your company successfully

commissioned 1st Unit of 1350 MW Amravati Phase-I and the unit has been synchronized with the grid and achieved Full Load on 25th March, 2013. As per the power purchase agreement with MSEDCL, your company was committed to begun supplies from April 2014. However, since your company has managed to commission 1st unit of Amravati Phase-I ahead of its supply commitment under PPA, supplies under the power purchase agreement were preponed and accordingly the commercial operation of the Unit-1 has begun in June 2013. In addition, the efforts of your company for obtaining Coal for this Project have finally fructified and FSA has been signed with SECL accordingly. Coal supplies from SECL has commenced in June 2013 under the executed FSA. Further, boiler light up of Unit-2 of Amravati Phase-I has been achieved.

Nashik Thermal Power Project :

1350 MW Nashik Thermal Power Project is being implemented by Indiabulls Realtech Limited (wholly owned subsidiary of your Company). The Project is estimated to cost ₹ 6,789 Crores with Debt: Equity ratio of 75:25 and financial closure has been achieved with Power Finance Corporation Limited as Lead Lender. Further, boiler light up of Unit-1 of Nashik Phase-I has been achieved.

GOM has approved purchase of 950 MW from Nashik Phase-I by Maharashtra State Electricity Distribution Company Limited (MSEDCL) and BEST. MERC has approved PPA for 650 MW with MSEDCL and PPA for 300 MW with BEST is expected shortly.

STRATEGY

The key elements of the Company's strategy include:

Capitalizing on the growth of the Indian power generation sector

India has a great growth potential and to supplement the growth, electricity demand is expected to surge in the coming years. To sustain the economic growth, the power sector has to grow in tandem with the economy. Your company would continue to search for further opportunities to build power projects across India to capitalize on the adverse demand-supply scenario.

Leveraging of project execution skills

The Company will leverage its project execution skills to build the world class power plants with highest availability and Plant load factor.

Ensuring fuel security

India's power sector has been witnessing challenges in recent times. The shortage of coal is not only affecting operational plants but is also raising concerns around the viability of future power projects. Your company had ensured that it has adequate supplies of cost-efficient fuel to meet fuel requirements for its power projects.

The Company is also considering building generation assets based on other forms of energy sources including non-conventional and renewable energy resources.

Engaging in an optimal mix of off-take arrangements with state-owned and industrial consumers

Your Company intends to maintain an appropriate mix of off-take arrangements. Your Company believes that secure off-take arrangements will provide a level of committed revenues whilst short-term arrangements will enable the Company to realize higher tariff rates from time to time. The state-run utility companies will need substantial amount of power to meet their power demand and to cope adequately with power shortages in their respective states. The Company intends to utilize its marketing and trading capacities to secure off-take arrangements with state-run utility companies and industrial consumers as well as carry out merchant sales of power at market rates. The Company

Management Discussion and Analysis (contd.)

Merchant sales would be done on a “term-ahead” basis through bilateral contracts as well as on power exchanges. In addition to trading power generated by the Company on a term-ahead basis on power exchanges, the Company also intends to enter into bilateral contracts on a term-ahead basis with industrial consumers and distribution companies through open access.

Risk management:

Every business faces various types of risks. Your Company has identified and planned to mitigate the diverse set of risks faced by our business. The following risks are identified and mitigation measures implemented.

Construction risks:

Your company has awarded major packages to reputed and qualified contractors with substantial protection through liquidated damages, in the event of failure on the part of the contractor to meet the completion schedule or plant performance targets. Wherever required, your company also supplements this contractual protection with insurance.

Your projects are managed by experienced and qualified officials who are assisted by team of owner’s engineers. Your company gives utmost importance to four major factors: safety, quality, timelines and budget.

Operational risks:

It is very important for the plant which has tied under long term PPA to run smoothly meeting the contractual obligation as the plants are rewarded for high levels of availability, and therefore unplanned outages can result in a loss of revenue. Your company has established an engineering risk assessment method for identification and management of the key engineering risks across the plant which involves quantifying, prioritizing and mitigating the operational risks associated with the failure of plant components in service and their potential impact on people, environment and business. A very experienced and skillful O&M team has been developed to run the plant smoothly with highest availability.

Fuel supply risks:

Many power projects in the country are grappling with fuel scarcity, a scenario that could adversely impact the country’s capacity addition plans. Your Company has already secured its fuel by long term coal linkages from Coal India Limited (CIL) for 5400 MW. Your Company has put in place system and procedures to ensure maximum availability as per CIL’s commitment. The principal determinant of our fuel supply activity is the need to match purchases to power sales, in terms of volume, timing and price. Short-term merchant supply arrangements can be exposed to imported coal and e-auction coal sources but would also explore the possibilities of forward purchase of fuel and best use of market opportunities. This strategy would help to mitigate fuel price volatility.

HUMAN RESOURCES

At Indiabulls, our passion is to create a workplace where every person can reach his or her full potential. The Company has built up its human resources so as to have a committed work force with the right mindset and skills.

The company’s Human Resource training and development department focuses on the right techniques for recruitment and uses the techniques by which the HR professional goes about finding the right candidate for every position in the organization.

Your Company has in place a work policy and culture which not only satisfies the intellectual facet of the employees but also keeps them monetarily well provided for. Your Company apart from paying the employees a salary structure comparable to the best in the industry has in place several employee stock option schemes which aim at sharing the fruits of Company’s growth and progress with the employees. At Indiabulls we create an environment where people can use all of their capabilities to support the business.

CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) program is built on shared Values and the commitment of your company to live those Values. The goal of the CSR program is to take responsibility for the impact of our activities on our stakeholders, and society as a whole leading to inclusive growth which is sustainable. Your company is aware of its social responsibility and is already fulfilling the aspiration of society through well defined community development program in the vicinity of project sites by spending on Education and Training, Health, Medical Aid and Social development activities etc. in the vicinity of Amravati and Nashik Thermal Power Project. This has resulted into a harmonious relationship between your company and peripheral communities.

INTERNAL CONTROL SYSTEMS

The Company has system of internal control commensurate with the nature and size of its operations, which effectively and adequately encompasses every facet of its operations and every functional area.

The system involves a compliance management team with the established policies, norms and practices as also the applicable statutes and rules and regulations with an inbuilt system of checks and balances so that appropriate and immediate corrective actions are initiated in the right earnest in the event of any deviations from the stipulated standards and parameters

The effectiveness and deliverability of the internal control system is reviewed from periodically so that measures if any needed for strengthening of the same, with the changing business needs of the Company, can be taken.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations, may be forward looking statements within the meaning of applicable laws and Regulations and the actual results might differ from those expressed or implied herein.

The Company is not under any obligation to publicly amend, modify or revise any such forward looking statements on the basis of any subsequent developments, information or events.

Directors' Report

Your Directors have pleasure in presenting to you their sixth Annual Report and the Audited accounts of the Company for year ended March 31, 2013.

FINANCIAL RESULTS

| | (Amount in ₹) | |
|---|--------------------------------------|--------------------------------------|
| | For the year ended March 31, 2013 | For the year ended March 31, 2012 |
| (Loss)/ Profit before Tax and Depreciation | (333,536,022) | 595,567,277 |
| Less: Depreciation | 12,185,169 | 11,262,942 |
| (Loss)/ Profit before Tax | (345,721,191) | 584,304,335 |
| Less: Tax Expense (post adjustments) | (82,887,984) | 60,079,514 |
| Profit after tax | (262,833,207) | 524,224,821 |
| Add: balance brought forward | 390,458,419 | 1,679,016,891 |
| Balance transferred to Reserves and Surplus (Post adjustments) | (1,225,819,670) | 390,458,419 |

BUSINESS REVIEW AND DEVELOPMENTS

Rapid growth of the economy places a heavy demand on electric power. Reforms in the power sector, for making it efficient and more competitive, have been under way for several years and while there has been some progress, shortage of power and lack of access continues to be a major constraint on economic growth. Given the challenges enumerated above, we are pleased to say that your company is well placed with land, fuel linkage, water, financial closure etc to face the challenges in Power Sector and is on course of building a leadership position in Indian Power Sector.

This year your company successfully commissioned 1st Unit of 1350 MW Amravati Phase-I and the unit has been synchronized with the grid and achieved Full Load on 25th March, 2013. As per the power purchase agreement with MSEDCL, your company was committed to begun supplies from April 2014. However, since your company has managed to commission 1st unit of Amravati Phase-I ahead of its supply commitment under PPA, supplies under the power purchase agreement were preponed and accordingly the commercial operation of the Unit-1 has begun in June 2013. Further, boiler light up of Unit-2 of Amravati Phase-I and Unit-1 of Nashik Phase-I has already been achieved. This reaffirms the strength of your company in executing the projects.

Government of Maharashtra has approved purchase of 950 MW from Nashik Phase-I by Maharashtra State Electricity Distribution Company Limited (MSEDCL) and BEST. MERC has approved purchase of 650 MW from Nashik Phase-I by MSEDCL and PPA for 300 MW with BEST is expected shortly.

Your company has signed Fuel Supply Agreement with SECL for Amravati Thermal Power Project Phase-I and regular coal supply has commenced with effect from 24th June, 2013.

DIRECTORS

In accordance with the provisions of Sections 255 and 256 of the Companies Act, 1956 read with the Articles of Association of the Company, Mr. Rajiv Rattan (DIN: 00010849) and Mr. Shamsheer Singh Ahlawat (DIN: 00017480) retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offer themselves for re-appointment.

Brief resume of the said directors, the nature of his expertise in specific functional areas and information as to the other companies in which they hold directorships or on the board committees of which they are members, has been provided in the Report on Corporate Governance, which forms a part of the Annual Report.

DIVIDEND

It has been the endeavor of the Company to maximize the returns to the shareholders and towards this end every effort is being made to bring about the situation where the Company not only starts earning operational revenues but earns revenues of a quantum which after providing for expenditures of the magnitude associated with a mega power

projects like the ones being developed by the Company at Amravati and Nashik projects, would leave the Company with a substantial balance to build healthy reserves as also to be able to share a chunk with the shareholders in the shape of dividends. A beginning in this direction has already been made with commercial operations having commenced in the first unit of 270 MW of the Phase-I 1350 MW power plant at Amravati and steady progress is being made towards achieving the complete commercialization of phase-I as also towards the commencement of commercial operations at 1350 MW Phase-I Nashik Plants and this would culminate into overall financial well being and progress for the Company of which the shareholders would get to reap the benefits in the shape increased share valuations and also in form of dividends, all leading to wealth maximization for them. For the present however, no dividends have been recommended for the financial year 2012-2013.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public during the year under review.

EMPLOYEE STOCK OPTIONS

Your Company believes that the most critical component in the growth and development of the Company are the employees of the Company and that it is the tireless efforts of the employees which have enabled the Company to reach stage in its developmental journey where its dreams of operationalising its power projects and become a commercial supplier of power in the country are about to turn into reality.

As a way of reciprocating what the employees have achieved for the Company and rewarding them for their hard work and dedication, the Company has in place three employee stock options schemes namely SPCL-IPSL Employee Stock Option Plan – 2008, Indiabulls Power Limited. Employees Stock Option Scheme 2009 and Indiabulls Power Limited. Employees Stock Option Scheme 2011 together covering ninety million stock options convertible into an equivalent number of Equity shares of face value ₹ 10 each in the Company.

It is felt that as the share valuations of the Company improve in the near future with the commercialization of its operations, the stock options would turn into a very useful right in the hands of the employees to monetize the resulting commercial success of the Company into huge pecuniary benefits for them.

The disclosures as required in terms of Clause 12.1 of the Securities and Exchange Board of India (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines, 1999 to be made in the Directors Report, in respect of the stock option schemes in force in the Company, are set out in an Annexure to this report.

SUBSIDIARIES

In keeping with the past practice given the general allowance available under the general circular no. 2/2011 dated February 8, 2011 issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. However as stipulated under the circular and more importantly to be absolutely transparent about its business and operations, the financials of the subsidiary companies are disclosed in the Annual Report in compliance with the said circular. The Company will make available the Annual Accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The annual accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary companies.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in a separate section forming part of the Annual Report.

CORPORATE GOVERNANCE REPORT

Pursuant to clause 49 of the Listing Agreements with the Stock Exchanges, a detailed report on Corporate Governance is included in the Annual Report. A Practicing Company Secretary's Certificate certifying the Company's compliance with the requirements of Corporate Governance in relation to clause 49 of the Listing Agreement is attached with the Corporate Governance Report.

AUDITORS & AUDITORS' REPORT

M/s Deloitte Haskins & Sells, Chartered Accountants, (Registration no.117365W), Auditors of the Company, will retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for reappointment. The Company has received a certificate from the Auditors to the effect that their reappointment, if made would be in accordance with Section 224(1B) of the Companies Act, 1956. The Board recommends their re-appointment.

There being no reservation, qualification or adverse remark in the Auditors' Report no explanation on part of the Board of Directors is called for.

LISTING WITH STOCK EXCHANGES

The shares of the Company continue to be listed on NSE and BSE.

INFORMATION PURSUANT TO SECTION 217 OF THE COMPANIES ACT, 1956

The information required to be disclosed under Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 with respect to conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, is given in the Annexure and forms a part of this Report.

In terms of the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of the employees who are in receipt of the remuneration equal to or in excess of the limits specified under the said section, are required to be set out in the Annexure to the Directors' Report. However, as per the provisions of Section 219(1)(b)(iv) of the said Act, the Annual Report excluding the aforesaid information is being sent to all the Members of the Company and others entitled thereto. Any member who is interested in obtaining such particulars may write to the Company Secretary at the Registered Office of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217 (2AA) of the Companies Act, 1956 your Directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures from the same;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and the loss of the Company for the year ended on that date;
3. the Directors have taken proper and sufficient care for maintaining of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
4. the Directors have prepared the Annual Accounts of the Company on a 'going concern' basis.

ACKNOWLEDGEMENT

Your directors wish to express their sincere gratitude to the investors, bankers, financial institutions governmental authorities and the employees of the Company for their continued assistance and support which has enabled the company to finally reach stage in its operational journey where its dreams are about to turn into a reality through the commercialization of its power plants and it is hoped the faith they have reposed in the Company and its directors shall enable the Company to transcend all barriers and establish itself as one of the leading suppliers of power in the private sector.

For and on behalf of the Board of Directors

Place: New Delhi
Date: September 3, 2013

Sameer Gehlaut
Chairman

Annexure to the Directors' Report

ANNEXURE FORMING PART OF THE DIRECTORS' REPORT PURSUANT TO SECTION 217(1)(e) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES(DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A. ENERGY CONSERVATION AND TECHNOLOGY ABSORPTION

With the 1st unit of 270 MW of the 1350 MW Phase-I Thermal Power Plant at Amravati having become operational and steady progress being made towards achieving the commissioning of the remaining four units of this phase as also towards the commissioning of the Phase- I Thermal Power Plant at Nashik, energy conservation becomes an issue of real significance for your company and towards this end it is proposed to take substantial measures including in particular the measures proposed towards achieving a reduction of specific coal consumption and oil consumption, minimizing system leakages and optimizing auxiliary power consumption.

Similarly in the period ahead, emphasis would also be placed on carrying out significant Research and Development towards achieving higher operational efficiency, reduced maintenance, and lower fuel consumption.

B. FOREIGN EXCHANGE EARNINGS AND OUTGO

₹ Nil

ANNEXURE TO THE DIRECTORS' REPORT IN RESPECT OF THE EMPLOYEE STOCK OPTIONS ISSUED UNDER 'SPCL-IPSL EMPLOYEE STOCK OPTION PLAN - 2008' – AS ON MARCH 31, 2013

| Particulars | |
|--|------------------|
| a. Options Granted | 2,00,00,000 |
| b. Exercise price | ₹ 10/- per share |
| c. Options vested | 62,89,600 |
| d. Options exercised | 46,88,800 |
| e. The total number of Shares arising as a result of exercise of option | 46,88,800 |
| f. Options lapsed | 1,11,71,000 |
| g. Variation in terms of options | None |
| h. Money realized by exercise of options | ₹ 4,68,88,000/- |
| i. Total number of options in force | 41,40,200 |
| j. Employee wise details of options granted to; | |
| i. Senior Management personnel | NIL |
| ii. any other employee who received a grant in any one year of option amounting to 5% or more of option granted during that year | NIL |
| iii. identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital of the company | NIL |
| k. Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with [Accounting Standard (AS) 20 'Earnings Per Share'] | ₹ (0.103) |

Annexure to the Directors' Report (contd.)

| Particulars | |
|--|--|
| l. Where the Company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed | Refer Note 32– Notes to Accounts forming part of the Financial Statements |
| m. Weighted – average exercise prices and weighted – average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock. | Average Exercise Price is ₹ 10 per share Average Fair Value is ₹ 1.58 per share |
| n. A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted – average information: | Refer Note 32– Notes to Accounts forming part of the Financial Statements. |
| i. risk free interest rate | |
| ii. expected life | |
| iii. expected volatility | |
| iv. expected dividends, and | |
| v. the price of the underlying share in market at the time of option grant | |

ANNEXURE TO THE DIRECTORS' REPORT REGARDING THE EMPLOYEE STOCK OPTIONS ISSUED UNDER 'INDIABULLS POWER LIMITED. EMPLOYEES STOCK OPTION SCHEME 2009' - AS ON MARCH 31, 2013

| Particulars | |
|---|------------------|
| a. Options Granted | 2,00,00,000 |
| b. Exercise price | ₹ 14/- per share |
| c. Options vested | 25,64,600 |
| d. Options exercised | 2,81,800 |
| e. The total number of Shares arising as a result of exercise of option | 2,81,800 |
| f. Options lapsed | 1,78,43,000 |
| g. Variation in terms of options | None |
| h. Money realized by exercise of options | ₹ 39,45,200/- |
| i. Total number of options in force | 18,75,200 |
| j. Employee wise details of options granted to; | |
| i. Senior Management personnel | NIL |
| ii. any other employee who received a grant in any one year of option amounting to 5% or more of option granted during that year | NIL |
| iii. identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital of the company | NIL |

| Particulars | |
|--|--|
| k. Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with [Accounting Standard (AS) 20 'Earnings Per Share'] | ₹ (0.103) |
| l. Where the Company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed | Refer Note 32– Notes to Accounts forming part of the Financial Statements. |
| m. Weighted – average exercise prices and weighted – average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock. | Average Exercise Price is ₹ 14 per share |
| n. A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted – average information: | Refer Note 32– Notes to Accounts forming part of the Financial Statements. |
| i. risk free interest rate | |
| ii. expected life | |
| iii. expected volatility | |
| iv. expected dividends, and | |
| v. the price of the underlying share in market at the time of option grant | |

ANNEXURE TO THE DIRECTORS' REPORT REGARDING THE EMPLOYEE STOCK OPTIONS ISSUED UNDER 'INDIABULLS POWER LIMITED. EMPLOYEES STOCK OPTION SCHEME 2011' - AS ON MARCH 31, 2013

| Particulars | |
|--|------------------|
| a. Options Granted | 18,95,000* |
| b. Exercise price | ₹ 12/- per share |
| c. Options vested | 1,79,500 |
| d. Options exercised | NIL |
| e. The total number of Shares arising as a result of exercise of option | NIL |
| f. Options lapsed/options not yet granted | 4,82,57,000 |
| g. Variation in terms of options | None |
| h. Money realized by exercise of options | Nil |
| i. Total number of options in force | 17,43,000 |
| j. Employee wise details of options granted to; | |
| i. Senior Management personnel | NIL |
| ii. any other employee who received a grant in any one year of option amounting to 5% or more of option granted during that year | NIL |

Annexure to the Directors' Report (contd.)

| Particulars | |
|---|--|
| iii. identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital of the company | NIL |
| k. Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with [Accounting Standard (AS) 20 'Earnings Per Share'] | ₹ (0.103) |
| l. Where the Company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee Statements.compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed | Refer Note 32– Notes to Accounts forming part of the Financial Statements. |
| m. Weighted – average exercise prices and weighted – average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock. | Average Exercise Price is ₹ 12 per share Average Fair Value is ₹ 1.78 per share |
| n. A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted – average information: | Refer Note 32– Notes to Accounts forming part of the Financial Statements. |
| i. risk free interest rate | |
| ii. expected life | |
| iii. expected volatility | |
| iv. expected dividends, and | |
| v. the price of the underlying share in market at the time of option grant | |

***The Scheme covers an aggregate of 5,00,00,000 stock options out of which 18,95,000 stock options had been granted.**

1. The Company's philosophy on Corporate Governance

Sound Corporate Governance practices and responsible corporate behavior contribute to long term performance of companies. Best practices on governance issues are an evolutionary and continuing process. There is no single template to define good governance. Broadly, however, good Corporate Governance practices should aim at striking a balance between interests of various stakeholders on the one hand and the duties and responsibilities of the Board and senior management in overseeing the affairs of the Company on the other.

The Corporate Governance policy in the Company encompasses the simple tenets of integrity, transparency and fairness in whatever the company does and what it basically aims at achieving is a complete adherence to the applicable statutes while at the same time ensuring a complete commitment to values and the highest ethical standards in every facet of its operations and in each of the functional areas. This in turn ensures that best in the class concept of Corporate Governance practices become a way of life in the Company.

In line with the nature and size of operation of the Company, the corporate governance framework in the Company is based on the following main principles:

- Constitution of a Board of Directors of appropriate composition, size, varied experience and commitment to discharge their responsibilities and duties.
- Transparency and independence in the functions of the Board.
- Ensuring timely flow of information to the Board and its Committees to enable them discharge their functions effectively.
- Independent verification and assured integrity of financial reporting.
- Timely and balanced disclosure of all material information related to the Company to all stakeholders and protection of their rights and interests.
- A sound system of risk management and internal control.
- Compliance with applicable laws, rules and regulations in letter and spirit.

2. Board of Directors

(A) Composition and size of the Board

The Board of Directors (Board) of the Company has been constituted in a manner which while ensuring total compliance with the requirements in this regard, as laid down under clause 49 of the Listing Agreement, in letter, seeks to accomplish the basic objective of securing corporate governance in the Company in spirit as well, through a Board specifically structured to achieve this.

At present there are seven directors on the Board of the Company with six of such directors being non executive and one director being an executive director.

The number independent directors on the Board of the Company is four, constituting more than 50% of the total board composition, with one such director being a nominee of Power Finance Corporation Limited, the Lead Lender to the Amravati Phase-I thermal power project being executed by the Company.

The Board members have collective experience in diverse fields like finance, banking, engineering and technology which ensures a pooling of their collective wisdom and experience, for the benefit of the Company.

Report on Corporate Governance (contd.)

The details of Directors, number of directorships held by them in other companies as also the number of their memberships and chairmanships on various board committees, as at 31.03.2013, are depicted in the table given below:

| Sr. No. | Name of the Director | Category of Directorship | No. of Directorships in other Companies* | No. of Memberships/ Chairmanship in Board Committees of various companies including the Company)** | |
|---------|---|--|--|--|----------|
| | | | | Member | Chairman |
| 1. | Mr. Sameer Gehlaut (DIN: 00060783) | Chairman & Non-Executive Director | 4 | 3*** | 1 |
| 2. | Mr. Rajiv Rattan (DIN: 00010849) | Vice-Chairman & Executive Director | 6 | 2 | Nil |
| 3. | Mr. Saurabh Kumar Mittal (DIN: 01175382) | Vice-Chairman & Non-Executive Director | 3 | 3 | Nil |
| 4. | Mr. Shamsher Singh Ahlawat (DIN: 00017480) | Non-Executive Independent Director | 7 | 7*** | 5 |
| 5. | Brig. Labh Singh Sitara (DIN: 01724648) | Non-Executive Independent Director | 3 | 2 | Nil |
| 6. | Mr. Prem Prakash Mirdha (DIN: 01352748) | Non-Executive Independent Director | 4 | 4 | Nil |

* Does not include directorships held in private limited companies and foreign companies.

** In the above table memberships/chairmanships of the Audit Committees and Shareholders' Grievance Committees in various public limited companies, have been depicted.

*** Figure inclusive of Chairmanship.

No Director is related to any other Director on the Board.

(B) Details of Board meetings and the last Annual General Meeting (AGM) and attendance record of Directors thereat

During the financial year 2012-2013 the Board met 10 (Ten) times. The dates of the Board meetings were 28-Apr-12, 17-May-12, 20-Jun-12, 21-Jul-12, 30-Aug-12, 18-Sep-12, 20-Sep-12, 22-Oct-12, 23-Jan-13 and 18-Feb-13.

The last Annual General Meeting of the Company was held on September 27, 2012.

A table depicting the attendance of Directors at various board meetings and annual general meeting held during the financial year 2012-2013 is given below:

| Sr. No. | Name of the Director | No. of Board meetings attended | Attendance at the last AGM |
|---------|----------------------------|--------------------------------|----------------------------|
| 1. | Mr. Sameer Gehlaut | 4 | No |
| 2. | Mr. Rajiv Rattan | 9 | Yes |
| 3. | Mr. Saurabh Kumar Mittal | 9 | No |
| 4. | Mr. Shamsher Singh Ahlawat | 10 | Yes |
| 5. | Brig. Labh Singh Sitara | 10 | No |
| 6. | Mr. Prem Prakash Mirdha | 10 | No |

(C) Code of Conduct

The Company has laid down a Code of Conduct for all Board members and Senior Management Personnel of the Company. The Code of Conduct is available on the website of the Company www.indiabulls.com/power/. All Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct. A declaration signed by the Group Chief Executive Officer to this effect is enclosed at the end of this Report.

The code of conduct seeks to ensure that the Directors and the Senior Management Personnel observe a total commitment to their duties and responsibilities while ensuring a complete adherence with the applicable statutes on one hand and values and ethics on the other.

3. Committees of the Board

The Board constituted committees namely, Audit Committee, Remuneration Committee and Shareholders'/ Investors' Grievance Committee act in accordance with the terms of reference determined by the Board. Meetings of each of these Committees are convened by the respective Chairman. Matters requiring Board's attention/ approval are placed before the Board. The role, the composition of these Committees including the number of meetings held during the financial year and the related attendance details are provided below:

(A) Audit Committee Composition

The Audit Committee comprises of three members namely Mr. Shamsheer Singh Ahlawat as the Chairman and member and Mr. Prem Prakash Mirdha and Mr. Saurabh Kumar Mittal as the other two members. All the members are Non-Executive Directors and two out of the three members namely Mr. Shamsheer Singh Ahlawat and Mr. Prem Prakash Mirdha, are independent Directors. Mr. Gaurav Toshkhani Secretary of the Company also acts as Secretary to the Audit Committee.

Terms of reference

The terms of reference of Audit Committee, inter-alia, include:

- to oversee the financial reporting process and disclosure of financial information;
- to review with management, quarterly, half yearly and annual financial statements and ensure their accuracy and correctness before submission to the Board;
- to review with management and internal auditors, the adequacy of internal control systems, approving the internal audit plans and reviewing the efficacy of their function, discussion and review of periodic audit reports including findings of internal investigations;
- to recommend the appointment of the internal and statutory auditors and fixing their remuneration;
- to hold discussion with the Statutory and Internal Auditors.

Meetings and Attendance during the year

During the financial year ended March 31, 2013 the Committee met four times. The dates of the meetings are 28-Apr-12, 21-Jul-12, 22-Oct-12 and 23-Jan-13.

The attendance of the members of the Committee at the meetings held during the FY 2013 is depicted in the table given below:

| Name of the Member | No. of meetings held during the tenure | No. of meetings attended |
|-----------------------------|--|--------------------------|
| Mr. Shamsheer Singh Ahlawat | 4 | 4 |
| Mr. Prem Prakash Mirdha | 4 | 4 |
| Mr. Saurabh Kumar Mittal | 4 | 3 |

The Group Chief Financial Officer/General Manager-Finance and the Statutory Auditors attended the meeting(s) by invitation.

(B) Remuneration Committee Composition

The Remuneration Committee of the Board comprises of three Non-Executive Independent Directors as its members namely Mr. Shamsher Singh Ahlawat as the Chairman and member, Mr. Prem Prakash Mirdha and Brig. Labh Singh Sitara as the other two members.

Terms of reference

The terms of reference of Remuneration Committee, inter-alia, include:

- recommending to the Board, compensation terms of the Executive Directors;
- assisting Board in determining and implementing the Company's Policy on the remuneration of Executive Directors.

Meetings and Attendance during the year

During the year no meeting of the Committee was held.

Remuneration Policy

Company's remuneration policy is market-led and takes into account the competitive circumstances of the business so as to attract and retain quality talent and leverage performance significantly.

Remuneration of Directors

(i) Remuneration of Executive Directors

At present the Company has only one executive director on its Board of Directors, who does not draw any remuneration from the Company.

(ii) Remuneration of Non Executive Directors

Non- Executive Directors have not been paid any remuneration/sitting fees during the financial year 2012-2013.

Further, no Non-Executive Director holds any share in the Company.

(C) Shareholders'/ Investors' Grievance Committee Composition

The Shareholders'/Investors' Grievance Committee of the Board comprises of three Non Executive Independent Directors as its members namely Mr. Shamsher Singh Ahlawat as the Chairman and member, Mr. Prem Prakash Mirdha and Brig. Labh Singh Sitara as the other two members.

Terms of reference

The Committee has been constituted not only to fulfill the statutory requirement laid down to this effect but also to ensure that the Company has in place an effective body to serve the interests of and addresses the issues pertaining to the investors, to their utmost satisfaction.

Towards this end it works in close coordination with the Registrar and Transfer Agent of the Company through an operating mechanism and system which seeks to promptly and effectively attended to and redress the investor grievances.

Additionally, the Committee has been vested with the responsibility of approving and requests for share transfers and transmissions, requests pertaining to rematerialization of shares/subdivision/ consolidation of shares/issue of renewed and duplicate certificates etc. for which purpose the authority at the basic operational level has been delegated by the Committee to Mr. Shamsher Singh Ahlawat the chairman of the Committee.

Meetings and Attendance during the year

During the financial year ended March 31, 2013 the Committee met four times. The dates of the meetings are 28-Apr-12, 21-Jul-12, 22-Oct-12 and 23-Jan-13.

The attendance of the members of the Committee at the meetings held during the FY 2013 is depicted in the table given below:

| Name of the Member | No. of meetings held during the tenure | No. of meetings attended |
|-----------------------------|--|--------------------------|
| Mr. Shamsheer Singh Ahlawat | 4 | 4 |
| Mr. Prem Prakash Mirdha | 4 | 4 |
| Brig. Labh Singh Sitara | 4 | 4 |

Name and designation of compliance officer

Mr. Gaurav Toshkhani, Company Secretary is the Compliance Officer pursuant to Clause 47(a) of the Listing Agreement with Stock Exchanges.

Details of queries / complaints received and resolved during the FY 2013

| Sr. No. | Particulars | Opening | Received | Redressed | Pending |
|---------|---|----------|-----------|-----------|------------|
| 1. | Legal Cases / Cases before Consumer Forums | 0 | 0 | 0 | NIL |
| 2. | Letters from SEBI / Stock Exchange. | 0 | 7 | 7 | NIL |
| 3. | Non credit/receipt of shares in demat account | 0 | 3 | 3 | NIL |
| 4. | Non receipt of Refund order | 0 | 1 | 1 | NIL |
| 5. | Query regarding non-receipt of dividend | 0 | 6 | 6 | NIL |
| 6. | Status of applications lodged for public issue(s) | 0 | 0 | 0 | NIL |
| 7. | Non-receipt of annual report | 0 | 23 | 23 | NIL |
| 8. | Non receipt of securities after transfer | 0 | 0 | 0 | NIL |
| | Total | 0 | 40 | 40 | Nil |

4. General Body Meetings

A. Location and time of Annual General Meetings (AGMs)

The location and time of last three AGMs are as follows:

| Annual General Meeting (AGM) | Year | Location | Date | Time |
|------------------------------|---------|--|--------------------|------------|
| 3rd AGM | 2009-10 | Centaur Hotel, IGI Airport, Delhi – Gurgaon Road, New Delhi - 110037 | September 30, 2010 | 10.30 A.M. |
| 4th AGM | 2010-11 | Centaur Hotel, IGI Airport, Delhi – Gurgaon Road, New Delhi - 110037 | September 30, 2011 | 10.00 A.M. |
| 5th AGM | 2011-12 | Centaur Hotel, IGI Airport, Delhi – Gurgaon Road, New Delhi - 110037 | September 27, 2012 | 10.15 A.M. |

B. Details of special resolutions passed in the previous three AGMs:

- (I) In the AGM of the Company for the FY 2010 held on September 30, 2010, three special resolutions as briefly specified hereunder were passed:

- (i) Special resolution in terms of Section 81(1A) of the Companies Act, 1956 and Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 for the purpose of (a) ratification of the existing employee stock option schemes of the Company which were in existence prior to its initial public offering of the equity shares and (b) variation in the terms of the Stock Option Schemes so as to provide that the exercise price under the schemes shall be the market price as on the date of grant and to make a corresponding amendment in the definition of the term exercise price as originally laid down in such stock option schemes.
 - (ii) Special resolution in terms of Section 81(1A) of the Companies Act, 1956 and Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 for the purpose of (a) ratification of the existing employee stock option schemes of the Company which were in existence prior to its initial public offering of the equity shares and (b) variation in the terms of the Stock Option Schemes so as to provide that the exercise price under the schemes shall be the market price as on the date of grant of stock options and to make a corresponding amendment in the definition of the term exercise price as laid down under such schemes, in so far as they relate to the employees of the subsidiaries of the Company or that of its holding company.
 - (iii) Special resolution in terms of Section 81(1A) of the Companies Act, 1956 and Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 to empower the Board of Directors of the Company (which expression shall also include a Committee thereof) to entrust the holding of Securities for the benefit of the Eligible Employees and to manage the implementation of the Stock Option Schemes, by the Employees Welfare Trust, in accordance with the terms of the respective Stock Option Schemes.
- (II) In the AGM of the Company for the FY 2011 held on September 30, 2011, six special resolutions as briefly specified hereunder were passed:
- (i) Special resolution in terms of Section 81(3)(b) of the Companies Act, 1956 read with the Public Companies (Terms of Issue of Debentures and raising of Loans with an option to convert such Debentures or Loans into shares) Rules 1977 approving the seeking of term loan facility to the extent of ₹ 4985,00,00,000 (Rupees Four thousand nine hundred eighty five crore) and bank guarantee facility to the extent of ₹ 300,00,00,000 (Rupees Three hundred crore) from IDBI Bank Limited and/or other lenders which may subsequently join the financial arrangement, on the terms as contained in the relevant agreements entered into, for the purpose, including a term providing the lenders with an option in the event of default, to seek the conversion of whole or any part of the said financial assistance into appropriate number of equity shares of the Company at par value.
 - (ii) Special resolution passed pursuant to the requirements of Sections 314(1) and other applicable provisions of the Companies Act, 1956 according consent to the appointment and remuneration of Mr. Saurabh Kumar Mittal, Director and Vice- Chairman of the Company by virtue of holding an office or place of profit in its subsidiary company, Indiabulls Realtech Limited w.e.f. February 1, 2011.
 - (iii) Special resolution pursuant to Section 81 (1A) and other applicable provisions, if any, of the Companies Act, 1956, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Articles of Association of the Company and of other applicable statutes, if any to create, issue, offer and allot at any time or from time to time, directly or through a trust, to the Eligible Employees of the Company and the Directors of the Company, whether whole-time or not (except the promoter directors or directors holding by themselves or through the relatives or any body corporate, 10% or more of the outstanding equity share capital of the Company), stock options not exceeding 50,000,000 in number, representing 50,000,000 equity shares of face value ₹ 10/- each of the Company, in one or more tranches, under the Scheme titled 'Indiabulls Power Limited. Employees Stock Option Scheme- 2011' ("IPL ESOS-2011").

- (iv) Special resolution pursuant to Section 81 (1A) and other applicable provisions, if any, of the Companies Act, 1956, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Articles of Association of the Company, the Listing Agreements with stock exchanges and other applicable statutes, if any to create, issue, offer and allot at any time or from time to time, directly or through a trust, to the permanent employees of the subsidiaries of the Company and that of its holding company working in India or out of India and the Directors of the subsidiaries of the Company or that of its holding company, whether whole-time or not (except the promoter directors or directors holding by themselves or through the relatives or any body corporate, 10% or more of the outstanding equity share capital of the Company), stock options under the Scheme titled 'Indiabulls Power Limited. Employees Stock Option Scheme- 2011' ("IPL ESOS-2011").
 - (v) Special resolution pursuant to Section 81 (1A) and other applicable provisions, if any, of the Companies Act, 1956, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Articles of Association of the Company, the Listing Agreements with stock exchanges and other applicable statutes, if any to identify specific eligible employees and grant options during any one year, equal to, or exceeding, 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant under the 'Indiabulls Power Limited. Employees Stock Option Scheme- 2011' ("IPL ESOS-2011"), within the overall limit of 5,00,00,000 stock options covered by the said scheme.
 - (vi) Special resolution pursuant to the applicable provisions of the Companies Act, 1956 Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Articles of Association of the Company and of other applicable statutes, if any for amending the clause pertaining to exercise price under the Stock Option Schemes namely 'SPCL-IPSL Employee Stock Option Plan- 2008' and 'Indiabulls Power Limited. Employees Stock Option Scheme-2009', earlier consented to / approved by the shareholders, so as to provide that the exercise price under the said stock option schemes, shall be the market price of the equity shares of the Company, under respective Stock Option Schemes, being the latest available closing price, prior to the date of grant or the price as may be decided by the Board.
- (III) In the AGM of the Company for the FY 2012 held on September 27, 2012, no special resolutions were passed.

C. Special Resolutions passed during the FY 2013 through postal ballot

During the year 2012-13, no postal ballot was conducted by the Company.

5. Disclosures

(i) Details on materially significant related party transactions

Details of materially significant related party transactions made during the FY 2013, are contained in the notes forming part of the annual accounts which form a part of the Annual Report.

(ii) Details of non-compliance, penalties etc. imposed by Stock Exchange, SEBI etc. on any matter related to capital markets, during the last three years

Since the establishment of the Company as a listed entity on October 30, 2009, there has been no instance of any non-compliance by the Company on any matter related to capital markets and hence, of any penalties being imposed on the Company or strictures being passed against it, by SEBI or the Stock Exchanges or any other statutory authorities on any such matters.

(iii) Whistle Blower policy and affirmation that no personnel has been denied access to the Audit Committee

The Company has in place a highly effective Whistle blower policy which sets out the process and mechanism whereby employees at various levels in the organization can bring to the notice of the management any violations

of the applicable laws, regulations as also any unethical or unprofessional conduct. All such reports are taken up for consideration at appropriate intervals depending upon the gravity of the matter reported so that adequate rectifying measures can be initiated in the right earnest, at the appropriate levels. Further, in order to encourage the employees to freely air their views and voice their concerns on various matters and to prevent any victimization of the employees, identity of the employees is kept strictly confidential. It would be pertinent to mention here that the Audit Committee set by the Board, constitutes a vital component of the whistle blower mechanism and instances of financial misconduct, if any, are reported to the Audit committee. No employee is denied access to the Audit Committee.

(iv) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of Clause 49

The Company has complied with all the mandatory requirements of the Clause 49 of the Listing Agreement in letter as well as spirit. The details of these compliances have been given in the relevant sections of this Report. The status on compliance with the Non mandatory requirements is given at the end of the Report.

6. Means of Communication

- (i) Publication of Results:** The quarterly / annual results of the Company are published in the leading newspapers viz The Financial Express/ Business Standard/ Mint (English) and Jansatta/ Business Standard/ Hindustan (Hindi).
- (ii) News, Release, etc:** The Company has its own website www.indiabulls.com/power/ where all vital information pertaining to the Company and its performance including financial results, press releases pertaining to important developments, performance updates and corporate presentations etc. are regularly posted.
- (iii) Management's Discussion and Analysis Report:** has been included in the Annual Report, which forms a part of the Annual Report.
- (iv) Investor Relation:** The Company's web site contains a separate dedicated section "Investor Relation" where information pertinent to the shareholders of the Company and to the investing public in general, is available.

7. General Shareholders' Information

(A) Date, Time and Venue of Annual General Meeting (AGM)

The date, time and venue of the AGM has been indicated in the Notice convening the AGM, which forms a part of the Annual Report.

(B) Profile of Directors seeking appointment/ re-appointment

Mr. Rajiv Rattan, Vice-Chairman and Executive Director

Mr. Rajiv Rattan, aged 40, graduated with a degree in electrical engineering from the Indian Institute of Technology, Delhi in the year 1994. He is the Co-Founder of the Indiabulls group of companies. He was selected by Schlumberger for its international services business in 1994, where he worked for over 5 years and gained extensive experience in international best practices, process management, and risk management, which he brought to Indiabulls Group as one of the founders of the Company. He has gained extensive experience in the Financial Services Sector, and has developed understanding of risk management, efficient processes and operational excellence. Mr. Rattan's hands on operations style combined with his systems orientation has laid the foundation for the sustained growth and scalability of the group's businesses, particularly in the financial services.

Mr. Rattan is a director on the boards of a large number of companies namely Indiabulls Real Estate Limited, Indiabulls Housing Finance Limited, Indiabulls Life Insurance Company Limited, Indiabulls CSEB Bhaiyathan Power Limited, Indiabulls Realtech Limited, Spire Constructions Private Limited, Ceres Real Estate Private Limited,

Indiabulls Mining Private Limited, Ceres Power Transmission Private Limited, Ceres Electricity Distribution Private Limited, Indiabulls Electricity Distribution Private Limited, Priapus Developers Private Limited, Nettle Constructions Private Limited, Priapus Land Development Private Limited, Priapus Constructions Private Limited, Arcelormittal Indiabulls Mining Private Limited, Ceres Energy Private Limited, Heliotrope Real Estate Private Limited, Antheia Infrastructure Private Limited, Antheia Constructions Private Limited, Indiabulls Infrastructure And Power Limited, Cleta Land Development Private Limited, Antheia Buildcon Private Limited, Tupelo Properties Private Limited and Indiabulls Property Management Trustee Pte. Ltd.

Membership/Chairmanship of Mr. Rajiv Rattan in committees of various companies is as under:

| Name of Company | Committee | Chairman/Member |
|--------------------------------|--|-----------------|
| Indiabulls Real Estate Limited | Shareholders'/Investors' Grievance Committee | Member |
| Indiabulls Realtech Limited | Audit Committee | Member |

Mr. Shamsher Singh Ahlawat, Independent Director

Mr. Shamsher Singh Ahlawat, aged about 64 years, holds a post graduate degree in history from St. Stephens College, New Delhi. Mr. Shamsher Singh started his career as a probationary officer with the State Bank of India in 1971 and rose to the senior management. During his tenure with the State Bank of India, Mr. Singh worked on various assignments at the Merchant Banking and Credit Division of the State Bank of India. Mr. Singh is involved in social welfare activities including that of running a school providing free education in Jhajhar, Haryana.

Mr. Shamsher Singh Ahlawat is also on the Board of Indiabulls Real Estate Limited, Store One Retail India Limited, Indiabulls Constructions Limited, Indiabulls Wholesale Services Limited, Elena Power And Infrastructure Limited, Indiabulls Realtech Limited and Indiabulls Housing Finance Limited.

Membership/Chairmanship of Mr. Shamsher Singh Ahlawat in committees of various companies is as under:

| Name of Company | Committee | Chairman/Member |
|---------------------------------------|--|-----------------|
| Indiabulls Power Limited. | Audit Committee | Chairman |
| | Shareholders'/Investors' Grievance Committee | Chairman |
| | Remuneration Committee | Chairman |
| | Compensation Committee | Chairman |
| Indiabulls Wholesale Services Limited | Audit Committee | Member |
| | Shareholders'/Investors' Grievance Committee | Member |
| | Remuneration Committee | Chairman |
| | Compensation Committee | Chairman |
| Store One Retail India Limited | Audit Committee | Chairman |
| | Remuneration Committee | Member |
| | Compensation Committee | Member |

Report on Corporate Governance (contd.)

| Name of Company | Committee | Chairman/Member |
|--|---|--------------------------------|
| Indiabulls Real Estate Limited | Audit Committee Remuneration Committee Compensation Committee | Chairman Member Member |
| Indiabulls Housing Finance Limited | Audit Committee Remuneration Committee Compensation Committee | Chairman Member Chairman |
| Indiabulls Finance Company Private Limited | Nomination Committee | Member |

(C) **Financial year:** The financial year of the Company is a period of twelve months beginning on 1st April every calendar year and ending on 31st March the following calendar year.

(D) **Date of Book Closure**

Information pertaining to the Book Closure dates has been provided in the Notice convening the AGM forming part of this Annual Report.

(E) **Dividend Payment date:**

The Board of Directors of the Company has not recommended any dividend for the FY 2013.

(F) (i) **Distribution of shareholding as on 31st March 2013**

| Sr. No. | Shareholding of nominal value (in ₹) | No. of holders | % to total holders | Value in ₹ | % to nominal value |
|---------|--------------------------------------|----------------|--------------------|--------------------------|--------------------|
| 1. | From To | | | | |
| 2. | Upto - 5,000 | 87,724 | 63.39 | 195,022,230.00 | 0.74 |
| 3. | 5,001 - 10,000 | 20,506 | 14.82 | 166,823,270.00 | 0.63 |
| 4. | 10,001 - 20,000 | 12,142 | 8.77 | 178,504,790.00 | 0.67 |
| 5. | 20,001 - 30,000 | 9,850 | 7.12 | 223,566,910.00 | 0.85 |
| 6. | 30,001 - 40,000 | 1,597 | 1.15 | 57,463,300.00 | 0.22 |
| 7. | 40,001 - 50,000 | 1,871 | 1.35 | 88,604,290.00 | 0.33 |
| 8. | 50,001 - 1,00,000 | 2,376 | 1.72 | 181,696,320.00 | 0.69 |
| 9. | 1,00,001 and above | 2,331 | 1.68 | 25,335,618,420.00 | 95.87 |
| | TOTAL | 138,397 | 100.00 | 26,427,299,530.00 | 100.00 |

(ii) **Shareholding pattern as on 31st March 2013**

| Sr. No. | Category | No. of Shares | % holding |
|---------|--|----------------------|---------------|
| 1. | Promoter & Promoter Group | 1,606,550,000 | 60.79 |
| 2. | Banks, Financial Institutions and Mutual Funds | 14,434,996 | 0.55 |
| 3. | FII's | 94,837,035 | 3.59 |
| 4. | Foreign Venture Capital | 428,362,342 | 16.21 |
| 5. | Domestic bodies corporate | 103,208,204 | 3.91 |
| 6. | Resident Individuals | 223,582,754 | 8.46 |
| 7. | Non Resident Indians | 4,112,700 | 0.15 |
| 8. | Overseas bodies corporate | 134,236,116 | 5.08 |
| 10. | Clearing members | 2,673,336 | 0.10 |
| 11. | Other Foreign Entities | 30,730,470 | 1.16 |
| 12. | Qualified Foreign Investor-Individual | 2,000 | 0.00 |
| | Total | 2,642,729,953 | 100.00 |

(G) Dematerialization of shares and liquidity

Equity Shares of the Company are compulsorily traded in dematerialized mode and are available for trading under both the depositories i.e. NSDL and CDSL.

As on March 31, 2013, nearly 100.00% Equity shares of the Company representing 263,42,84,445 out of a total of 264,27,29,953 Equity shares, were held in dematerialized form with a miniscule balance of 84,45,508 Equity shares, constituting less than 1% of the total outstanding Equity shares, being held in the physical segment.

(H) Convertible Instruments

As on date an aggregate of 76,86,400 stock options are in force. As and when these stock options are exercised, paid-up share capital of the Company shall accordingly stand increased.

(I) Listing on Stock Exchanges

The Company's shares are listed on the following stock exchanges:

National Stock Exchange of India Limited (NSE)

"Exchange Plaza", Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

(J) Stock Code

BSE Limited - 533122

National Stock Exchange of India Ltd - IBPOW/EQ

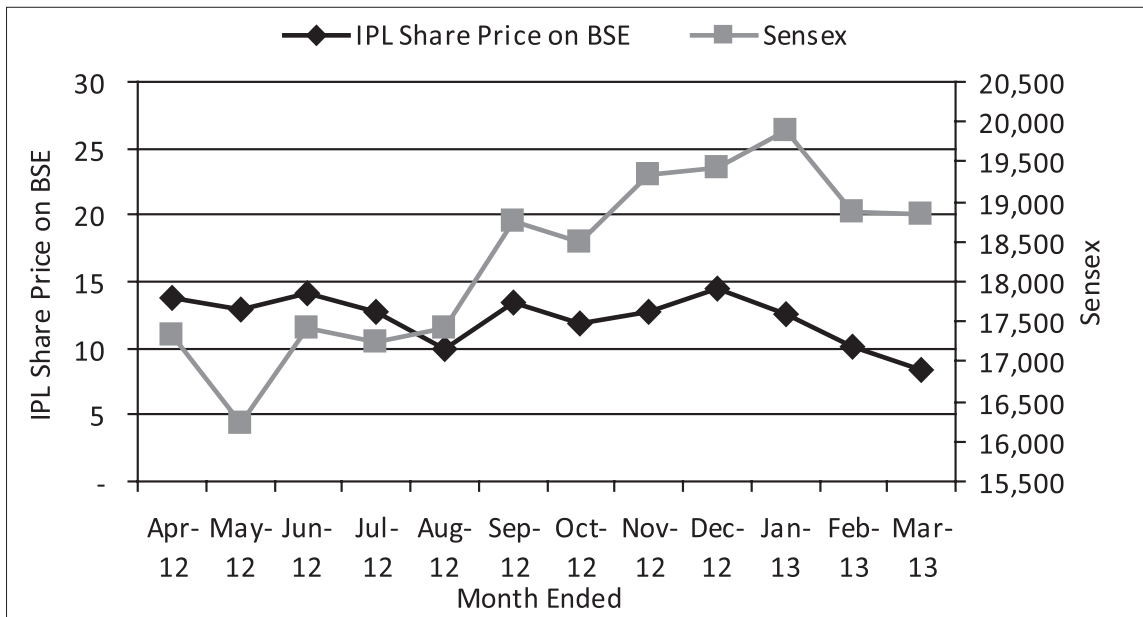
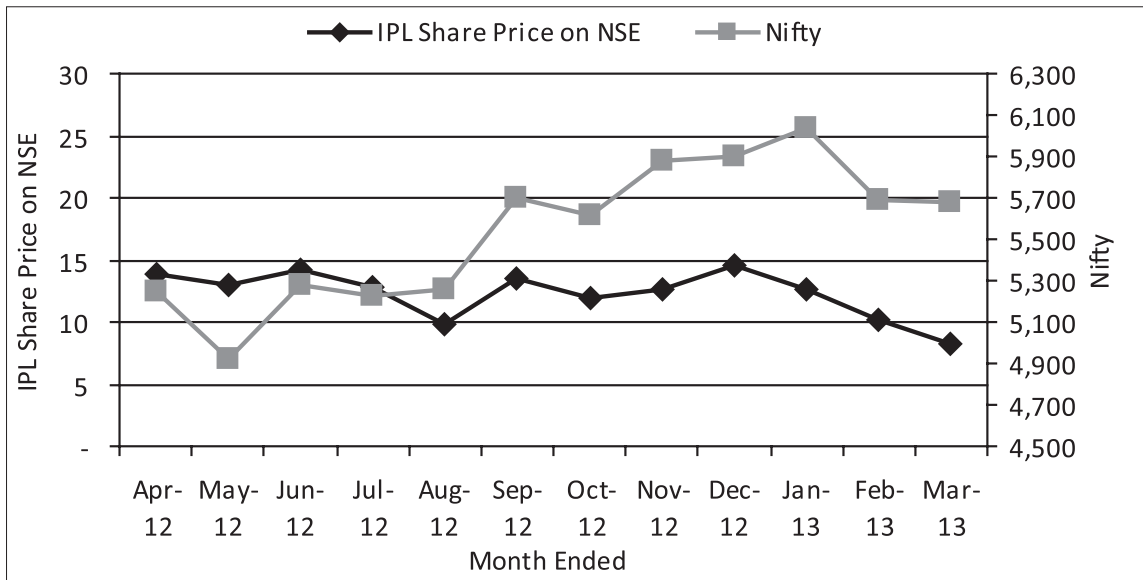
ISIN for Dematerialization - INE399K01017

(K) Market Price data

The monthly high and low market prices of equity shares at the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) for the year ended March 31, 2013 are as under:

| Month | NSE | | BSE | |
|----------------|------------|-----------|------------|-----------|
| | High (INR) | Low (INR) | High (INR) | Low (INR) |
| April 2012 | 17.35 | 13.70 | 17.35 | 13.65 |
| May 2012 | 14.15 | 10.45 | 14.10 | 10.52 |
| June 2012 | 14.55 | 11.70 | 14.55 | 11.76 |
| July 2012 | 15.50 | 11.45 | 15.50 | 11.53 |
| August 2012 | 14.10 | 9.85 | 14.05 | 9.86 |
| September 2012 | 16.80 | 10.00 | 14.75 | 9.95 |
| October 2012 | 14.45 | 11.90 | 14.44 | 11.87 |
| November 2012 | 13.45 | 11.00 | 13.45 | 11.01 |
| December 2012 | 15.65 | 12.65 | 15.65 | 12.66 |
| January 2013 | 16.20 | 12.20 | 16.18 | 12.00 |
| February 2013 | 12.90 | 9.90 | 12.90 | 9.80 |
| March 2013 | 11.60 | 8.00 | 12.00 | 8.05 |

(L) Performance of the Company in comparison to broad-based indices



(M) Registrar and Transfer Agents

M/s Karvy Computershare Private Limited are acting as the Registrar and Transfer Agents of the Company for handling the share related matters, both in physical and dematerialised mode.

The contact details are as under:

Karvy Computershare Pvt. Ltd

Unit : Indiabulls Power Limited.

Plot No.17-24 Vittal Rao Nagar, Madhapur Hyderabad – 500081

Contact Person: Mr. S D Prabhakar, AGM

Corporate Registry

Tel : 040-44655000/23420815-23420825

Fax: 040-23420814, E-mail: einward.ris@karvy.com

(N) Share Transfer System

The Share transfer system in the Company comprises of two components viz the Share transfer cum Shareholders' / Investors' grievance and the Registrar and Transfer Agent of the Company (RTA) which work hand in hand to process and approve the requests received for transfer or transmission of the shares in the physical segment. Share transfer/transmission requests are processed within the stipulated time, with the RTA sending the requests which have already been scrutinized by it and found to be in order, to the Committee for its approval and the Committee approving the same and communicating the approval to the RTA. The Committee also receives from the RTA, the details and documents pertaining to the requests which have not been found to be in order, for its information and examination.

The certificates pertaining to the transferred shares are mailed to the concerned investors by the RTA immediately upon approval of transfers, so as to reach such investors well within the time stipulated under the Listing agreements.

(O) Address for Correspondence

(i) Registered Office:

Indiabulls Power Limited.

M-62 & 63, First Floor,

Connaught Place, New Delhi- 110 001

(ii) Corporate Office:

(a) "Indiabulls House"

448-451, Udyog Vihar, Phase V,

Gurgaon – 122 016, Haryana

(b) Indiabulls House, Indiabulls Finance

Centre, Tower 1, Senapati Bapat Marg,

Elphinston Mills, Mumbai – 400 013

8. Compliance Certificate from the Practicing Company Secretary

A certificate from a Practicing Company Secretary certifying the Company's compliance with the provisions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is annexed to and forms a part of this Report. The certificate is also being forwarded to the Stock Exchanges in India where the Securities of the Company are listed.

9. CEO & CFO Certification

The certificate required under Clause 49(V) of the listing agreement duly signed by the person vested with the functional responsibilities of the Chief Executive Officer and by the General Manager – Accounts & Finance has been provided to the Board.

10. Non-Mandatory Requirements

Status of Compliance of Non-Mandatory requirement stipulated under Clause 49 is as under:

(A) Non-Executive Chairman

The Company has a Non-executive Chairman who is not maintaining any office at Company's expense nor is he being reimbursed any expenses incurred by him.

(B) Remuneration Committee

The Company has a duly constituted Remuneration Committee. For details as to the constitution of the remuneration committee and the functional responsibility vested in it, please refer to point no. 3 in the earlier part of this report.

(C) Shareholders Rights

The Company is getting its quarterly/half yearly and annual financial results published in leading newspapers with wide circulation across the country and regularly updates the same on its public domain website. In view of the same individual communication of quarterly / annual financial results to the shareholders is not being made at present. Further, information pertaining to important developments in the Company is brought to the knowledge of the public at large and to the shareholders of the Company in particular, through communications sent to the stock exchanges where the shares of the Company are listed and which then get updated on the websites of these exchanges, through press releases in leading newspapers and through regular uploads made on the Company website.

(D) Unqualified financial statements

The Auditors Report on the audited annual accounts of the Company for the financial year ended March 31, 2013 does not contain any qualification and to this effect the Company shall be submitting with NSE and BSE (the stock exchanges where the shares of the Company are listed) a report in the form stipulated under the SEBI Circular no. CIR/CFD/DIL/7/2012 dated August 13, 2012.

It shall be endeavor of the Company to continue the trend by strengthening the existing accounting systems and controls as well as ensuring complete adherence to the applicable accounting standards and adoption of prudent practices and procedures.

(E) Whistle Blower Policy

The Company has a well defined Whistle blower policy in place which lays down an effective mechanism for the employees to report violations of laws, rules and regulations as also unethical conduct, at the appropriate management levels for timely and appropriate actions without loss of time. For a detailed description of the whistle blower policy please refer to point no.5 (iii) of this Report.

Except as set out above, the Company has not adopted any other non-mandatory requirements recommended under Annexure 1D of the Clause 49 of the Listing Agreements with the Stock Exchanges.

ANNUAL DECLARATION BY CHIEF EXECUTIVE OFFICER (CEO) PURSUANT TO CLAUSE 49 (I)(D)(ii) OF THE LISTING AGREEMENT

As the person vested with the functional responsibilities of the Chief Executive Officer of Indiabulls Power Limited. and as required by Clause 49 (I)(D)(ii) of the Listing Agreement, I hereby declare that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Business Conduct and Ethics, for the FY2013.

Date: August 21, 2013
Place: New Delhi

Rajendra Kumar Sugandhi

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of Indiabulls Power Limited.

We have examined the compliance of conditions of Corporate Governance by Indiabulls Power Limited. ("the Company"), for the year ended March 31, 2013, as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

We state that there are no investor grievances as on March 31, 2013 as per the records maintained by the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S. K. Hota & Associates
Company Secretaries

Susanta Kumar Hota
Proprietor

Membership No: ACS 16165
CP No. 6425

Date: August 21, 2013
Place: New Delhi

Independent Auditors' Report

**TO THE BOARD OF DIRECTORS OF
INDIABULLS POWER LIMITED.**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **INDIABULLS POWER LIMITED.** (the "Company"), and its subsidiaries (the Company and its subsidiaries constitute "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2013, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on the financial statements of the subsidiaries referred to below in the Other Matter paragraph, the aforesaid consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2013;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the loss of the Group for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

Other Matter

We did not audit the financial statements of Ninety Six subsidiaries, whose financial statements reflect total assets (net) of ₹ 13,549,856,896 as at 31st March, 2013, total revenues of ₹ 18,340,223 and net cash outflows amounting to ₹ 371,840,044 for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors, whose reports have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our opinion is not qualified in respect of this matter.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No. 117365W)

GURGAON,
26th April, 2013

K. A. Katki
Partner
(Membership No.: 038568)

Consolidated Balance Sheet

of Indiabulls Power Limited. as at March 31, 2013

| Particulars | Note No. | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|----------|--------------------------------|--------------------------------|
| I. EQUITY AND LIABILITIES | | | |
| 1) Shareholders' funds | | | |
| (a) Share capital | 3 | 26,427,299,530 | 22,273,229,460 |
| (b) Reserves and surplus | 4 | 27,657,171,950 | 21,813,956,726 |
| 2) Minority Interest | 32 | 16,273,709 | 13,485,755 |
| 3) Non-current liabilities | | | |
| (a) Long-term borrowings | 5 | 56,834,889,765 | 19,626,174,263 |
| (b) Deferred tax liability (net) | 6 | 173,485 | 9,350,899 |
| (c) Other long-term liabilities | 7 | 6,440,105,804 | 15,474,575,500 |
| (d) Long-term provisions | 8 | 408,374,109 | 259,980,134 |
| 4) Current liabilities | | | |
| (a) Short-term borrowings | 9 | 250,550,000 | 293,400,000 |
| (b) Trade payables | 10 | 968,843,638 | 1,175,134,425 |
| (c) Other current liabilities | 11 | 34,346,473,951 | 29,509,529,775 |
| (d) Short-term provisions | 12 | 10,345,910 | 265,552,064 |
| TOTAL | | 153,360,501,851 | 110,714,369,001 |
| II. ASSETS | | | |
| 1) Non-current assets | | | |
| (a) Fixed assets | 13 | | |
| (i) Tangible assets | | 1,181,891,610 | 1,176,201,993 |
| (ii) Intangible assets | | 902,074,813 | 871,224,768 |
| (iii) Capital work-in-progress | | 90,897,124,539 | 60,509,259,688 |
| (iv) Intangible assets under development | | 51,616,594 | 17,170,000 |
| (b) Expenditure during construction pending capitalisation | 14 | 20,415,333,506 | 9,821,591,005 |
| (c) Goodwill on consolidation | 36 | 3,123,238 | 3,123,238 |
| (d) Non-current investments | 15 | 202,500,000 | 202,500,000 |
| (e) Deferred tax assets (net) | 16 | 107,353,731 | 44,553,692 |
| (f) Long-term loans and advances | 17 | 26,999,353,472 | 25,089,853,099 |
| (g) Other non-current assets | 18 | 364,602,368 | 135,635,875 |
| 2) Current assets | | | |
| (a) Current investments | 19 | - | 2,235,000,000 |
| (b) Inventories | 20 | 152,706,865 | - |
| (c) Cash and bank balances | 21 | 4,725,353,445 | 4,177,579,479 |
| (d) Short-term loans and advances | 22 | 7,057,742,827 | 6,273,981,632 |
| (e) Other current assets | 23 | 299,724,843 | 156,694,532 |
| TOTAL | | 153,360,501,851 | 110,714,369,001 |
| See accompanying notes forming part of the financial statements | | 1-48 | |

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

For and on behalf of the Board of Directors

K. A. Katki
Partner

Rajiv Rattan
Vice Chairman

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Place : Gurgaon
Date : April 26, 2013

Place : Gurgaon
Date : April 26, 2013

Consolidated Statement of Profit and Loss

of Indiabulls Power Limited. for the year ended March 31, 2013

Indiabulls

Indiabulls Power Ltd.

| Particulars | Note No. | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|----------|---|---|
| 1 Other income | 24 | 675,842,396 | 1,678,407,330 |
| 2 Total Revenue | | 675,842,396 | 1,678,407,330 |
| 3 Expenses: | | | |
| Employee benefits expense | 25 | 353,168,563 | 303,866,065 |
| Finance costs | 26 | 60,250,793 | 46,604,949 |
| Depreciation and amortisation expense | 13 | 12,777,189 | 11,854,962 |
| Other expenses | 27 | 1,314,857,753 | 78,116,498 |
| Total Expenses | | 1,741,054,298 | 440,442,474 |
| 4 (Loss)/Profit before Tax (2-3) | | (1,065,211,902) | 1,237,964,856 |
| 5 Tax (benefit)/expense: | | | |
| a) Current tax | | 6,000,096 | 397,420,079 |
| b) Less: MAT credit | | (2,705,749) | (19,064,274) |
| c) MAT Credit Entitlement relating to prior year | | (105,663,889) | - |
| d) Excess provision for tax relating to prior years | | (519,308) | (2,348,112) |
| e) Net current tax (benefits)/ expense (a+b+c+d) | | (102,888,850) | 376,007,693 |
| f) Deferred tax credit (net) | 6/16 | (72,335,054) | (13,796,203) |
| Net Tax (benefit)/expense (e+f) | | (175,223,904) | 362,211,490 |
| 6 (Loss)/Profit after tax for the year before Minority Interest (4-5) | | (889,987,998) | 875,753,366 |
| 7 Minority Interest | | (2,787,954) | (5,981,436) |
| 8 (Loss)/Profit for the year (6-7) | | (892,775,952) | 869,771,930 |
| Earnings per equity share : (Face Value ₹10) (Refer Note 38) | | | |
| - Basic | | (0.350) | 0.417 |
| - Diluted | | (0.350) | 0.417 |
| See accompanying notes forming part of the financial statements | 1-48 | | |

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

K. A. Katki
Partner

Place : Gurgaon
Date : April 26, 2013

For and on behalf of the Board of Directors

Rajiv Rattan
Vice Chairman

Place : Gurgaon
Date : April 26, 2013

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Consolidated Cash Flow Statement

of Indiabulls Power Limited. for the year ended March 31, 2013

| | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|---|---|
| A Cash Flow From Operating Activities : | | |
| (Loss)/Profit Before Tax | (1,065,211,902) | 1,237,964,856 |
| Adjustment for : | | |
| Depreciation/Amortisation expense | 12,777,189 | 11,854,962 |
| Finance Costs | 60,250,793 | 46,604,949 |
| Provision for Gratuity, Compensated Absences and Superannuation Benefits | 104,513,382 | 70,467,448 |
| Profit on Redemption of Mutual Fund | - | (707,001,732) |
| Profit on sale of Investments in subsidiaries | (150,941,306) | - |
| Advances written off | 237,352,500 | - |
| Expenditure during construction and Capital Work in Progress written off | 271,244,950 | - |
| Inventory adjusted pursuant to merger | 326,661,176 | - |
| Dividend on Units of Mutual Funds | (58,425,758) | (337,076,442) |
| Interest Income on Fixed Deposits | (138,907,430) | (182,535,785) |
| Interest income on Inter Corporate Deposits | (325,408,133) | (451,779,778) |
| Operating Loss before Working Capital Changes | (726,094,539) | (311,501,522) |
| Adjustments for: | | |
| Decrease/(Increase) in Long term & Short term loans and advances | 7,454,065,325 | (103,694,354) |
| Increase in Inventories | (152,706,865) | - |
| Decrease in Trade receivables | 2,700,000 | - |
| Increase in Other long-term & Current liabilities | (16,705,779) | (32,647,901) |
| Cash Used in Operating Activities | 6,561,258,142 | (447,843,777) |
| Income taxes paid | (340,387,076) | (116,941,378) |
| Net Cash Used in Operating Activities | 6,220,871,066 | (564,785,155) |
| B Cash flow from Investing Activities | | |
| Purchase of Tangible and Intangible Assets | (82,199,715) | (425,280,309) |
| Intangible assets under development | (34,446,594) | (17,170,000) |
| Proceeds on sale of Fixed Assets | - | 453,630 |
| Capital Work-in-Progress (including Capital Advances)/Expenditure During Construction Pending Capitalisation | (49,969,159,172) | (17,806,778,804) |
| Proceeds on sale of Investment in Equity Shares of Subsidiary Companies | 132,441,306 | 20,000,000 |
| Cash and cash equivalents arising on merger (Refer Note 4 below) | 220,653 | - |
| Cash and cash equivalents transferred on sale of subsidiary | (927,334) | - |
| Proceeds from Redemption of Mutual Funds | 375,000,000 | 12,642,757,448 |
| Inter Corporate Deposits given - Net | (34,015,000) | (3,314,200,000) |
| Fixed Deposit (placed)/matured with bank - Net | (711,819,989) | (159,963,888) |
| Interest received on Fixed Deposits | 173,545,418 | 122,020,326 |
| Interest received on Inter Corporate Deposits given | 132,525,566 | 432,595,525 |

Consolidated Cash Flow Statement
of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|---|---|
| Interest received on Loans given | 8,145,396 | - |
| Dividend on Units of Mutual Funds | 58,425,758 | 337,076,442 |
| Net Cash Used in Investing Activities | (49,952,263,707) | (8,168,489,630) |
| C Cash flow from Financing Activities | | |
| Proceeds from issue of Equity Shares - ESOS | - | 18,902,000 |
| Securities Premium on issue of Equity Shares - ESOS | - | 359,200 |
| Loans taken from Banks and Financial Institutions | 41,623,754,174 | 9,749,412,371 |
| Repayment of Overdraft | - | (473,678,337) |
| Inter Corporate Deposits taken - Net | (42,850,000) | 293,400,000 |
| Finance Costs | (40,773,607) | (46,604,949) |
| Net Cash Generated From Financing Activities | 41,540,130,567 | 9,541,790,285 |
| D Net (Decrease)/Increase in Cash and Cash equivalents (A+B+C) | (2,191,262,074) | 808,515,500 |
| E Cash and Cash Equivalents as at the beginning of the year | 4,050,137,269 | 2,469,305,097 |
| F Unrealised Exchange Difference on Translation of balances denominated in Foreign Currency | 388,437,184 | 772,316,672 |
| G Cash and Cash Equivalents as at the end of the year (D+E+F) | 2,247,312,379 | 4,050,137,269 |

Note :

1 The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in Accounting Standard - 3 on 'Cash Flow Statements' as notified under the Companies (Accounting Standards) Rules, 2006, as amended.

2 Cash and cash equivalents as at the year end:

Cash and Bank balances (Refer Note 21)

Add: Current investments in Units of Mutual Funds considered temporary deployment of funds

Less: In fixed deposit accounts having maturity of more than 3 months

Cash and cash equivalents as restated

| | |
|----------------------|----------------------|
| 4,725,353,445 | 4,177,579,479 |
| - | 1,860,000,000 |
| 4,725,353,445 | 6,037,579,479 |
| 2,478,041,066 | 1,987,442,210 |
| 2,247,312,379 | 4,050,137,269 |

3 Unclaimed IPO Share Application Money balance of ₹ 141,750 (Previous Year ₹ 141,750) in designated bank accounts are not available for use by the Company.

4 The above cash flow excludes assets (other than cash and cash equivalent) and liabilities arising on merger (Refer Note 3(iii) & (iv)).

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

K. A. Katki
Partner

Place : Gurgaon
Date : April 26, 2013

For and on behalf of the Board of Directors

Rajiv Rattan
Vice Chairman

Place : Gurgaon
Date : April 26, 2013

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Notes forming part

of the Consolidated Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013

1. Overview

Indiabulls Power Limited. ("the Company") was incorporated on October 08, 2007 as a wholly owned subsidiary of Indiabulls Real Estate Limited ("IBREL") with an authorised capital of ₹ 500,000 divided into 50,000 equity shares of face value ₹ 10 each. During the financial year 2009-10, the authorised capital was increased to ₹ 50,000,000,000 (Rupees Five Thousand Crores) divided into 5,000,000,000 (Five Hundred Crores) equity shares of face value ₹ 10 each. The main business activities of the Company included inter alia, dealing in power generation, distribution, trading and transmission and other ancillary and incidental activities. The Company is in process of setting up a Thermal Power Project at Amravati ("Amravati Project", "the Project") in the State of Maharashtra in two phases of 1,350 MW each, with an ultimate capacity of 2,700 MW.

On February 12, 2008, the Company had entered into a Shareholder's agreement ("Agreement") with IBREL, individual promoters of IBREL (Sameer Gehlaut, Rajiv Rattan and Saurabh K. Mittal), Investors (FIM Limited and LNM India Internet Ventures Limited) and the erstwhile Indiabulls Power Services Limited ("IPSL" or "Amalgamating Company"), a fellow subsidiary. The Company had also entered into a Share Subscription Agreement ("SSA") dated February 12, 2008, with IBREL, FIM Limited and LNM India Internet Ventures Limited. In terms of the Agreement and the SSA, the Company had issued and allotted 237,000,000 equity shares of face value of ₹ 10 each at a premium of ₹ 56.67 per share to the Investors on February 22, 2008.

In terms of the Agreement, IPSL was merged with the Company, with effect from the Appointed Date on April 1, 2008. Consequently, the Company applied for and received approval dated January 16, 2009, from the FIPB Unit, Department of Economic Affairs, Ministry of Finance, Government of India to engage in the business of generating, developing, transmitting, distributing and supplying all forms of electrical power (except atomic energy) and to act as an operating cum holding company.

In accordance with the provisions of Section 21 and other applicable provisions of the Companies Act, 1956, the Members of the Company at their Extraordinary General Meeting held on July 4, 2009, accorded their approval to change the name of the Company. The Company has since received fresh certificate of incorporation consequent upon change of name, from the Registrar of Companies, National Capital Territory of Delhi & Haryana, dated July 07, 2009 in respect of the said change. Accordingly, the name of the Company was changed to 'Indiabulls Power Limited.'

Pursuant to and in terms of the Court approved Scheme of Arrangement under Section 391 to 394 of the Companies Act, 1956, by and among Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, Indiabulls Power Limited. (the Company), Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), which had been approved by the Hon'ble High Court of Delhi vide its Order dated October 17, 2011 and came into effect on November 25, 2011, with effect from April 1, 2011 i.e. the Appointed Date.

In pursuance of the Scheme - 2011, with effect from the Appointed Date:

- (a) The Power business undertaking of Indiabulls Real Estate Limited (IBREL) which included IBREL's investment in the Company, stood demerged from IBREL and transferred to and vested in favour of Indiabulls Infrastructure and Power Limited (IIPL) which had the effect of making IIPL the Promoter Group/ holding company of the Company.
- (b) Poena Power Supply Limited (PPSL) a wholly owned subsidiary of the Company was merged with the Company as a going concern under the 'pooling of interests method' as specified in Accounting Standard 14 on 'Accounting for Amalgamations' as notified under the Companies (Accounting Standards) Rules, 2006, as amended, with the entire business, including all the assets and liabilities as recorded in the books of PPSL as on the Appointed Date (there were no fixed assets held by PPSL), being transferred to the Company at their book values as on the said date. Poena Power Supply Limited was, prior to its merger, engaged in the business, inter-alia, of power project management, design and management of facilities and services on site and off site, maintenance and operation of support services, project advisory/consultancy and other related services; which business continues after the merger.

The Company had on October 20, 2010 allotted 420,000,000 Share Warrants to certain Promoter Group entities which were partly paid and at the option of the warrant holders were convertible into equivalent number of Equity shares of the Company. Under the Court approved Scheme of Arrangement by and amongst Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, the Company, Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), it had been stipulated that any of such Warrants remaining outstanding on the day of the Scheme - 2011 becoming effective, would stand converted into partly paid Equity shares of the Company. However, prior to the effectiveness of the Scheme - 2011 the warrant holding entities conveyed to the Company their unwillingness to exercise the warrants per se, so that as on the date of effectiveness of the Scheme - 2011, no warrants were outstanding. Consequently, an amount of ₹ 3,045,000,000 representing the upfront money paid on these warrants was forfeited by the Board of Directors of the Company and appropriated to the Capital Reserve.

In terms of the Court approved Scheme of Arrangement (Scheme - 2012) which came into effect on June 2, 2012 (Effective Date), Indiabulls Infrastructure Development Limited (IIDL) was merged with the Company as a going concern with effect from April 1, 2012, the Appointed Date under the Scheme - 2012, upon which the entire undertaking and the entire assets and liabilities of IIDL stand transferred to and vested in the Company at their book values. Pursuant to the Scheme - 2012 as aforesaid, an aggregate of 41,54,07,007 Equity shares of face value ₹ 10 each in the Company were issued and allotted in favour of the IIDL shareholders as on the Effective Date, thereby increasing the paid up capital of the Company to ₹ 26,427,299,530 divided into 264,27,29,953 Equity shares of face value ₹ 10 each. Consequent to issuance and allotment of equity shares to the shareholders of IIDL, the Indiabulls Infrastructure and Power Limited (IIPL) has ceased to be the ultimate holding company w.e.f June 20, 2012. IIDL was, prior to its merger, engaged in the business, inter-alia, of the development of real estate projects, providing management advisory services and other related and ancillary activities.

2. Significant Accounting Policies

2.1 Basis of Consolidation and Preparation

The consolidated financial statements are prepared in accordance with Accounting Standard 21 on "Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006, as amended. Reference in these notes to Company, Holding Company, Companies or Group shall mean to include Indiabulls Power Limited. ("IPL") or any of its subsidiaries, unless otherwise stated.

2.2 Principles of Consolidation

The Consolidated Financial Statements comprise of the Financial Statements of Indiabulls Power Limited. ("Parent Company") and its subsidiaries ("Subsidiary Companies"). The Consolidated Financial Statements are prepared according to uniform accounting policies, in accordance with accounting principles generally accepted in India.

The Consolidated Financial Statements are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses in accordance with Accounting Standard 21 (Consolidated Financial Statements as notified under the Companies (Accounting Standards) Rules, 2006, as amended).

2.3 Goodwill / Capital Reserve on Consolidation

Goodwill / Capital Reserve represents the difference between the Company's share in the net worth of subsidiaries, and the cost of acquisition at each point of time of making the investment in the subsidiaries. For this purpose, the Company's share of net worth is determined on the basis of the latest financial statements prior to the acquisition after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Capital Reserve on consolidation is adjusted against Goodwill. The Goodwill on Consolidation recorded in these consolidated financial statements has not been amortised, but instead evaluated for impairment whenever events or changes in circumstances indicate that its carrying amount may be impaired.

2.4 Companies included in consolidation:

| S. No. | Name of the Company | Year ended included in Consolidation | Proportion of Ownership Interest | Country of Incorporation | Auditor Firm | Date of Incorporation |
|--------|---|--------------------------------------|----------------------------------|--------------------------|--------------------------------|-----------------------|
| 1 | Airmid Power Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 25-Feb-08 |
| 2 | Albina Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 26-Feb-08 |
| 3 | Amravati Power Transmission Company Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 08-Jul-08 |
| 4 | Angina Power Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 24-Apr-08 |
| 5 | Apesh Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 25-Apr-08 |
| 6 | Aravali Properties Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 21-Jul-06 |
| 7 | Ashkit Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 24-Apr-08 |
| 8 | Bracond Limited | March 31, 2013 | 100% | Cyprus | Alliott Partellas Kiliaris Ltd | 12-Aug-08 |
| 9 | Chloris Power Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 24-Apr-08 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| S. No. | Name of the Company | Year ended included in Consolidation | Proportion of Ownership Interest | Country of Incorporation | Auditor Firm | Date of Incorporation |
|--------|--|--------------------------------------|----------------------------------|--------------------------|--------------------------------|-----------------------|
| 10 | Citra Thermal Power And Infrastructure Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 28-Sep-07 |
| 11 | Corus Power Limited** | March 31, 2013 | 100% | India | Sharma Goel & Co. | 24-Apr-08 |
| 12 | Devona Thermal Power And Infrastructure Limited | March 31, 2013 | 74% | India | Sharma Goel & Co. | 25-Sep-07 |
| 13 | Diana Energy Limited | March 31, 2013 | 74% | India | Sharma Goel & Co. | 25-Sep-07 |
| 14 | Diana Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 15 | Elena Power And Infrastructure Limited | March 31, 2013 | 100% | India | Deloitte Haskins & Sells | 24-Apr-08 |
| 16 | Fama Power Company Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 08-Oct-07 |
| 17 | Fornax Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 24-Apr-08 |
| 18 | Genoformus Limited (100% Subsidiary of Bracond Limited)* | March 31, 2013 | 100% | Cyprus | Alliott Partellas Kiliaris Ltd | 26-Aug-08 |
| 19 | Hecate Electric Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 04-Jul-08 |
| 20 | Hecate Energy Private Limited | March 31, 2013 | 100% | India | SARC & Associates | 19-Jun-08 |
| 21 | Hecate Energy Trading Limited | March 31, 2013 | 100% | India | SARC & Associates | 13-Jun-08 |
| 22 | Hecate Hydro Electric Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 11-Jun-08 |
| 23 | Hecate Power And Energy Resources Limited | March 31, 2013 | 100% | India | SARC & Associates | 10-Jun-08 |
| 24 | Hecate Power Company Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 10-Jun-08 |
| 25 | Hecate Power Development Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 04-Jul-08 |
| 26 | Hecate Power Distributors Limited | March 31, 2013 | 100% | India | SARC & Associates | 10-Jun-08 |
| 27 | Hecate Power Generation Limited | March 31, 2013 | 100% | India | SARC & Associates | 10-Jun-08 |
| 28 | Hecate Power Limited | March 31, 2013 | 100% | India | SARC & Associates | 10-Jun-08 |
| 29 | Hecate Power Management Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 04-Jul-08 |
| 30 | Hecate Power Projects Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 19-Jun-08 |
| 31 | Hecate Power Services Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 10-Jun-08 |
| 32 | Hecate Power Solutions Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 10-Jul-08 |
| 33 | Hecate Power Supply Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 07-Jul-08 |
| 34 | Hecate Power Systems Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 07-Jul-08 |
| 35 | Hecate Power Transmission Limited | March 31, 2013 | 51% | India | Mehrotra Seth & Associates | 04-Jul-08 |
| 36 | Hecate Power Utility Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 08-Jul-08 |
| 37 | Hecate Powergen Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 08-Jul-08 |
| 38 | Hecate Thermal Power And Infrastructure Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 10-Jun-08 |
| 39 | Indiabulls CSEB Bhayathan Power Limited | March 31, 2013 | 100% | India | Deloitte Haskins & Sells | 19-May-08 |
| 40 | Indiabulls Electric Company Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 05-Aug-08 |
| 41 | Indiabulls Electric Energy Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 05-Aug-08 |
| 42 | Indiabulls Electric Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 04-Jul-08 |
| 43 | Indiabulls Electric Power Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 05-Aug-08 |
| 44 | Indiabulls Electricity Company Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 45 | Indiabulls Electricity Generation Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 05-Aug-08 |

| S. No. | Name of the Company | Year ended included in Consolidation | Proportion of Ownership Interest | Country of Incorporation | Auditor Firm | Date of Incorporation |
|--------|---|--------------------------------------|----------------------------------|--------------------------|----------------------------|-----------------------|
| 46 | Indiabulls Hydro Electric Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 47 | Indiabulls Hydro Energy Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 48 | Indiabulls Hydro Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 49 | Indiabulls Hydro Power Projects Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 50 | Indiabulls Power Development Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 02-Jul-08 |
| 51 | Indiabulls Power Distribution Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 05-Sep-07 |
| 52 | Indiabulls Power Generation Company Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 27-Jun-08 |
| 53 | Indiabulls Power Generation Limited | March 31, 2013 | 74% | India | Sharma Goel & Co. | 05-Sep-07 |
| 54 | Indiabulls Power Infrastructure Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 55 | Indiabulls Power Management Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 02-Jul-08 |
| 56 | Indiabulls Power Projects Development Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 02-Jul-08 |
| 57 | Indiabulls Power Projects Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 58 | Indiabulls Power Solutions Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 27-Jun-08 |
| 59 | Indiabulls Power Supply Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 27-Jun-08 |
| 60 | Indiabulls Power Systems Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 02-Jul-08 |
| 61 | Indiabulls Power Trading Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 05-Sep-07 |
| 62 | Indiabulls Power Transmission Limited | March 31, 2013 | 51% | India | A. Chandak & Co. | 27-Jun-08 |
| 63 | Indiabulls Power Utility Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 27-Jun-08 |
| 64 | Indiabulls Powergen Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 27-Jun-08 |
| 65 | Indiabulls Realtech Limited | March 31, 2013 | 100% | India | Deloitte Haskins & Sells | 03-Jan-07 |
| 66 | Indiabulls Thermal Energy Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 67 | Indiabulls Thermal Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 13-Sep-07 |
| 68 | Indiabulls Thermal Power Management Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 05-Aug-08 |
| 69 | Indiabulls Thermal Power Projects Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 06-Aug-08 |
| 70 | Indiabulls Thermal Projects Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 07-Aug-08 |
| 71 | Indiabulls Water Supply and Waste Management Limited (100% Subsidiary of Indiabulls Realtech Limited, a 100% Subsidiary Company)* | March 31, 2013 | 100% | India | SARC & Associates | 27-May-06 |
| 72 | Kaya Hydropower Projects Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 04-Dec-07 |
| 73 | Lenus Power Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 28-Feb-08 |
| 74 | Lucina Power And Infrastructure Limited | March 31, 2013 | 100% | India | Jain & Vinay Associates | 02-Aug-06 |
| 75 | Mabon Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 25-Feb-08 |
| 76 | Mariana Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 24-Apr-08 |
| 77 | Pachi Hydropower Projects Limited*** | March 31, 2013 | 100% | India | Sharma Goel & Co. | 04-Dec-07 |
| 78 | Papu Hydropower Projects Limited*** | March 31, 2013 | 100% | India | Sharma Goel & Co. | 04-Dec-07 |
| 79 | Poana Power Systems Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 04-Jul-08 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| S. No. | Name of the Company | Year ended included in Consolidation | Proportion of Ownership Interest | Country of Incorporation | Auditor Firm | Date of Incorporation |
|--------|--|--------------------------------------|----------------------------------|--------------------------|--------------------------------|-----------------------|
| 80 | Poena Power Solutions Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 08-Jul-08 |
| 81 | Poena Hydro Power Projects Limited | March 31, 2013 | 100% | India | SARC & Associates | 19-Jun-08 |
| 82 | Poena Power Company Limited | March 31, 2013 | 100% | India | A. Chandak & Co. | 20-Jun-08 |
| 83 | Poena Power Development Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 04-Jul-08 |
| 84 | Poena Power Distributors Limited | March 31, 2013 | 100% | India | SARC & Associates | 19-Jun-08 |
| 85 | Poena Power Generation Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 24-Jun-08 |
| 86 | Poena Power Limited | March 31, 2013 | 74% | India | Mehrotra Seth & Associates | 10-Jun-08 |
| 87 | Poena Power Management Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 09-Jul-08 |
| 88 | Poena Power Services Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 19-Jun-08 |
| 89 | Poena Power Trading Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 19-Jun-08 |
| 90 | Poena Power Utility Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 08-Jul-08 |
| 91 | Poena Thermal Power Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 19-Jun-08 |
| 92 | Renemark Limited (100% Subsidiary of Bracond Limited)* | March 31, 2013 | 100% | Cyprus | Alliott Partellas Kiliaris Ltd | 23-Aug-08 |
| 93 | Selene Power Company Limited | March 31, 2013 | 100% | India | Mehrotra Seth & Associates | 08-Oct-07 |
| 94 | Sentia Thermal Power And Infrastructure Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 08-Oct-07 |
| 95 | Sepla Hydropower Projects Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 04-Dec-07 |
| 96 | Sepset Thermal Power And Infrastructure Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 08-Oct-07 |
| 97 | Serida Power Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 27-Feb-08 |
| 98 | Sinnar Power Transmission Company Limited (100% Subsidiary of Indiabulls Realtech Limited, a 100% Subsidiary Company)* | March 31, 2013 | 100% | India | Sharma Goel & Co. | 27-Jun-08 |
| 99 | Tharang Warang Hydropower Projects Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 04-Dec-07 |
| 100 | Triton Energy Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 09-Oct-07 |
| 101 | Varali Power Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 08-May-08 |
| 102 | Zeus Energy Limited | March 31, 2013 | 100% | India | Sharma Goel & Co. | 18-Dec-07 |

* These companies include step down subsidiary of the Company.

** - Sale of wholly owned subsidiary to IIC Limited, was effected as on May 21, 2012

*** - Sale of wholly owned subsidiaries to CESC Limited, was effected as on May 15, 2012

The Consolidated Financial Statements are presented, to the extent possible, in the same format as that adopted by the holding company for its independent financial statements.

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries:

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No. 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debts+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|---|---------|---------------|---|--|--------------------------|--|---|--|------------|---------------------------------|-------------------|--------------------------------|--|
| 1 | Airmid Power Limited | 2012-13 | 500,000 | (3,302,837) | 3,374 | - | - | 2,806,211 | - | - | (68,616) | - | (68,616) | - |
| | | 2011-12 | 500,000 | (3,234,221) | 6,990 | - | - | 2,741,211 | - | - | (57,980) | - | (57,980) | - |
| 2 | Albina Power Limited | 2012-13 | 500,000 | (102,299) | 408,937 | - | - | 11,236 | - | 24,084 | 6,031 | - | 6,031 | - |
| | | 2011-12 | 500,000 | (108,330) | 402,906 | - | - | 11,236 | - | 23,695 | 10,658 | - | 10,658 | - |
| 3 | Amraoti Power Transmission Company Limited (formerly known as Poena Power Transmission Limited) | 2012-13 | 500,000 | 1,138,195 | 81,880,966 | 1,814,287,339 | 46,282,901 | 1,940,813,011 | - | 670,891 | 519,852 | 98,298 | 471,683 | - |
| | | 2011-12 | 500,000 | 666,512 | 143,446,110 | 881,849,725 | 25,573,857 | 1,049,703,180 | - | 508,085 | 403,263 | 161,857 | 241,406 | - |
| 4 | Angha Power Limited | 2012-13 | 500,000 | (156,943) | 6,001,797 | - | 449,440 | 6,108,180 | - | 1,811 | (66,204) | - | (66,204) | - |
| | | 2011-12 | 500,000 | (90,739) | 6,465,441 | - | - | 6,056,180 | - | 29,089 | (28,292) | - | (28,292) | - |
| 5 | Apeah Power Limited | 2012-13 | 500,000 | 26,035 | 537,271 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 11,173 | 522,409 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 6 | Aravali Properties Limited | 2012-13 | 500,000 | (4,006,575) | 5,114,341 | - | - | 8,620,916 | - | - | (68,916) | - | (68,916) | - |
| | | 2011-12 | 500,000 | (3,937,659) | 60,021 | - | - | 3,497,680 | - | - | (57,210) | - | (57,210) | - |
| 7 | Ashkit Power Limited | 2012-13 | 500,000 | (494,991) | 15,009 | - | - | 10,000 | - | - | (16,218) | - | (16,218) | - |
| | | 2011-12 | 500,000 | (478,773) | 31,227 | - | - | 10,000 | - | - | (10,900) | - | (10,900) | - |
| 8 | Bracond Limited | 2012-13 | 4,327,710,552 | 1,161,844,561 | 6,405,789,710 | - | - | 916,363,267 | - | 27,840,782 | 15,817,800 | 1,772,743 | 14,045,057 | - |
| | | 2011-12 | 4,327,710,552 | 822,368,065 | 6,232,347,892 | - | - | 1,082,397,946 | - | 26,550,301 | 3,067,440 | 1,803,342 | 1,264,098 | - |
| 9 | Chloris Power Limited | 2012-13 | 500,000 | (120,431) | 435,749 | - | - | 56,180 | - | 27,343 | (40,673) | - | (40,673) | - |
| | | 2011-12 | 500,000 | (79,758) | 476,422 | - | - | 56,180 | - | 29,746 | (27,334) | - | (27,334) | - |
| 10 | Citra Thermal Power and Infrastructure Limited | 2012-13 | 500,000 | (2,027,592) | 6,482 | - | - | 1,534,074 | - | - | (17,118) | - | (17,118) | - |
| | | 2011-12 | 500,000 | (2,010,474) | 13,600 | - | - | 1,524,074 | - | - | (12,500) | - | (12,500) | - |
| 11 | Corus Power Limited* | 2012-13 | - | - | - | - | - | - | - | - | - | - | - | - |
| | | 2011-12 | 500,000 | (79,793) | 476,387 | - | - | 56,180 | - | 29,746 | (27,334) | - | (27,334) | - |
| 12 | Devona Thermal Power and Infrastructure Limited | 2012-13 | 500,000 | (10,806,139) | 67,852 | - | - | 10,373,991 | - | - | (903,425) | - | (903,425) | - |
| | | 2011-12 | 500,000 | (9,902,714) | 35,198 | - | - | 9,437,912 | - | - | (1,083,030) | - | (1,083,030) | - |
| 13 | Diana Energy Limited | 2012-13 | 5,000,000 | (3,308,346) | 1,747,834 | - | - | 56,180 | - | 95,807 | 9,218 | - | 9,218 | - |
| | | 2011-12 | 5,000,000 | (3,317,564) | 1,738,616 | - | - | 56,180 | - | 108,537 | 50,357 | - | 50,357 | - |
| 14 | Diana Power Limited | 2012-13 | 500,000 | (228,418) | 281,582 | - | - | 10,000 | - | 16,775 | (344) | - | (344) | - |
| | | 2011-12 | 500,000 | (228,074) | 281,926 | - | - | 10,000 | - | 16,440 | 3,940 | - | 3,940 | - |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No: 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debits+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (loss) before Taxation | Total Tax Expense | Profit / (loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|---|---------|---------------|---|--|--------------------------|--|--|--|----------------|---------------------------------|-------------------|--------------------------------|--|
| 15 | Elena Power And Infrastructure Limited | 2012-13 | 50,000,000 | 474,007,363 | 8,563,111,795 | - | - | 8,039,104,432 | - | 14,316,148,112 | (123,717,437) | (36,778,822) | (86,908,160) | - |
| | | 2011-12 | 50,000,000 | 560,915,523 | 9,631,224,650 | - | - | 9,145,309,127 | 125,000,000 | 17,873,016,917 | 772,719,877 | 239,354,143 | 533,365,734 | - |
| 16 | Fama Power Company Limited | 2012-13 | 500,000 | (983,640) | 6,360 | - | - | 490,000 | - | - | (16,518) | - | (16,518) | - |
| | | 2011-12 | 500,000 | (967,122) | 12,878 | - | - | 480,000 | - | 44 | (11,456) | - | (11,456) | - |
| 17 | Fornax Power Limited | 2012-13 | 500,000 | 17,842 | 534,696 | - | - | 16,854 | - | 31,735 | 14,280 | - | 14,280 | - |
| | | 2011-12 | 500,000 | 3,562 | 514,798 | - | - | 11,236 | - | 30,908 | 19,372 | - | 19,372 | - |
| 18 | Genoformus Limited (100% Subsidiary of Bracond Limited) | 2012-13 | 64,695 | (120,116,053) | 4,840,688,306 | - | - | 4,960,739,663 | - | - | (12,690,436) | - | (12,690,436) | - |
| | | 2011-12 | 64,695 | (101,057,858) | 4,553,004,517 | - | - | 4,653,997,679 | - | - | (11,187,004) | - | (11,187,004) | - |
| 19 | Hecate Electric Limited | 2012-13 | 500,000 | (84,404) | 426,832 | - | - | 11,236 | - | 25,706 | 8,252 | - | 8,252 | - |
| | | 2011-12 | 500,000 | (92,656) | 418,580 | - | - | 11,236 | - | 28,279 | (84,457) | - | (84,457) | - |
| 20 | Hecate Energy Private Limited | 2012-13 | 500,000 | 26,891 | 538,127 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 12,277 | 523,513 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 21 | Hecate Energy Trading Limited | 2012-13 | 500,000 | 26,128 | 537,364 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 11,514 | 522,750 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 22 | Hecate Hydro Electric Power Limited | 2012-13 | 500,000 | (198,783) | 312,453 | - | - | 11,236 | - | 18,559 | 805 | - | 805 | - |
| | | 2011-12 | 500,000 | (199,588) | 311,648 | - | - | 11,236 | - | 20,757 | (182,939) | - | (182,939) | - |
| 23 | Hecate Power and Energy Resources Limited | 2012-13 | 500,000 | 26,142 | 537,378 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 11,528 | 522,764 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 24 | Hecate Power Company Limited | 2012-13 | 500,000 | (92,795) | 418,441 | - | - | 11,236 | - | 25,018 | 7,264 | - | 7,264 | - |
| | | 2011-12 | 500,000 | (100,059) | 411,177 | - | - | 11,236 | - | 24,331 | 11,595 | - | 11,595 | - |
| 25 | Hecate Power Development Limited | 2012-13 | 500,000 | 25,111 | 536,347 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 10,249 | 521,485 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 26 | Hecate Power Distributors Limited | 2012-13 | 500,000 | 26,128 | 537,364 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 11,514 | 522,750 | - | - | 11,236 | - | 31,565 | 19,329 | - | 19,329 | - |
| 27 | Hecate Power Generation Limited | 2012-13 | 500,000 | 25,817 | 537,053 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 11,203 | 522,439 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 28 | Hecate Power Limited | 2012-13 | 500,000 | 26,129 | 537,365 | - | - | 11,236 | - | 32,368 | 14,614 | - | 14,614 | - |
| | | 2011-12 | 500,000 | 11,515 | 522,751 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 29 | Hecate Power Management Limited | 2012-13 | 500,000 | 23,789 | 535,025 | - | - | 11,236 | - | 32,082 | 14,628 | - | 14,628 | - |
| | | 2011-12 | 500,000 | 9,161 | 520,397 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No. 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debt+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|---|---------|---------------|---|--|--------------------------|--|--|--|-------------|---------------------------------|-------------------|--------------------------------|--|
| | | | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) | (₹) |
| 30 | Hecate Power Projects Limited | 2012-13 | 500,000 | (567,362) | 3,874 | - | - | 71,236 | - | - | (17,754) | - | (17,754) | - |
| | | 2011-12 | 500,000 | (549,608) | 11,628 | - | - | 61,236 | - | - | (12,736) | - | (12,736) | - |
| 31 | Hecate Power Services Limited | 2012-13 | 500,000 | 13,957 | 525,193 | - | - | 11,236 | - | 31,596 | 13,841 | - | 13,841 | - |
| | | 2011-12 | 500,000 | 116 | 511,352 | - | - | 11,236 | - | 30,908 | 18,172 | - | 18,172 | - |
| 32 | Hecate Power Solutions Limited | 2012-13 | 500,000 | (565,661) | 5,575 | - | - | 71,236 | - | - | (17,454) | - | (17,454) | - |
| | | 2011-12 | 500,000 | (548,207) | 13,029 | - | - | 61,236 | - | - | (15,178) | - | (15,178) | - |
| 33 | Hecate Power Supply Limited | 2012-13 | 500,000 | 25,885 | 537,121 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 11,023 | 522,259 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 34 | Hecate Power Systems Limited | 2012-13 | 500,000 | (42,777) | 24,084 | 1,351,175 | 93,200 | 1,011,236 | - | - | (17,454) | - | (17,454) | - |
| | | 2011-12 | 500,000 | (25,323) | 41,538 | 1,351,175 | 93,200 | 1,011,236 | - | 3,097 | (12,774) | - | (12,774) | - |
| 35 | Hecate Power Transmission Limited | 2012-13 | 500,000 | (1,115,656) | 5,868 | - | - | 621,524 | - | - | (67,042) | - | (67,042) | - |
| | | 2011-12 | 500,000 | (1,048,614) | 3,690 | - | - | 552,304 | - | - | (44,727) | - | (44,727) | - |
| 36 | Hecate Power Utility Limited | 2012-13 | 500,000 | (560) | 510,676 | - | - | 11,236 | - | 214,704 | 197,251 | 54,954 | 142,297 | - |
| | | 2011-12 | 500,000 | (142,857) | 3,338,379 | - | - | 2,981,236 | - | 15,125 | 2,389 | - | 2,389 | - |
| 37 | Hecate Powergen Limited | 2012-13 | 500,000 | 25,354 | 536,590 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 10,492 | 521,728 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 38 | Hecate Thermal Power and Infrastructure Limited | 2012-13 | 500,000 | 40,753 | 596,853 | - | - | 56,100 | - | 199,410 | 181,656 | 44,863 | 136,793 | - |
| | | 2011-12 | 500,000 | (96,040) | 2,910,196 | - | - | 2,506,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 39 | Indiabulls CSFB Bhaivathan Power Limited | 2012-13 | 740,000 | (16,929,246) | 504,136,972 | - | - | 520,326,218 | - | 271,774,621 | (5,274,155) | (54,086) | (5,220,069) | - |
| | | 2011-12 | 740,000 | (11,709,177) | 275,883,406 | 237,490,229 | 269,673,881 | 794,016,693 | - | 800 | (11,078,681) | (24,159) | (11,054,522) | - |
| 40 | Indiabulls Electric Company Limited | 2012-13 | 500,000 | (323,270) | 232,910 | - | - | 56,180 | - | 15,329 | (53,087) | - | (53,087) | - |
| | | 2011-12 | 500,000 | (270,183) | 285,997 | - | - | 56,180 | - | 18,031 | (40,149) | - | (40,149) | - |
| 41 | Indiabulls Electric Energy Limited | 2012-13 | 500,000 | (178,449) | 332,787 | - | - | 11,236 | - | 20,233 | 2,380 | - | 2,380 | - |
| | | 2011-12 | 500,000 | (180,829) | 330,407 | - | - | 11,236 | - | 19,728 | 5,992 | - | 5,992 | - |
| 42 | Indiabulls Electric Limited | 2012-13 | 500,000 | (176,085) | 335,151 | - | - | 11,236 | - | 20,244 | 2,389 | - | 2,389 | - |
| | | 2011-12 | 500,000 | (178,474) | 332,762 | - | - | 11,236 | - | 19,728 | 5,992 | - | 5,992 | - |
| 43 | Indiabulls Electric Power Limited | 2012-13 | 500,000 | (177,568) | 333,668 | - | - | 11,236 | - | 20,233 | 2,380 | - | 2,380 | - |
| | | 2011-12 | 500,000 | (179,948) | 331,288 | - | - | 11,236 | - | 19,728 | 5,992 | - | 5,992 | - |
| 44 | Indiabulls Electricity Company Limited | 2012-13 | 500,000 | (329,295) | 1,255,705 | - | - | 1,085,000 | - | - | (17,118) | - | (17,118) | - |
| | | 2011-12 | 500,000 | (312,177) | 1,262,823 | - | - | 1,075,000 | - | - | (12,500) | - | (12,500) | - |
| 45 | Indiabulls Electricity Generation Limited | 2012-13 | 500,000 | (175,152) | 334,848 | - | - | 10,000 | - | 20,052 | 3,434 | - | 3,434 | - |
| | | 2011-12 | 500,000 | (178,586) | 331,414 | - | - | 10,000 | - | 19,728 | 7,728 | - | 7,728 | - |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No: 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debt)+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|---|---------|---------------|---|--|--------------------------|--|---|--|------------|---------------------------------|-------------------|--------------------------------|--|
| 46 | Indiabulls Hydro Electric Power Limited | 2012-13 | 500,000 | (1,228,890) | 5,610 | - | - | 734,500 | - | - | (18,117) | - | (18,117) | - |
| | | 2011-12 | 500,000 | (1,210,773) | 13,727 | - | - | 724,500 | - | - | (11,501) | - | (11,501) | - |
| 47 | Indiabulls Hydro Energy Limited | 2012-13 | 500,000 | (2,228,891) | 4,109 | - | - | 1,733,000 | - | - | (18,118) | - | (18,118) | - |
| | | 2011-12 | 500,000 | (2,210,773) | 12,227 | - | - | 1,723,000 | - | - | (11,500) | - | (11,500) | - |
| 48 | Indiabulls Hydro Power Limited | 2012-13 | 500,000 | (146,564) | 363,436 | - | - | 10,000 | - | 21,602 | 3,484 | - | 3,484 | - |
| | | 2011-12 | 500,000 | (150,048) | 359,952 | - | - | 10,000 | - | 21,043 | 9,543 | - | 9,543 | - |
| 49 | Indiabulls Hydro Power Projects Limited | 2012-13 | 500,000 | (142,808) | 367,192 | - | - | 10,000 | - | 21,691 | 4,073 | - | 4,073 | - |
| | | 2011-12 | 500,000 | (146,881) | 363,119 | - | - | 10,000 | - | 21,043 | 9,043 | - | 9,043 | - |
| 50 | Indiabulls Power Development Limited | 2012-13 | 500,000 | (164,885) | 346,351 | - | - | 11,236 | - | 20,703 | 2,349 | - | 2,349 | - |
| | | 2011-12 | 500,000 | (167,234) | 344,002 | - | - | 11,236 | - | 20,386 | 6,649 | - | 6,649 | - |
| 51 | Indiabulls Power Distribution Limited | 2012-13 | 500,000 | (379,208) | 141,822 | - | - | 21,030 | - | 7,825 | (10,293) | - | (10,293) | - |
| | | 2011-12 | 500,000 | (368,915) | 152,115 | - | - | 21,030 | - | 7,891 | (4,109) | - | (4,109) | - |
| 52 | Indiabulls Power Generation Company Limited | 2012-13 | 500,000 | (247,527) | 308,653 | - | - | 56,180 | - | 19,844 | (49,072) | - | (49,072) | - |
| | | 2011-12 | 500,000 | (198,455) | 357,725 | - | - | 56,180 | - | 22,513 | (35,667) | - | (35,667) | - |
| 53 | Indiabulls Power Generation Limited | 2012-13 | 215,000,000 | 53,830,118 | 269,881,366 | - | - | 1,051,248 | - | 12,631,537 | 12,042,141 | 1,384,451 | 10,655,730 | - |
| | | 2011-12 | 215,000,000 | 43,174,388 | 262,186,617 | - | - | 4,012,229 | - | 28,021,366 | 27,924,991 | 4,604,967 | 23,320,024 | - |
| 54 | Indiabulls Power Infrastructure Limited | 2012-13 | 500,000 | (4,580,851) | 35,349 | - | - | 4,116,200 | - | - | (19,518) | 381 | (19,899) | - |
| | | 2011-12 | 500,000 | (4,560,952) | 44,867 | - | - | 4,105,819 | - | - | (13,900) | 3,765 | (17,665) | - |
| 55 | Indiabulls Power Management Limited | 2012-13 | 500,000 | (176,095) | 335,141 | - | - | 11,236 | - | 20,244 | 1,890 | - | 1,890 | - |
| | | 2011-12 | 500,000 | (177,985) | 333,251 | - | - | 11,236 | - | 19,728 | 6,492 | - | 6,492 | - |
| 56 | Indiabulls Power Projects Development Limited | 2012-13 | 500,000 | (176,290) | 334,946 | - | - | 11,236 | - | 20,244 | 1,890 | - | 1,890 | - |
| | | 2011-12 | 500,000 | (178,180) | 333,056 | - | - | 11,236 | - | 19,728 | 6,492 | - | 6,492 | - |
| 57 | Indiabulls Power Projects Limited | 2012-13 | 500,000 | (183,718) | 326,282 | - | - | 10,000 | - | 19,541 | 1,922 | - | 1,922 | - |
| | | 2011-12 | 500,000 | (185,640) | 324,360 | - | - | 10,000 | - | 19,071 | 7,071 | - | 7,071 | - |
| 58 | Indiabulls Power Solutions Limited | 2012-13 | 500,000 | (101,789) | 409,447 | - | - | 11,236 | - | 24,590 | 6,236 | - | 6,236 | - |
| | | 2011-12 | 500,000 | (108,025) | 403,211 | - | - | 11,236 | - | 24,332 | 11,096 | - | 11,096 | - |
| 59 | Indiabulls Power Supply Limited | 2012-13 | 500,000 | (101,289) | 409,947 | - | - | 11,236 | - | 24,590 | 6,736 | - | 6,736 | - |
| | | 2011-12 | 500,000 | (108,025) | 403,211 | - | - | 11,236 | - | 24,331 | 11,096 | - | 11,096 | - |

2.5 Use of Information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No: 2/2011, No: 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debits+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|---|---------|---------------|---|--|--------------------------|--|--|--|-------------|---------------------------------|-------------------|--------------------------------|--|
| 60 | Indiabulls Power Systems Limited | 2012-13 | 500,000 | (101,789) | 409,447 | - | - | 11,236 | - | 24,590 | 6,236 | - | 6,236 | - |
| 61 | Indiabulls Power Trading Limited | 2011-12 | 500,000 | (108,025) | 403,211 | - | - | 11,236 | - | 24,331 | 11,096 | - | 11,096 | - |
| | | 2012-13 | 17,500,000 | 3,753,595 | 21,309,775 | - | - | 56,180 | - | 1,292,790 | 903,318 | 8,122 | 909,194 | - |
| 62 | Indiabulls Power Transmission Limited | 2011-12 | 17,500,000 | 2,844,401 | 20,593,005 | - | - | 248,604 | - | 1,733,505 | 1,400,124 | 618,783 | 781,341 | - |
| | | 2012-13 | 1,000,000 | (25,153) | 986,083 | - | - | 11,236 | - | 50,604 | 30,750 | - | 30,750 | - |
| | | 2011-12 | 1,000,000 | (55,903) | 955,333 | - | - | 11,236 | - | 58,454 | 44,018 | - | 44,018 | - |
| 63 | Indiabulls Power Utility Limited | 2012-13 | 500,000 | (101,729) | 409,507 | - | - | 11,236 | - | 24,590 | 6,237 | - | 6,237 | - |
| | | 2011-12 | 500,000 | (107,966) | 403,270 | - | - | 11,236 | - | 24,331 | 11,095 | - | 11,095 | - |
| 64 | Indiabulls Powergen Limited | 2012-13 | 500,000 | (178,290) | 332,946 | - | - | 11,236 | - | 20,233 | 1,380 | - | 1,380 | - |
| | | 2011-12 | 500,000 | (179,670) | 331,566 | - | - | 11,236 | - | 19,728 | 5,992 | - | 5,992 | - |
| 65 | Indiabulls Realetech Limited | 2012-13 | 157,033,640 | 15,898,841,838 | 10,981,967,280 | 40,292,735,380 | 8,667,826,527 | 43,886,583,709 | - | 16,574,959 | (18,678,237) | (10,493,986) | 40,088,967 | - |
| | | 2011-12 | 121,043,640 | 12,288,812,871 | 9,687,612,554 | 27,060,859,533 | 3,983,367,379 | 28,447,982,955 | 125,000,000 | 420,691,272 | 413,863,087 | 55,285,528 | 358,577,559 | - |
| 66 | Indiabulls Thermal Energy Limited | 2012-13 | 500,000 | (178,705) | 331,295 | - | - | 10,000 | - | 19,542 | 1,922 | - | 1,922 | - |
| | | 2011-12 | 500,000 | (180,627) | 329,373 | - | - | 10,000 | - | 19,071 | 7,071 | - | 7,071 | - |
| 67 | Indiabulls Thermal Power Limited | 2012-13 | 500,000 | (173,820) | 336,180 | - | - | 10,000 | - | 20,184 | 3,066 | - | 3,066 | - |
| | | 2011-12 | 500,000 | (176,886) | 333,114 | - | - | 10,000 | - | 19,728 | 7,228 | - | 7,228 | - |
| 68 | Indiabulls Thermal Power Management Limited | 2012-13 | 500,000 | (172,171) | 337,829 | - | - | 10,000 | - | 20,052 | 3,435 | - | 3,435 | - |
| | | 2011-12 | 500,000 | (175,606) | 334,394 | - | - | 10,000 | - | 19,728 | 7,728 | - | 7,728 | - |
| 69 | Indiabulls Thermal Power Projects Limited | 2012-13 | 500,000 | (172,191) | 337,809 | - | - | 10,000 | - | 20,052 | 3,435 | - | 3,435 | - |
| | | 2011-12 | 500,000 | (175,626) | 334,374 | - | - | 10,000 | - | 19,728 | 7,728 | - | 7,728 | - |
| 70 | Indiabulls Thermal Projects Limited | 2012-13 | 500,000 | (176,651) | 340,203 | - | - | 16,854 | - | 19,993 | 2,138 | - | 2,138 | - |
| | | 2011-12 | 500,000 | (178,789) | 332,447 | - | - | 11,236 | - | 19,728 | 6,492 | - | 6,492 | - |
| 71 | Indiabulls Water Supply And Waste Management Services Limited (100% Subsidiary of Indiabulls Realetech Limited) | 2012-13 | 500,000 | (873,971) | 4,265 | - | - | 378,236 | - | - | (17,854) | - | (17,854) | - |
| | | 2011-12 | 500,000 | (856,117) | 12,119 | - | - | 368,236 | - | - | (12,236) | - | (12,236) | - |
| 72 | Kaya Hydropower Projects Limited | 2012-13 | 500,000 | (201,264) | 250,834 | - | 8,840,831 | 8,792,929 | - | - | (19,618) | - | (19,618) | - |
| | | 2011-12 | 500,000 | (181,646) | 321,982 | - | 8,789,462 | 8,792,929 | - | - | (11,200) | - | (11,200) | - |
| 73 | Lenus Power Limited | 2012-13 | 500,000 | (175,807) | 334,193 | - | - | 10,000 | - | 19,487 | 2,669 | - | 2,669 | - |
| | | 2011-12 | 500,000 | (178,476) | 331,524 | - | - | 10,000 | - | 19,070 | 7,870 | - | 7,870 | - |
| 74 | Lucina Power And Infrastructure Limited | 2012-13 | 500,000 | (1,079,062) | 230,938 | - | - | 810,000 | - | - | (25,430) | 719 | (26,149) | - |
| | | 2011-12 | 500,000 | (1,052,913) | 257,087 | - | - | 810,000 | - | - | (19,511) | 5,225 | (24,736) | - |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No. 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Capitalisation | Total Liabilities (Debits+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|-------------------------------------|---------|---------------|---|--|--------------------------|--|--|--|----------|---------------------------------|-------------------|--------------------------------|--|
| 75 | Mabon Power Limited | 2012-13 | 500,000 | (67,347) | 443,889 | - | - | 11,236 | - | 18,274 | (492) | - | (492) | - |
| | | 2011-12 | 500,000 | (66,855) | 444,381 | - | - | 11,236 | - | 26,304 | 13,568 | - | 13,568 | - |
| 76 | Mariana Power Limited | 2012-13 | 500,000 | 26,023 | 537,259 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 11,161 | 522,397 | - | - | 11,236 | - | 31,565 | 20,029 | - | 20,029 | - |
| 77 | Pachi Hydropower Projects Limited** | 2012-13 | - | - | - | - | - | - | - | - | - | - | - | - |
| | | 2011-12 | 500,000 | (486,972) | 863,261 | 16,624 | 20,451,885 | 21,318,742 | - | - | (57,430) | 57,415 | (114,845) | - |
| 78 | Papu Hydropower Projects Limited** | 2012-13 | - | - | - | - | - | - | - | - | - | - | - | - |
| | | 2011-12 | 500,000 | (571,983) | 1,752,703 | 8,686 | 14,640,017 | 16,473,389 | - | - | (61,458) | - | (61,458) | - |
| 79 | Poana Power Systems Limited | 2012-13 | 500,000 | (975,352) | 535,884 | - | - | 1,011,236 | - | 32,317 | 14,863 | - | 14,863 | - |
| | | 2011-12 | 500,000 | (990,215) | 521,021 | - | - | 1,011,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 80 | Poena Hydro Power Projects Limited | 2012-13 | 500,000 | 17,681 | 528,917 | - | - | 11,236 | - | 31,768 | 14,013 | - | 14,013 | - |
| | | 2011-12 | 500,000 | 3,668 | 514,904 | - | - | 11,236 | - | 30,908 | 18,472 | - | 18,472 | - |
| 81 | Poena Power Company Limited | 2012-13 | 500,000 | (324,213) | 209,544 | - | - | 33,757 | - | 12,735 | (13,954) | - | (13,954) | - |
| | | 2011-12 | 500,000 | (310,259) | 214,264 | - | - | 24,523 | - | 12,495 | (241) | - | (241) | - |
| 82 | Poena Power Development Limited | 2012-13 | 500,000 | (897,825) | 3,652,294,355 | 67,580,200 | 136,558,248 | 3,856,830,628 | - | - | (203,760) | 17,796 | (221,556) | - |
| | | 2011-12 | 500,000 | (676,269) | 5,914,739,127 | 62,732,144 | 128,598,571 | 6,106,246,111 | - | - | (135,816) | 9,137 | (144,953) | - |
| 83 | Poena Power Distributors Limited | 2012-13 | 500,000 | 26,839 | 538,075 | - | - | 11,236 | - | 32,368 | 14,914 | - | 14,914 | - |
| | | 2011-12 | 500,000 | 11,925 | 523,161 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 84 | Poena Power Generation Limited | 2012-13 | 500,000 | 25,159 | 536,395 | - | - | 11,236 | - | 32,316 | 14,863 | - | 14,863 | - |
| | | 2011-12 | 500,000 | 10,296 | 521,552 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 85 | Poena Power Limited | 2012-13 | 500,000 | (613,499) | 497,358 | - | - | 610,857 | - | 30,426 | (36,949) | - | (36,949) | - |
| | | 2011-12 | 500,000 | (576,550) | 516,932 | - | - | 593,482 | - | 31,565 | (516,067) | - | (516,067) | - |
| 86 | Poena Power Management Limited | 2012-13 | 500,000 | 26,016 | 537,252 | - | - | 11,236 | - | 32,315 | 14,860 | - | 14,860 | - |
| | | 2011-12 | 500,000 | 11,156 | 522,392 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |
| 87 | Poena Power Services Limited | 2012-13 | 500,000 | 24,213 | 535,449 | - | - | 11,236 | - | 32,082 | 14,327 | - | 14,327 | - |
| | | 2011-12 | 500,000 | 9,886 | 521,122 | - | - | 11,236 | - | 31,565 | 18,529 | - | 18,529 | - |
| 88 | Poena Power Solutions Limited | 2012-13 | 500,000 | 25,504 | 536,740 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 10,642 | 521,878 | - | - | 11,236 | - | 31,565 | 19,429 | - | 19,429 | - |
| 89 | Poena Power Trading Limited | 2012-13 | 500,000 | 25,881 | 537,117 | - | - | 11,236 | - | 32,316 | 14,562 | - | 14,562 | - |
| | | 2011-12 | 500,000 | 11,319 | 522,555 | - | - | 11,236 | - | 31,565 | 19,129 | - | 19,129 | - |
| 90 | Poena Power Utility Limited | 2012-13 | 500,000 | 25,447 | 536,683 | - | - | 11,236 | - | 32,316 | 14,862 | - | 14,862 | - |
| | | 2011-12 | 500,000 | 10,585 | 521,821 | - | - | 11,236 | - | 31,565 | 18,829 | - | 18,829 | - |

2.5 Use of information relating to Subsidiaries including subsidiaries of subsidiaries (contd.):

(In term of Government of India, Ministry of Corporate Affairs General Circular No. 2/2011, No. 5/12/2007-CL-III dated 8th February, 2011)

| S. No. | Name of the Subsidiary Companies | Year | Share Capital | Reserves and Surplus (Surplus/ (Deficit)) | Total Assets (excluding Capital Work in Progress & Expenditure During Construction Pending Capitalisation) | Capital Work-in-Progress | Expenditure During Construction Pending Capitalisation | Total Liabilities (Debit+ Current Liabilities & Provisions+ Deferred tax Liabilities) | Details of Investments (excluding investment in the subsidiary companies)- Treasury Bill | Turnover | Profit / (Loss) before Taxation | Total Tax Expense | Profit / (Loss) after Taxation | Proposed Dividend (including Corporate Dividend Tax) |
|--------|--|--------------------|--------------------|---|--|------------------------------|--|---|--|---------------------|---------------------------------|--------------------|--------------------------------|--|
| 91 | Poena Thermal Power Limited | 2012-13 2011-12 | 500,000 500,000 | 25,442 10,880 | 536,678 522,116 | - - | - - | 11,236 11,236 | - - | 32,316 31,565 | 14,562 18,829 | - - | 14,562 18,829 | - |
| 92 | Renemark Limited (100% Subsidiary of Bracond Limited) | 2012-13 2011-12 | 63,975 63,975 | (83,642,188) (64,957,703) | 1,359,816,074 1,279,012,792 | - - | - - | 1,443,394,287 1,343,906,520 | - - | - - | (14,600,158) (12,394,924) | - - | (14,600,158) (12,394,924) | - |
| 93 | Selene Power Company Limited | 2012-13 2011-12 | 500,000 500,000 | (53,205) (62,520) | 1,293,031 1,283,716 | - - | - - | 846,236 846,236 | - - | 27,069 8,306,291 | 9,315 13,813 | - - | 9,315 13,813 | - |
| 94 | Sentia Thermal Power and Infrastructure Limited | 2012-13 2011-12 | 500,000 500,000 | (621,497) (553,481) | 3,683 2,699 | - - | - - | 125,180 56,180 | - - | - 779 | (68,016) (56,601) | - - | (68,016) (56,601) | - |
| 95 | Sepia Hydropower Projects Limited | 2012-13 2011-12 | 500,000 500,000 | (392,569) (321,453) | 146,335 155,451 | - - | 9,652,065 9,652,065 | 9,690,969 9,628,969 | - - | - - | (71,116) (57,680) | - - | (71,116) (57,680) | - |
| 96 | Sepset Thermal Power and Infrastructure Limited | 2012-13 2011-12 | 500,000 500,000 | (488,850) (425,394) | 67,330 130,786 | - - | - - | 56,180 56,180 | - - | 5,210 8,247 | (63,456) (49,432) | - - | (63,456) (49,432) | - |
| 97 | Serida Power Limited | 2012-13 2011-12 | 500,000 500,000 | (370,500) (313,469) | 185,680 242,711 | - - | - - | 56,180 56,180 | - - | 11,585 14,166 | (57,031) (43,214) | - - | (57,031) (43,214) | - |
| 98 | Sinnar Power Transmission Company Limited (formerly known as Poena Power Projects Limited) (100% - Subsidiary of Indiabulls Reatech Limited) | 2012-13 2011-12 | 500,000 500,000 | 605,623 411,867 | 45,476,321 229,146,220 | 1,097,481,777 579,738,281 | 42,156,610 21,906,385 | 1,184,009,085 829,879,019 | - - | 337,777 271,309 | 168,244 161,810 | (4,483) 251,973 | 193,756 (90,163) | - |
| 99 | Tharang Warang Hydropower Projects Limited | 2012-13 2011-12 | 500,000 500,000 | (390,245) (319,429) | 65,011 78,891 | - - | 8,305,354 8,305,354 | 8,260,610 8,203,674 | - - | - - | (70,816) (57,980) | - - | (70,816) (57,980) | - |
| 100 | Triton Energy Limited | 2012-13 2011-12 | 500,000 500,000 | (472,989) (412,564) | 149,191 209,616 | - - | - - | 122,180 122,180 | - - | 8,490 11,080 | (60,425) (46,730) | - - | (60,425) (46,730) | - |
| 101 | Varali Power Limited | 2012-13 2011-12 | 500,000 500,000 | (1,685,263) (1,621,415) | 86,417 150,265 | - - | - - | 1,271,680 1,271,680 | - - | 4,168 5,872 | (63,848) (1,207,315) | - - | (63,848) (1,207,315) | - |
| 102 | Zeus Energy Limited | 2012-13 2011-12 | 500,000 500,000 | (1,114,282) (1,045,366) | 5,898 5,814 | - - | - - | 620,180 551,180 | - - | - - | (68,916) (57,680) | - - | (68,916) (57,680) | - |

* - Sale of wholly owned subsidiary to IIC Limited, was effected as on May 21, 2012

** - Sale of wholly owned subsidiaries to CESC Limited, was effected as on May 15, 2012

Notes forming part of the Consolidated Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

Note: For converting the figures given in foreign currency appearing in the accounts of the subsidiary companies into equivalent INR (₹), following exchange rates are used for 1 INR / (Re.)

| S No | Currency | Balance Sheet | | Statement of Profit and Loss | |
|------|----------|----------------|---------|------------------------------|---------|
| | | (Closing Rate) | | (Average Rate) | |
| | | 2012-13 | 2011-12 | 2012-13 | 2011-12 |
| 1 | USD | 54.39 | 51.16 | 54.45 | 47.95 |

2.6 Basis of Accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.7 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

2.8 Inventories

Inventories are valued at the lower of cost derived on weighted average basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of consumption, including Octroi and other levies, transit insurance and receiving charges.

2.9 Cash and cash equivalents (for the purpose of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.10 Cash flow statement

Cash flows are reported using the Indirect Method, whereby profit/ loss before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.11 Depreciation/ Amortisation

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956.

Depreciation on additions/ deletions to fixed assets is provided on a pro-rata basis from/ upto the date the asset is put to use/ discarded. Individual assets costing less than ₹ 5,000 each are fully depreciated in the year of capitalisation. The acquisition value of Leasehold Land is amortised on a Straight Line basis over the period of the Lease.

Intangible assets consisting of Software are amortised on a Straight Line basis over a period of four years from the date when the assets are available for use. The estimated useful life of the intangible assets and the

amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern.

2.12 Revenue Recognition

Revenue from Power generated during trial runs is accounted on the basis of accruals and billings to State Transmission Utilities and is reduced from the Pre-operating expenses.

Revenue from Power Consultancy/ Advisory Services is recognised when services are rendered. Interest income from deposits and others is recognised on an accrual basis. Dividend income is recognised when the right to receive the dividend is established. Profit/ loss on sale of investments is recognised on the date of the transaction of sale and is computed with reference to the original cost of the investment sold.

2.13 Fixed Assets (Tangible/ Intangible)

Fixed assets are carried at cost less accumulated depreciation/ amortisation and impairment losses, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on fixed assets after its purchase/ completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets acquired and put to use for the purpose of the Project are capitalised and depreciation thereon is included in Expenditure during construction pending capitalisation till commissioning of the Project.

Projects under which fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Expenditure on development eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

2.14 Expenditure during construction pending capitalisation

Any expenditure directly/ indirectly related and attributable to the construction of power projects and incidental to setting up power project facilities, incurred prior to the Commercial Operation Date (COD) of the Power Project, are accumulated under "Expenditure during construction pending capitalisation", to be capitalised on completion of construction of the respective power projects/ COD.

2.15 Foreign Currency Transactions

Initial recognition

Transactions in foreign currencies entered into by the Company and net investment in non-integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company and its net investment in non-integral foreign operation outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost.

Treatment of exchange differences

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. The exchange differences on restatement/ settlement of loans to non-integral foreign operations that are considered as net investment in such operations are accumulated in the "Foreign Currency Translation Reserve" until disposal/ recovery of the net investment.

2.16 Investments

Investments are classified as long term and current. Long-term investments are carried individually at cost less provision for diminution, if any, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

2.17 Employee Benefits

The Company's contribution to Provident Fund is charged to the Statement of Profit and Loss/Expenditure during construction pending capitalisation, as applicable. The Company has unfunded defined benefit plans namely leave encashment (long term compensated absences) and gratuity for eligible employees, the liabilities for which are determined on the basis of actuarial valuations, conducted by an independent actuary at the end of the financial year using the Projected Unit Credit Method in accordance with Accounting Standard 15 (Revised 2005) – 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended. Superannuation (Pension and Medical Coverage) payable to the Vice Chairman on retirement is actuarially valued at the end of the year using the Projected Unit Credit Method. Actuarial gains/losses comprise experience adjustments and the effects of change in actuarial assumptions, and are recognised in the Statement of Profit and Loss as income or expenses/Expenditure during construction pending capitalisation, as applicable.

2.18 Borrowing Costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets, pertaining to the period from commencement of activities relating to construction/ development of the qualifying asset upto the date of capitalisation of such asset, are capitalised as a part of the cost of such assets. Any income earned on the temporary deployment/ investment of those borrowings is deducted from the borrowing costs so incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

2.19 Leases

In case of assets taken on operating lease, the lease rentals are charged to the Statement of Profit and Loss/ Expenditure during construction pending capitalisation, as applicable, in accordance with Accounting Standard 19 on 'Leases', as notified under the Companies (Accounting Standards) Rules, 2006, as amended.

2.20 Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefits associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is

measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

2.21 Impairment of Assets

The carrying values of assets/ cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in the case of revalued assets.

2.22 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements.

2.23 Share Issue Expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 78(2) of the Companies Act, 1956, to the extent of balance available and thereafter, the balance portion is charged off in the Statement of Profit and Loss.

2.24 Employee Share based payments

The Company has formulated Employee Stock Option Schemes (ESOS) and Employee Stock Purchase Schemes (ESOP) in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The Schemes provide for grant of options to employees of the Company and its subsidiaries to acquire equity shares of the Company that vest in a graded manner and that are to be exercised within a specified period.

Deferred Employee Stock Compensation Costs for Stock Options are recognised in accordance with the Guidance Note on "Accounting for Employee Share Based Payments" issued by the Institute of Chartered Accountants of India, which establishes financial accounting and reporting principles for employee share based payment plans. The Company has elected to apply the Intrinsic Value method of accounting. Accordingly, employee stock compensation costs are measured as the difference between the intrinsic value of the company's shares of stock options at the grant date and the exercise price to be paid by the option holders. The compensation expense is amortised over the vesting period of the options. The fair value of options for disclosure purpose, is measured on the basis of an independent valuation performed by an independent firm of Chartered Accountants in respect of stock options granted.

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

NOTE 3
Share capital

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Authorised | | |
| 5,000,000,000 (Previous Year 5,000,000,000) Equity Shares of ₹10 each | 50,000,000,000 | 50,000,000,000 |
| | <u>50,000,000,000</u> | <u>50,000,000,000</u> |
| Issued, Subscribed and Fully Paid up | | |
| Equity Share Capital | | |
| 2,642,729,953 (Previous Year 2,227,322,946) Equity Shares of ₹10 each fully paid up | 26,427,299,530 | 22,273,229,460 |
| Total - Share capital | <u>26,427,299,530</u> | <u>22,273,229,460</u> |

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

| | As at March 31, 2013 | | As at March 31, 2012 | |
|--|----------------------|-----------------------|----------------------|-----------------------|
| Equity Shares | No. of shares | Amount (₹) | No. of shares | Amount (₹) |
| As at the beginning of the year | 2,227,322,946 | 22,273,229,460 | 2,022,932,746 | 20,229,327,460 |
| Add: Issued during the year | | | | |
| – Under ESOS | - | - | 1,890,200 | 18,902,000 |
| – Under the Schemes of Arrangement ^{(iii) & (iv)} | 415,407,007 | 4,154,070,070 | 202,500,000 | 2,025,000,000 |
| Balance as at the end of the year | <u>2,642,729,953</u> | <u>26,427,299,530</u> | <u>2,227,322,946</u> | <u>22,273,229,460</u> |

b) Terms/ Rights attached to Equity Shares

The company has only one class of equity shares with voting rights, having a par value of ₹ 10 per share. Each shareholder of equity shares is entitled to one vote per share held. Each share is entitled to dividend, if declared, in Indian Rupees. The dividend, if any, proposed by Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation of the company, the holders 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) Shares held by the company having substantial interest/ (Previous year - holding company)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Indiabulls Infrastructure and Power Limited ^{(iii) & (iv)} | | |
| 1,185,000,000 ^(iv) (Previous Year 1,185,000,000) equity shares of ₹ 10 each fully paid | 1,185,000,000 ^(iv) | 11,850,000,000 |

d) Shareholders holding more than 5% shares in the company

| | As at March 31, 2013 | | As at March 31, 2012 | |
|--|----------------------|-----------|----------------------|-----------|
| | No. of shares | % holding | No. of shares | % holding |
| Equity Shares of ₹ 10 each fully paid | | | | |
| Indiabulls Infrastructure and Power Limited, Holding Company ^(iv) | 1,185,000,000 | 44.84% | 1,185,000,000 | 53.20% |
| Indiabulls Real Estate Limited | 219,050,000 | 8.29% | - | - |
| FIM Limited | 393,273,458 | 14.88% | 262,731,807 | 11.80% |
| LNM India Internet Ventures Limited | 134,236,116 | 5.08% | 177,750,000 | 7.98% |
| IPL - PPSL Scheme Trust | 202,500,000 | 7.66% | 202,500,000 | 9.09% |

e) Aggregate Number of Shares reserved for issuance under Stock Option plans of the Company

| Particulars | Aggregate number of Shares as at March 31, 2013 | Aggregate number of Shares as at March 31, 2012 |
|------------------------|---|---|
| SPCL – IPSL ESOP, 2008 | 4,140,200 | 5,740,200 |
| IPL ESOS 2009 | 1,875,200 | 2,502,200 |
| IPL ESOS - 2011 | 1,743,000 | 1,845,000 |

f) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash and bonus shares for the period of 5 years immediately preceding the Balance Sheet date:

| | Aggregate number of Shares as at March 31, 2013 | Aggregate number of Shares as at March 31, 2012 |
|---|---|---|
| Equity shares allotted as fully paid bonus shares by utilisation of Securities Premium Account ⁽ⁱ⁾ | 829,500,000 | 829,500,000 |
| Equity shares allotted as fully paid pursuant to the Schemes of Arrangement ^{(ii),(iii) & (iv)} | 815,407,007 | 400,000,000 |

(i) During the financial year 2009-10, 829,500,000 Equity Shares of ₹ 10 each were issued as fully paid up bonus shares by utilisation of the Securities Premium Account.

(ii) 197,500,000 Equity Shares of ₹ 10 each fully paid up were allotted to eligible shareholders pursuant to a Scheme of Arrangement of Indiabulls Power Services Limited with the Company (formerly known as Sophia Power Company Limited) w.e.f. April 1, 2008 as approved by the Hon'ble High Court of Delhi without payment being received in cash.

(iii) Pursuant to and in terms of the Court approved Scheme of Arrangement under Section 391 to 394 of the Companies Act, 1956, by and among Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, Indiabulls Power Limited. (the Company), Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), which had been approved by the Hon'ble High Court of Delhi vide its Order dated October 17, 2011 and came into effect on November 25, 2011, with effect from April 1, 2011 i.e. the Appointed Date.

In pursuance of the Scheme - 2011, with effect from the Appointed Date:

(a) The Power business undertaking of Indiabulls Real Estate Limited (IBREL) which included IBREL's investment in the Company, stood demerged from IBREL and transferred to and vested in favour of Indiabulls Infrastructure and Power Limited (IIPL) which had the effect of making IIPL the Promoter Group/ holding company of the Company.

(b) Poena Power Supply Limited (PPSL) a wholly owned subsidiary of the Company was merged with the Company as a going concern under the 'pooling of interests method' as specified in Accounting Standard 14 on 'Accounting for Amalgamations' as notified under the Companies (Accounting Standards) Rules, 2006, as amended, with the entire business, including all the assets and liabilities as recorded in the books of PPSL as on the Appointed Date (there were no fixed assets held by PPSL), being transferred to the Company at their book values as on the said date. Poena Power Supply Limited was, prior to its merger, engaged in the business, inter-alia, of power project management, design and management of facilities and services on site and off site, maintenance and operation of support services, project advisory/ consultancy and other related services; which business continues after the merger.

Pursuant to the Scheme - 2011 and in consideration for an aggregate of 202,500,000 Equity shares of face value of ₹ 1 each held in Poena Power Supply Limited, an equivalent number of fully paid Equity shares of face value ₹ 10 each of IPL were issued to the IPL - PPSL Scheme Trust, the shareholder of PPSL, as of the aforesaid Effective Date of the Scheme. The shares so allotted constituted 9.09% of the paid up capital of IPL as on March 31, 2012.

In terms of the Scheme - 2011, an adjustment of an amount of ₹ 1,812,783,293 (after netting off the opening balance of the surplus in the Statement of Profit and Loss of PPSL taken over amounting to ₹ 9,716,710) being the difference between the consideration and the value of net assets upon merger in terms of the Scheme - 2011 has been adjusted out of the Surplus in the Statement of Profit and Loss of the Company.

(iv) (a) In terms of the Court approved Scheme of Arrangement (Scheme - 2012) which came into effect on June 2, 2012 (Effective Date), Indiabulls Infrastructure Development Limited (IIDL) was merged with the Company as

Notes forming part of the Consolidated Financial Statements of
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a going concern with effect from April 1, 2012, the Appointed Date under the Scheme - 2012, upon which the entire undertaking and the entire assets and liabilities of IIDL stand transferred to and vested in the Company at their book values. Pursuant to the Scheme - 2012 as aforesaid, an aggregate of 415,407,007 Equity shares of face value ₹ 10 each in the Company were issued and allotted in favour of the IIDL shareholders as on the Effective Date, thereby increasing the paid up capital of the Company to ₹ 26,427,299,530 divided into 2,642,729,953 Equity shares of face value ₹ 10 each. The shares so allotted constitute 15.72% of the paid up capital of IPL as on March 31, 2013. Consequent to the issuance and allotment of equity shares to the shareholders of IIDL, Indiabulls Infrastructure and Power Limited (IIPL) has ceased to be the ultimate holding company w.e.f. June 20, 2012.

- (b) Consequent to the above being given effect to, the Reserves & Surplus of the Company stood increased by ₹ 6,346,415,530 (net), on account of transfer of Securities Premium Account by ₹ 7,699,860,412 and opening credit balance in the Statement of Profit and Loss by ₹ 1,567,963,448 from IIDL in terms of the Scheme - 2012; and an amount of ₹ 2,921,408,330 being the difference between the Share Capital issued under the Scheme - 2012 and the Share Capital of IIDL has been adjusted out of the Surplus in the Statement of Profit and Loss.
- (c) IIDL was, prior to its merger, engaged in the business, inter-alia, of the development of real estate projects, providing management advisory services and other related and ancillary activities; which business continues after the merger.

As a result of the above, the Earnings per equity share and the figures in respect of the current year are not comparable with the previous year presented.

NOTE 4

Reserves and surplus

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| a) Capital Reserve | | |
| Opening Balance | 3,045,000,000 | - |
| Add : Forfeiture of Share Warrants ⁽ⁱ⁾ | - | 3,045,000,000 |
| Closing Balance | 3,045,000,000 | 3,045,000,000 |
| b) Securities Premium Account | | |
| Opening Balance | 17,377,826,517 | 17,377,467,317 |
| Add : Pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | 7,699,860,412 | - |
| Add: Additions during the year on account of shares issued under ESOS | - | 359,200 |
| Closing Balance | 25,077,686,929 | 17,377,826,517 |
| c) Foreign Currency Translation Reserve | | |
| Opening Balance | 941,269,811 | 168,953,139 |
| Add: Effect of foreign exchange rate variations during the year | 388,437,184 | 772,316,672 |
| Closing Balance | 1,329,706,995 | 941,269,811 |
| d) (Deficit)/ Surplus in Statement of Profit and Loss | | |
| Opening Balance | 449,860,398 | 1,402,588,471 |
| Add: (Loss)/ Profit for the year | (892,775,952) | 869,771,930 |
| - Pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | 1,567,963,448 | - |
| - Adjustment pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | (2,921,408,330) | - |
| - Adjustment on Merger of Subsidiary (Refer Note 3 (iii)) | - | (1,822,500,003) |
| - Adjustment on sale of Subsidiaries | 1,138,462 | - |
| Closing Balance | (1,795,221,974) | 449,860,398 |
| Total - Reserves and surplus | 27,657,171,950 | 21,813,956,726 |

- (i) The Company had, on October 20, 2010, allotted 420,000,000 Share Warrants to certain Promoter Group entities which were partly paid and at the option of the warrant holders were convertible into equivalent number of Equity shares of the Company. Under the Court approved Scheme of Arrangement by and amongst Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, the Company, Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), it had been stipulated that any of such Warrants remaining outstanding on the day of the Scheme - 2011 becoming effective, would stand converted into partly paid Equity shares of the Company. However, prior to the effectiveness of the Scheme - 2011 the warrant holding entities conveyed to the Company their unwillingness to exercise the warrants per se, so that as on the date of effectiveness of the Scheme - 2011, no Warrants were outstanding. Consequently, an amount of ₹ 3,045,000,000 representing the upfront money paid on these Warrants was forfeited by the Board of Directors of the Company and appropriated towards the Capital Reserve of the Company.

NOTE 5

Long-term borrowings

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| Secured Loan | | |
| Term loans ^{(i) (iii) & (iv)} | | |
| - From Consortium of banks (Refer Note 11 for Current Portion) | 19,092,610,536 | 6,105,684,272 |
| - From Consortium of Financial Institutions (Refer Note 11 for Current Portion) | 33,531,571,285 | 9,510,321,042 |
| - From Other bank | 4,200,000,000 | 4,000,000,000 |
| Unsecured Loans | | |
| Deferred Payment Liabilities (Unsecured) ⁽ⁱⁱⁱ⁾ | 10,707,944 | 10,168,949 |
| Total - Long-term borrowings | 56,834,889,765 | 19,626,174,263 |

- (i) For Amravati Project :-

- (a) Loans from Consortium of Banks & Financial Institutions aggregating to ₹ 28,751,243,473 (Previous Year: ₹ 10,436,277,771) and Bills of Exchange related to the Project aggregating to ₹ 14,413,230,955 (Previous Year: ₹ 16,710,380,466) are secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project Phase I. Loan from Other Bank aggregating to ₹ 2,000,000,000 (Previous Year: ₹ 2,000,000,000) are secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project Phase II. The aforesaid Composite Facility (Loans and Bills of Exchanges) are further secured by the pledge of 1,057,091,981 (Previous Year: 895,796,539) equity shares (40% of the total equity share capital) of the Company held by IIPL through execution of a Deed of Pledge amongst IIPL (Pledger), IPL and IDBI Trusteeship Services Limited. Additionally, IIPL is required by a Non-Disposal and Safety Net Arrangement Agreement not to dispose off the equity shares held by it in the company representing 11% of the total Equity Share Capital of the Company.
- (b) Once the loans would be fully drawn down from the Consortium of Banks/ Financial Institutions for Phase I and other bank for Phase II:
- the term loan from Bank of India for Phase I would be repayable in 40 equal quarterly installments of ₹ 96,300,000 each beginning from October 15, 2013;
 - the term loans from other Consortium Banks for Phase I would be repayable in 40 equal quarterly installments of ₹ 698,000,000 each beginning from September 30, 2013;
 - the term loans from Consortium of Financial Institutions for Phase I would be repayable in 40 equal quarterly installments of ₹ 57,500,000 each beginning from October 15, 2013 in case of Life Insurance Corporation, 40 equal quarterly installments of ₹ 250,000,000 each beginning from October 15, 2013 in case of Power Finance Corporation and 40 equal quarterly installments of ₹ 190,000,000 each beginning from December 31, 2013 in case of Rural Electrification Corporation;
 - the term loan from Bank for Phase II would be repayable in 40 equal quarterly installments of ₹ 1,246,250,000 each beginning from January 1, 2015.
- (c) The above mentioned loans from consortium of banks and financial institutions carry floating rates of Interest ranging from 11.50 % p.a. to 15.50% p.a. (Previous Year 11.50% p.a. to 14.90% p.a.) and the term loan from other bank carries a floating rates of interest ranging from 13.50% p.a. to 14.50% p.a. (Previous Year 12.25% p.a.)

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

(ii) For Nashik Project :-

- (a) Loans from Consortium of Banks and Financial Institutions aggregating to ₹28,290,138,348 (Previous Year: ₹ 5,179,727,543) and Bills of Exchange related to the Project aggregating to ₹ 6,291,598,887 (Previous Year: ₹ 14,628,610,149) are secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Nashik Project Phase I. Loans from Other Bank aggregating to ₹ 2,200,000,000 (Previous Year: ₹ 2,000,000,000) is secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Nashik Project Phase II. The aforesaid Composite Facility (Loans and Bills of Exchanges) are further secured by pledge of 8,012,286 (Previous Year: 6,173,227) equity shares of Indiabulls Realtech Limited (51% of the Equity Share Capital of Indiabulls Realtech Limited) through execution of a Pledge Agreement with the Company. Out of the said shares, for 39,059 shares, action for placing them under pledge in favour of IDBI Trusteeship Services Limited, had been initiated during the year and was in process as on March 31, 2013, with the actual pledge getting accomplished on April 16, 2013.
- (b) Once the loans would be fully drawn down from the Consortium of Banks / Financial Institutions for Phase I and the other Bank for Phase II:
- the term loans from Consortium of Banks for Phase I would be repayable in 40 equal quarterly installments of ₹ 303,000,000 each beginning from December 31, 2013;
 - the term loans from Consortium of Financial Institutions for Phase I would be repayable in 40 equal quarterly installments of ₹ 82,500,000 each beginning from December 31, 2013 in case of Life Insurance Corporation, 48 equal quarterly installments of ₹ 364,600,000 each beginning from March 31, 2014 in the case of Rural Electrification Corporation and 48 equal quarterly installments of ₹ 375,000,000 each beginning from April 15, 2014 in the case of Power Finance Corporation;
 - the term loans from the other Bank for Phase II would be repayable in 42 structured quarterly installments of amounts ranging from ₹ 718,676,471 each to ₹ 1,357,500,000 each beginning from September 30, 2015 or nine months from the Project COD, whichever is earlier.
- (c) The above mentioned loans from Consortium of Banks and Financial Institutions carry floating rates of Interest ranging from 11.25% p.a. to 16.50% p.a. (Previous year: 11.25% p.a. to 15.25%p.a.) and the term loan from other Bank carries a floating rates of interest ranging from 13.50% p.a to 13.75% p.a. (Previous year: 13.75% p.a.).
- (iii) Deferred payment liabilities pertains to present value of outstanding installments out of total 90 annual installments of ₹ 1,080,009 and ₹ 204,097 for Phase I and Phase II of the Project respectively, for the right to use leased land.
- (iv) There were no defaults in repayment of interest as at the year ended March 31, 2013 and March 31, 2012. No loan are due for repayment during the year and previous year.

NOTE 6

Deferred tax liability (net)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Deferred tax liability | | |
| Arising on account of timing differences due to: | | |
| - Difference between book and tax depreciation | 173,485 | 11,015,420 |
| Deferred tax liability (A) | 173,485 | 11,015,420 |
| Deferred tax assets | | |
| Arising on account of timing differences due to: | | |
| - Provision for Compensated Absences | - | 586,089 |
| - Provision for Gratuity | - | 1,078,432 |
| Deferred tax assets (B) | - | 1,664,521 |
| Total - Deferred tax liability (net) (A-B) | 173,485 | 9,350,899 |

Pursuant to Accounting Standard 22 (AS 22) on Accounting for Taxes on Income, as notified under the Companies (Accounting Standards) Rules, 2006, as amended, the Company has credited an amount of ₹ 72,335,054 (Previous Year: ₹ 13,796,203) as deferred tax credit (Net) to the Consolidated Statement of Profit and Loss for the year ended March 31, 2013. The same includes deferred tax liability taken over from IIDL amounting to ₹ 415,017 on account of merger and excludes deferred tax liability of ₹ 57,416 on account of sale of Pachi Hydropower Projects Limited.

NOTE 7

Other long-term liabilities

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| (a) Retention Money (Refer Note 11 for Current Portion) | 6,440,105,804 | 5,010,452,912 |
| (b) Bills Of Exchange Payable (Refer Note 5⁽ⁱ⁾ & (iii)) | - | 9,924,968,276 |
| (c) Interest Accrued but not due - Bills Of Exchange | - | 539,154,312 |
| Total - Other long-term liabilities | 6,440,105,804 | 15,474,575,500 |

NOTE 8

Long-term provisions

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| Provision for employee benefits (Refer Note 34) | | |
| Provision for Superannuation Benefits (unfunded) | 343,192,858 | 211,194,989 |
| Provision for Gratuity (unfunded) | 33,020,862 | 26,161,484 |
| Provision for Compensated Absences (unfunded) | 32,160,389 | 22,623,661 |
| Total - Long-term provisions | 408,374,109 | 259,980,134 |

NOTE 9

Short-term borrowings

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Unsecured | | |
| Loans and advances from related parties (Refer Note 37) | | |
| Inter Corporate Deposits from Holding Company ⁽ⁱ⁾ (Refer note 3(iii) & (iv)) | 250,550,000 | 293,400,000 |
| Total - Short-term borrowings | 250,550,000 | 293,400,000 |

(i) There were no defaults in repayment of loans and interest as at the year ended March 31, 2013 and March 31, 2012.

NOTE 10

Trade payables

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|-------------------------------|--------------------------------|--------------------------------|
| Other than acceptances | 968,843,638 | 1,175,134,425 |
| Total - Trade payables | 968,843,638 | 1,175,134,425 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 11 Other current liabilities | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Current maturities of long-term borrowings/ liabilities | | |
| - Vehicle Loans (Secured against hypothecation of respective vehicles) | - | 1,622,333 |
| - Term Loan from Consortium of banks (Refer Note 5) | 2,892,600,000 | - |
| - Term Loan From Consortium of Financial Institutions (Refer Note 5) | 1,524,600,000 | - |
| - Bills of Exchange Payable (Refer Note 5 ⁽ⁱ⁾ & ⁽ⁱⁱ⁾ and 7) | 20,704,829,842 | 21,414,022,339 |
| - Retention Money (Refer Note 7) | 1,098,560,182 | 120,330,105 |
| Interest Accrued but not due - Bills Of Exchange | 2,345,397,381 | 946,777,613 |
| Interest Accrued but not due - Term Loans | 530,328,199 | 154,760,020 |
| Interest Accrued but not due on Inter Corporate Deposits from Holding Company (Refer Note 3(iii) & (iv)) | 22,217,368 | 2,740,182 |
| Temporary Overdrawn balance | 3,499,550 | - |
| Advances received for sale of Investment in subsidiaries | - | 20,000,000 |
| Security Deposits from customers | 2,270,720 | 706,720 |
| Other Payables | | |
| Statutory remittances (Contribution to Provident Fund and ESIC, Withholding Taxes, VAT payable, Service Tax, Works Contract Tax and Profession tax) | 336,997,723 | 135,234,819 |
| Payables on purchase of fixed assets | 301,804,687 | 1,339,684,145 |
| Contractual Expenses Payable | 4,582,339,919 | 5,372,953,794 |
| Due to Employees | 71,140 | 55,955 |
| Equity Share Application Money Refundable | 141,750 | 141,750 |
| Earnest Money deposit | 815,490 | 500,000 |
| Total - Other current liabilities | 34,346,473,951 | 29,509,529,775 |

| NOTE 12 Short-term provisions | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Provision for employee benefits (Refer Note 34) | | |
| - Provision for Gratuity (unfunded) | 2,282,350 | 439,590 |
| - Provision for Compensated Absences (unfunded) | 6,277,161 | 5,295,710 |
| | 8,559,511 | 5,735,300 |
| Others Provisions | | |
| - Provision for Taxation [Net of Advance Income Tax/ Tax Deducted At Source ₹1,307,906 (Previous year ₹ 136,636,953)] | 1,168,140 | 259,554,732 |
| - Provision for Wealth Tax | 618,259 | 262,032 |
| | 1,786,399 | 259,816,764 |
| Total - Short-term provisions | 10,345,910 | 265,552,064 |

NOTE 13
Fixed Assets⁽ⁱ⁾

| Particulars | Gross Block At Cost | | | | Accumulated depreciation/ amortisation | | | | Net Block | | |
|--|---------------------|---------------------------|-----------------------|---|--|----------------------|--|-----------------------|---|----------------------|----------------------|
| | As at April 1, 2012 | Additions during the year | Sales during the Year | Acquisition through Scheme of Arrangement ^(iv) | As at March 31, 2013 | As at March 31, 2012 | Provided during the year ⁽ⁱⁱ⁾ | Sales during the Year | Acquisition through Scheme of Arrangement ^(iv) | As at March 31, 2013 | As at March 31, 2012 |
| 1. Tangible Assets | | | | | | | | | | | |
| Land | | | | | | | | | | | |
| - Leasehold (Previous year) | 987,219,501 | 5,041,929 | - | - | 992,261,430 | 24,055,069 | 10,390,654 | - | - | 957,815,707 | 963,164,432 |
| - Freehold (Previous year) | 987,219,501 | - | - | - | 987,219,501 | 13,664,418 | 10,390,651 | - | - | 963,164,432 | 973,555,083 |
| Building (Previous year) | 1,481,000 | - | - | - | 1,481,000 | - | - | - | - | 1,481,000 | 1,481,000 |
| (Previous year) | 1,172,748 | - | - | - | 1,172,748 | 47,449 | 19,116 | - | - | 1,106,183 | 1,125,299 |
| Plant & Equipment (Previous year) | 21,956,384 | 2,962,529 | 617,240 | 3,300 | 24,304,973 | 1,686,997 | 1,182,722 | 105,676 | 3,300 | 21,537,630 | 20,269,387 |
| Office Equipment (Previous year) | 15,260,199 | 6,696,185 | - | - | 21,956,384 | 749,341 | 937,656 | - | - | 1,686,997 | 14,510,858 |
| (Previous year) | 13,950,951 | 9,073,708 | - | - | 27,290,875 | 2,781,155 | 1,476,504 | 77,605 | 157,119 | 22,953,702 | 20,243,504 |
| Computers (Previous year) | 25,022,101 | 2,744,527 | 50,750 | 357,590 | 28,073,468 | 5,827,022 | 4,288,800 | 31,739 | 177,739 | 20,243,504 | 12,556,033 |
| Furniture and Fixtures (Previous year) | 17,823,256 | 7,198,845 | - | - | 25,022,101 | 2,419,672 | 3,407,350 | - | - | 19,195,079 | 15,403,584 |
| (Previous year) | 35,100,899 | 8,115,665 | 56,452 | 82,325 | 43,242,437 | 7,274,975 | 7,211,317 | 27,214 | 49,264 | 33,234,095 | 27,825,924 |
| Vehicles ⁽ⁱⁱⁱ⁾ (Previous year) | 23,603,376 | 11,497,523 | - | - | 35,100,899 | 2,924,287 | 4,350,688 | - | - | 27,825,924 | 20,679,089 |
| (Previous year) | 145,837,080 | 13,990,523 | - | 1,386,652 | 161,214,255 | 22,939,712 | 14,937,138 | - | 664,187 | 122,673,218 | 122,897,368 |
| Ships (Previous year) | 124,275,322 | 22,192,475 | 630,717 | - | 145,837,080 | 10,293,743 | 12,823,056 | 177,087 | - | 122,897,368 | 113,981,579 |
| (Previous year) | - | 178,452 | - | 3,925,292 | 4,103,744 | - | 136,429 | - | 688,886 | 3,278,429 | - |
| TOTAL (1) | 1,240,814,372 | 37,022,903 | 1,146,736 | 6,454,391 | 1,283,144,930 | 64,612,379 | 35,142,680 | 242,234 | 1,740,495 | 1,181,891,610 | 1,176,201,993 |
| Previous Year (a) | 1,184,786,353 | 56,658,736 | 630,717 | - | 1,240,814,372 | 31,474,712 | 33,314,754 | 177,087 | - | 1,176,201,993 | 1,153,311,641 |
| 2) Intangible assets | | | | | | | | | | | |
| Right to use Land (Previous year) | 877,843,830 | 42,339,135 | - | - | 920,182,965 | 10,256,540 | 10,173,990 | - | - | 899,752,435 | 867,587,290 |
| Computer software (Previous year) | 509,567,169 | 368,276,661 | - | - | 877,843,830 | 2,280,255 | 7,976,285 | - | - | 867,587,290 | 507,286,914 |
| (Previous year) | 7,906,259 | 519,186 | - | 662,400 | 9,087,845 | 4,268,781 | 1,986,729 | - | 509,957 | 6,765,467 | 3,637,478 |
| TOTAL (2) | 885,750,089 | 42,858,321 | - | 662,400 | 929,270,810 | 14,525,321 | 12,160,719 | - | 509,957 | 27,195,997 | 4,808,938 |
| Previous Year (b) | 516,818,246 | 368,931,843 | - | - | 885,750,089 | 4,722,394 | 9,802,927 | - | - | 902,074,813 | 871,224,768 |
| GRAND TOTAL (1+2) | 2,126,564,461 | 79,881,224 | 1,146,736 | 7,116,791 | 2,212,415,740 | 79,137,700 | 47,303,399 | 242,234 | 2,250,452 | 128,449,317 | 2,083,966,423 |
| Previous Year (a+b) | 1,701,604,599 | 425,590,579 | 630,717 | - | 2,126,564,461 | 36,197,106 | 43,117,681 | 177,087 | - | 2,047,426,761 | 2,047,426,761 |
| 3) Capital work-in-progress | | | | | | | | | | | |
| TOTAL (3) | | | | | | | | | | | |
| Previous Year (c) | | | | | | | | | | 90,897,124,539 | 60,509,259,688 |
| 4) Intangible assets under development-Software | | | | | | | | | | | |
| TOTAL (4) | | | | | | | | | | 90,897,124,539 | 60,509,259,688 |
| Previous Year (d) | | | | | | | | | | 51,616,594 | 17,170,000 |
| | | | | | | | | | | 17,170,000 | 17,170,000 |

- (i) Loans and Bills of exchanges are secured by first mortgage and charge on all immovable and movable assets, both present and future, of the Annavati & Nashik Project. (Refer Note 5(i) & (iii)).
- (ii) Depreciation aggregating ₹ 34,526,210 (Previous Year ₹ 31,262,719) on assets directly related to the Project has been transferred to Expenditure During Construction Pending Capitalisation and depreciation aggregating to ₹ 12,777,189 (Previous Year ₹ 11,854,962) being depreciation on other fixed assets has been charged to the Statement of Profit & Loss.
- (iii) Vehicle having original cost ₹ 6,096,031 (Previous Year ₹ 6,096,031) is hypothecated to banks against loan taken.
- (iv) Fixed assets arising on the Scheme of Arrangement (Scheme - 2012)- Refer Note 3 (iv).

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

NOTE 14

Expenditure during construction pending capitalisation ⁽ⁱ⁾ (Refer Note 42)

| Particulars | Opening balance as at April 1, 2012 | Additions during the year | Sales during the year ⁽ⁱⁱⁱ⁾ | Written off during the year (Refer 28(iii)) | Closing balance as at March 31, 2013 |
|--|---|---------------------------------|--|--|--|
| | (₹) | (₹) | (₹) | (₹) | (₹) |
| Employee Remuneration and Benefits | 1,211,760,946 | 951,248,259 | 6,785,231 | 38,212,475 | 2,118,011,499 |
| Interest and Financing Charges ⁽ⁱⁱ⁾ | 6,672,755,591 | 8,650,269,675 | - | 142,495,488 | 15,180,529,778 |
| Communication Expenses | 13,603,906 | 11,544,486 | 171,748 | 868,998 | 24,107,646 |
| Depreciation/ amortisation expense | 54,440,495 | 34,526,210 | 446,001 | 667,369 | 87,853,335 |
| Lease Rent Expenses (Refer Note 40) | 371,586,296 | 261,564,363 | 220,000 | 1,149,010 | 631,781,649 |
| Legal and Professional Charges | 413,154,948 | 104,500,752 | 9,137,169 | 58,925,822 | 449,592,709 |
| Rates & Taxes | 112,300,265 | 4,696,436 | 6,749 | 63,766 | 116,926,186 |
| Repairs and Maintenance | | | | | |
| - Vehicles | 6,532,461 | 5,616,499 | 252,415 | 1,263,515 | 10,633,030 |
| - Others | 22,706,964 | 27,301,830 | 875,218 | 314,261 | 48,819,315 |
| Pre - Operative Expense (net of revenue from sale of Infirm Power ₹ 676,488) (Refer Note 39) | - | 281,994,966 | - | - | 281,994,966 |
| Water Expenses | 102,479,383 | 69,003,690 | - | - | 171,483,073 |
| Staff Welfare Expenses | 20,621,886 | 14,201,042 | 186,698 | 1,295,364 | 33,340,866 |
| Travelling & Conveyance | 355,985,481 | 120,373,846 | 1,866,473 | 19,248,593 | 455,244,261 |
| Administrative and Other Expenses | 369,810,618 | 313,677,692 | 34,566 | 1,463,153 | 681,990,591 |
| Software Expenses | 108,685,262 | 109,184,087 | - | - | 217,869,349 |
| Land Development Expenses | 28,631,223 | - | - | - | 28,631,223 |
| Commission And Brokerage | 13,000 | - | - | - | 13,000 |
| Power Transmission Charges | 3,124,818 | - | 100,000 | - | 3,024,818 |
| Civil Construction Expense | 17,517,000 | - | 12,060,000 | - | 5,457,000 |
| Miscellaneous Expenses | 66,618,912 | 65,082,675 | 2,949,634 | 3,706,067 | 125,045,886 |
| Sub Total (a) | 9,952,329,455 | 11,024,786,508 | 35,091,902 | 269,673,881 | 20,672,350,180 |
| Less: | | | | | |
| Other Income | | | | | |
| - Dividend on units of Mutual Funds | 123,375,967 | 76,752,033 | - | - | 200,128,000 |
| - Interest on Fixed Deposits | 5,874,433 | 47,329,217 | - | - | 53,203,650 |
| - Profit on Redemption of Mutual Funds | 1,488,050 | 2,196,974 | - | - | 3,685,024 |
| Sub Total (b) | 130,738,450 | 126,278,224 | - | - | 257,016,674 |
| Total - Expenditure during construction pending capitalisation (a - b) | 9,821,591,005 | 10,898,508,284 | 35,091,902 | 269,673,881 | 20,415,333,506 |

(i) Loans and Bills of exchanges are secured by first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati & Nashik Project. (Refer Note 5(i) & (ii)).

(ii) Interest and Financing Charges includes Borrowing costs i.e. Financing charges and Interest During Construction, aggregating to ₹ 15,027,233,919 as at March 31, 2013 (including ₹ 8,564,745,400 for the year; Previous Year: ₹ 3,816,147,706) to be capitalised to Fixed Assets on completion of construction of the Project.

(iii) Transfer pursuant to sale of wholly owned subsidiaries namely Papu Hydropower Projects Limited and Pachi Hydropower Projects Limited to CESC Limited as on May 15, 2012.

| NOTE 15 Non-current investments - others (Unquoted) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| a) Investment in Trust (IPL-PPSL Scheme Trust) (At Cost) | 202,500,000 | 202,500,000 |
| Total - Non-current investments | 202,500,000 | 202,500,000 |
| Aggregate amount of Quoted Investments and market value thereof | - | - |
| Aggregate amount of Unquoted Investments | 202,500,000 | 202,500,000 |
| Aggregate provision for diminution in value of investments | - | - |

| NOTE 16 Deferred tax assets (net) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Deferred tax assets | | |
| Arising on account of timing differences due to: | | |
| - Provision for Employee Benefits | 84,039,025 | 44,785,325 |
| - Provision for Bonus | 825,767 | - |
| - Difference between book and tax depreciation | 22,840,048 | 957 |
| - Preliminary Expenses | - | 8,122 |
| Deferred tax assets (A) | 107,704,840 | 44,794,404 |
| Deferred tax liability | | |
| Arising on account of timing differences due to: | | |
| - Difference between book and tax depreciation | 351,109 | 240,712 |
| Deferred tax liability (B) | 351,109 | 240,712 |
| Total - Deferred tax assets (net) (A-B) | 107,353,731 | 44,553,692 |

Pursuant to Accounting Standard 22 (AS 22) on Accounting for Taxes on Income, as notified under the Companies (Accounting Standards) Rules, 2006, as amended, the Company has credited an amount of ₹ 72,335,054 (Previous Year: ₹ 13,796,203) as deferred tax credit (Net) to the Consolidated Statement of Profit and Loss for the year ended March 31, 2013. The same includes deferred tax liability taken over from IIDL amounting to ₹ 415,017 on account of merger and excludes deferred tax liability of ₹ 57,416 on account of sale of Pachi Hydropower Projects Limited.

| NOTE 17 Long-term loans and advances (Unsecured, considered good) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Capital Advances | 22,056,265,047 | 21,010,182,953 |
| Security Deposits | | |
| - Security Deposits - Premises | 133,114,604 | 126,669,604 |
| - Security Deposits - Others | 184,229,103 | 17,106,081 |
| Loans and advances to related parties (Refer Note 37) | | |
| Inter Corporate Deposits/Loans Given | 3,736,765,000 | 3,314,200,000 |
| Prepaid Expenses | 2,232,275 | - |
| Earnest Money Deposits | 1,250,000 | 1,250,000 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 17 (contd.) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| Long-term loans and advances (Unsecured, considered good) | | |
| Advance Income Tax/ Tax Deducted At Source - Non Current Portion [Net of provision for tax ₹ 463,785,590 (Previous Year ₹ 17,180,456)] | 159,354,005 | 58,860,997 |
| Advance Fringe Benefit Tax | 36,649 | 36,649 |
| MAT Credit Entitlement | 126,013,248 | 19,064,274 |
| Balances with Government authorities | | |
| - CENVAT credit receivable | 229,371,617 | 410,709,197 |
| - VAT credit receivable | 370,721,924 | 131,773,344 |
| Total - Long-term loans and advances | 26,999,353,472 | 25,089,853,099 |
| NOTE 18 | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
| Other non-current assets | | |
| Fixed Deposit Accounts | | |
| - Maturity for more than 12 months - Non-Current Portion (Refer Note 21) (Pledged against Bank Guarantees - Refer Note 29) | 355,405,430 | 134,184,297 |
| Accrued Interest | | |
| - on Fixed Deposits | 9,196,938 | 1,451,578 |
| Total - Other non-current assets | 364,602,368 | 135,635,875 |
| NOTE 19 | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
| Current Investments | | |
| A. Current portion of long-term investments (At cost), Unquoted | | |
| Investments in Mutual Funds | - | 375,000,000 |
| B. Other current investments (At lower of cost and fair value, unless otherwise stated) Unquoted | | |
| Investments in Mutual Funds | - | 1,860,000,000 |
| Total - Current investments | - | 2,235,000,000 |
| Aggregate amount of Quoted Investments and market value thereof | - | - |
| Aggregate amount of Unquoted Investments | - | 2,235,000,000 |
| Aggregate provision for diminution in value of investments | - | - |
| NOTE 20 | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
| Inventories (At lower of cost and net realisable value) | | |
| Raw materials | | |
| Inventory- Coal | 95,662,713 | - |
| Inventory- Light Diesel Oil | 55,018,692 | - |
| Other Consumables | 2,025,460 | - |
| Total - Inventories | 152,706,865 | - |

| NOTE 21 | As at | As at |
|---|-----------------------|-----------------------|
| Cash and bank balances | March 31, 2013 | March 31, 2012 |
| | (₹) | (₹) |
| A. Cash and cash equivalents | | |
| Cash on hand | 609,816 | 524,820 |
| Cheques, drafts on hand | 1,100 | 9,504 |
| Balances with Banks | | |
| - In Current Accounts | 1,544,059,713 | 560,061,195 |
| - Unclaimed share application money received for allotment of securities and due for refund | 141,750 | 141,750 |
| - In other deposit accounts with original maturity less than 3 months | 702,500,000 | 1,629,400,000 |
| B. Other bank balances (Refer Note 29) | | |
| - In other deposit accounts with original maturity more than 3 months | 2,478,041,066 | 1,987,442,210 |
| Total - Cash and bank balances | 4,725,353,445 | 4,177,579,479 |

| NOTE 22 | As at | As at |
|---|-----------------------|-----------------------|
| Short-term loans and advances (Unsecured, considered good) | March 31, 2013 | March 31, 2012 |
| | (₹) | (₹) |
| A. Security Deposits | | |
| - Security Deposits - Premises | 5,029,128 | 2,274,306 |
| - Security Deposits - Others | 9,300 | 164,850 |
| B. Loans and advances to employees | 7,866,121 | 7,082,313 |
| C. Prepaid Expenses | 4,247,702 | 99,215,766 |
| D. Advance Income Tax/ Tax Deducted At Source | | |
| [Net of provision for tax ₹ 753,336 (Previous Year ₹ 48,819,079)] | 1,017,913 | 28,564,071 |
| Advance Fringe Benefit Tax | 10,424 | 10,424 |
| E. Balances with Government authorities | | |
| - VAT credit receivable | 28,786,784 | 16,931,285 |
| - CENVAT credit receivable | - | 87,550 |
| F. Other loans and advances | | |
| - Advances recoverable in cash or in kind or for value to be received | 7,010,763,817 | 6,119,629,503 |
| - Advance Rent | 11,638 | 21,564 |
| Total - Short-term loans and advances | 7,057,742,827 | 6,273,981,632 |

| NOTE 23 | As at | As at |
|--|-----------------------|-----------------------|
| Other current assets | March 31, 2013 | March 31, 2012 |
| | (₹) | (₹) |
| Unbilled revenue - Sale of Infirm Power | 676,488 | - |
| Accrued Interest | | |
| - on Fixed Deposits | 32,612,662 | 74,996,010 |
| - on Inter Corporate Deposits | 266,435,693 | 73,553,126 |
| - on Loan to Indiabulls Employees' Welfare Trust | - | 8,145,396 |
| Total - Other current assets | 299,724,843 | 156,694,532 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 24 Other income | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|--|--|
| Interest Income | | |
| - on Inter Corporate Deposits | 325,408,133 | 451,779,778 |
| - on Fixed Deposits | 137,355,515 | 181,377,979 |
| - on Income Tax Refund | 1,551,915 | 1,157,806 |
| Dividend Income | | |
| - From Current Investments in Units of Mutual Funds | 31,584,002 | 150,683,077 |
| - From Long Term Investments in Units of Mutual Funds | 26,841,756 | 186,393,365 |
| Profit on Redemption of Mutual Funds | | |
| - From Long Term Investments | - | 707,001,732 |
| Profit on sale of Investments in Subsidiaries | 150,941,306 | - |
| Construction & Project Related Income (net of cost of goods sold ₹ 9,206,747 (Previous Year : ₹ Nil) | 834,249 | - |
| Miscellaneous Income | 1,325,520 | 13,593 |
| Total - Other income | 675,842,396 | 1,678,407,330 |

| NOTE 25 Employee benefits expense | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|--|--|
| Salaries and Wages | 247,865,781 | 231,077,581 |
| Contribution to Provident and Other Funds | 113,617 | 349,350 |
| Provision for Gratuity, Compensated Absences and Superannuation Benefits (Refer Note 34) | 104,513,382 | 70,467,448 |
| Recruitment and training | 2,060 | 235,571 |
| Staff Welfare Expenses | 673,723 | 1,736,115 |
| Total - Employee benefits expense | 353,168,563 | 303,866,065 |

| NOTE 26 Finance costs | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|---|--|--|
| Interest expenses on : | | |
| - delayed payment of income tax | 33,371,588 | 219,750 |
| - vehicle loans | 61,305 | 205,647 |
| - inter corporate deposits | 24,685,964 | 11,324,632 |
| - over draft facility | 281,805 | 28,976,242 |
| Net Gain or Loss on foreign currency transactions | | |
| - Realised Loss on Foreign Exchange | 18,631 | 87,928 |
| Bank Guarantee Charges | 1,831,500 | 5,790,750 |
| Total - Finance costs | 60,250,793 | 46,604,949 |

NOTE 27

Other expenses

| | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|--|--|
| Rent (Refer Note 40) | 566,187 | 377,097 |
| Rates and Taxes | 7,511,555 | 6,022,795 |
| Legal and Professional Charges | 426,144,053 | 13,884,388 |
| Advertisement | 179,131 | 15,896,604 |
| Electricity and Water expenses | 27,190 | 22,850 |
| Communication | 1,373,632 | 2,248,194 |
| Printing and Stationery | 251,099 | 3,650,179 |
| Postage and Telegram | 2,755,147 | 5,120,731 |
| Travelling and Conveyance | 3,156,941 | 6,048,638 |
| Tender Expenses | 29,075 | 4,293,744 |
| Running and Maintenance - Vehicle | 981,059 | 1,860,912 |
| Repairs and Maintenance - Others | 1,476,274 | 855,519 |
| Security Expenses | 90,847 | 870,106 |
| Software | 98,382 | 504,976 |
| Bank Charges | 153,315 | 320,094 |
| Business Promotion | 1,444,110 | 4,457,549 |
| Payments to the Auditors comprise | | |
| - to statutory auditors | | |
| - for audit | 8,164,582 | 8,662,195 |
| - for certification | 1,100,000 | 800,000 |
| - for other services | 1,585,954 | - |
| - reimbursement of expenses | 900,000 | 700,000 |
| Membership and Subscription Fees | 598,148 | 340,333 |
| Donations | 20,000,000 | 13,501 |
| Guest House | 38,287 | 28,291 |
| Books and Periodical | 108 | 68,097 |
| Meeting and Seminar expenses | 142,440 | 657,867 |
| Inventory adjusted pursuant to merger | 326,661,176 | - |
| Advances written off | 237,352,500 | - |
| Expenditure during construction and Capital Work In Process written off (Refer Note 28 (iii)) | 271,244,950 | - |
| Miscellaneous expenses | 831,611 | 411,838 |
| Total - Other Expenses | 1,314,857,753 | 78,116,498 |

28. Project under Development

(i) Amravati Thermal Power Project:

The Company is in process of setting up a Thermal Power Project at Amravati ("Amravati Project", "the Project") in the State of Maharashtra in two phases of 1,350 MW each, with an ultimate capacity of 2,700 MW. Project construction activities are in line with the estimated targets of the Management of the Company. During the year the Company has successfully synchronized its Unit-1 (270MW) of Phase I with the Western Region Grid. Further, the company has successfully conducted Boiler Light up for its Unit-2 (270MW) of Phase I during the year. Project construction activities of Phase II of the company are in line with the estimated targets of the Management. The Company has signed Fuel Supply Agreement with South Eastern Coalfields Limited, subsidiary of Coal India Limited as on December 22, 2012 which would be sufficient for meeting coal requirement for functioning of Unit 1 and 2 of Phase I.

(ii) Nashik Thermal Power Project:

The Company's subsidiary Indiabulls Realtech Limited (IRL) is in process of setting up a Thermal Power Project at Nashik ("Nashik Project" "the Project") in two phases of 1,350 MW each, in the State of Maharashtra with an ultimate capacity of 2,700 MW. Project construction activities of Phase I and Phase II are in line with the estimated targets of the Management. During the year the Company has successfully conducted Boiler Light up for its Unit-1 (270MW) of Phase I.

(iii) Bhaiyathan Thermal Power Project:

The Company's subsidiary Indiabulls CSEB Bhaiyathan Power Limited (ICBPL) had entered into a Share Subscription Agreement ("CSEB – SSA") with Chhattisgarh State Electricity Board ("CSEB") dated October 13, 2008 pursuant to which CSEB was to acquire 26% equity stake in ICBPL, whether in cash or consideration other than cash, in such manner as may be indicated by CSEB in writing. Pursuant to the "CSEB – SSA", CSEB had agreed to subscribe to 26,000 fully paid-up equity shares of ICBPL of the face value of ₹ 10, representing 26 per cent of the issued, subscribed and paid-up share capital. ICBPL has agreed not to issue equity shares at a price or terms which are more favourable to the subscribers than price or terms on which CSEB has subscribed to the equity shares. Further, ICBPL was not required to issue any equity shares unless CSEB is first offered the right to subscribe to, in CSEB's sole discretion, such number of equity shares as is required to enable CSEB to maintain its pre-issue shareholding percentage.

ICBPL was in the process of setting up a Thermal Power Project at Bhaiyathan ("Bhaiyathan Project") in the State of Chhattisgarh. The Bhaiyathan Project was planned to have two super-critical units of 660 MW each, with a combined capacity of 1,320 MW. The Ministry of Coal, Government of India had allocated captive coal blocks located in Gidhmuri and Paturia villages in the Korba district in the State of Chhattisgarh for the Bhaiyathan Project, subject to certain terms and conditions. Development work on the Bhaiyathan Project was progressing at a slow pace due to certain pending statutory clearances relating to the captive coal blocks allocated for the Project. Accordingly, all Project related costs incurred during the previous year had been charged to the Statement of Profit and Loss.

During the year, in view of the denial of forest clearance for coal mines by the Ministry of Environment and Forests to the proposal of the state government, the fuel linkage which had earlier been allotted to the Project became unavailable. Accordingly, in terms of the CSEB-SSA, ICBPL decided to abandon the Project and has sought refund from CSEB for monies invested and the return of its performance bank guarantees given in respect of the Project. In view thereof, ICBPL has written off capital work in progress and expenditure during construction aggregating to ₹ 1,571,069 and ₹ 269,673,881 respectively, and has adjusted the balance amounts in capital work in progress and capital advances aggregating to ₹ 502,079,190 as recoverable from CSEB. Accordingly, in view of the above, the Company has waived the recovery of its loans given to ICBPL to the extent of such write off and ICBPL has written back the same to the Statement of Profit and Loss.

Consequent to the above, the Board of ICBPL has resolved to pursue other profitable business opportunities for the operations of ICBPL. ICBPL has, as at the Balance Sheet date, accumulated losses aggregating to ₹ 16,929,246 which is far in excess of the Share Capital of ICBPL amounting to ₹ 740,000. The continuity of the operations of ICBPL is dependent on the continued financial, technical and operational support of the Company. Further, the Company has confirmed to ICBPL that they will continue to provide the necessary financial, technical and

operational support to enable ICBPL to meet its liabilities and obligations as they fall due. Consequently, the accounts of ICBPL have been prepared on a going concern basis.

(iv) Other Projects:

The Company, through its subsidiary Company Poena Power Development Limited, is developing a Mega Thermal Power Project in Mansa, Punjab and through its three subsidiaries viz. Kaya Hydropower Projects Limited, Sepla Hydropower Projects Limited and Tharang Warang Hydro Power Projects Limited, medium sized Hydro Power Projects in the state of Arunachal Pradesh. Development work in these projects is at presently at nascent stages. The Company has entered into MOUs with the respective State Governments in relation to these projects.

29. Contingent Liabilities not provided for in respect of:

- Public Interest Litigation (PIL) instituted before the Hon'ble Bombay High Court (Nagpur Bench) by the Society for Backlog Removal & Development, Amravati (Help Line) & Others against State of Maharashtra and Others where the Company is Respondent No. 5. The petition, amongst others, challenges the water allocation from the live reservoir of Upper Wardha Project to the thermal power plant being set up by the Company in Amravati District to be against the directives issued by the Governor of Maharashtra under Article 371 (2) of the Constitution of India.

A Writ Petition has been filed by the Company before the Hon'ble Bombay High Court (Nagpur Bench) challenging the powers of the Governor to issue directives under Article 371 (2) of the Constitution of India.

The Hon'ble High Court after hearing the parties at length has held that allocation of water is not in contravention of the directives issued by the Governor of Maharashtra under Article 371 (2) of the Constitution of India. While holding the water allocation to be legally valid, the petition has been dismissed by the Hon'ble High Court. No Appeal has been filed yet. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013 and March 31, 2012.

- The Company has filed an application before the Nagpur Bench of the Hon'ble Bombay High Court to bring to its knowledge the publication of an article by the Hitavada Newspaper that casts aspersions against Indiabulls and the Advocate General. The Court has taken cognizance and issued notices to the contemnors. The contemnors have filed their replies and the Company has filed the rejoinder. The arguments in the matter are completed and the Order is reserved. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013 and March 31, 2012.
- Tata Power Trading Company Limited (TPTCL) had executed PPA with the Company for tying up power from its Amravati Power Plant. TPTCL has invoked the arbitration clause and filed a statement of claim before the Arbitral Tribunal. The Tribunal has directed that the Company shall not create any third party interest on the 150 MW power generated from the power plant without the leave of the Tribunal. The pecuniary cost involved in the present case is approximately ₹ 300,000 (Previous year ₹ 300,000). The matter was listed on March 23, 2013 on which the Respondent has submitted its Written Submissions and concluded its Arguments. Now, the matter is reserved for award.
- A PIL has been filed during the year by the Society for Environmental Protection & Others praying the Court to direct the Respondent No.5 (the Company) to immediately stop proceeding with the proposed Power Plant at Nandgaonpeth, Amravati on the grounds of damage to environment and the depletion of water resources. The matter was last listed on March 05, 2013 and was at pre-admission stage. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- MSEDCL had invited long term power procurement for domestic coal based power station using coal from Bhivkund coal blocks through a tariff based competitive bidding process in which the Company was one of the bidder. A Writ Petition has been filed during the year by Today Energy (M.P) Private Limited. Seeking Directions to MSEDCL to consider the financial bid of Today Energy Private Limited. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- Writ Petition has been filed during the year by the Company challenging the validity of demand raised by WRD for payment of irrigation restoration charges at ₹100,000/- per Hectare vide letter dated January 29, 2013 instead of ₹ 50,000/- per Hectare (as provided in Circular dated February 21, 2004). The Respondents have been restrained from taking any coercive steps till further orders. The statement is accepted.

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

- A Writ Petition has been filed before the Hon'ble High Court of Madras in the State of Tamil Nadu regarding the Tamil Nadu VAT reversal by BHEL and consequential recovery of the same from Indiabulls Realtech Limited (IRL), relating to supply agreement executed between BHEL and IRL for supply of Boiler Turbine Generators (BTG) items for the Nashik Project. The matter was listed for hearing and the Hon'ble High Court has issued a notice and had ordered for Status Quo in the said case. The Notice for the same has been accepted by the State Counsel. The case will be listed in due course before the appropriate bench. The pecuniary cost involved in the present case is approximately ₹ 800,000 (Previous year ₹ 800,000).
- A suit has been filed before the Civil Judge, Junior Division, Sinnar, Nashik by the Plaintiffs with respect to the Pipe Line work which is being done in the Sinnar Nagar Palika area. It has been alleged that the said work carried out by IRL is against the public interest & safety and the authority who gave such permission have fulfilled their own interests. The pecuniary risk involved in the present case cannot be quantified by IRL/ its legal counsel as at March 31, 2013 and March 31, 2012.
- Two suits have also been filed before the Civil Judge, Junior Division, Sinnar, Nashik by the Plaintiffs with respect to the Pipe Line work which is being done in the Sinnar Nagar Palika area. It has been alleged that the land of the plaintiffs was not acquired for this purpose and IRL's activity of laying pipeline work in the plaintiffs' property is illegal and it will damage the crops, land and well of the plaintiffs' permanently. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013 and March 31, 2012.
- A PIL has been filed during the year before Aurangabad Bench by Plaintiff against State of Maharashtra & others challenging allocation of water for Nasik Thermal Power Plant being setup by IRL at Nashik. The matter is at Pre-admission stage. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- A suit has been filed during the year by the Plaintiff at Patiala House Courts, New Delhi for recovery of ₹ 651,100/- claimed to be the amount outstanding for the work done by it under the work order given by IRL for consultancy services for the proposed railway siding.
- An appeal has been filed during the year by Plaintiff before the APTEL against the Order of MERC approving procurement of additional quantum of 650 MW power from IRL. APTEL has not granted any stay but has stated that any further action shall be subject to outcome of the appeal. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- A petition had been filed before Chhattisgarh State Electricity Regulatory Commission (CSERC), Raipur by ICBPL against the Chhattisgarh State Power Holding Co. Ltd. and other (CSPHCL). The petition, amongst others, challenged the notice dated May 26, 2010 whereby CSPHCL have sought to allege non-compliance of obligations by ICBPL under the Power Purchase Agreement dated October 13, 2008 (PPA). The Commission passed Order on December 31, 2011 quashing the letter dated May 26, 2010 issued by CSPHCL and directed the parties to review the terms and conditions of PPA so that the Project could be brought up. ICBPL had filed an appeal against the Order of CSERC before the Appellate Tribunal for Electricity (APTEL) partially challenging the CSERC Order seeking that directions to review the PPA be set aside and finding of Force Majeure be expunged. On February 17, 2012 APTEL while deciding the case in favour of ICBPL vide its Order dated February 18, 2013 has set aside the findings and directions given by State Commission in its Order dated December 13, 2011.

Future cash outflows in respect of the above, if any, is determinable only on receipt of judgement/ decision pending with the relevant authorities. The Company does not expect the outcome of the matter stated above to have a material adverse impact on its financial condition, results of operations and cash flows.

- Performance Bank Guarantee of ₹ 1,000,000,000 (Previous Year: ₹ 1,000,000,000) issued to Chhattisgarh State Electricity Board by Indiabulls CSEB Bhaiyathan Power Limited (formerly known as Indiabulls Bhaiyathan Power Limited), a wholly owned subsidiary company, secured partly by pledge of Fixed deposits of ₹ 400,000,000 (Previous Year: ₹ 400,000,000) of the Company and partly by way of Corporate Guarantee of ₹ 600,000,000 (Previous Year: ₹ 600,000,000) of Indiabulls Real Estate Limited.
- Guarantee provided on behalf of Indiabulls Realtech Limited (IRL), a wholly owned subsidiary, towards Commitment Bank Guarantees of ₹ 835,223,070 (Previous Year: ₹ 835,223,070) issued to subsidiaries of Coal India Limited for issuance of Letter of Assurance for supply of coal for IRL's Nashik Thermal Power Project, partly secured by way of pledge of fixed deposits of ₹ 242,936,850 (Previous Year: ₹ 242,936,850) and partly by way of corporate guarantee of ₹ 198,641,850 (Previous Year: ₹ 198,641,850) of the company.

30. Estimated amount of contracts remaining to be executed on account of capital and other commitments towards the Project not provided for: ₹ 209,474,524,365 (Previous Year: ₹ 197,278,939,668) – advances made there against ₹ 13,830,509,174 (Previous Year: ₹ 15,150,491,933).

31. Changes in capital structure during the year ended March 31, 2013

On June 20, 2012 the Company issued 415,407,007 Equity Shares of ₹ 10 each to IIDL shareholders pursuant to and in terms of the Court approved Scheme - 2012 (Refer Note 1).

As a consequence of the above, as at March 31, 2013, the Issued, Subscribed and fully Paid-up-Equity Share Capital of the Company stands at ₹ 26,427,299,530 (comprising of 2,642,729,953 equity shares of face value ₹ 10 each).

The utilization of proceeds of issue of shares by way of Initial Public Offering (IPO) of the Company is as under:

| Particulars | Upto March 31, 2013 | | Upto March 31, 2012 | |
|---|---------------------|----------------|---------------------|----------------|
| | (₹) | (₹) | (₹) | (₹) |
| Gross proceeds of Issue raised through IPO during the year ended March 31, 2010* | | 16,238,355,570 | | 16,238,355,570 |
| Less: Utilisation of proceeds | | | | |
| Funding to part finance the construction and development of the Amravati Power Project - Phase I | 7,750,000,000 | | 7,750,000,000 | |
| Funding equity contribution in the Company's wholly owned subsidiary, Indiabulls Realtech Limited, to part finance the construction and development of the Nashik Power Project – Phase I | 6,600,000,000 | | 6,600,000,000 | |
| General Corporate Purposes* / ** | 1,524,868,922 | | 1,524,868,922 | |
| Share Issue Expenses** | 363,486,648 | 16,238,355,570 | 363,486,648 | 16,238,355,570 |
| Balance amount being temporary utilisation of proceeds | | - | | - |

* Amount received from IPO includes ₹ 947,355,570 pursuant to exercise of the Green Shoe Option to the IPO.

** ₹ 46,355,352 had been reallocated from Share Issue Expenses to General Corporate Purposes as no further Share Issue Expenses are to be incurred.

During the previous year, the company had completed utilisation of entire IPO proceeds.

32. Minority Interest represents the minority's share in equity of the subsidiaries as below:

(Amount in ₹)

| Particulars | As at March 31, 2013 | | | As at March 31, 2012 | | |
|--|-------------------------|-------------------------------|-------------------|-------------------------|-------------------------------|-------------------|
| | Share in Equity Capital | Share in Reserves and Surplus | Total | Share in Equity Capital | Share in Reserves and Surplus | Total |
| Diana Energy Limited | 1,300,000 | (860,170) | 439,830 | 1,300,000 | (862,566) | 437,434 |
| Devona Thermal Power and Infrastructure Limited* | 130,000 | (130,000) | - | 130,000 | (130,000) | - |
| Hecate Power Transmission Limited* | 245,000 | (245,000) | - | 245,000 | (245,000) | - |
| Indiabulls Power Generation Limited | 1,300,000 | 13,995,904 | 15,295,904 | 1,300,000 | 11,225,414 | 12,525,414 |
| Indiabulls Power Transmission Limited | 490,000 | 47,975 | 537,975 | 490,000 | 32,907 | 522,907 |
| Poena Power Limited* | 130,000 | (130,000) | - | 130,000 | (130,000) | - |
| Total | 3,595,000 | 12,678,709 | 16,273,709 | 3,595,000 | 9,890,755 | 13,485,755 |

* The losses applicable to the minority in the subsidiaries being consolidated, which have exceeded the minority interest in the equity of the respective subsidiaries, are attributed to the Group.

33. **Employee Stock Options Schemes :**

Stock Option Schemes of Indiabulls Power Limited. ("IPL"):

On January 10, 2008 the erstwhile IPSL, had established the IPSL ESOS Plan, under which, IPSL was authorised to issue upto 20,000,000 equity settled options at an exercise price of ₹ 10 per option to eligible employees. Employees covered by the plan were granted an option to purchase equity shares of IPSL subject to the requirements of vesting. A Compensation Committee constituted by the Board of Directors of IPSL administered the plan. All these options were outstanding as at April 01, 2008.

Pursuant to a Scheme of Arrangement under Sections 391 to 394 of the Companies Act, 1956, duly approved by the Hon'ble High Court of Delhi at New Delhi vide its Order dated September 1, 2008, IPSL was merged with Sophia Power Company Limited ("SPCL"). With effect from the Appointed Date the IPSL ESOS Plan was terminated and in lieu, in terms of Clause 14 (c) of the Scheme of Arrangement, SPCL – IPSL Employees Stock Option Plan - 2008 ("SPCL – IPSL ESOP - 2008") was established in SPCL for the outstanding, unvested options for the benefit of the erstwhile IPSL option holders, on terms and conditions not less favourable than those provided in the erstwhile IPSL ESOS Plan and taking into account the share exchange ratio i.e. one equity share of SPCL of face value ₹ 10 each for every one equity share of IPSL of face value ₹ 10 each. All the option holders under the IPSL ESOS Plan on the Effective Date were granted options under the SPCL – IPSL ESOP - 2008 in lieu of their cancelled options under the IPSL ESOS Plan. The SPCL – IPSL ESOP - 2008 was treated as a continuation of the IPSL ESOS Plan and all such options were treated outstanding from their respective date of grant under the IPSL ESOS Plan. Accordingly, no compensation expense was recognised. No adjustment is required in respect of the number and exercise price of options as the share exchange ratio is one equity share of face value ₹ 10 each of SPCL for every one equity share of face value ₹ 10 each of IPSL.

During the year ended March 31, 2013, 3,600,000 (Previous Year 2,108,000) ESOPs were surrendered/ lapsed under the SPCL – IPSL ESOP - 2008 Scheme. During the year, on September 1, 2012, 2,000,000 ESOPs were re-granted by the Committee to an eligible employee at an exercise price of ₹ 10 per option under the SPCL – IPSL ESOP – 2008 Scheme.

These options vest uniformly over a period of 10 years commencing one year after the date of grant. The Company follows the Intrinsic Value method of accounting as permitted in the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of SPCL – IPSL ESOP - 2008.

During the financial year ended March 31, 2010, IPL had established the Indiabulls Power Limited. Employees' Stock Option Scheme 2009 ("IPL ESOS 2009"). IPL had issued 20,000,000 equity settled options at an exercise price of ₹ 14 per option under the IPL ESOS 2009 to eligible employees which gave them the right to subscribe to stock options representing an equal number of equity shares of face value ₹ 10 each of IPL. These options vest uniformly over a period of 10 years commencing one year after the date of grant. The Company follows the Intrinsic Value method of accounting as permitted by the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of the IPL ESOS 2009.

During the year ended March 31, 2013, 627,000 (Previous Year 653,000) ESOPs were surrendered/ lapsed under the IPL ESOS 2009 Scheme.

During the Financial Year ended March 31, 2012, IPL has established the "Indiabulls Power Limited. Employee Stock Option Scheme -2011 ("IPL ESOS -2011"): IPL had issued 50,000,000 equity settled options at an exercise price of ₹ 12 per option equivalent to the fair market value of the equity shares of the company on the date of grant of option under the IPL ESOS -2011 to the eligible employees of the Company which gave them the right to subscribe an equal number of equity shares of face value of ₹ 10 each of IPL. These options vest uniformly over a period of 10 years commencing one year after the date of grant The Company follows the Intrinsic Value method of accounting as permitted by the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of IPL ESOS 2011.

During the year ended March 31, 2013, 102,000 (Previous Year 50,000) ESOPs were surrendered/ lapsed under the IPL ESOS 2011 Scheme.

The Fair values of the options under the SPCL – IPSL ESOP – 2008, IPL ESOS 2009 and IPL ESOS 2011 using the binomial pricing model based on the following parameters, is ₹ Nil per option, as certified by an independent firm of Chartered

Accountants. The fair value of the re-granted options under the SPCL – IPLS ESOP - 2008 plan is ₹ 1.58 per option and under IPL ESOS 2011 plan is ₹ 1.78 per option as certified by an independent firm of Chartered Accountants.

| Sr. No | Particulars | SPCL – IPLS ESOP - 2008 | | | | IPL ESOS 2009 | IPL ESOS 2011 |
|--------|---|---------------------------|-----------------------------|------------------------------|-------------------------------|-----------------------|---------------------------|
| | | Grant on January 10, 2008 | Grant on September 15, 2008 | Re-grant on December 2, 2010 | Re-grant on September 1, 2012 | Grant on July 4, 2009 | Grant on October 7, 2011 |
| 1 | Exercise price (₹ Per option) | ₹ 10.00 | ₹ 26.00 | ₹ 27.80 | ₹ 10.00 | ₹ 14.00 | ₹ 12.00 |
| 2 | Expected volatility | 0% | 0% | 42% | 34.67% | 0% | 30.48% |
| 3 | Expected forfeiture percentage on each vesting date | 5% | 5% | 5% | 0% | 5% | 0% |
| 4 | Option Life | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years |
| 5 | Expected Dividend Yield | 8% | 8% | 0% | 0% | 6.50% | 16.67 % from 2014 onwards |
| 6 | Risk Free rate of Interest | 8% | 8% | 8.03% | 8.12% to 8.76% | 6.50% | 8.12% to 8.72% |

The other disclosures in respect of the SPCL - IPLS ESOP - 2008, IPL ESOS 2009 and IPL ESOS -2011 are as under:

| Particulars | As at March 31, 2013 | | |
|---|--------------------------|--------------------------|--------------------------|
| | SPCL – IPLS ESOP, 2008 | IPL ESOS 2009 | IPL ESOS 2011 |
| Total Options under the Scheme | 20,000,000 | 20,000,000 | 50,000,000 |
| Outstanding at the beginning of the year (Nos.) | 5,740,000 | 2,502,000 | 1,845,000 |
| Options surrendered/ lapsed during the year | 3,600,000 | 627,000 | 102,000 |
| Options granted during the year (Nos.) | 2,000,000 | - | - |
| Exercise price for options granted on January 10, 2008 | ₹ 10 per option | NA | NA |
| Exercise price for options granted on July 4, 2009 | NA | ₹ 14 per option | NA |
| Exercise price for options re-granted on December 1, 2010 | ₹ 27.80 per option | NA | NA |
| Exercise price for options granted on October 7, 2011 | NA | NA | ₹ 12 per option |
| Options vested during the year (Nos.) | 330,200 | 255,300 | 179,500 |
| Exercised during the year (Nos.) | - | - | - |
| Vesting period and Percentage | Ten Years, 10% each year | Ten Years, 10% each year | Ten Years, 10% each year |
| Expired during the year (Nos.) | - | - | - |
| Options outstanding at the year-end (Nos.) | 4,140,200 | 1,875,200 | 1,743,000 |
| Out of the above exercisable at year end (Nos.) | 489,200 | 473,100 | 177,000 |
| Options which are yet to be granted (Nos.) | 11,171,000 | 17,843,000 | 48,257,000 |
| Weighted average remaining contractual life (Months) | 89 | 85 | 108 |

Notes forming part of the Consolidated Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

Fair Value Methodology:

As the IPL ESOS 2009 Plans were issued at a value higher than the fair value of the options on the date of the grant, there is no impact of the same on the net profit and earnings per equity share.

The SPCL – IPL ESOP - 2008 (re-grant) and IPL ESOS 2011 were issued at the Intrinsic value of the options on the date of the grant. Had the compensation cost for the stock options granted under ESOP – 2008 (including re-grant) and IPL ESOS 2011 been determined based on the fair value approach, the Company's net profit and earnings per equity share would have been as per the Proforma amounts indicated below:-

| Particulars | March 31, 2013 Amount ₹ | March 31, 2011 Amount ₹ |
|---|----------------------------|----------------------------|
| (Loss)/ Profit after tax (as reported) | (889,987,998) | 875,753,366 |
| Less: Share of Minority (including share of Reserve Fund) | (2,787,954) | (5,981,436) |
| Net (Loss)/ Profit available to Equity Share Holders (as reported) | (892,775,952) | 869,771,930 |
| Less : Stock-based compensation expense determined under fair value based method: [Gross ₹ 6,510,546 (Previous Year: ₹ 3,370,151)] (Proforma) | 2,232,778 | 836,887 |
| Net Profit available to Equity Share Holders (Proforma) | (895,008,730) | 868,935,043 |
| Basic earnings per equity share (as reported) | (0.350) | 0.417 |
| Basic earnings per equity share (Proforma) | (0.351) | 0.417 |
| Diluted earnings per equity share (as reported) | (0.350) | 0.417 |
| Diluted earnings per equity share (Proforma) | (0.351) | 0.417 |

Indiabulls Employees' Welfare Trust:

During the F.Y. 2010-11, Indiabulls Employee Welfare Trust ("IEWT", "Trust") was formed, with the Company being one of the Settlers of the Trust, to administer and implement the Company's current and future un-granted Employee Stock Option Schemes.

The Trust is administered by independent Trustees. In terms of the Trust Deed, equity shares of the Company were purchased by the Trust to the extent permissible in terms of ESOP/ ESOS schemes as approved by the Members of the Company, for the purpose of transfer of the same to eligible employees of the Company and its subsidiaries, upon exercise of granted options.

The Company has responded to the Securities and Exchange Board of India (SEBI) Circular no.CIR/CFD/DIL/3/2013 dated January 17, 2013 with respect to guidelines relating to the issuance/ allocation of shares under employee stock option schemes, and has stated that in compliance with the said Circular, the Indiabulls Employee Welfare Trust would dispose off its entire shareholding in the Company, which it had acquired from the secondary market, on or before the stipulated date i.e. June 30, 2013 or any other date as may be stipulated by SEBI in this regard.

34. Employee Benefits

Contributions are made to the Government Provident Fund and Family Pension Fund which cover all regular employees eligible under applicable Acts. Both the eligible employees and the company make pre-determined contributions to the Provident Fund. The contributions are normally based upon a proportion of the employee's salary. The company has recognised in the Statement of Profit and Loss an amount of ₹ 66,063 (Previous Year: ₹ 204,052) and in Expenditure during construction pending capitalization ₹ 696,123 (Previous Year: ₹ 317,845) towards employer's contribution towards Provident Fund.

Provision for unfunded Gratuity and Compensated absences payable to eligible employees on retirement/ separation is based upon an actuarial valuation as at the year ended March 31, 2013. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. After the issuance of Accounting Standard (AS) 15 (Revised) on 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended, commitments are actuarially determined using the 'Projected Unit Credit Method'. Gains/ losses on changes in actuarial assumptions are accounted for in the Statement of Profit and Loss/ Expenditure during construction pending capitalisation, as applicable and as identified by the Management of the Company.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of Gratuity and Compensated Absences and the amounts recognised in the financial statements for the year ended March 31, 2013 as per Accounting Standard (AS) 15- 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended:

(Amount in ₹)

| Particulars | Gratuity | | Compensated Absences | | Superannuation Benefits | |
|--|-------------|-------------|----------------------|-------------|-------------------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 |
| Reconciliation of liability recognised in the Balance sheet: | | | | | | |
| Present Value of commitments | 35,304,314 | 26,601,074 | 38,436,448 | 27,919,371 | 343,192,858 | 211,194,989 |
| Fair value of plan assets | NA | NA | NA | NA | NA | NA |
| Net liability in the Balance sheet | 35,304,314 | 26,601,074 | 38,436,448 | 27,919,371 | 343,192,858 | 211,194,989 |
| Movement in net liability recognised in the Balance sheet: | | | | | | |
| Net liability as at the beginning of the year | 26,601,074 | 15,351,760 | 27,919,371 | 14,320,976 | 211,194,989 | 128,118,798 |
| Net amount recognised as expenses in the Statement of Profit and Loss / Expenditure During Construction Pending Capitalisation | 9,914,247 | 13,836,588 | 12,070,103 | 15,169,039 | 131,997,869 | 83,076,191 |
| Benefits Paid | (1,211,007) | (2,587,274) | (1,553,026) | (1,570,644) | - | - |
| Contribution during the year | NA | NA | NA | NA | NA | NA |
| Net liability as at the end of the year | 35,304,314 | 26,601,074 | 38,436,448 | 27,919,371 | 343,192,858 | 211,194,989 |
| Expenses recognised in the Statement of Profit and Loss / Expenditure During Construction Pending Capitalisation | | | | | | |
| Current service cost | 12,018,268 | 10,096,614 | 12,906,605 | 9,386,487 | 51,852,184 | 33,841,636 |
| Past Service Cost | - | - | - | - | - | - |
| Interest Cost | 2,403,212 | 1,531,257 | 2,670,547 | 1,486,293 | 21,607,231 | 13,290,041 |
| Expected return on plan assets | - | - | - | - | - | - |
| Benefits Paid | - | - | - | - | - | - |
| Actuarial (gains) / losses | (4,507,233) | 2,208,717 | (3,507,049) | 4,296,259 | 58,538,454 | 35,944,514 |
| Expenses charged to the Statement of Profit and Loss / Expenditure During Construction Pending Capitalisation | 9,914,247 | 13,836,588 | 12,070,103 | 15,169,039 | 131,997,869 | 83,076,191 |
| Return on Plan assets: | | | | | | |
| Expected return on Plan assets | NA | NA | NA | NA | NA | NA |
| Actuarial (gains) / losses | NA | NA | NA | NA | NA | NA |
| Actual return on plan assets | NA | NA | NA | NA | NA | NA |
| Reconciliation of defined-benefit commitments: | | | | | | |
| Commitments as at the beginning of the year | 26,601,074 | 15,351,760 | 27,919,371 | 14,320,976 | 211,194,989 | 128,118,798 |
| Current service cost | 12,018,268 | 10,096,614 | 12,906,605 | 9,386,487 | 51,852,184 | 33,841,636 |
| Past Service Cost | - | - | - | - | - | - |
| Interest cost | 2,403,212 | 1,531,257 | 2,670,547 | 1,486,293 | 21,607,231 | 13,290,041 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| Particulars | Gratuity | | Compensated Absences | | Superannuation Benefits | |
|---|-------------|-------------|----------------------|-------------|-------------------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 |
| Benefits Paid | (1,211,007) | (2,587,274) | (1,553,026) | (1,570,644) | - | - |
| Actuarial (gains) / losses | (4,507,233) | 2,208,717 | (3,507,049) | 4,296,259 | 58,538,454 | 35,944,514 |
| Commitments as at the end of the year | 35,304,314 | 26,601,074 | 38,436,448 | 27,919,371 | 343,192,858 | 211,194,989 |
| Reconciliation of Plan assets: | | | | | | |
| Plan assets as at the beginning of the year | NA | NA | NA | NA | NA | NA |
| Expected return on plan assets | NA | NA | NA | NA | NA | NA |
| Contributions during the year | NA | NA | NA | NA | NA | NA |
| Paid benefits | NA | NA | NA | NA | NA | NA |
| Actuarial (gains) / losses | NA | NA | NA | NA | NA | NA |
| Plan assets as at the end of the year | NA | NA | NA | NA | NA | NA |

(Amount in ₹)

| Particulars | Gratuity(Unfunded) | | | | |
|---|--------------------|--------------|--------------|-------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-11 | 31-Mar-10 | 31-Mar-09 |
| Experience adjustment: | | | | | |
| On plan liabilities | 4,571,222 | (2,224,066) | (372,300) | (1,413,647) | (276,368) |
| On plan assets | - | - | - | - | - |
| Present value of benefit obligation | 35,304,314 | 26,601,074 | 15,351,760 | 9,180,550 | 1,263,990 |
| Fair value of plan assets | - | - | - | - | - |
| Excess of (obligation over plan assets) | (35,304,314) | (26,601,074) | (15,351,760) | (9,180,550) | (1,263,990) |

(Amount in ₹)

| Particulars | Compensated Absences (Unfunded) | | | | |
|---|---------------------------------|--------------|--------------|-------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-11 | 31-Mar-10 | 31-Mar-09 |
| Experience adjustment: | | | | | |
| On plan liabilities | 3,695,896 | (4,311,051) | 691,227 | (1,336,583) | (1,967,316) |
| On plan assets | - | - | - | - | - |
| Present value of benefit obligation | 38,436,448 | 27,919,371 | 14,320,976 | 8,944,650 | 4,324,287 |
| Fair value of plan assets | - | - | - | - | - |
| Excess of (obligation over plan assets) | (38,436,448) | (27,919,371) | (14,320,976) | (8,944,650) | (4,324,287) |

(Amount in ₹)

| Particulars | Superannuation (Unfunded) | | | | |
|---|---------------------------|---------------|---------------|--------------|-----------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-11 | 31-Mar-10 | 31-Mar-09 |
| Experience adjustment: | | | | | |
| On plan liabilities | (58,429,363) | (36,000,966) | (24,073,023) | (20,474,855) | NA |
| On plan assets | - | - | - | - | NA |
| Present value of benefit obligation | 343,192,858 | 211,194,989 | 128,118,798 | 89,053,226 | NA |
| Fair value of plan assets | - | - | - | - | NA |
| Excess of (obligation over plan assets) | (343,192,858) | (211,194,989) | (128,118,798) | (89,053,226) | NA |

The actuarial valuation in respect of commitments and expenses relating to unfunded Gratuity, Compensated absences and Superannuation benefits (Pension and Medical Coverage) are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:

(a) Economic Assumptions

| | 31-Mar-13 | 31-Mar-12 |
|----------------------------------|-----------|-----------|
| Discount rate | 8.00% | 8.50% |
| Expected return on plan assets | NA | NA |
| Expected rate of salary increase | 5.00% | 5.50% |

(b) Demographic Assumptions

| | 31-Mar-13 | 31-Mar-12 |
|-----------------------|---------------------|---------------------|
| Retirement Age | 60 Years | 60 Years |
| Mortality Table | IALM (1994-96) | LIC (1994-96) |
| Ages | Withdrawal Rate (%) | Withdrawal Rate (%) |
| - Upto 30 Years | 3 | 3 |
| - From 31 to 44 Years | 2 | 2 |
| - Above 44 Years | 1 | 1 |

The employer's best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards Gratuity, Compensated Absences and Superannuation Benefits is ₹ 13,571,831 (Previous Year: ₹ 9,185,385), ₹ 14,297,241 (Previous Year: ₹ 7,508,337) and ₹ 87,310,220 (Previous Year: ₹ 56,600,762) respectively.

35. Other current and non-current assets includes interest accrued but not due of ₹ 41,648,495 (Previous Year: ₹ 67,779,844) on fixed deposits pledged with banks.
36. **Goodwill on Consolidation comprises of:**

(Amount in ₹)

| Particulars | As at March 31, 2013 | As at March 31, 2012 |
|-------------------------------|----------------------|----------------------|
| Opening Balance | 3,123,238 | 3,123,238 |
| Add: Movement during the year | - | - |
| Closing Balance | 3,123,238 | 3,123,238 |

37. Disclosures in respect of Accounting Standard – 18, Related Party Disclosures, as notified under the Companies (Accounting Standards) Rules, 2006, as amended:

Nature of relationship

Related party

Related parties where control exists:

- I. **Holding Company** Indiabulls Infrastructure and Power Limited (upto June 20, 2012)
(Refer Note 1)
- II. **Company having substantial interest** Indiabulls Infrastructure and Power Limited (w.e.f. June 21, 2012)
(Refer Note 1)

Other related parties:

- III. **Enterprise over which Key Management Personnel have significant influence**
(with whom transaction have been entered during the year/ previous year)
IIC Limited (formerly known as Indiabulls Infrastructure Company Limited)
- IV. **Interest in the Trust –**
IPL-PPSL Scheme Trust (Refer note 1)

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

VI. Key Management Personnel

| Name | Designation |
|-------------------|--|
| Sameer Gehlaut | Chairman and Director of the Company |
| Rajiv Rattan | Vice Chairman and Whole Time Director of the Company |
| Saurabh K. Mittal | Vice Chairman and Director of the Company |
| Ajit Kumar Panda | Manager of the Company |
| Ranjit Gupta | Chief Executive Officer of the Company (upto October 19, 2012) |

VI. Summary of significant Transactions with Related Parties:

(Amount in ₹)

| Nature of Transactions | Year Ended | Holding Company/ Company having Substantial Interest | Enterprise over which Key Management Personnel have significant influence | Interest in Trust | Key Management Personnel | Total |
|---|------------|--|---|-------------------|--------------------------|---------------|
| Finance | | | | | | |
| Interest in Trust | 31-Mar-13 | — | — | — | — | — |
| | 31-Mar-12 | — | — | 202,500,000 | — | 202,500,000 |
| Sale of Investment In Equity Shares of Subsidiary Company | 31-Mar-13 | — | 500,000 | — | — | 500,000 |
| | 31-Mar-12 | — | — | — | — | — |
| Loan Taken / Inter Corporate Deposit Received* | 31-Mar-13 | 293,400,000 | — | — | — | 293,400,000 |
| | 31-Mar-12 | 279,950,000 | — | — | — | 279,950,000 |
| Loans Given / Inter Corporate Deposits Placed* | 31-Mar-13 | — | 3,941,565,000 | — | — | 3,941,565,000 |
| | 31-Mar-12 | — | 4,251,300,000 | — | — | 4,251,300,000 |
| Assets | | | | | | |
| Capital Work—in—Progress | 31-Mar-13 | — | 7,644,028,455 | — | — | 7,644,028,455 |
| | 31-Mar-12 | — | 4,647,034,585 | — | — | 4,647,034,585 |
| Capital Advances | 31-Mar-13 | — | 1,131,060,342 | — | — | 1,131,060,342 |
| | 31-Mar-12 | — | 4,584,770,000 | — | — | 4,584,770,000 |
| Capital Advances received back | 31-Mar-13 | — | 2,262,000,000 | — | — | 2,262,000,000 |
| | 31-Mar-12 | — | — | — | — | — |
| Expenses | | | | | | |
| Interest on Loan Taken / Inter Corporate Deposit Received | 31-Mar-13 | 24,685,964 | — | — | — | 24,685,964 |
| | 31-Mar-12 | 2,854,985 | — | — | — | 2,854,985 |
| Consultancy Charges | 31-Mar-13 | — | — | — | — | — |
| | 31-Mar-12 | 2,104,524 | — | — | — | 2,104,524 |
| Reimbursement received of BG Financing charges including General expenses | 31-Mar-13 | 120,664 | 255,444 | — | — | 376,108 |
| | 31-Mar-12 | 15,040,329 | 306,970 | — | — | 15,347,299 |
| Reimbursement received of Personnel Costs / transfer of employee advance | 31-Mar-13 | — | — | — | — | — |
| | 31-Mar-12 | — | 2,668,341 | — | — | 2,668,341 |
| Short term advances | 31-Mar-13 | — | 503,951,936 | — | — | 503,951,936 |
| | 31-Mar-12 | — | — | — | — | — |
| Remuneration | 31-Mar-13 | — | — | — | 414,319,791 | 414,319,791 |
| | 31-Mar-12 | — | — | — | 303,634,912 | 303,634,912 |
| Income | | | | | | |
| Interest on Loans Given / Inter Corporate Deposits Placed | 31-Mar-13 | — | 308,447,834 | — | — | 308,447,834 |
| | 31-Mar-12 | — | 81,725,695 | — | — | 81,725,695 |
| Construction & Project Related Income | 31-Mar-13 | — | 10,040,996 | — | — | 10,040,996 |
| | 31-Mar-12 | — | — | — | — | — |

* Maximum Outstanding Balance at any time during the year.

VII. Summary of outstanding balances as at March 31, 2013

(Amount in ₹)

| Nature of Transactions | Year Ended | Holding Company/ Company having Substantial Interest | Enterprise over which Key Management Personnel have significant influence | Total |
|--|------------|--|---|---------------|
| Loan Taken / Inter Corporate Deposit Received | 31-Mar-13 | 250,550,000 | - | 250,550,000 |
| | 31-Mar-12 | 293,400,000 | - | 293,400,000 |
| Loan Given / Inter Corporate Deposit Placed | 31-Mar-13 | - | 3,871,965,000 | 3,871,965,000 |
| | 31-Mar-12 | - | 3,314,200,000 | 3,314,200,000 |
| Accrued Interest on Loan Taken / Inter Corporate Deposit Received | 31-Mar-13 | 22,217,368 | - | 22,217,368 |
| | 31-Mar-12 | 2,740,182 | - | 2,740,182 |
| Accrued Income on Loan Given / Inter Corporate Deposit Placed | 31-Mar-13 | - | 277,603,050 | 277,603,050 |
| | 31-Mar-12 | - | 73,553,126 | 73,553,126 |
| Construction & Project Related Income | 31-Mar-13 | - | 10,040,996 | 10,040,996 |
| | 31-Mar-12 | - | - | - |
| General and Personnel costs receivable / (payable) | 31-Mar-13 | 119,164 | 255,444 | 374,608 |
| | 31-Mar-12 | - | - | - |
| Short term advances | 31-Mar-13 | - | 288,389,093 | 288,389,093 |
| | 31-Mar-12 | - | - | - |
| Capital Work – in – Progress | 31-Mar-13 | - | 1,011,737,779 | 1,011,737,779 |
| | 31-Mar-12 | - | 628,466,068 | 628,466,068 |
| Capital Advances | 31-Mar-13 | - | 9,640,363,284 | 9,640,363,284 |
| | 31-Mar-12 | - | 7,736,443,175 | 7,736,443,175 |

VIII. Detail of Outstanding Balance as at March 31, 2013

(Amount in ₹)

| Name | Year Ended | Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) | Accrued Interest on Loan Taken/ Inter Corporate Deposit Received | Accrued Income on Loan Given/ Inter Corporate Deposit Placed | Construction & Project Related Income | General and Personnel costs receivable/ (payable) | Short term advances | Capital Work in Progress | Capital Advances |
|--|------------|---|---|--|--|--|---------------------------|--------------------------------|---------------------|
| Holding Company / Company having Substantial Interest | | | | | | | | | |
| Indiabulls Infrastructure and Power Limited | 31-Mar-13 | (250,550,000) | 22,217,368 | - | - | 119,164 | - | - | - |
| | 31-Mar-12 | (293,400,000) | 2,740,182 | - | - | - | - | - | - |
| Enterprise over which Key Management Personnel have significant influence | | | | | | | | | |
| IIC Limited (Formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | 3,871,965,000 | - | 277,603,050 | 10,040,996 | 255,444 | 288,389,093 | 1,011,737,779 | 9,640,363,284 |
| | 31-Mar-12 | 3,314,200,000 | - | 73,553,126 | - | - | - | 628,466,068 | 7,736,443,175 |
| Total | 31-Mar-13 | 3,621,415,000 | 22,217,368 | 277,603,050 | 10,040,996 | 374,608 | 288,389,093 | 1,011,737,779 | 9,640,363,284 |
| | 31-Mar-12 | 3,020,800,000 | 2,740,182 | 73,553,126 | - | - | - | 628,466,068 | 7,736,443,175 |

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

IX. **Statement of Material Transactions**

- a) In respect of Interest in Trust, Loan Given/(Taken) Inter Corporate Deposit Placed/(Received) [Maximum Outstanding Balances] and interest thereon, Reimbursement received of Personnel Costs / transfer of employee advance and Reimbursement received of BG Financing charges including General expenses

(Amount in ₹)

| Name | Year Ended | Interest in Trust | Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement received of BG Financing charges including General expenses |
|--|------------------|--------------------|---|---|---|---|
| Holding Company / Company having Substantial Interest | | | | | | |
| Indiabulls Infrastructure and Power Limited | 31-Mar-13 | - | (293,400,000) | 24,685,964 | - | 120,664 |
| | 31-Mar-12 | - | (279,950,000) | 2,854,985 | - | 15,040,329 |
| Enterprise over which Key Management Personnel have significant influence | | | | | | |
| IIC Limited (Formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | - | 3,941,565,000 | (308,447,834) | - | 255,444 |
| | 31-Mar-12 | - | 4,251,300,000 | (81,725,695) | 2,668,341 | 306,970 |
| Interest in Trust | | | | | | |
| IPL-PPSL Scheme Trust | 31-Mar-13 | - | - | - | - | - |
| | 31-Mar-12 | 202,500,000 | - | - | - | - |
| Total | 31-Mar-13 | - | 3,648,165,000 | (283,761,870) | - | 376,108 |
| | 31-Mar-12 | 202,500,000 | 3,971,350,000 | (78,870,710) | 2,668,341 | 15,347,299 |

- b) In respect of Consultancy Charges, Short term advances, Capital Work-in-Progress, Capital Advances, Capital Advances received back, Sale of Investment In Equity Shares of Subsidiary Company, Remuneration and Construction & Project Related Income

(Amount in ₹)

| Name | Year Ended | Consultancy Charges | Short term advances | Capital Work-in-Progress | Capital Advances | Capital Advances received back | Sale of Investment In Equity Shares of Subsidiary Company | Remuneration | Construction & Project Related Income |
|--|------------------|---------------------|---------------------|--------------------------|----------------------|--------------------------------|---|--------------------|---------------------------------------|
| Holding Company / Company having Substantial Interest | | | | | | | | | |
| Indiabulls Infrastructure and Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | 2,104,524 | - | - | - | - | - | - | - |
| Enterprise over which Key Management Personnel have significant influence | | | | | | | | | |
| IIC Limited (Formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | - | 503,951,936 | 7,644,028,455 | 1,131,060,342 | 2,262,000,000 | 500,000 | - | 10,040,996 |
| | 31-Mar-12 | - | - | 4,647,034,585 | 4,584,770,000 | - | - | - | - |
| Key Management Personnel | | | | | | | | | |
| Rajiv Rattan | 31-Mar-13 | - | - | - | - | - | - | 232,975,830 | - |
| | 31-Mar-12 | - | - | - | - | - | - | 166,416,325 | - |
| Saurabh K. Mittal | 31-Mar-13 | - | - | - | - | - | - | 170,322,453 | - |
| | 31-Mar-12 | - | - | - | - | - | - | 118,683,088 | - |
| Ranjit Gupta | 31-Mar-13 | - | - | - | - | - | - | 11,021,508 | - |
| | 31-Mar-12 | - | - | - | - | - | - | 18,535,499 | - |
| Total | 31-Mar-13 | - | 503,951,936 | 7,644,028,455 | 1,131,060,342 | 2,262,000,000 | 500,000 | 414,319,791 | 10,040,996 |
| | 31-Mar-12 | 2,104,524 | - | 4,647,034,585 | 4,584,770,000 | - | - | 303,634,912 | - |

Note: Related Party relationships as given above are as identified by the Management of the Company.

38. Earnings Per Equity Share (EPS):

The basic earnings per equity share is computed by dividing the net profit/ loss after tax (including the post tax effect of extraordinary items, if any) attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by dividing the profit/ loss after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per equity share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per equity share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits/ reverse share splits, bonus shares and share warrants and the potential dilutive effect of Employee Stock Options Plans, as appropriate.

Amount in ₹ except number of shares

| Particulars | For the year ended March 31, 2013 | For the year ended March 31, 2012 |
|--|--------------------------------------|--------------------------------------|
| (Loss)/ Profit after tax (₹) | (889,987,998) | 875,753,366 |
| Less: Share of Minority | (2,787,954) | (5,981,436) |
| Net (Loss)/ Profit available to Equity Share Holders | (892,775,952) | 869,771,930 |
| Weighted average number of Shares used in computing Basic earnings per equity share (Number of Shares) | 2,551,681,842 | 2,084,468,014 |
| Add: Effect of number of equity shares on account of Employees Stock option plans of the company | 896,731 | 1,741,998 |
| Weighted average number of Shares used in computing Diluted earnings per equity share (Number of Shares) | 2,552,578,573 | 2,086,210,012 |
| Face Value per equity share – (₹) | 10.00 | 10.00 |
| Basic Earnings per equity share – (₹) | (0.350) | 0.417 |
| Diluted Earnings per equity share – (₹) | (0.350) | 0.417 |

ESOSs, ESOPs and share warrants which are anti-dilutive have been ignored from Earnings Per Equity Share calculation.

39. Details of consumption of imported and indigenous items:

| Particulars | For the year ended March 31, 2013 | | For the year ended March 31, 2012 | |
|---|--------------------------------------|-------------|--------------------------------------|-----------|
| | Amount (₹) | % | Amount (₹) | % |
| (i) Indigenous – Raw material* - Liquid Diesel Oil and Coal | 141,542,376 | 100% | NA | NA |
| (ii) Imported | Nil | Nil | NA | NA |
| TOTAL | 141,542,376 | 100% | NA | NA |

*Included under Expenditure during construction pending capitalisation- Pre-operative expenses (Refer Note 14)

40. The Company has taken various premises on operating leases/ leave and license and lease payments recognised in the Statement of Profit and Loss / Expenditure during construction pending capitalisation for the year ended March 31, 2013 is ₹ 261,422,235 (Previous Year: ₹ 221,677,758) in respect of the same have been incurred during the year ended March 31, 2013. The underlying agreements are executed for a period generally ranging from one year to three years, renewable at the option of the Company and are cancellable, by giving a notice generally of 30 to 90 days. There are no restrictions imposed by such leases and there are no subleases. The minimum lease rentals outstanding as at March 31, 2013, are as under:

Notes forming part of the Consolidated Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| Minimum lease rentals payables | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--------------------------------|--------------------------------|--------------------------------|
| Within one year | 56,837,027 | 196,847,692 |
| One to Five years | 12,761,772 | 489,176,494 |
| Above Five Years | Nil | 690,000 |

41. The Group's activities during the year involved setting up of its Power Project in India for generation of thermal power. Considering the nature of Company's business and operations and based on the information available with the Company, there is/ are no reportable segments (business and/ or geographical) in accordance with Accounting Standard 17 on 'Segment Reporting' as notified under the Companies (Accounting Standards) Rules, 2006, as amended. Hence no further disclosures are required in respect of reportable segments, under Accounting Standard 17.
42. Expenditure during construction pending capitalisation includes expenditure (net of income) incurred during the year aggregating to ₹ 10,898,508,284 (Previous Year: ₹ 5,946,916,716), relating to the setting up of various power projects by the Company.
43. During the year, the Group sold its investments in its wholly owned subsidiaries viz; Papu Hydropower Projects Limited and Pachi Hydropower Projects Limited at a profit of ₹ 101,293,783 and ₹ 49,647,523 respectively; and Corus Power Limited at cost.
44. The Company considers its investment in subsidiaries as strategic and long term in nature and accordingly, in the view of the Management, any decline in value of such long-term investments in subsidiaries is considered as temporary in nature and hence no provision for diminution in value is considered necessary.
45. As per the best estimates of the Management, no provision is required to be made as per Accounting Standard (AS) 29 on Provisions, Contingent Liabilities and Contingent Assets as notified under the Companies (Accounting Standards) Rules, 2006, as amended in respect of any present obligation as a result of a past event that could lead to a probable outflow of resources, which would be required to settle the obligation.
46. In the opinion of the Board of Directors, all current and non-current assets, long term and short term loans and advances appearing in the Balance Sheet as at March 31, 2013 have a value on realisation in the ordinary course of the Company's business at least equal to the amount at which they are stated in the Balance Sheet.
47. The Group has not entered into any derivative instruments during the year. Foreign currency exposure not hedged as at March 31, 2013 pertaining to Inter-Corporate Deposits (ICD) given to wholly owned foreign subsidiary company of ₹ 843,034,150 (US Dollars 15.50 million) (Previous Year: ₹ 1,023,130,000 (US Dollars 20 million)). Interest receivable on the above ICD not hedged as at March 31, 2013 ₹ 72,978,583 (US Dollars 1,341,782) (Previous Year: ₹ 58,147,951 (US Dollars 1,136,668)).
48. Previous Year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosure.

For and on behalf of the Board of Directors

Rajiv Rattan
Vice Chairman

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Place : Gurgaon
Date : April 26, 2013

Independent Auditors' Report

**TO THE MEMBERS OF
INDIABULLS POWER LIMITED.**

Report on the Financial Statements

We have audited the accompanying financial statements of **INDIABULLS POWER LIMITED**. ("the Company"), which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act") and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013;
- (b) in the case of the Statement of Profit and Loss, of the loss of the Company for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

Independent Auditors' Report (contd.)

2. As required by Section 227(3) of the Act, we report that:

- (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No.117365W)

GURGAON,
April 26, 2013

K. A. Katki
Partner
(Membership No.038568)

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) Having regard to the nature of the Company's business / activities / results during the year, clauses (xiii) and (xix) of paragraph 4 of the Order are not applicable to the Company.
- (ii) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) None of the fixed assets were disposed off during the year.
- (iii) In respect of its inventories:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iv) In respect of loans, secured or unsecured, granted by the Company to companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956, according to the information and explanations given to us:
 - (a) The Company has granted loans to three companies during the year. At the year-end, the outstanding balances of such loans granted aggregated to ₹ 1,650,839,781 and the maximum amount involved during the year was ₹ 1,964,884,727 of three companies
 - (b) The rate of interest and other terms and conditions of such loans are, in our opinion, *prima facie* not prejudicial to the interest of the Company.
 - (c) The receipts of principal amounts and interest are as per stipulations.
 - (d) There were no overdue principal and interest amounts remaining outstanding as at the year-end.

In respect of loans, secured or unsecured, taken by the Company from companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956, according to the information and explanations given to us:

 - (a) The Company has taken loan from one company during the year. At the year-end, the outstanding balance of such loan taken amounted to ₹ 250,550,000 and the maximum amount involved during the year was ₹ 293,400,000 of one company.
 - (b) The rate of interest and other terms and conditions of such loans are, in our opinion, *prima facie* not prejudicial to the interest of the Company.
 - (c) The payments of principal amounts and interest in respect of such loans are regular / as per stipulations.
- (v) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets. During the course of our audit, we have not observed any major weakness in such internal control system. There were no transactions during the year with regard to sale of goods and services.

Annexure to the Independent Auditors' Report (contd.)

- (vi) In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:
 - (a) The particulars of contracts or arrangements referred to in Section 301 that needed to be entered in the Register maintained under the said Section have been so entered.
 - (b) Where each of such transaction is in excess of ₹ 5 lakhs in respect of any party, the transactions have been made at prices which are *prima facie* reasonable having regard to the prevailing market prices at the relevant time other than certain services purchased which are of a special nature for which comparable quotations are not available.
- (vii) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year.
- (viii) In our opinion, the internal audit functions carried out during the year by a firm of Chartered Accountants appointed by the Management have been commensurate with the size of the Company and the nature of its business.
- (ix) The Central Government pursuant to the Cost Accounting Records (Electricity Industry) Rules, 2011 ("Rules") has prescribed the maintenance of cost records prescribed under Section 209(1)(d) of the Companies Act, 1956 to the Company. However, the Rules are not applicable to the Company for the year ended 31st March, 2013, as the Company has not started commercial production as at the year end.
- (x) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax (VAT), Wealth Tax, Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. The Company has no dues towards Investor Education and Protection Fund, Customs Duty and Excise Duty.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax (VAT), Wealth Tax, Service Tax, Cess and other material statutory dues in arrears as at 31st March, 2013 for a period of more than six months from the date they became payable.
 - (c) There are no dues of Income-tax, Sales Tax (VAT), Wealth Tax, Service Tax and Cess which have not been deposited as on March 31, 2013 on account of any dispute.
- (xi) The accumulated losses of the Company at the end of the financial year are not more than fifty per cent of its net worth and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions and banks. During the year, the Company has not obtained any borrowings by way of debentures.
- (xiii) In our opinion, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiv) Based on our examination of the records and evaluations of the related internal controls, the Company has maintained proper records of the transactions and contracts in respect of its dealing in other investments and timely entries have been made therein. The aforesaid investments have been held by the Company in its own name other than those investments for which exemption has been granted under Section 49 of the Companies Act, 1956. During the year, the Company has not dealt in any shares, securities or debentures.
- (xv) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company for loans taken by others from banks and financial institutions are not, *prima facie*, prejudicial to the interests of the Company.

- (xvi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained, other than temporary deployment pending application.
- (xvii) In our opinion and according to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have, *prima facie*, not been used during the year for long- term investment.
- (xviii) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- (xix) The Management has disclosed the end use of money raised by public issues in the notes to the financial statements and we have verified the same.
- (xx) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No.117365W)

GURGAON,
April 26, 2013

K. A. Katki
Partner
(Membership No.038568)

Balance Sheet

of Indiabulls Power Limited. as at March 31, 2013

| Particulars | Note No. | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|----------|--------------------------------|--------------------------------|
| I. EQUITY AND LIABILITIES | | | |
| 1) Shareholders' funds | | | |
| a) Share capital | 3 | 26,427,299,530 | 22,273,229,460 |
| b) Reserves and surplus | 4 | 27,132,064,877 | 20,975,024,724 |
| 2) Non-current liabilities | | | |
| a) Long-term borrowings | 5 | 27,469,643,473 | 12,436,277,771 |
| b) Deferred tax liability (net) | 6 | - | 6,055,040 |
| c) Other long-term liabilities | 7 | 2,415,924,518 | 8,931,825,634 |
| d) Long-term provisions | 8 | 28,414,293 | 22,556,634 |
| 3) Current liabilities | | | |
| a) Short-term borrowings | 9 | 250,550,000 | 293,400,000 |
| b) Other current liabilities | 10 | 21,558,147,072 | 12,670,222,984 |
| c) Short-term provisions | 11 | 3,310,248 | 66,496,548 |
| TOTAL | | 105,285,354,011 | 77,675,088,795 |
| II. ASSETS | | | |
| 1) Non-current assets | | | |
| a) Fixed assets | 12 | | |
| i) Tangible assets | | 1,094,533,574 | 1,091,828,338 |
| ii) Intangible assets | | 2,035,653 | 3,067,690 |
| iii) Capital work-in-progress | | 47,650,574,109 | 30,102,106,263 |
| iv) Intangible assets under development | | 30,283,264 | 17,170,000 |
| b) Expenditure during construction pending capitalisation | 13 | 11,652,501,045 | 5,487,871,663 |
| c) Non-current investments | 14 | 20,520,219,552 | 16,914,719,552 |
| d) Deferred tax assets | 6 | 18,621,599 | - |
| e) Long-term loans and advances | 15 | 19,208,162,368 | 16,998,796,387 |
| f) Other non-current assets | 16 | 424,739,326 | 181,964,674 |
| 2) Current assets | | | |
| a) Current investments | 17 | - | 1,986,000,000 |
| b) Inventories | 18 | 129,312,495 | - |
| c) Cash and bank balances | 19 | 2,544,423,021 | 3,608,437,647 |
| d) Short-term loans and advances | 20 | 1,980,851,985 | 1,203,678,119 |
| e) Other current assets | 21 | 29,096,020 | 79,448,462 |
| TOTAL | | 105,285,354,011 | 77,675,088,795 |
| See accompanying notes forming part of the financial statements | 1-50 | | |

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

For and on behalf of the Board of Directors

K. A. Katki
Partner

Rajiv Rattan
Vice Chairman

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Place : Gurgaon
Date : April 26, 2013

Place : Gurgaon
Date : April 26, 2013

Statement of Profit and Loss

of Indiabulls Power Limited. for the year ended March 31, 2013



| Particulars | Note No. | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|--|----------|---|---|
| 1 Revenue from operations | 22 | - | 11,500,000 |
| 2 Other income | 23 | 346,822,723 | 728,171,590 |
| 3 Total Revenue (1+2) | | 346,822,723 | 739,671,590 |
| 4 Expenses: | | | |
| Employee benefits expense | 24 | 16,999,526 | 82,528,183 |
| Finance costs | 25 | 34,189,868 | 9,022,854 |
| Depreciation and amortisation expense | 13 | 12,185,169 | 11,262,942 |
| Other expenses | 26 | 629,169,351 | 52,553,276 |
| Total Expenses | | 692,543,914 | 155,367,255 |
| 5 (Loss)/ Profit before tax (3-4) | | (345,721,191) | 584,304,335 |
| 6 Tax (benefit)/ expense: | | | |
| a) Current tax expense (MAT) | | - | 83,300,000 |
| b) Less: MAT credit | | - | (19,064,274) |
| c) MAT Credit Entitlement relating to prior year | | (57,482,512) | - |
| d) Short/ (excess) provision for tax relating to prior years | | (313,816) | (9,016,427) |
| e) Net current tax (benefit)/ expense (a+b+c+d) | | (57,796,328) | 55,219,299 |
| f) Deferred tax (Refer Note 6) | | (25,091,656) | 4,860,215 |
| Net tax (benefit)/ expense (e+f) | | (82,887,984) | 60,079,514 |
| 7 (Loss)/ Profit for the year (5-6) | | (262,833,207) | 524,224,821 |
| Earnings per equity share: (Face value ₹ 10) (Refer Note 34) | | | |
| – Basic | | (0.103) | 0.251 |
| – Diluted | | (0.103) | 0.251 |
| See accompanying notes forming part of the financial statements | 1-50 | | |

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

For and on behalf of the Board of Directors

K. A. Katki
Partner

Rajiv Rattan
Vice Chairman

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Place : Gurgaon
Date : April 26, 2013

Place : Gurgaon
Date : April 26, 2013

Cash Flow Statement

of Indiabulls Power Limited. for the year ended March 31, 2013

| | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|---|---|---|
| A Cash Flow From Operating Activities: | | |
| (Loss) / Profit Before Tax | (345,721,191) | 584,304,335 |
| Adjustment for: | | |
| Depreciation / Amortisation expense | 12,185,169 | 11,262,942 |
| Finance Costs | 34,189,868 | 9,022,854 |
| Provision for Gratuity and Compensated Absences | 552,733 | 2,379,191 |
| Dividend on Units of Mutual Funds | (33,687,651) | (172,190,487) |
| Dividend on preference shares of Subsidiary Company | - | (243) |
| Interest Income on Fixed Deposits | (132,253,555) | (174,122,628) |
| Advances written off | 271,244,950 | - |
| Inventory adjusted pursuant to merger | 326,661,176 | - |
| Profit on sale of Investments in subsidiaries | (150,941,306) | - |
| Profit on Redemption of Mutual Fund | - | (371,180,579) |
| Interest income on Inter Corporate Deposits | (29,062,919) | (10,667,110) |
| Operating Loss before Working Capital Changes | (46,832,726) | (121,191,725) |
| Adjustments for: | | |
| Decrease in Long term & Short term loans and advances | 4,409,478,351 | 2,341,926,437 |
| Decrease in Trade receivables | 2,700,000 | - |
| Increase in Inventories | (129,312,495) | - |
| Decrease in Other long-term & Current liabilities | (24,693,235) | (22,481,499) |
| Cash generated from Operations | 4,211,339,895 | 2,198,253,213 |
| Income taxes paid | (86,186,506) | (11,807,281) |
| Net Cash generated from Operations | 4,125,153,389 | 2,186,445,932 |
| B Cash flow from Investing Activities | | |
| Purchase of Tangible and Intangible Assets | (27,174,947) | (24,891,668) |
| Intangible assets under development | (13,113,264) | (17,170,000) |
| Capital Work-in-Progress (Including Capital Advances) / Expenditure During Construction Pending Capitalisation | (24,573,862,461) | (11,281,421,235) |
| Investment in Equity Shares of Subsidiary Companies | (3,606,000,000) | (4,945,500,000) |
| Cash and cash equivalents arising on merger (Refer Note 4 below) | 220,653 | 963,219 |
| Proceeds on sale of Investment in Equity Shares in Subsidiary Companies | 132,441,306 | 20,000,000 |
| Proceeds from Redemption of Mutual Funds | 125,000,000 | 6,371,536,647 |
| Inter Corporate Deposits given to subsidiaries received back - Net | 2,649,315,435 | 3,043,928,868 |
| Fixed Deposit (placed) / matured with bank - Net | (154,936,726) | 63,076,623 |
| Interest received on Fixed Deposits | 167,646,695 | 118,150,441 |
| Interest received on Inter Corporate Deposits given | 18,041,118 | 379,641 |
| Interest received on Loans given | 8,145,396 | - |
| Dividend on Units of Mutual Funds | 33,687,651 | 172,190,487 |
| Dividend on preference shares of Subsidiary Company | - | 243 |
| Net Cash Used in Investing Activities | (25,240,589,144) | (6,478,756,734) |

Cash Flow Statement

of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| | For the year ended March 31, 2013 (₹) | For the year ended March 31, 2012 (₹) |
|---|---|---|
| C Cash flow from Financing Activities | | |
| Proceeds from issue of Equity Shares (Including Securities Premium) - ESOS | - | 19,261,200 |
| Loans taken from Banks and Financial Institutions | 18,314,647,612 | 7,185,986,121 |
| Inter Corporate Deposit taken / (repaid) from Holding Company - Net | (42,850,000) | 293,400,000 |
| Repayment of Overdraft | - | (473,678,337) |
| Finance Costs | (14,712,682) | (6,282,672) |
| Net Cash Generated From Financing Activities | 18,257,084,930 | 7,018,686,312 |
| D Net (Decrease) / Increase in Cash and Cash equivalents (A+B+C) | (2,858,350,825) | 2,726,375,510 |
| E Cash and Cash Equivalents as at the beginning of the Year | 3,807,492,402 | 1,081,116,892 |
| F Cash and Cash Equivalents as at the end of the year (D+E) | 949,141,577 | 3,807,492,402 |

Note:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 on 'Cash Flow Statements' as notified under the Companies (Accounting Standards) Rules, 2006, as amended.
- Cash and cash equivalents as at the year end :**

| | | |
|---|----------------------|----------------------|
| Cash and bank balances (Refer Note 19) | 2,544,423,021 | 3,608,437,647 |
| Add: Current investments in Units of Mutual Funds considered temporary deployment of funds | - | 1,860,000,000 |
| | 2,544,423,021 | 5,468,437,647 |
| Less: In fixed deposit accounts having maturity of more than 3 months | 1,595,281,444 | 1,660,945,245 |
| Cash and cash equivalents as restated | 949,141,577 | 3,807,492,402 |
- Unclaimed IPO Share Application Money balance of ₹ 141,750 (Previous Year ₹ 141,750) in designated bank accounts are not available for use by the Company.
- The above cash flow excludes assets (other than cash and cash equivalent) and liabilities arising on merger (Refer Note 3(iii) & (iv)).

In term of our report attached.

For **Deloitte Haskins & Sells**
Chartered Accountants

K. A. Katki
Partner

Place : Gurgaon
Date : April 26, 2013

For and on behalf of the Board of Directors

Rajiv Rattan
Vice Chairman

Place : Gurgaon
Date : April 26, 2013

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Notes forming part

of the Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013

1 OVERVIEW

Indiabulls Power Limited. ("the Company") was incorporated on October 08, 2007 as a wholly owned subsidiary of Indiabulls Real Estate Limited ("IBREL") with an authorised capital of ₹ 500,000 divided into 50,000 equity shares of face value ₹ 10 each. During the financial year 2009-10, the authorised capital was increased to ₹ 50,000,000,000 (Rupees Five Thousand Crores) divided into 5,000,000,000 (Five Hundred Crores) equity shares of face value ₹ 10 each. The main business activities of the Company included inter alia, dealing in power generation, distribution, trading and transmission and other ancillary and incidental activities. The Company is in process of setting up a Thermal Power Project at Amravati ("Amravati Project", "the Project") in the State of Maharashtra in two phases of 1,350 MW each, with an ultimate capacity of 2,700 MW.

On February 12, 2008, the Company had entered into a Shareholder's agreement ("Agreement") with IBREL, individual promoters of IBREL (Sameer Gehlaut, Rajiv Rattan and Saurabh K. Mittal), Investors (FIM Limited and LNM India Internet Ventures Limited) and the erstwhile Indiabulls Power Services Limited ("IPSL" or "Amalgamating Company"), a fellow subsidiary. The Company had also entered into a Share Subscription Agreement ("SSA") dated February 12, 2008, with IBREL, FIM Limited and LNM India Internet Ventures Limited. In terms of the Agreement and the SSA, the Company had issued and allotted 237,000,000 equity shares of face value of ₹ 10 each at a premium of ₹ 56.67 per share to the Investors on February 22, 2008.

In terms of the Agreement, IPSL was merged with the Company, with effect from the Appointed Date on April 1, 2008. Consequently, the Company applied for and received approval dated January 16, 2009, from the FIPB Unit, Department of Economic Affairs, Ministry of Finance, Government of India to engage in the business of generating, developing, transmitting, distributing and supplying all forms of electrical power (except atomic energy) and to act as an operating cum holding company.

In accordance with the provisions of Section 21 and other applicable provisions of the Companies Act, 1956, the Members of the Company at their Extraordinary General Meeting held on July 4, 2009, accorded their approval to change the name of the Company. The Company has since received fresh certificate of incorporation consequent upon change of name, from the Registrar of Companies, National Capital Territory of Delhi & Haryana, dated July 07, 2009 in respect of the said change. Accordingly, the name of the Company was changed to 'Indiabulls Power Limited.'

Pursuant to and in terms of the Court approved Scheme of Arrangement under Section 391 to 394 of the Companies Act, 1956, by and among Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, Indiabulls Power Limited. (the Company), Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), which had been approved by the Hon'ble High Court of Delhi vide its Order dated October 17, 2011 and came into effect on November 25, 2011, with effect from April 1, 2011 i.e. the Appointed Date.

In pursuance of the Scheme - 2011, with effect from the Appointed Date:

- (a) The Power business undertaking of Indiabulls Real Estate Limited (IBREL) which included IBREL's investment in the Company, stood demerged from IBREL and transferred to and vested in favour of Indiabulls Infrastructure and Power Limited (IIPL) which had the effect of making IIPL the Promoter Group/ holding company of the Company.
- (b) Poena Power Supply Limited (PPSL) a wholly owned subsidiary of the Company was merged with the Company as a going concern under the 'pooling of interests method' as specified in Accounting Standard 14 on 'Accounting for Amalgamations' as notified under the Companies (Accounting Standards) Rules, 2006, as amended, with the entire business, including all the assets and liabilities as recorded in the books of PPSL as on the Appointed Date (there were no fixed assets held by PPSL), being transferred to the Company at their book values as on the said date. Poena Power Supply Limited was, prior to its merger, engaged in the business, inter-alia, of power project management, design and management of facilities and services on site and off site, maintenance and operation of support services, project advisory/consultancy and other related services; which business continues after the merger.

The Company had on October 20, 2010 allotted 420,000,000 Share Warrants to certain Promoter Group entities which were partly paid and at the option of the warrant holders were convertible into equivalent number of Equity shares of

the Company. Under the Court approved Scheme of Arrangement by and amongst Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, the Company, Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), it had been stipulated that any of such Warrants remaining outstanding on the day of the Scheme - 2011 becoming effective, would stand converted into partly paid Equity shares of the Company.

However, prior to the effectiveness of the Scheme - 2011 the warrant holding entities conveyed to the Company their unwillingness to exercise the warrants per se, so that as on the date of effectiveness of the Scheme - 2011, no warrants were outstanding. Consequently, an amount of ₹ 3,045,000,000 representing the upfront money paid on these warrants was forfeited by the Board of Directors of the Company and appropriated to the Capital Reserve.

In terms of the Court approved Scheme of Arrangement (Scheme - 2012) which came into effect on June 2, 2012 (Effective Date), Indiabulls Infrastructure Development Limited (IIDL) was merged with the Company as a going concern with effect from April 1, 2012, the Appointed Date under the Scheme - 2012, upon which the entire undertaking and the entire assets and liabilities of IIDL stand transferred to and vested in the Company at their book values. Pursuant to the Scheme - 2012 as aforesaid, an aggregate of 41,54,07,007 Equity shares of face value ₹ 10 each in the Company were issued and allotted in favour of the IIDL shareholders as on the Effective Date, thereby increasing the paid up capital of the Company to ₹ 26,427,299,530 divided into 264,27,29,953 Equity shares of face value ₹ 10 each.

Consequent to issuance and allotment of equity shares to the shareholders of IIDL, the Indiabulls Infrastructure and Power Limited (IIPL) has ceased to be the ultimate holding company w.e.f June 20, 2012. IIDL was, prior to its merger, engaged in the business, inter-alia, of the development of real estate projects, providing management advisory services and other related and ancillary activities.

2 SIGNIFICANT ACCOUNTING POLICIES

2.01 Basis of Accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.02 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

2.03 Inventories

Inventories are valued at the lower of cost derived on weighted average basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of consumption, including Octroi and other levies, transit insurance and receiving charges.

2.04 Cash and cash equivalents (for the purpose of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.05 Cash flow statement

Cash flows are reported using the Indirect Method, whereby profit/loss before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.06 Depreciation/Amortisation

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956.

Depreciation on additions/deletions to fixed assets is provided on a pro-rata basis from/up to the date the asset is put to use/discarded. Individual assets costing less than ₹ 5,000 each are fully depreciated in the year of capitalisation. The acquisition value of Leasehold Land is amortized on a Straight Line basis over the period of the Lease.

Intangible assets consisting of Software are amortized on a Straight Line basis over a period of four years from the date when the assets are available for use. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern.

2.07 Revenue Recognition

Revenue from Power generated during trial runs is accounted on the basis of accruals and billings to State Transmission Utilities and is reduced from the Pre-operating expenses.

Revenue from Power Consultancy/Advisory Services is recognised when services are rendered. Interest income from deposits and others is recognised on an accrual basis. Dividend income is recognised when the right to receive the dividend is established. Profit/loss on sale of investments is recognised on the date of the transaction of sale and is computed with reference to the original cost of the investment sold.

2.08 Fixed Assets (Tangible/Intangible)

Fixed assets are carried at cost less accumulated depreciation/amortisation and impairment losses, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on fixed assets after its purchase/completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets acquired and put to use for the purpose of the Project are capitalised and depreciation thereon is included in Expenditure during construction pending capitalisation till commissioning of the Project.

Projects under which fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Expenditure on development eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

2.09 Expenditure during construction pending capitalisation

Any expenditure directly/indirectly related and attributable to the construction of power projects and incidental to setting up power project facilities, incurred prior to the Commercial Operation Date (COD) of the Power Project, are accumulated under "Expenditure during construction pending capitalisation", to be capitalised on completion of construction of the respective power projects/COD.

2.10 Foreign currency transactions and translations

Initial recognition

Transactions in foreign currencies entered into by the Company and net investment in non-integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company and its net investment in non-integral foreign operation outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost.

Treatment of exchange differences

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. The exchange differences on restatement / settlement of loans to non-integral foreign operations that are considered as net investment in such operations are accumulated in the "Foreign Currency Translation Reserve" until disposal/recovery of the net investment.

2.11 Investments

Investments are classified as long term and current. Long-term investments are carried individually at cost less provision for diminution, if any, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

2.12 Employee Benefits

The Company's contribution to Provident Fund is charged to the Statement of Profit and Loss / Expenditure during construction pending capitalisation, as applicable. The Company has unfunded defined benefit plans namely leave encashment (long term compensated absences) and gratuity for eligible employees, the liabilities for which are determined on the basis of actuarial valuations, conducted by an independent actuary at the end of the financial year using the Projected Unit Credit Method in accordance with Accounting Standard 15 (Revised 2005) – 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended. Actuarial gains / losses comprise experience adjustments and the effects of change in actuarial assumptions, and are recognised in the Statement of Profit and Loss as income or expenses / Expenditure during construction pending capitalisation, as applicable.

2.13 Borrowing Costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset, are capitalised as a part of the cost of such assets. Any income earned on the temporary deployment / investment of those borrowings is deducted from the borrowing costs so incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

2.14 Leases

In case of assets taken on operating lease, the lease rentals are charged to the Statement of Profit and Loss/ Expenditure during construction pending capitalisation, as applicable, in accordance with Accounting Standard 19 on 'Leases', as notified under the Companies (Accounting Standards) Rules, 2006, as amended.

2.15 Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefits associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

2.16 Impairment of Assets

The carrying values of assets/ cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in the case of revalued assets.

2.17 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements.

2.18 Share Issue Expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 78(2) of the Companies Act, 1956, to the extent of balance available and thereafter, the balance portion is charged off in the Statement of Profit and Loss.

2.19 Employee share based payments

The Company has formulated Employee Stock Option Schemes (ESOS) and Employee Stock Purchase Schemes (ESOP) in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The Schemes provide for grant of options to employees of the Company and its subsidiaries to acquire equity shares of the Company that vest in a graded manner and that are to be exercised within a specified period.

Deferred Employee Stock Compensation Costs for Stock Options are recognised in accordance with the Guidance Note on "Accounting for Employee Share Based Payments" issued by the Institute of Chartered Accountants of India, which establishes financial accounting and reporting principles for employee share based payment plans. The Company has elected to apply the Intrinsic Value method of accounting. Accordingly, employee stock compensation costs are measured as the difference between the intrinsic value of the company's shares of stock options at the grant date and the exercise price to be paid by the option holders. The compensation expense is amortised over the vesting period of the options. The fair value of options for disclosure purpose, is measured on the basis of an independent valuation performed by an independent firm of Chartered Accountants in respect of stock options granted.

NOTE 3
Share Capital

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Authorised | | |
| 5,000,000,000 (Previous Year 5,000,000,000) Equity Shares of ₹10 each | 50,000,000,000 | 50,000,000,000 |
| | <u>50,000,000,000</u> | <u>50,000,000,000</u> |
| Issued, Subscribed and Fully Paid up | | |
| Equity Share Capital | | |
| 2,642,729,953 (Previous Year 2,227,322,946) Equity Shares of ₹10 each fully paid up | 26,427,299,530 | 22,273,229,460 |
| Total - Share capital | <u>26,427,299,530</u> | <u>22,273,229,460</u> |

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

| | As at March 31, 2013 | | As at March 31, 2012 | |
|--|----------------------|-----------------------|----------------------|-----------------------|
| Equity Shares | No. of Shares | Amount (₹) | No. of Shares | Amount (₹) |
| As at the beginning of the year | 2,227,322,946 | 22,273,229,460 | 2,022,932,746 | 20,229,327,460 |
| Add: Issued during the year | | | | |
| – Under ESOS | - | - | 1,890,200 | 18,902,000 |
| – Under the Schemes of Arrangement ^{(iii) & (iv)} | 415,407,007 | 4,154,070,070 | 202,500,000 | 2,025,000,000 |
| Balance as at the end of the year | <u>2,642,729,953</u> | <u>26,427,299,530</u> | <u>2,227,322,946</u> | <u>22,273,229,460</u> |

b) Terms/ Rights attached to Equity Shares

The company has only one class of equity shares with voting rights, having a par value of ₹ 10 per share. Each shareholder of equity shares is entitled to one vote per share held. Each share is entitled to dividend, if declared, in Indian Rupees. The dividend, if any, proposed by Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation of the company, the holders 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) Shares held by the company having substantial interest/ (Previous year - holding company)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Indiabulls Infrastructure and Power Limited ^{(iii) & (iv)} | | |
| 1,185,000,000 ^(iv) (Previous Year 1,185,000,000) equity shares of ₹ 10 each fully paid | 1,185,000,000 ^(iv) | 11,850,000,000 |

d) Shareholders holding more than 5% shares in the company

| | As at March 31, 2013 | | As at March 31, 2012 | |
|--|----------------------|-----------|----------------------|-----------|
| | No of Shares | % holding | No of Shares | % holding |
| Equity Shares of ₹ 10 each fully paid | | | | |
| Indiabulls Infrastructure and Power Limited, Holding Company ^(iv) | 1,185,000,000 | 44.84% | 1,185,000,000 | 53.20% |
| Indiabulls Real Estate Limited | 219,050,000 | 8.29% | - | - |
| FIM Limited | 393,273,458 | 14.88% | 262,731,807 | 11.80% |
| LNM India Internet Ventures Limited | 134,236,116 | 5.08% | 177,750,000 | 7.98% |
| IPL - PPSL Scheme Trust | 202,500,000 | 7.66% | 202,500,000 | 9.09% |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

e) **Aggregate Number of Shares reserved for issuance under Stock Option plans of the Company**

| Particulars | Aggregate number of Shares as at March 31, 2013 | Aggregate number of Shares as at March 31, 2012 |
|------------------------|---|---|
| SPCL – IPSL ESOP, 2008 | 4,140,200 | 5,740,200 |
| IPL ESOS 2009 | 1,875,200 | 2,502,200 |
| IPL ESOS - 2011 | 1,743,000 | 1,845,000 |

f) **Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash and bonus shares for the period of 5 years immediately preceding the Balance Sheet date:**

| | Aggregate number of Shares as at March 31, 2013 | Aggregate number of Shares as at March 31, 2012 |
|---|---|---|
| Equity shares allotted as fully paid bonus shares by utilisation of Securities Premium Account ⁽ⁱ⁾ | 829,500,000 | 829,500,000 |
| Equity shares allotted as fully paid pursuant to the Schemes of Arrangement ^{(ii),(iii) & (iv)} | 815,407,007 | 400,000,000 |

(i) During the financial year 2009-10, 829,500,000 Equity Shares of ₹ 10 each were issued as fully paid up bonus shares by utilisation of the Securities Premium Account.

(ii) 197,500,000 Equity Shares of ₹ 10 each fully paid up were allotted to eligible shareholders pursuant to a Scheme of Arrangement of Indiabulls Power Services Limited with the Company (formerly known as Sophia Power Company Limited) w.e.f. April 1, 2008 as approved by the Hon'ble High Court of Delhi without payment being received in cash.

(iii) Pursuant to and in terms of the Court approved Scheme of Arrangement under Section 391 to 394 of the Companies Act, 1956, by and among Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, Indiabulls Power Limited. (the Company), Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), which had been approved by the Hon'ble High Court of Delhi vide its Order dated October 17, 2011 and came into effect on November 25, 2011, with effect from April 1, 2011 i.e. the Appointed Date.

In pursuance of the Scheme - 2011, with effect from the Appointed Date:

(a) The Power business undertaking of Indiabulls Real Estate Limited (IBREL) which included IBREL's investment in the Company, stood demerged from IBREL and transferred to and vested in favour of Indiabulls Infrastructure and Power Limited (IPL) which had the effect of making IPL the Promoter Group/ holding company of the Company.

(b) Poena Power Supply Limited (PPSL) a wholly owned subsidiary of the Company was merged with the Company as a going concern under the 'pooling of interests method' as specified in Accounting Standard 14 on 'Accounting for Amalgamations' as notified under the Companies (Accounting Standards) Rules, 2006, as amended, with the entire business, including all the assets and liabilities as recorded in the books of PPSL as on the Appointed Date (there were no fixed assets held by PPSL), being transferred to the Company at their book values as on the said date. Poena Power Supply Limited was, prior to its merger, engaged in the business, inter-alia, of power project management, design and management of facilities and services on site and off site, maintenance and operation of support services, project advisory/ consultancy and other related services; which business continues after the merger.

Pursuant to the Scheme - 2011 and in consideration for an aggregate of 202,500,000 Equity shares of face value of Re. 1 each held in Poena Power Supply Limited, an equivalent number of fully paid Equity shares of face value ₹ 10 each of IPL were issued to the IPL - PPSL Scheme Trust, the shareholder of PPSL, as of the aforesaid Effective Date of the Scheme. The shares so allotted constituted 9.09% of the paid up capital of IPL as on March 31, 2012.

In terms of the Scheme - 2011, an adjustment of an amount of ₹ 1,812,783,293 (after netting off the opening balance of the surplus in the Statement of Profit and Loss of PPSL taken over amounting to ₹ 9,716,710) being the difference between the consideration and the value of net assets upon merger in terms of the Scheme - 2011 has been adjusted out of the Surplus in the Statement of Profit and Loss of the Company.

- (iv) (a) In terms of the Court approved Scheme of Arrangement (Scheme - 2012) which came into effect on June 2, 2012 (Effective Date), Indiabulls Infrastructure Development Limited (IIDL) was merged with the Company as a going concern with effect from April 1, 2012, the Appointed Date under the Scheme - 2012, upon which the entire undertaking and the entire assets and liabilities of IIDL stand transferred to and vested in the Company at their book values. Pursuant to the Scheme - 2012 as aforesaid, an aggregate of 415,407,007 Equity shares of face value ₹ 10 each in the Company were issued and allotted in favour of the IIDL shareholders as on the Effective Date, thereby increasing the paid up capital of the Company to ₹ 26,427,299,530 divided into 2,642,729,953 Equity shares of face value ₹ 10 each. The shares so allotted constitute 15.72% of the paid up capital of IPL as on March 31, 2013. Consequent to the issuance and allotment of equity shares to the shareholders of IIDL, Indiabulls Infrastructure and Power Limited (IIPL) has ceased to be the ultimate holding company w.e.f. June 20, 2012.
- (b) Consequent to the above being given effect to, the Reserves & Surplus of the Company stood increased by ₹ 6,346,415,530 (net), on account of transfer of Securities Premium Account by ₹ 7,699,860,412 and opening credit balance in the Statement of Profit and Loss by ₹ 1,567,963,448 from IIDL in terms of the Scheme - 2012; and an amount of ₹ 2,921,408,330 being the difference between the Share Capital issued under the Scheme - 2012 and the Share Capital of IIDL has been adjusted out of the Surplus in the Statement of Profit and Loss.
- (c) IIDL was, prior to its merger, engaged in the business, inter-alia, of the development of real estate projects, providing management advisory services and other related and ancillary activities; which business continues after the merger.

As a result of the above, the Earnings per equity share and the figures in respect of the current year are not comparable with the previous year presented.

NOTE 4

Reserves and Surplus

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| a) Capital Reserve | | |
| Opening Balance | 3,045,000,000 | - |
| Add : Forfeiture of Share Warrants ⁽ⁱ⁾ | - | 3,045,000,000 |
| Closing Balance | 3,045,000,000 | 3,045,000,000 |
| b) Securities Premium Account | | |
| Opening Balance | 17,377,826,517 | 17,377,467,317 |
| Add : Pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | 7,699,860,412 | - |
| Add: Additions during the year on account of shares issued under ESOS | - | 359,200 |
| Closing Balance | 25,077,686,929 | 17,377,826,517 |
| c) Foreign Currency Translation Reserve | | |
| Opening Balance | 161,739,788 | 24,872,996 |
| Add: Effect of foreign exchange rate variations during the year | 73,457,830 | 136,866,792 |
| Closing Balance | 235,197,618 | 161,739,788 |
| d) (Deficit)/ Surplus in the Statement of Profit and Loss | | |
| Opening Balance | 390,458,419 | 1,679,016,891 |
| Add: (Loss)/ Profit for the year | (262,833,207) | 524,224,821 |
| - Pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | 1,567,963,448 | - |
| - Adjustment pursuant to the Scheme of Arrangement (Refer Note 3 (iv)) | (2,921,408,330) | - |
| - Adjustment on Merger of Subsidiary (Refer Note 3 (iii)) | - | (1,812,783,293) |
| Closing Balance | (1,225,819,670) | 390,458,419 |
| Total - Reserves and surplus | 27,132,064,877 | 20,975,024,724 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

- (i) The Company had, on October 20, 2010, allotted 420,000,000 Share Warrants to certain Promoter Group entities which were partly paid and at the option of the warrant holders were convertible into equivalent number of Equity shares of the Company. Under the Court approved Scheme of Arrangement by and amongst Indiabulls Real Estate Limited, Indiabulls Infrastructure and Power Limited, Indiabulls Builders Limited, the Company, Poena Power Supply Limited and their respective shareholders and creditors (Scheme - 2011), it had been stipulated that any of such Warrants remaining outstanding on the day of the Scheme - 2011 becoming effective, would stand converted into partly paid Equity shares of the Company. However, prior to the effectiveness of the Scheme - 2011 the warrant holding entities conveyed to the Company their unwillingness to exercise the warrants per se, so that as on the date of effectiveness of the Scheme - 2011, no Warrants were outstanding. Consequently, an amount of ₹ 3,045,000,000 representing the upfront money paid on these Warrants was forfeited by the Board of Directors of the Company and appropriated towards the Capital Reserve of the Company.

NOTE 5

Long-term Borrowings

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| Secured Loans | | |
| Term loans ^{(i) to (iv)} | | |
| - From Consortium of Banks (Refer Note 10 for Current Portion) | 12,561,829,712 | 4,961,700,000 |
| - From Consortium of Financial Institutions (Refer Note 10 for Current Portion) | 12,907,813,761 | 5,474,577,771 |
| - From Other Bank | 2,000,000,000 | 2,000,000,000 |
| Total - Long-term borrowings | 27,469,643,473 | 12,436,277,771 |

- (i) Loans from Consortium of Banks & Financial Institutions aggregating to ₹ 28,751,243,473 (Previous Year: ₹ 10,436,277,771) and Bills of Exchange related to the Project aggregating to ₹14,413,230,955 (Previous Year: ₹ 16,710,380,466) are secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project Phase I. Loan from Other Bank aggregating to ₹ 2,000,000,000 (Previous Year: ₹ 2,000,000,000) are secured by way of first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project Phase II. The aforesaid Composite Facility (Loans and Bills of Exchanges) are further secured by the pledge of 1,057,091,981 (Previous Year: 895,796,539) equity shares (40% of the total equity share capital) of the Company held by IIPPL through execution of a Deed of Pledge amongst IIPPL (Pledger), IPL and IDBI Trusteeship Services Limited. Additionally, IIPPL is required by a Non-Disposal and Safety Net Arrangement Agreement not to dispose off the equity shares held by it in the company representing 11% of the total Equity Share Capital of the Company.
- (ii) Once the loans would be fully drawn down from the Consortium of Banks/ Financial Institutions for Phase I and other bank for Phase II:
- the term loan from Bank of India for Phase I would be repayable in 40 equal quarterly installments of ₹ 96,300,000 each beginning from October 15, 2013;
 - the term loans from other Consortium Banks for Phase I would be repayable in 40 equal quarterly installments of ₹ 698,000,000 each beginning from September 30, 2013;
 - the term loans from Consortium of Financial Institutions for Phase I would be repayable in 40 equal quarterly installments of ₹ 57,500,000 each beginning from October 15, 2013 in case of Life Insurance Corporation, 40 equal quarterly installments of ₹ 250,000,000 each beginning from October 15, 2013 in case of Power Finance Corporation and 40 equal quarterly installments of ₹ 190,000,000 each beginning from December 31, 2013 in case of Rural Electrification Corporation;
 - the term loan from Bank for Phase II would be repayable in 40 equal quarterly installments of ₹ 1,246,250,000 each beginning from January 1, 2015.
- (iii) The above mentioned loans from consortium of banks and financial institutions carry floating rates of Interest ranging from 11.50 % p.a. to 15.50% p.a. (Previous Year 11.50% p.a. to 14.90% p.a.) and the term loan from other bank carries a floating rates of interest ranging from 13.50% p.a. to 14.50% p.a. (Previous Year 12.25% p.a.)
- (iv) There were no defaults in payment of interest as at the year ended March 31, 2013 and March 31, 2012. No loan are due for repayment during the year and previous year.

| NOTE 6 Deferred tax assets/ liability (net) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Deferred tax liability | | |
| Arising on account of timing differences due to: | | |
| - Difference between book and tax depreciation | - | 7,719,561 |
| Deferred tax liability (A) | - | 7,719,561 |
| Deferred tax assets | | |
| Arising on account of timing differences due to: | | |
| - Provision for Compensated Absences | 643,316 | 586,089 |
| - Provision for Gratuity | 1,200,539 | 1,078,432 |
| - Difference between book and tax depreciation | 16,777,744 | - |
| Deferred tax assets (B) | 18,621,599 | 1,664,521 |
| Total - Deferred tax assets (B-A) | 18,621,599 | - |
| Total - Deferred tax liability (net) (A-B) | - | 6,055,040 |

Pursuant to Accounting Standard 22 (AS 22) on 'Accounting for Taxes on Income', as notified under the Companies (Accounting Standards) Rules, 2006, as amended, the Company has credited an amount of ₹ 25,091,656 (Previous Year debited ₹ 4,860,215) as deferred tax charge (Net) to the Statement of Profit and Loss for the year ended March 31, 2013. The same includes deferred tax liability taken over from IIDL amounting to ₹ 415,017 on account of merger.

In view of the book losses and tax losses incurred during the current financial year, the company had no liability towards current tax. The timing differences relating to carried forward losses and unabsorbed depreciation under the Income-tax Act, 1961 result in a net deferred credit as per AS-22 on 'Accounting for Taxes on Income' as notified under the Companies (Accounting Standards) Rules, 2006, as amended. As a prudent measure, the net deferred tax asset relating to the above has not been recognised in the accounts.

| NOTE 7 Other Long-term Liabilities | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| (a) Retention Money (Refer Note 10 for Current Portion) | 2,415,924,518 | 1,784,408,345 |
| (b) Bills Of Exchange (Refer Note 5(ii)) | - | 6,790,986,049 |
| (c) Interest Accrued but not due - Bills Of Exchange | - | 356,431,240 |
| Total - Other long-term liabilities | 2,415,924,518 | 8,931,825,634 |

| NOTE 8 Long-term Provisions | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Provision for employee benefits (Refer Note 33) | | |
| Provision for Compensated Absences (unfunded) | 9,604,814 | 7,692,306 |
| Provision for Gratuity (unfunded) | 18,809,479 | 14,864,328 |
| Total - Long-term provisions | 28,414,293 | 22,556,634 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 9 Short-term Borrowings | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| Unsecured | | |
| Loans and advances from related parties (Refer Note 35) | | |
| Inter Corporate Deposits from Holding Company ⁽ⁱ⁾ (Refer note 3(iii) & (iv)) | 250,550,000 | 293,400,000 |
| Total - Short-term borrowings | 250,550,000 | 293,400,000 |

(i) There were no defaults in repayment of loans and interest as at the year ended March 31, 2013 and March 31, 2012.

| NOTE 10 Other Current Liabilities | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| Current maturities of long-term borrowings/ liabilities | | |
| - Vehicle Loans (secured against hypothecation of vehicle) | - | 318,090 |
| - Term loan from Consortium of banks (Refer Note 5) | 2,286,600,000 | - |
| - Term loan from Consortium of Financial Institutions (Refer Note 5) | 995,000,000 | - |
| - Bills of Exchange (Refer Note 5(i) and 7) | 14,413,230,955 | 9,919,394,417 |
| - Retention Money (Refer Note 7) | 198,372,237 | 8,185,146 |
| Interest Accrued but not due - Bills Of Exchange | 1,537,265,063 | 328,237,483 |
| Interest Accrued but not due - Term Loans | 203,088,195 | 80,529,595 |
| Interest Accrued but not due on Inter Corporate Deposits from Holding Company (Refer Note 3(iii) & (iv)) | 22,217,368 | 2,740,182 |
| Temporary Overdrawn balance | 3,499,550 | - |
| Advances received for sale of Investment in subsidiaries | - | 20,000,000 |
| Security Deposits from customers | 525,000 | 525,000 |
| Other Payables | | |
| Statutory remittances (Contribution to Provident Fund and ESIC, Withholding Taxes, VAT payable, Service Tax, Works Contract Tax and Profession tax) | 25,717,211 | 34,317,708 |
| Payables on purchase of fixed assets | 176,504,073 | 1,602,195,468 |
| Contractual Expenses Payable | 1,695,170,180 | 673,138,145 |
| Equity Share Application Money Refundable | 141,750 | 141,750 |
| Earnest Money deposit | 815,490 | 500,000 |
| Total - Other current liabilities | 21,558,147,072 | 12,670,222,984 |

| NOTE 11 Short-term Provisions | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| Provision for employee benefits (Refer Note 33) | | |
| Provision for Compensated Absences (unfunded) | 1,912,907 | 1,751,447 |
| Provision for Gratuity (unfunded) | 793,964 | 265,863 |
| | 2,706,871 | 2,017,310 |
| Others Provisions | | |
| Provision for Taxation [Net of Advance Income Tax/ Tax Deducted At Source ₹ Nil (Previous year ₹ 19,064,274)] | - | 64,235,726 |
| Provision for Wealth Tax | 603,377 | 243,512 |
| | 603,377 | 64,479,238 |
| Total - Short-term provisions | 3,310,248 | 66,496,548 |

NOTE 12
Fixed Assets ⁽ⁱ⁾

| Particulars | Gross block at cost | | | Accumulated depreciation / amortisation | | | Net block | |
|--|----------------------|---------------------------|---|---|---------------------|--|----------------------|----------------------|
| | As at April 1, 2012 | Additions during the year | Acquisition through Scheme of Arrangement ^(iv) | As at March 31, 2013 | As at April 1, 2012 | Provided during the year ⁽ⁱⁱ⁾ | As at March 31, 2013 | As at March 31, 2012 |
| 1) Tangible assets | | | | | | | | |
| Land | | | | | | | | |
| - Freehold (Previous year) | 1,481,000 | - | - | 1,481,000 | - | - | 1,481,000 | 1,481,000 |
| - Leasehold (Previous year) | 1,481,000 | - | - | 1,481,000 | 24,055,069 | 10,390,654 | 952,666,077 | 963,056,731 |
| Building | 987,111,800 | - | - | 987,111,800 | 13,664,418 | 10,390,651 | 963,056,731 | 973,447,382 |
| (Previous year) | 1,172,748 | - | - | 1,172,748 | 47,449 | 19,116 | 1,106,183 | 1,125,299 |
| (Previous year) | 1,172,748 | - | - | 1,172,748 | 28,333 | 19,116 | 1,125,299 | 1,144,415 |
| Plant and Equipment | 7,529,978 | 2,611,737 | 3,300 | 10,145,015 | 485,111 | 524,015 | 9,132,589 | 7,044,867 |
| (Previous year) | 5,254,794 | 2,275,184 | - | 7,529,978 | 201,224 | 283,887 | 7,044,867 | 5,053,570 |
| Furniture and Fixtures | 19,739,808 | 6,560,795 | 82,325 | 26,382,928 | 4,255,676 | 1,732,330 | 20,345,658 | 15,484,132 |
| (Previous year) | 15,042,134 | 4,697,674 | - | 19,739,808 | 1,755,717 | 2,499,959 | 15,484,132 | 13,286,417 |
| Vehicles ⁽ⁱⁱⁱ⁾ | 93,374,399 | 10,056,839 | 1,386,652 | 104,817,890 | 16,947,155 | 9,584,777 | 77,621,771 | 76,427,244 |
| (Previous year) | 85,969,247 | 7,405,152 | - | 93,374,399 | 8,562,900 | 8,384,255 | 76,427,244 | 77,406,347 |
| Office Equipment | 14,958,786 | 2,714,779 | 699,232 | 18,372,797 | 1,772,131 | 895,119 | 15,548,428 | 13,186,655 |
| (Previous year) | 8,500,269 | 6,458,517 | - | 14,958,786 | 768,967 | 1,003,164 | 13,186,655 | 7,731,302 |
| Computers | 18,473,006 | 2,352,177 | 357,590 | 21,182,773 | 4,450,596 | 3,200,999 | 13,353,439 | 14,022,410 |
| (Previous year) | 13,268,235 | 5,204,771 | - | 18,473,006 | 1,980,393 | 2,470,203 | 14,022,410 | 11,287,842 |
| Ships | - | 178,452 | 3,925,292 | 4,103,744 | - | 136,429 | 3,278,429 | - |
| (Previous year) | - | - | - | - | - | - | - | - |
| TOTAL (1) | 1,143,841,525 | 24,474,779 | 6,454,391 | 1,174,770,695 | 52,013,187 | 26,483,439 | 1,094,533,574 | 1,091,828,338 |
| Previous Year (a) | 1,117,800,227 | 26,041,298 | - | 1,143,841,525 | 26,961,952 | 25,051,235 | 1,091,828,338 | - |
| 2) Intangible assets | | | | | | | | |
| Software | 6,774,009 | 519,186 | 662,400 | 7,955,595 | 3,706,319 | 1,703,666 | 2,035,653 | 3,067,690 |
| (Previous year) | 6,118,827 | 655,182 | - | 6,774,009 | 2,162,739 | 1,543,580 | 3,067,690 | 3,956,088 |
| TOTAL (2) | 6,774,009 | 519,186 | 662,400 | 7,955,595 | 3,706,319 | 1,703,666 | 2,035,653 | 3,067,690 |
| Previous Year (b) | 6,118,827 | 655,182 | - | 6,774,009 | 2,162,739 | 1,543,580 | 3,067,690 | - |
| GRAND TOTAL (1+2) | 1,150,615,534 | 24,993,965 | 7,116,791 | 1,182,726,290 | 55,719,506 | 28,187,105 | 1,096,569,227 | 1,094,896,028 |
| Previous Year (a+b) | 1,123,919,054 | 26,696,480 | - | 1,150,615,534 | 29,124,691 | 26,594,815 | 1,094,896,028 | - |
| 3) Capital work-in-progress | | | | | | | | |
| TOTAL (3) | | | | | | | | |
| Previous Year (c) | | | | | | | | |
| 4) Intangible assets under development-Software | | | | | | | | |
| TOTAL (4) | | | | | | | | |
| Previous Year (d) | | | | | | | | |
| | | | | | | | 30,283,264 | 17,170,000 |
| | | | | | | | 30,283,264 | 17,170,000 |

- (i) Loans and Bills of exchanges are secured by first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project. (Refer Note 5(i)).
- (ii) Depreciation aggregating ₹ 16,001,936 (Previous Year ₹ 15,331,873) on assets directly related to the Project has been transferred to Expenditure during construction pending capitalisation and depreciation aggregating to ₹ 12,185,169 (Previous year ₹ 11,262,942) being depreciation on other fixed assets has been debited to the Statement of Profit and Loss for the year ended March 31, 2013.
- (iii) Hypothecated against vehicle loan (Refer Note 10).
- (iv) Fixed assets arising on the merger pursuant to the Scheme - 2012 - Refer Note 3(iv).

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 13 Expenditure during Construction Pending Capitalisation ⁽ⁱ⁾ (Refer Note 40) | Opening balance as at April 1, 2012 (₹) | Additions during the year (₹) | Closing balance as at March 31, 2013 (₹) |
|--|--|--|---|
| Employee Remuneration and Benefits [Including Provision for Gratuity and Compensated Absences ₹ 8,681,597 (Previous Year: ₹ 14,037,718)] | 611,365,702 | 457,331,704 | 1,068,697,406 |
| Interest and Financing Charges ⁽ⁱⁱ⁾ | 3,733,119,736 | 4,769,828,438 | 8,502,948,174 |
| Communication Expenses | 7,709,367 | 7,056,734 | 14,766,101 |
| Depreciation/ amortisation expense | 31,981,943 | 16,001,936 | 47,983,879 |
| Lease Rent Expenses (Refer Note 37) | 329,161,418 | 194,319,750 | 523,481,168 |
| Legal and Professional Charges | 147,098,211 | 69,874,593 | 216,972,804 |
| Rates & Taxes | 71,173,547 | 295,888 | 71,469,435 |
| Repairs and Maintenance | | | |
| - Vehicles | 2,939,837 | 2,818,952 | 5,758,789 |
| - Others | 15,695,363 | 21,972,638 | 37,668,001 |
| Pre -Operative Expense (net of revenue from sale of Infirm Power ₹ 676,488) (Refer Note 36) | - | 259,389,653 | 259,389,653 |
| Water Expenses | 102,479,383 | 69,003,690 | 171,483,073 |
| Staff Welfare Expenses | 12,628,501 | 9,062,417 | 21,690,918 |
| Travelling & Conveyance | 233,469,242 | 68,637,970 | 302,107,212 |
| Administrative and Other Expenses | 179,827,156 | 188,055,577 | 367,882,733 |
| Software Expenses | 56,326,534 | 58,817,420 | 115,143,954 |
| Miscellaneous Expenses | 27,700,601 | 35,509,583 | 63,210,184 |
| Sub Total (a) | 5,562,676,541 | 6,227,976,943 | 11,790,653,484 |
| Less: | | | |
| Other Income | | | |
| - Dividend on units of Mutual Funds | 70,460,875 | 40,982,678 | 111,443,553 |
| - Interest on Fixed Deposits | 2,855,953 | 20,169,419 | 23,025,372 |
| - Profit on Redemption of Mutual Funds | 1,488,050 | 2,195,464 | 3,683,514 |
| Sub Total (b) | 74,804,878 | 63,347,561 | 138,152,439 |
| Total - Expenditure during construction pending capitalisation (a - b) | 5,487,871,663 | 6,164,629,382 | 11,652,501,045 |

- (i) Loans and Bills of exchanges are secured by first mortgage and charge on all immovable and movable assets, both present and future, of the Amravati Project. (Refer Note 5(i))
- (ii) Interest and Financing Charges includes Borrowing costs i.e. Financing charges and Interest During Construction, aggregating to ₹ 8,302,462,069 as at March 31, 2013 (including ₹ 4,702,285,030 for the year; Previous Year: ₹ 2,192,917,468) to be capitalised to Fixed Assets on completion of construction of the Project.

NOTE 14

Non-current Investments (Refer Note 38)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| A. Long Term - Other Investments, Unquoted | | |
| a) In fully paid equity instruments of Subsidiary Companies (At Cost) | | |
| 1,750,000 (Previous Year 1,750,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Trading Limited | 17,500,000 | 17,500,000 |
| 370,000 (Previous Year 370,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Generation Limited | 3,700,000 | 3,700,000 |
| 370,000 (Previous Year 370,000) Equity Shares of Face Value of ₹ 10 each in Diana Energy Limited | 3,700,000 | 3,700,000 |
| 74,000 (Previous Year 74,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls CSEB Bhaiyathan Power Limited | 740,000 | 740,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Aravali Properties Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Lucina Power And Infrastructure Limited | 500,000 | 500,000 |
| 15,710,364 (Previous Year 12,104,364) Equity Shares of Face Value of ₹ 10 each in Indiabulls Realtech Limited ⁽ⁱ⁾ | 15,660,864,000 | 12,054,864,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Distribution Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Hydro Electric Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Hydro Energy Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Hydro Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Hydro Power Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Infrastructure Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Thermal Energy Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Thermal Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electricity Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Diana Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Fama Power Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Selene Power Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Sentia Thermal Power And Infrastructure Limited | 500,000 | 500,000 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

NOTE 14 (contd.)

Non-current Investments (Refer Note 38)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Sepset Thermal Power And Infrastructure Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Triton Energy Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Kaya Hydropower Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Sepila Hydropower Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Tharang Warang Hydropower Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Zeus Energy Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Airmid Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Albina Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Mabon Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Serida Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Lenus Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Angina Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Ashkit Power Limited | 500,000 | 500,000 |
| Nil (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Corus Power Limited | - | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Chloris Power Limited | 500,000 | 500,000 |
| 5,000,000 (Previous Year 5,000,000) Equity Shares of Face Value of ₹ 10 each in Elena Power And Infrastructure Limited | 50,000,000 | 50,000,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Fornax Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Mariana Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Apesh Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Varali Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Services Limited | 500,000 | 500,000 |

NOTE 14 (contd.)

Non-current Investments (Refer Note 38)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Thermal Power And Infrastructure Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Generation Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Distributors Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power And Energy Resources Limited | 500,000 | 500,000 |
| 37,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Limited | 370,000 | 370,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Hydro Electric Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Energy Trading Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Energy Private Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Thermal Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Services Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Distributors Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Generation Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Hydro Power Projects Limited | 500,000 | 500,000 |
| 100,000,000 (Previous Year 100,000,000) Equity Shares of Face Value of US Dollar 1 each in Bracond Limited | 4,327,710,552 | 4,327,710,552 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Trading Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Generation Company Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Supply Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Solutions Limited | 500,000 | 500,000 |
| 51,000 (Previous Year 51,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Transmission Limited | 510,000 | 510,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Utility Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Powergen Limited | 500,000 | 500,000 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

NOTE 14 (contd.)

Non-current Investments (Refer Note 38)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|--------------------------------|--------------------------------|
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electric Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Development Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Systems Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Management Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Supply Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Utility Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Power Solutions Limited | 500,000 | 500,000 |
| 25,500 (Previous Year 25,500) Equity Shares of Face Value of ₹ 10 each in Hecate Power Transmission Limited | 255,000 | 255,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Powergen Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Hecate Electric Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Development Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Systems Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Management Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Utility Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Poena Power Solutions Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Amravati Power Transmission Company Limited (formerly known as Poena Power Transmission Limited) | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Development Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Systems Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Management Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Power Projects Development Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electric Power Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electric Energy Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electric Company Limited | 500,000 | 500,000 |

NOTE 14 (contd.)

Non-current Investments (Refer Note 38)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Electricity Generation Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Thermal Power Management Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Thermal Power Projects Limited | 500,000 | 500,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Indiabulls Thermal Projects Limited | 500,000 | 500,000 |
| 37,000 (Previous Year 37,000) Equity Shares of Face Value of ₹ 10 each in Devona Thermal Power And Infrastructure Limited | 370,000 | 370,000 |
| 50,000 (Previous Year 50,000) Equity Shares of Face Value of ₹ 10 each in Citra Thermal Power And Infrastructure Limited | 500,000 | 500,000 |
| Total Investment in equity instruments of Subsidiary Companies | 20,107,719,552 | 16,502,219,552 |

- (i) 8,012,286 (Previous Year: 6,173,227) equity shares of Indiabulls Realtech Limited (IRL) are pledged in favour of the Project lenders of IRL. Out of the said shares, for 39,059 shares, action for placing them under a pledge in favour of IDBI Trusteeship Services Limited had been initiated during the year and was in process as on March 31, 2013, with the actual pledge getting accomplished on April 16, 2013.

b) In fully paid up Preference shares of Subsidiary Companies (At Cost)

21,000,000 (Previous Year 21,000,000) 0.0001% Cumulative Non-Convertible Redeemable Preference Shares of Face Value of ₹ 10 each in Indiabulls Power Generation Limited

c) Investment in Trust (IPL-PPSL Scheme Trust) (At Cost)

Total - Non-current investments

Aggregate amount of Quoted Investments and market value thereof
Aggregate amount of Unquoted Investments
Aggregate provision for diminution in value of investments (Refer Note 43)

| | |
|-----------------------|-----------------------|
| 210,000,000 | 210,000,000 |
| 202,500,000 | 202,500,000 |
| 20,520,219,552 | 16,914,719,552 |
| - | - |
| 20,520,219,552 | 16,914,719,552 |
| - | - |

NOTE 15

Long-term Loans and Advances (Unsecured, considered good)

| | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|--------------------------------|--------------------------------|
| Capital Advances | 12,480,697,844 | 7,727,025,864 |
| Security Deposits | | |
| - Security Deposits - Premises | 83,404,388 | 81,914,388 |
| - Security Deposits - Others | 112,286,468 | 17,079,301 |
| Loans and advances to related parties (Refer Note 35) | | |
| - Inter Corporate Deposits/ Loans given to subsidiaries | 6,295,989,090 | 8,730,752,387 |
| Prepaid Expenses | 2,232,275 | - |
| Advance Income Tax/ Tax Deducted At Source - Non Current Portion [Net of provision for tax ₹ 147,706,527 (Previous Year ₹ 7,843,852)] | 50,878,852 | 17,307,686 |
| Advance Fringe Benefit Tax | 34,307 | 34,307 |
| MAT Credit Entitlement | 76,546,786 | 19,064,274 |
| Balances with Government authorities | | |
| - CENVAT credit receivable | 20,100,653 | 359,511,436 |
| - VAT credit receivable | 85,991,705 | 46,106,744 |
| Total - Long-term loans and advances | 19,208,162,368 | 16,998,796,387 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 16 Other Non-current Assets | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Fixed Deposit Accounts | | |
| - Maturity for more than 12 months - Non-Current Portion (Refer Note 19) | 343,332,577 | 122,732,050 |
| (Pledged against Bank Guarantees - Refer Note 28) | | |
| Accrued Interest | | |
| - on Fixed Deposits | 8,428,166 | 1,084,673 |
| - on Inter Corporate Deposits/ Loans given to Subsidiaries | 72,978,583 | 58,147,951 |
| Total - Other non-current assets | 424,739,326 | 181,964,674 |

| NOTE 17 Current Investments | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| A. Current portion of long-term investments (At cost), Unquoted | | |
| (a) Investment in fully paid equity instruments of Subsidiary Companies | | |
| - In Nil (Previous Year 50,000 Equity Shares of Face Value of ₹ 10 each in Pachi Hydropower Projects Limited) (Refer Note 38) | - | 500,000 |
| - In Nil (Previous Year 50,000 Equity Shares of Face Value of ₹ 10 each in Papu Hydropower Projects Limited) (Refer Note 38) | - | 500,000 |
| (b) Investments in Mutual Funds | | |
| - In Nil (Previous Year 12,500,000 Units of Reliance Fixed Horizon Fund at NAV of ₹ 10) | - | 125,000,000 |
| B. Other current investments (At lower of cost and fair value, unless otherwise stated) Unquoted | | |
| Investments in Mutual Funds | | |
| - In Nil (Previous Year 1,103,491.55 Units of SBI Premier Liquid Fund at NAV of ₹ 1,685.5589) | - | 1,860,000,000 |
| Total - Current investments | - | 1,986,000,000 |
| Aggregate amount of Quoted Investments and market value thereof | - | - |
| Aggregate amount of Unquoted Investments | - | 1,986,000,000 |
| Aggregate provision for diminution in value of investments | - | - |

| NOTE 18 Inventories (At lower of cost and net realisable value) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Raw materials | | |
| Inventory- Coal | 95,662,713 | - |
| Inventory- Light Diesel Oil | 31,624,322 | - |
| Other Consumables | 2,025,460 | - |
| Total - Inventories | 129,312,495 | - |

| NOTE 19 Cash and Bank Balances | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| A. Cash and cash equivalents | | |
| Cash on hand | 225,109 | 262,153 |
| Cheques, drafts on hand | - | 5,000 |
| Balances with Banks | | |
| - In Current Accounts | 948,774,718 | 319,983,499 |
| - Unclaimed share application money received for allotment of securities and due for refund | 141,750 | 141,750 |
| - In other deposit accounts with original maturity less than 3 months | - | 1,627,100,000 |
| B. Other bank balances (Refer Note 28) | | |
| - In other deposit accounts with original maturity more than 3 months | 1,595,281,444 | 1,660,945,245 |
| Total - Cash and bank balances | 2,544,423,021 | 3,608,437,647 |

| NOTE 20 Short-term Loans and Advances (Unsecured, considered good) | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|---|---|---|
| A. Loans and advances to related parties (Refer Note 35) | | |
| - Inter Corporate Deposits/ Loans given to subsidiaries | 119,720,899 | 147,172,087 |
| - Other Advances | 1,945,259 | - |
| - Advances for Transmission lines | 1,690,299,402 | 939,840,358 |
| B. Security Deposits | | |
| - Security Deposits - Premises | 988,502 | 1,909,906 |
| - Security Deposits - Others | - | 155,000 |
| C. Loans and advances to employees | 6,663,701 | 6,227,992 |
| D. Prepaid Expenses | 4,247,702 | 73,027,902 |
| E. Advance Income Tax/ Tax Deducted At Source [Net of provision for tax ₹ Nil (Previous Year ₹ 48,754,324)] | - | 16,300,079 |
| F. Other loans and advances | | |
| - Advances recoverable in cash or in kind or for value to be received | 156,974,882 | 19,023,231 |
| - Advance Rent | 11,638 | 21,564 |
| Total - Short-term loans and advances | 1,980,851,985 | 1,203,678,119 |

| NOTE 21 Other Current Assets | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--|---|---|
| Unbilled revenue - Sale of Infirm Power | 676,488 | - |
| Accrued Interest | | |
| - on Fixed Deposits | 27,579,006 | 70,315,639 |
| - on Inter Corporate Deposits/ Loans given to subsidiaries | 840,526 | 987,427 |
| - on Loan to Indiabulls Employees' Welfare Trust (Refer Note 32) | - | 8,145,396 |
| Total - Other current assets | 29,096,020 | 79,448,462 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| NOTE 22 Revenue from Operations | For the Year Ended March 31, 2013 (₹) | For the Year Ended March 31, 2012 (₹) |
|--|--|--|
| Sale of Services | | |
| - Investment Advisory Services | - | 11,500,000 |
| Total - Revenue from operations | - | 11,500,000 |

| NOTE 23 Other Income | For the Year Ended March 31, 2013 (₹) | For the Year Ended March 31, 2012 (₹) |
|---|--|--|
| Interest Income | | |
| - Interest on Fixed Deposits | 132,253,555 | 174,122,628 |
| - Interest on Inter Corporate Deposits | 29,062,919 | 10,667,110 |
| Dividend Income | | |
| - From Current Investments in Units of Mutual Funds | 24,740,399 | 83,386,166 |
| - From Long Term Investments in Units of Mutual Funds | 8,947,252 | 88,804,321 |
| - From Long Term Investments in Preference shares of Subsidiary Company | - | 243 |
| Profit on Redemption of Mutual Funds | | |
| - From Long Term Investments | - | 371,180,579 |
| Profit on sale of Investments in Subsidiaries | 150,941,306 | - |
| Construction & Project Related Income (net of cost of goods sold ₹ 1,984,204 (Previous Year : ₹ Nil) | 245,849 | - |
| Miscellaneous Income | 631,443 | 10,543 |
| Total - Other income | 346,822,723 | 728,171,590 |

| NOTE 24 Employee Benefits Expense | For the Year Ended March 31, 2013 (₹) | For the Year Ended March 31, 2012 (₹) |
|---|--|--|
| Salaries and Wages | 16,370,231 | 78,069,157 |
| Contribution to Provident and Other Funds | - | 295,035 |
| Provision for Gratuity (Refer Note 33) | 376,351 | 1,348,571 |
| Provision for Compensated Absences (Refer Note 33) | 176,382 | 1,030,620 |
| Recruitment and training | 2,060 | 175,268 |
| Staff Welfare Expenses | 74,502 | 1,609,532 |
| Total - Employee benefits expense | 16,999,526 | 82,528,183 |

NOTE 25

Finance Costs

| | For the Year Ended March 31, 2013 (₹) | For the Year Ended March 31, 2012 (₹) |
|---|---|---|
| Interest expenses on : | | |
| - delayed/ deferred payment of income tax | 7,657,218 | 152,964 |
| - vehicle loans | 15,186 | 41,626 |
| - inter corporate deposits | 24,685,964 | 3,044,646 |
| - overdraft facility | - | 5,783,618 |
| Bank Guarantee Charges | 1,831,500 | - |
| Total - Finance costs | 34,189,868 | 9,022,854 |

NOTE 26

Other Expenses

| | For the Year Ended March 31, 2013 (₹) | For the Year Ended March 31, 2012 (₹) |
|---|---|---|
| Rent (Refer Note 37) | 451,880 | 271,600 |
| Rates and Taxes | 7,351,600 | 5,746,440 |
| Legal and Professional Charges | 7,551,290 | 10,813,185 |
| Advertisement | 179,131 | 2,442,918 |
| Communication | 101,702 | 1,171,211 |
| Printing and Stationery | 200,270 | 3,623,201 |
| Postage and Telegram | 2,749,727 | 5,110,590 |
| Travelling and Conveyance | 2,836,931 | 5,798,128 |
| Tender Expenses | 29,075 | 3,366,339 |
| Running and Maintenance - Vehicle | 925,436 | 1,860,912 |
| Repairs and Maintenance - Others | 1,196,900 | 820,465 |
| Security Expenses | 90,847 | 870,106 |
| Software | 98,382 | 504,976 |
| Business Promotion | 1,438,607 | 4,436,949 |
| Payments to the Auditors comprise (Net of service tax input credit ₹ Nil (Previous Year ₹ 543,840) | | |
| - to statutory auditors | | |
| - for audit | 2,700,000 | 2,500,000 |
| - for certification | 700,000 | 600,000 |
| - for other services | 1,350,000 | 1,200,000 |
| - reimbursement of expenses | 450,000 | 300,000 |
| Membership and Subscription Fees | 598,148 | 340,333 |
| Donations | - | 13,501 |
| Guest House | - | 13,911 |
| Books and Periodical | - | 67,999 |
| Meeting and Seminar expenses | 58,992 | 657,867 |
| Inventory adjusted pursuant to merger | 326,661,176 | - |
| Advances written off | 271,244,950 | - |
| Bank Charges | 16,257 | 12,437 |
| Merger expenses | 122,440 | - |
| Miscellaneous expenses | 65,610 | 10,208 |
| Total - Other Expenses | 629,169,351 | 52,553,276 |

27 Project under Development

The Company is in process of setting up a Thermal Power Project at Amravati ("Amravati Project", "the Project") in the State of Maharashtra in two phases of 1,350 MW each, with an ultimate capacity of 2,700 MW. Project construction activities are in line with the estimated targets of the Management of the Company. During the year the Company has successfully synchronized its Unit-1 (270MW) of Phase I with the Western Region Grid. Further, the company has successfully conducted Boiler Light up for its Unit-2 (270MW) of Phase I during the year. Project construction activities of Phase II of the company are in line with the estimated targets of the Management. The Company has signed Fuel Supply Agreement with South Eastern Coalfields Limited, subsidiary of Coal India Limited as on December 22, 2012 which would be sufficient for meeting coal requirement for functioning of Unit 1 and 2 of Phase I.

28 Contingent Liabilities not provided for in respect of:

- A** Public Interest Litigation (PIL) instituted before the Hon'ble Bombay High Court (Nagpur Bench) by the Society for Backlog Removal & Development, Amravati (Help Line) & Others against State of Maharashtra and Others where the Company is Respondent No. 5. The petition, amongst others, challenges the water allocation from the live reservoir of Upper Wardha Project to the thermal power plant being set up by the Company in Amravati District to be against the directives issued by the Governor of Maharashtra under Article 371 (2) of the Constitution of India.

A Writ Petition has been filed by the Company before the Hon'ble Bombay High Court (Nagpur Bench) challenging the powers of the Governor to issue directives under Article 371 (2) of the Constitution of India.

The Hon'ble High Court after hearing the parties at length has held that allocation of water is not in contravention of the directives issued by the Governor of Maharashtra under Article 371 (2) of the Constitution of India. While holding the water allocation to be legally valid, the petition has been dismissed by the Hon'ble High Court. No Appeal has been filed yet. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013 and March 31, 2012.
- B** The Company has filed an application before the Nagpur Bench of the Hon'ble Bombay High Court to bring to its knowledge the publication of an article by the Hitavada Newspaper that casts aspersions against Indiabulls and the Advocate General. The Court has taken cognizance and issued notices to the contemnors. The contemnors have filed their replies and the Company has filed the rejoinder. The arguments in the matter are completed and the Order is reserved. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013 and March 31, 2012.
- C** Tata Power Trading Company Limited (TPTCL) had executed PPA with the Company for tying up power from its Amravati Power Plant. TPTCL has invoked the arbitration clause and filed a statement of claim before the Arbitral Tribunal. The Tribunal has directed that the Company shall not create any third party interest on the 150 MW power generated from the power plant without the leave of the Tribunal. The pecuniary cost involved in the present case is approximately ₹ 300,000 (Previous year ₹ 300,000). The matter was listed on March 23, 2013 on which the Respondent has submitted its Written Submissions and concluded its Arguments. Now, the matter is reserved for award.
- D** A PIL has been filed during the year by the Society for Environmental Protection & Others praying the Court to direct the Respondent No.5 (the Company) to immediately stop proceeding with the proposed Power Plant at Nandgaonpeth, Amravati on the grounds of damage to environment and the depletion of water resources. The matter was last listed on March 05, 2013 and was at pre-admission stage. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- E** MSEDCCL had invited long term power procurement for domestic coal based power station using coal from Bhivkund coal blocks through a tariff based competitive bidding process in which the Company was one of the bidder. A Writ Petition has been filed during the year by Today Energy (M.P) Private Limited. Seeking Directions to MSEDCCL to consider the financial bid of Today Energy Private Limited. The pecuniary risk involved in the present case cannot be quantified as at March 31, 2013.
- F** Writ Petition has been filed during the year by the Company challenging the validity of demand raised by WRD for payment of irrigation restoration charges at ₹ 100,000/- per Hectare vide letter dated January 29, 2013 instead of ₹ 50,000/- per Hectare (as provided in Circular dated February 21, 2004). The Respondents have been restrained from taking any coercive steps till further orders. The statement is accepted.
- G** Performance Bank Guarantee of ₹ 1,000,000,000 (Previous Year: ₹ 1,000,000,000) issued to Chhattisgarh State Electricity Board by Indiabulls CSEB Bhaiyathan Power Limited (formerly known as Indiabulls Bhaiyathan Power

Limited), a wholly owned subsidiary company, secured partly by pledge of Fixed deposits of ₹ 400,000,000 (Previous Year: ₹ 400,000,000) of the Company.

- H** Guarantee provided on behalf of Indiabulls Realtech Limited (IRL), a wholly owned subsidiary, towards Commitment Bank Guarantees of ₹ 835,223,070 (Previous Year: ₹ 835,223,070) issued to subsidiaries of Coal India Limited for issuance of Letter of Assurance for supply of coal for IRL's Nashik Thermal Power Project, partly secured by way of pledge of fixed deposits of ₹ 242,936,850 (Previous Year: ₹ 242,936,850) and partly by way of corporate guarantee of ₹ 198,641,850 (Previous Year: ₹ 198,641,850) of the company.

Future cash outflows in respect of the above, if any, is determinable only on receipt of judgement/ decision pending with the relevant authorities. The Company does not expect the outcome of the matter stated above to have a material adverse impact on its financial condition, results of operations and cash flows.

- 29** Estimated amount of contracts remaining to be executed on account of capital and other commitments towards the Project not provided for: ₹ 55,249,049,322 (Previous Year: ₹ 66,025,564,427) – advances made there against ₹ 7,175,095,706 (Previous Year: ₹ 7,573,688,043).
- 30** Other current and non-current assets includes interest accrued but not due of ₹ 35,953,530 (Previous Year: ₹ 65,272,559) on fixed deposits pledged with banks.
- 31** **Changes in capital structure during the year ended March 31, 2013**

On June 20, 2012 the Company issued 415,407,007 Equity Shares of ₹ 10 each to IIDL shareholders pursuant to and in terms of the Court approved Scheme - 2012 (Refer Note 1).

As a consequence of the above, as at March 31, 2013, the Issued, Subscribed and fully Paid-up-Equity Share Capital of the Company stands at ₹ 26,427,299,530 (comprising of 2,642,729,953 equity shares of face value ₹ 10 each).

The utilization of proceeds of issue of shares by way of Initial Public Offering (IPO) of the Company is as under:

| Particulars | Upto March 31, 2013 | | Upto March 31, 2012 | |
|---|---------------------|----------------|---------------------|----------------|
| | (₹) | (₹) | (₹) | (₹) |
| Gross proceeds of Issue raised through IPO during the year ended March 31, 2010* | | 16,238,355,570 | | 16,238,355,570 |
| Less: Utilisation of proceeds | | | | |
| Funding to part finance the construction and development of the Amravati Power Project - Phase I | 7,750,000,000 | | 7,750,000,000 | |
| Funding equity contribution in the Company's wholly owned subsidiary, Indiabulls Realtech Limited, to part finance the construction and development of the Nashik Power Project – Phase I | 6,600,000,000 | | 6,600,000,000 | |
| General Corporate Purposes*/ ** | 1,524,868,922 | | 1,524,868,922 | |
| Share Issue Expenses** | 363,486,648 | 16,238,355,570 | 363,486,648 | 16,238,355,570 |
| Balance amount being temporary utilisation of proceeds | | - | | - |

*Amount received from IPO includes ₹ 947,355,570 pursuant to exercise of the Green Shoe Option to the IPO.

** ₹ 46,355,352 had been reallocated from Share Issue Expenses to General Corporate Purposes as no further Share Issue Expenses are to be incurred.

During the previous year, the company had completed utilisation of entire IPO proceeds.

32 Employee Stock Options Schemes :

Stock Option Schemes of Indiabulls Power Limited. ("IPL"):

On January 10, 2008 the erstwhile IPSL, had established the IPSL ESOS Plan, under which, IPSL was authorised to issue upto 20,000,000 equity settled options at an exercise price of ₹ 10 per option to eligible employees. Employees covered by the plan were granted an option to purchase equity shares of IPSL subject to the requirements of vesting.

Notes forming part of the Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

A Compensation Committee constituted by the Board of Directors of IPL administered the plan. All these options were outstanding as at April 01, 2008.

Pursuant to a Scheme of Arrangement under Sections 391 to 394 of the Companies Act, 1956, duly approved by the Hon'ble High Court of Delhi at New Delhi vide its Order dated September 1, 2008, IPL was merged with Sophia Power Company Limited ("SPCL"). With effect from the Appointed Date the IPL ESOS Plan was terminated and in lieu, in terms of Clause 14 (c) of the Scheme of Arrangement, SPCL – IPL Employees Stock Option Plan - 2008 ("SPCL – IPL ESOP - 2008") was established in SPCL for the outstanding, unvested options for the benefit of the erstwhile IPL option holders, on terms and conditions not less favourable than those provided in the erstwhile IPL ESOS Plan and taking into account the share exchange ratio i.e. one equity share of SPCL of face value ₹ 10 each for every one equity share of IPL of face value ₹ 10 each. All the option holders under the IPL ESOS Plan on the Effective Date were granted options under the SPCL – IPL ESOP - 2008 in lieu of their cancelled options under the IPL ESOS Plan. The SPCL – IPL ESOP - 2008 was treated as a continuation of the IPL ESOS Plan and all such options were treated outstanding from their respective date of grant under the IPL ESOS Plan. Accordingly, no compensation expense was recognised. No adjustment is required in respect of the number and exercise price of options as the share exchange ratio is one equity share of face value ₹ 10 each of SPCL for every one equity share of face value ₹ 10 each of IPL.

During the year ended March 31, 2013, 3,600,000 (Previous Year 2,108,000) ESOPs were surrendered/ lapsed under the SPCL – IPL ESOP - 2008 Scheme. During the year, on September 1, 2012, 2,000,000 ESOPs were re-granted by the Committee to an eligible employee at an exercise price of ₹ 10 per option under the SPCL – IPL ESOP – 2008 Scheme.

These options vest uniformly over a period of 10 years commencing one year after the date of grant. The Company follows the Intrinsic Value method of accounting as permitted in the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of SPCL – IPL ESOP - 2008.

During the financial year ended March 31, 2010, IPL had established the "Indiabulls Power Limited. Employees' Stock Option Scheme 2009" ("IPL ESOS 2009"). IPL had issued 20,000,000 equity settled options at an exercise price of ₹ 14 per option under the IPL ESOS 2009 to eligible employees which gave them the right to subscribe to stock options representing an equal number of equity shares of face value ₹ 10 each of IPL. These options vest uniformly over a period of 10 years commencing one year after the date of grant. The Company follows the Intrinsic Value method of accounting as permitted by the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of the IPL ESOS 2009.

During the year ended March 31, 2013, 627,000 (Previous Year 653,000) ESOPs were surrendered/ lapsed under the IPL ESOS 2009 Scheme.

During the Financial Year ended March 31, 2012, IPL has established the "Indiabulls Power Limited. Employee Stock Option Scheme -2011" ("IPL ESOS -2011"): IPL had issued 50,000,000 equity settled options at an exercise price of ₹ 12 per option equivalent to the fair market value of the equity shares of the company on the date of grant of option under the IPL ESOS -2011 to the eligible employees of the Company which gave them the right to subscribe an equal number of equity shares of face value of ₹ 10 each of IPL. These options vest uniformly over a period of 10 years commencing one year after the date of grant. The Company follows the Intrinsic Value method of accounting as permitted by the Guidance Note on Accounting for Employees Share Based Payments ("Guidance Note"), issued by the Institute of Chartered Accountants of India. There is no impact on the profits after taxes and the basic and diluted earnings per equity share of the Company on account of IPL ESOS 2011.

During the year ended March 31, 2013, 102,000 (Previous Year 50,000) ESOPs were surrendered/ lapsed under the IPL ESOS 2011 Scheme.

The Fair values of the options under the SPCL – IPL ESOP – 2008, IPL ESOS 2009 and IPL ESOS 2011 using the binomial pricing model based on the following parameters, is ₹ Nil per option, as certified by an independent firm of Chartered Accountants. The fair value of the re-granted options under the SPCL – IPL ESOP - 2008 plan is ₹ 1.58 per option and under IPL ESOS 2011 plan is ₹ 1.78 per option as certified by an independent firm of Chartered Accountants.

| Sr. No | Particulars | SPCL – IPSL ESOP - 2008 | | | | IPL ESOS 2009 | IPL ESOS 2011 |
|--------|---|---------------------------|-----------------------------|------------------------------|-------------------------------|-----------------------|---------------------------|
| | | Grant on January 10, 2008 | Grant on September 15, 2008 | Re-grant on December 2, 2010 | Re-grant on September 1, 2012 | Grant on July 4, 2009 | Grant on October 7, 2011 |
| 1 | Exercise price (₹ Per option) | ₹ 10.00 | ₹ 26.00 | ₹ 27.80 | ₹ 10.00 | ₹ 14.00 | ₹ 12.00 |
| 2 | Expected volatility | 0% | 0% | 42% | 34.67% | 0% | 30.48% |
| 3 | Expected forfeiture percentage on each vesting date | 5% | 5% | 5% | 0% | 5% | 0% |
| 4 | Option Life | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years | 1 through 10 years |
| 5 | Expected Dividend Yield | 8% | 8% | 0% | 0% | 6.50% | 16.67 % from 2014 onwards |
| 6 | Risk Free rate of Interest | 8% | 8% | 8.03% | 8.12% to 8.76% | 6.50% | 8.12% to 8.72% |

The other disclosures in respect of the SPCL – IPSL ESOP – 2008, IPL ESOS 2009 and IPL ESOS -2011 are as under:

| Particulars | As at March 31, 2013 | | |
|---|--------------------------|--------------------------|--------------------------|
| | SPCL – IPSL ESOP, 2008 | IPL ESOS 2009 | IPL ESOS 2011 |
| Total Options under the Scheme | 20,000,000 | 20,000,000 | 50,000,000 |
| Outstanding at the beginning of the year (Nos.) | 5,740,000 | 2,502,000 | 1,845,000 |
| Options surrendered/ lapsed during the year | 3,600,000 | 627,000 | 102,000 |
| Options granted during the year (Nos.) | 2,000,000 | - | - |
| Exercise price for options granted on January 10, 2008 | ₹ 10 per option | NA | NA |
| Exercise price for options granted on July 4, 2009 | NA | ₹ 14 per option | NA |
| Exercise price for options re-granted on December 1, 2010 | ₹ 27.80 per option | NA | NA |
| Exercise price for options granted on October 7, 2011 | NA | NA | ₹ 12 per option |
| Options vested during the year (Nos.) | 330,200 | 255,300 | 179,500 |
| Exercised during the year (Nos.) | - | - | - |
| Vesting period and Percentage | Ten Years, 10% each year | Ten Years, 10% each year | Ten Years, 10% each year |
| Expired during the year (Nos.) | - | - | - |
| Options outstanding at the year-end (Nos.) | 4,140,200 | 1,875,200 | 1,743,000 |
| Out of the above exercisable at year end (Nos.) | 489,200 | 473,100 | 177,000 |
| Options which are yet to be granted (Nos.) | 11,171,000 | 17,843,000 | 48,257,000 |
| Weighted average remaining contractual life (Months) | 89 | 85 | 108 |

Fair Value Methodology:

As the IPL ESOS 2009 Plans were issued at a value higher than the fair value of the options on the date of the grant, there is no impact of the same on the net profit and earnings per equity share.

Notes forming part of the Financial Statements of Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

The SPCL – IPSL ESOP - 2008 (re-grant) and IPL ESOS 2011 were issued at the Intrinsic value of the options on the date of the grant. Had the compensation cost for the stock options granted under ESOP – 2008 (including re-grant) and IPL ESOS 2011 been determined based on the fair value approach, the Company's net profit and earnings per equity share would have been as per the Proforma amounts indicated below:-

| Particulars | 31-Mar-13 Amount ₹ | 31-Mar-12 Amount ₹ |
|--|-----------------------|-----------------------|
| Net (Loss)/ Profit available to Equity Share Holders (as reported) | (262,833,207) | 524,224,821 |
| Less : Stock-based compensation expense determined under fair value based method:[Gross ₹ 6,510,546 (Previous Year: ₹ 3,370,151)] (Proforma) | 2,232,778 | 836,887 |
| Net (Loss)/ Profit available to Equity Share Holders (Proforma) | (265,065,985) | 523,387,934 |
| Basic earnings per equity share (as reported) | (0.103) | 0.251 |
| Basic earnings per equity share (Proforma) | (0.104) | 0.251 |
| Diluted earnings per equity share (as reported) | (0.103) | 0.251 |
| Diluted earnings per equity share (Proforma) | (0.104) | 0.251 |

Indiabulls Employees' Welfare Trust:

During the F.Y. 2010-11, Indiabulls Employee Welfare Trust ("IEWT", "Trust") was formed, with the Company being one of the Settlers of the Trust, to administer and implement the Company's current and future un-granted Employee Stock Option Schemes.

The Trust is administered by independent Trustees. In terms of the Trust Deed, equity shares of the Company were purchased by the Trust to the extent permissible in terms of ESOP/ ESOS schemes as approved by the Members of the Company, for the purpose of transfer of the same to eligible employees of the Company and its subsidiaries, upon exercise of granted options.

The Company has responded to the Securities and Exchange Board of India (SEBI) Circular no.CIR/CFD/DIL/3/2013 dated January 17, 2013 with respect to guidelines relating to the issuance/ allocation of shares under employee stock option schemes, and has stated that in compliance with the said Circular, the Indiabulls Employee Welfare Trust would dispose off its entire shareholding in the Company, which it had acquired from the secondary market, on or before the stipulated date i.e. June 30, 2013 or any other date as may be stipulated by SEBI in this regard.

33 Employee Benefits

Contributions are made to the Government Provident Fund and Family Pension Fund which cover all regular employees eligible under applicable Acts. Both the eligible employees and the company make pre-determined contributions to the Provident Fund. The contributions are normally based upon a proportion of the employee's salary. The company has recognized in the Statement of Profit and Loss an amount of ₹ Nil (Previous Year: ₹ 165,342) and in Expenditure during construction pending capitalization ₹ 660,610 (Previous Year: ₹ 242,545) towards employer's contribution towards Provident Fund.

Provision for unfunded Gratuity and Compensated absences payable to eligible employees on retirement/ separation is based upon an actuarial valuation as at the year ended March 31, 2013. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. After the issuance of Accounting Standard (AS) 15 (Revised) on 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended, commitments are actuarially determined using the 'Projected Unit Credit Method'. Gains/ losses on changes in actuarial assumptions are accounted for in the Statement of Profit and Loss/ Expenditure during construction pending capitalisation, as applicable and as identified by the Management of the Company.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of Gratuity and Compensated Absences and the amounts recognised in the financial statements for the year ended March 31, 2013 as per Accounting Standard (AS) 15- 'Employee Benefits', as notified under the Companies (Accounting Standards) Rules, 2006, as amended:

(Amount in ₹)

| Particulars | Gratuity (Unfunded) | | Compensated Absences (Unfunded) | |
|--|------------------------|-------------|------------------------------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 |
| Reconciliation of liability recognised in the Balance sheet: | | | | |
| Present Value of commitments (as per Actuarial valuation) | 19,603,443 | 15,130,191 | 11,517,721 | 9,443,753 |
| Fair value of plan assets | NA | NA | NA | NA |
| Net liability in the Balance sheet (as per Actuarial valuation) | 19,603,443 | 15,130,191 | 11,517,721 | 9,443,753 |
| Movement in net liability recognised in the Balance sheet: | | | | |
| Net liability as at the beginning of the year | 15,130,191 | 10,677,957 | 9,443,753 | 7,655,606 |
| Net amount recognised as expenses in the Statement of Profit and Loss / Expenditure during construction pending capitalization | 5,653,769 | 9,542,768 | 3,580,561 | 6,874,168 |
| Benefits paid | (1,180,517) | (2,090,398) | (1,506,593) | (811,535) |
| Amount Transferred to Subsidiary Company* | - | (3,000,136) | - | (4,274,486) |
| Contribution during the year | NA | NA | NA | NA |
| Net liability as at the end of the year | 19,603,443 | 15,130,191 | 11,517,721 | 9,443,753 |
| Expenses recognised in the Statement of Profit and Loss / Expenditure during construction pending capitalisation | | | | |
| Current service cost | 6,523,436 | 5,622,974 | 4,860,823 | 4,119,048 |
| Past Service Cost | - | - | - | - |
| Interest Cost | 1,363,046 | 1,068,588 | 856,672 | 782,265 |
| Expected return on plan assets | - | - | - | - |
| Benefits Paid | - | - | - | - |
| Actuarial (gains) / losses | (2,232,713) | 2,851,206 | (2,136,934) | 1,972,855 |
| Expenses charged to the Statement of Profit and Loss / Expenditure during construction pending capitalisation | 5,653,769 | 9,542,768 | 3,580,561 | 6,874,168 |
| Return on Plan assets: | | | | |
| Expected return on Plan assets | NA | NA | NA | NA |
| Actuarial (gains) / losses | NA | NA | NA | NA |
| Actual return on plan assets | NA | NA | NA | NA |
| Reconciliation of defined-benefit commitments: | | | | |
| Commitments as at the beginning of the year | 15,130,191 | 10,677,957 | 9,443,753 | 7,655,606 |
| Current service cost | 6,523,436 | 5,622,974 | 4,860,823 | 4,119,048 |
| Past Service Cost | - | - | - | - |
| Interest cost | 1,363,046 | 1,068,588 | 856,672 | 782,265 |
| Benefits paid | (1,180,517) | (2,090,398) | (1,506,593) | (811,535) |
| Actuarial (gains) / losses | (2,232,713) | 2,851,206 | (2,136,934) | 1,972,855 |
| Amount Transferred to Subsidiary Company* | - | (3,000,136) | - | (4,274,486) |
| Commitments as at the end of the year | 19,603,443 | 15,130,191 | 11,517,721 | 9,443,753 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

| Particulars | Gratuity (Unfunded) | | Compensated Absences (Unfunded) | |
|---|---------------------|-----------|---------------------------------|-----------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-13 | 31-Mar-12 |
| Reconciliation of Plan assets: | | | | |
| Plan assets as at the beginning of the year | NA | NA | NA | NA |
| Expected return on plan assets | NA | NA | NA | NA |
| Contributions during the year | NA | NA | NA | NA |
| Paid benefits | NA | NA | NA | NA |
| Actuarial (gains) / losses | NA | NA | NA | NA |
| Plan assets as at the end of the year | NA | NA | NA | NA |

* Liability transferred to Indiabulls Realtech Limited, a subsidiary of the company pursuant to services of certain employees transferred from the Company effective October 01, 2011.

| Particulars | Gratuity (Unfunded) | | | | |
|---|---------------------|--------------|--------------|-------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-11 | 31-Mar-10 | 31-Mar-09 |
| Experience adjustments: | | | | | |
| On plan liabilities | 2,277,714 | (2,865,549) | (437,733) | (988,003) | (226,618) |
| On plan assets | - | - | - | - | - |
| Present value of benefit obligation | 19,603,443 | 15,130,191 | 10,677,957 | 6,303,827 | 1,075,654 |
| Fair value of plan assets | - | - | - | - | - |
| Excess of (obligation over plan assets) | (19,603,443) | (15,130,191) | (10,677,957) | (6,303,827) | (1,075,654) |

| Particulars | Compensated Absences (Unfunded) | | | | |
|---|---------------------------------|-------------|-------------|-------------|-------------|
| | 31-Mar-13 | 31-Mar-12 | 31-Mar-11 | 31-Mar-10 | 31-Mar-09 |
| Experience adjustments: | | | | | |
| On plan liabilities | 2,365,391 | (1,987,504) | 880,781 | (980,359) | (1,924,130) |
| On plan assets | - | - | - | - | - |
| Present value of benefit obligation | 11,517,721 | 9,443,753 | 7,655,606 | 4,580,527 | 4,182,003 |
| Fair value of plan assets | - | - | - | - | - |
| Excess of (obligation over plan assets) | (11,517,721) | (9,443,753) | (7,655,606) | (4,580,527) | (4,182,003) |

The actuarial valuation in respect of commitments and expenses relating to unfunded Gratuity and Compensated absences are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:

(a) Economic Assumptions

| | 31-Mar-13 | 31-Mar-12 |
|----------------------------------|-----------|-----------|
| Discount rate | 8.00% | 8.50% |
| Expected return on plan assets | NA | NA |
| Expected rate of salary increase | 5.00% | 5.50% |

(b) Demographic Assumptions

| | 31-Mar-13 | 31-Mar-12 |
|-----------------------|---------------------|---------------------|
| Retirement Age | 60 Years | 60 Years |
| Mortality Table | IALM (1994-96) | LIC (1994-96) |
| Ages | Withdrawal Rate (%) | Withdrawal Rate (%) |
| - Upto 30 Years | 3 | 3 |
| - From 31 to 44 Years | 2 | 2 |
| - Above 44 Years | 1 | 1 |

The employer's best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards Gratuity and Compensated Absences is ₹ 7,263,484 (Previous Year: ₹ 5,272,268) and ₹ 4,717,448 (Previous Year: ₹ 3,187,178) respectively.

34 Earnings Per Equity Share (EPS):

The basic earnings per equity share is computed by dividing the net profit/ loss after tax (including the post tax effect of extraordinary items, if any) attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by dividing the profit/ loss after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per equity share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per equity share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits/ reverse share splits, bonus shares and share warrants and the potential dilutive effect of Employee Stock Options Plans, as appropriate.

Amount in ₹ except number of shares

| Particulars | For the year ended March 31, 2013 | For the year ended March 31, 2012 |
|--|--------------------------------------|--------------------------------------|
| (Loss)/ Profit for the year (₹) | (262,833,207) | 524,224,821 |
| Weighted average number of Shares used in computing Basic earnings per equity share (Number of Shares) | 2,551,681,842 | 2,084,468,014 |
| Add: Effect of number of equity shares on account of Employees Stock option plans of the company | 896,731 | 1,741,998 |
| Weighted average number of Shares used in computing Diluted earnings per equity share (Number of Shares) | 2,552,578,573 | 2,086,210,012 |
| Face Value per equity share – (₹) | 10.00 | 10.00 |
| Basic Earnings per equity share – (₹) | (0.103) | 0.251 |
| Diluted Earnings per equity share – (₹) | (0.103) | 0.251 |

ESOSs, ESOPs and share warrants which are anti-dilutive have been ignored from Earnings Per Equity Share calculation.

35 Disclosures in respect of Accounting Standard – 18, Related Party Disclosures, as notified under the Companies (Accounting Standards) Rules, 2006, as amended:

Nature of relationship

Related party

Related parties where control exists:

I. Holding Company

Indiabulls Infrastructure and Power Limited (upto June 20, 2012)
(Refer Note 1)

II. Company having substantial interest

Indiabulls Infrastructure and Power Limited (w.e.f. June 21, 2012)
(Refer Note 1)

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

Other related parties:

III. Subsidiaries*

| Name of Subsidiary Companies | Name of Subsidiary Companies |
|---|--|
| Airmid Power Limited | Indiabulls Power Generation Limited |
| Albina Power Limited | Indiabulls Power Infrastructure Limited |
| Amravati Power Transmission Company Limited (formerly known as Poena Power Transmission Limited) | Indiabulls Power Management Limited |
| Angina Power Limited | Indiabulls Power Projects Development Limited |
| Apesh Power Limited | Indiabulls Power Projects Limited |
| Aravali Properties Limited | Indiabulls Power Solutions Limited |
| Ashkit Power Limited | Indiabulls Power Supply Limited |
| Bracond Limited | Indiabulls Power Systems Limited |
| Chloris Power Limited | Indiabulls Power Trading Limited |
| Citra Thermal Power and Infrastructure Limited | Indiabulls Power Transmission Limited |
| Corus Power Limited*** | Indiabulls Power Utility Limited |
| Devona Thermal Power and Infrastructure Limited | Indiabulls Powergen Limited |
| Diana Energy Limited | Indiabulls Realtech Limited |
| Diana Power Limited | Indiabulls Thermal Energy Limited |
| Elena Power And Infrastructure Limited | Indiabulls Thermal Power Limited |
| Fama Power Company Limited | Indiabulls Thermal Power Management Limited |
| Fornax Power Limited | Indiabulls Thermal Power Projects Limited |
| Geneformus Limited | Indiabulls Thermal Projects Limited |
| Hecate Electric Limited | Indiabulls Water Supply & Waste Management Services Limited |
| Hecate Energy Private Limited | Kaya Hydropower Projects Limited |
| Hecate Energy Trading Limited | Lenus Power Limited |
| Hecate Hydro Electric Power Limited | Lucina Power And Infrastructure Limited |
| Hecate Power and Energy Resources Limited | Mabon Power Limited |
| Hecate Power Company Limited | Mariana Power Limited |
| Hecate Power Development Limited | Pachi Hydropower Projects Limited** |
| Hecate Power Distributors Limited | Papu Hydropower Projects Limited** |
| Hecate Power Generation Limited | Poana Power Systems Limited |
| Hecate Power Limited | Poena Hydro Power Projects Limited |
| Hecate Power Management Limited | Poena Power Company Limited |
| Hecate Power Projects Limited | Poena Power Development Limited |
| Hecate Power Services Limited | Poena Power Distributors Limited |
| Hecate Power Solutions Limited | Poena Power Generation Limited |
| Hecate Power Supply Limited | Poena Power Limited |
| Hecate Power Systems Limited | Poena Power Management Limited |
| Hecate Power Transmission Limited | Poena Power Services Limited |

| Name of Subsidiary Companies | Name of Subsidiary Companies |
|---|--|
| Hecate Power Utility Limited | Poena Power Solutions Limited |
| Hecate Powergen Limited | Poena Power Trading Limited |
| Hecate Thermal Power And Infrastructure Limited | Poena Power Utility Limited |
| Indiabulls CSEB Bhaiyathan Power Limited | Poena Thermal Power Limited |
| Indiabulls Electric Company Limited | Renemark Limited |
| Indiabulls Electric Energy Limited | Selene Power Company Limited |
| Indiabulls Electric Limited | Sentia Thermal Power and Infrastructure Limited |
| Indiabulls Electric Power Limited | Sepla Hydropower Projects Limited |
| Indiabulls Electricity Company Limited | Sepset Thermal Power and Infrastructure Limited |
| Indiabulls Electricity Generation Limited | Serida Power Limited |
| Indiabulls Hydro Electric Power Limited | Sinnar Power Transmission Company Limited (formerly known as Poena Power Projects Limited) |
| Indiabulls Hydro Energy Limited | Tharang Warang Hydropower Projects Limited |
| Indiabulls Hydro Power Limited | Triton Energy Limited |
| Indiabulls Hydro Power Projects Limited | Varali Power Limited |
| Indiabulls Power Development Limited | Zeus Energy Limited |
| Indiabulls Power Distribution Limited | |
| Indiabulls Power Generation Company Limited | |

*These companies include step down subsidiaries of the subsidiaries of the Company.

** Sale of wholly owned subsidiaries to CSEC Limited was effected as on May 15, 2012

*** Sale of wholly owned subsidiary to IIC Limited, was effected as on May 21, 2012

IV. Enterprise over which Key Management Personnel have significant influence –
(with whom transactions have been entered during the year/ previous year)
IIC Limited (formerly known as Indiabulls Infrastructure Company Limited)

V. Interest in the Trust –
IPL-PPSL Scheme Trust (Refer note 1)

VI. Key Management Personnel

| Name | Designation |
|-------------------|--|
| Sameer Gehlaut | Chairman and Director of the Company |
| Rajiv Rattan | Vice Chairman and Whole Time Director of the Company |
| Saurabh K. Mittal | Vice Chairman and Director of the Company |
| Ajit Kumar Panda | Manager of the Company |
| Ranjit Gupta | Chief Executive Officer of the Company (upto October 19, 2012) |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

VII. Summary of significant Transactions with Related Parties:

(Amount in ₹)

| Nature of Transactions | Year Ended | Holding Company/ Company having Substantial Interest | Subsidiaries | Enterprise over which Key Management Personnel have significant influence | Interest in Trust | Key Management Personnel | Total |
|---|------------|---|----------------|---|-------------------|--------------------------|----------------|
| Finance | | | | | | | |
| Investment in Equity Shares/Interest in Trust | 31-Mar-13 | - | 3,606,000,000 | - | - | - | 3,606,000,000 |
| | 31-Mar-12 | - | 7,804,864,000 | - | 202,500,000 | - | 8,007,364,000 |
| Sale of Investment In Equity Shares of Subsidiary Company | 31-Mar-13 | - | - | 500,000 | - | - | 500,000 |
| | 31-Mar-12 | - | - | - | - | - | - |
| Loan Taken / Inter Corporate Deposit Received* | 31-Mar-13 | 293,400,000 | - | - | - | - | 293,400,000 |
| | 31-Mar-12 | 301,000,000 | - | - | - | - | 301,000,000 |
| Loan Given / Inter Corporate Deposit Placed* | 31-Mar-13 | - | 9,315,277,331 | - | - | - | 9,315,277,331 |
| | 31-Mar-12 | - | 23,835,026,948 | - | - | - | 23,835,026,948 |
| Expenses | | | | | | | |
| Interest on Loan Taken / Inter Corporate Deposit Received | 31-Mar-13 | 24,685,964 | - | - | - | - | 24,685,964 |
| | 31-Mar-12 | 3,044,646 | - | - | - | - | 3,044,646 |
| Loan Given/ Inter Corporate Deposits Placed written off | 31-Mar-13 | - | 271,244,950 | - | - | - | 271,244,950 |
| | 31-Mar-12 | - | - | - | - | - | - |
| Reimbursement received of Personnel Costs / transfer of employee advances | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 5,716 | 1,255,502 | - | - | 1,261,218 |
| Reimbursement made of Personnel Costs / transfer of employee benefit liability | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 7,280,109 | - | - | - | 7,280,109 |
| Reimbursement received of Bank Guarantee Financing charges including General expenses | 31-Mar-13 | 120,664 | 4,868,970 | 255,444 | - | - | 5,245,078 |
| | 31-Mar-12 | 15,040,329 | 8,373,846 | 306,970 | - | - | 23,721,145 |
| Remuneration | 31-Mar-13 | - | - | - | - | 11,021,508 | 11,021,508 |
| | 31-Mar-12 | - | - | - | - | 18,535,499 | 18,535,499 |
| Income | | | | | | | |
| Interest on Loan Given / Inter Corporate Deposit Placed | 31-Mar-13 | - | 12,102,620 | - | - | - | 12,102,620 |
| | 31-Mar-12 | - | 10,667,110 | - | - | - | 10,667,110 |
| Construction & Project Related Income | 31-Mar-13 | - | - | 2,230,053 | - | - | 2,230,053 |
| | 31-Mar-12 | - | - | - | - | - | - |
| Revenue from operations - sale of services | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 11,500,000 | - | - | - | 11,500,000 |
| Others | | | | | | | |
| Capital Work-in-Progress | 31-Mar-13 | - | 14,010,470,673 | 967,742,316 | - | - | 14,978,212,989 |
| | 31-Mar-12 | - | 17,377,097,035 | 630,454,112 | - | - | 18,007,551,147 |
| Capital Advances | 31-Mar-13 | - | 158,638,295 | 1,101,734,918 | - | - | 1,260,373,213 |
| | 31-Mar-13 | - | - | 2,172,270,000 | - | - | 2,172,270,000 |
| Capital Advances received back | 31-Mar-13 | - | 237,352,500 | - | - | - | 237,352,500 |
| | 31-Mar-12 | - | - | - | - | - | - |
| Short term advances | 31-Mar-13 | - | 750,459,044 | - | - | - | 750,459,044 |
| | 31-Mar-12 | - | 809,033,295 | - | - | - | 809,033,295 |
| Bank Guarantees | 31-Mar-13 | - | Refer Note 28 | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - |

* Maximum outstanding balance at any time during the year.

VIII. Summary of Outstanding Balances as at March 31, 2013

(Amount in ₹)

| Nature of Transactions | Year Ended | Holding Company/ Company having Substantial Interest | Subsidiaries | Enterprise over which Key Management Personnel have significant influence | Total |
|---|------------|--|---------------|---|---------------|
| Loan Taken / Inter Corporate Deposit Received | 31-Mar-13 | 250,550,000 | - | - | 250,550,000 |
| | 31-Mar-12 | 293,400,000 | - | - | 293,400,000 |
| Loan Given / Inter Corporate Deposit Placed | 31-Mar-13 | - | 6,415,709,989 | - | 6,415,709,989 |
| | 31-Mar-12 | - | 8,877,924,474 | - | 8,877,924,474 |
| Accrued Interest on Loan Taken / Inter Corporate Deposits Received | 31-Mar-13 | 22,217,368 | - | - | 22,217,368 |
| | 31-Mar-12 | 2,740,182 | - | - | 2,740,182 |
| Accrued Interest on Loan Given / Inter Corporate Deposits Placed | 31-Mar-13 | - | 73,819,109 | - | 73,819,109 |
| | 31-Mar-12 | - | 59,135,378 | - | 59,135,378 |
| Construction & Project Related Income | 31-Mar-13 | - | - | 2,230,053 | 2,230,053 |
| | 31-Mar-12 | - | - | - | - |
| General and Personnel cost receivable / (payable) | 31-Mar-13 | 119,164 | (5,727,315) | 255,444 | (5,352,707) |
| | 31-Mar-12 | - | (5,371,359) | - | (5,371,359) |
| Short term advances | 31-Mar-13 | - | 1,690,299,402 | - | 1,690,299,402 |
| | 31-Mar-12 | - | 939,840,358 | - | 939,840,358 |
| Capital Advances | 31-Mar-13 | - | 1,883,908,763 | 3,986,779,484 | 5,870,688,247 |
| | 31-Mar-12 | - | 3,455,159,045 | 2,852,646,652 | 6,307,805,697 |
| Capital Work-in-Progress | 31-Mar-13 | - | 1,780,591,491 | 174,321,198 | 1,954,912,689 |
| | 31-Mar-12 | - | 1,481,964,870 | 192,157,438 | 1,674,122,308 |

IX. Outstanding Balance as at Balance Sheet date (Other than Loans Given / (Taken) Inter Corporate Deposits Placed / (Received)):

Amount in ₹ (Unless otherwise Stated)

| Name of Related Party | Year Ended | Accrued Interest on Loan Given/ (Taken)/ Inter Corporate Deposit (Received)/ Placed | Construction & Project Related Income | General and Personnel costs receivable/ (payable) | Short term advances | Capital Advances | Capital Work in Progress |
|--|------------|--|--|--|------------------------|---------------------|--------------------------------|
| Holding Company / Company having Substantial Interest | | | | | | | |
| Indiabulls Infrastructure and Power Limited | 31-Mar-13 | (22,217,368) | - | 119,164 | - | - | - |
| | 31-Mar-12 | (2,740,182) | - | - | - | - | - |
| Subsidiaries | | | | | | | |
| Elena Power And Infrastructure Limited | 31-Mar-13 | - | - | 193,750 | - | 1,883,908,763 | 1,780,591,491 |
| | 31-Mar-12 | - | - | - | - | 3,455,159,045 | 1,481,964,870 |
| Bracond Limited | 31-Mar-13 | 72,978,583 (USD 1,341,782) | - | - | - | - | - |
| | 31-Mar-12 | 58,147,951 (USD 1,136,668) | - | - | - | - | - |
| Devona Thermal Power And Infrastructure Limited | 31-Mar-13 | 751,508 | - | - | - | - | - |
| | 31-Mar-12 | 921,537 | - | - | - | - | - |
| Indiabulls Realtech Limited | 31-Mar-13 | - | - | (6,073,910) | - | - | - |
| | 31-Mar-12 | - | - | (7,276,917) | - | - | - |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

IX. Outstanding Balance as at Balance Sheet date (Other than Loans Given / (Taken) Inter Corporate Deposits Placed /(Received)) (contd): Amount in ₹ (Unless otherwise Stated)

| Name of Related Party | Year Ended | Accrued Interest on Loan Given/ (Taken)/ Inter Corporate Deposit (Received)/ Placed | Construction & Project Related Income | General and Personnel costs receivable/ (payable) | Short term advances | Capital Advances | Capital Work in Progress |
|---|------------|---|---------------------------------------|---|----------------------|----------------------|--------------------------|
| Indiabulls CSEB Bhayathan Power Limited | 31-Mar-13 | - | - | 8,246 | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - |
| Fama Power Company Limited | 31-Mar-13 | - | - | (400) | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - |
| Diana Energy Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Amravati Power Transmission Limited (Formerly known as Poena Power Transmission Ltd.) | 31-Mar-13 | - | - | 45,477 | 1,690,299,402 | - | - |
| | 31-Mar-12 | - | - | - | 939,840,358 | - | - |
| Pachi Hydro Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Indiabulls Hydro Electric Power Ltd. | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Indiabulls Hydro Power Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Indiabulls Power Trading Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Indiabulls Power Distribution Ltd. | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Indiabulls Hydro Energy Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (500) | - | - | - |
| Triton Energy Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Poena Power Development Limited | 31-Mar-13 | - | - | 7,474 | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - |
| Poena Power Limited | 31-Mar-13 | 44,659 | - | - | - | - | - |
| | 31-Mar-12 | 29,021 | - | - | - | - | - |
| Zeus Energy Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Kaya Hydro Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Hecate Power Transmission Limited | 31-Mar-13 | 44,359 | - | - | - | - | - |
| | 31-Mar-12 | 36,869 | - | - | - | - | - |
| Sinnar Power Transmission Company Limited | 31-Mar-13 | - | - | 92,048 | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Varali Power Limited | 31-Mar-13 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | (300) | - | - | - |
| Enterprise over which Key Management Personnel have significant influence | | | | | | | |
| IIC Limited (formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | - | 2,230,053 | 255,444 | - | 3,986,779,484 | 174,321,198 |
| | 31-Mar-12 | - | - | - | - | 2,852,646,652 | 192,157,438 |
| Total | 31-Mar-13 | 51,601,741 | 2,230,053 | (5,352,707) | 1,690,299,402 | 5,870,688,247 | 1,954,912,689 |
| | 31-Mar-12 | 56,395,196 | - | (7,281,717) | 939,840,358 | 6,307,805,697 | 1,674,122,308 |

X. Statement of Material Transactions

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|--|------------|--|---|---|---|---|---|--|---|
| Holding Company/Company having substantial interest | | | | | | | | | |
| Indiabulls Infrastructure and Power Limited | 31-Mar-13 | - | (293,400,000) | 24,685,964 | (250,550,000) | - | - | - | 120,664 |
| | 31-Mar-12 | - | (301,000,000) | 3,044,646 | (293,400,000) | - | - | - | 15,040,329 |
| Subsidiaries | | | | | | | | | |
| Airmid Power Limited | 31-Mar-13 | - | 2,750,031 | - | 2,750,031 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 2,685,031 | - | 2,685,031 | - | - | - | 1,80 |
| Apesh Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 600 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Albina Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Amravati Power Transmission Company Limited (formerly known as Poena Power Transmission Limited) | 31-Mar-13 | - | - | - | - | - | - | - | 46,377 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 49,279 |
| Angina Power Limited | 31-Mar-13 | - | 6,052,000 | - | 6,052,000 | - | - | - | 600 |
| | 31-Mar-12 | - | 6,000,000 | - | 6,000,000 | - | - | - | 1,800 |
| Aravali Properties Limited | 31-Mar-13 | - | 8,553,500 | - | 8,553,500 | - | - | - | 1,500 |
| | 31-Mar-12 | - | 3,441,500 | - | 3,441,500 | - | - | - | 900 |
| Ashkit Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 600 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Bracond Limited | 31-Mar-13 | - | 1,023,130,000 | (11,168,702) | 843,034,150 | - | - | - | - |
| | | | (USD 20,000,000) | (USD 205,114) | (USD 15,500,000) | - | - | - | - |
| | 31-Mar-12 | - | 1,023,130,000 | (9,573,558) | 1,023,130,000 | - | - | - | - |
| | | | (USD 20,000,000) | (USD 199,656) | (USD 20,000,000) | - | - | - | - |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Chloris Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 600 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Citra Thermal Power and Infrastructure Limited | 31-Mar-13 | - | 1,524,074 | - | 1,524,074 | - | - | - | 1,500 |
| | 31-Mar-12 | - | 1,514,074 | - | 1,514,074 | - | - | - | 3,000 |
| Corus Power Limited | 31-Mar-13 | - | 80,000 | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Devona Thermal Power and Infrastructure Limited | 31-Mar-13 | - | 9,482,802 | (835,009) | 9,482,802 | - | - | - | 1,000 |
| | 31-Mar-12 | - | 8,357,802 | (1,023,929) | 8,357,802 | - | - | - | 2,500 |
| Diana Energy Limited | 31-Mar-13 | - | - | - | - | - | - | - | 3,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Diana Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Elena Power And Infrastructure Limited | 31-Mar-13 | - | 1,103,565,000 | - | 1,060,565,000 | - | - | - | 1,764,521 |
| | 31-Mar-12 | - | 11,586,600,000 | - | 802,000,000 | - | 5,716 | - | 225,727 |
| Fama Power Company Limited | 31-Mar-13 | - | 480,000 | - | 480,000 | - | - | - | 1,900 |
| | 31-Mar-12 | - | 470,000 | - | 470,000 | - | - | - | 1,500 |
| Fornax Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 600 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Hecate Hydro Electric Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,100 |
| Hecate Power & Energy Resources Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Company Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Development Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Distributors Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Hecate Power Generation Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Management Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Projects Limited | 31-Mar-13 | - | 60,000 | - | 60,000 | - | - | - | 900 |
| | 31-Mar-12 | - | 50,000 | - | 50,000 | - | - | - | 2,400 |
| Hecate Electric Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Energy Private Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Energy Trading Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Services Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Solutions Limited | 31-Mar-13 | - | 60,000 | - | 60,000 | - | - | - | - |
| | 31-Mar-12 | - | 650,000 | - | 50,000 | - | - | - | 2,100 |
| Hecate Power Supply Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Hecate Power Systems Limited | 31-Mar-13 | - | 1,000,000 | - | 1,000,000 | - | - | - | 600 |
| | 31-Mar-12 | - | 1,000,000 | - | 1,000,000 | - | - | - | 2,300 |
| Hecate Power Transmission Limited | 31-Mar-13 | - | 561,000 | (49,288) | 561,000 | - | - | - | 900 |
| | 31-Mar-12 | - | 501,000 | (31,991) | 501,000 | - | - | - | 2,100 |
| Hecate Power Utility Limited | 31-Mar-13 | - | 2,970,000 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 2,970,000 | - | 2,970,000 | - | - | - | 1,800 |
| Hecate Powergen Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Hecate Thermal Power And Infrastructure Limited | 31-Mar-13 | - | 2,495,000 | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | 2,495,000 | - | 2,495,000 | - | - | - | 1,800 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

X. Statement of Material Transactions (contd.)

- a) In respect of investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Indiabulls CSEB Bhayathan Power Limited | 31-Mar-13 | - | 794,213,727 | - | 518,274,780 | 271,244,950 | - | - | 9,746 |
| | 31-Mar-12 | - | 792,388,727 | - | 792,033,727 | - | - | - | 22,230 |
| Indiabulls Electric Company Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Electric Energy Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Electric Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Indiabulls Electric Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Electricity Company Limited | 31-Mar-13 | - | 1,075,000 | - | 1,075,000 | - | - | - | - |
| | 31-Mar-12 | - | 1,065,000 | - | 1,065,000 | - | - | - | 2,500 |
| Indiabulls Electricity Generation Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Hydro Electric Power Limited | 31-Mar-13 | - | 724,500 | - | 724,500 | - | - | - | 2,000 |
| | 31-Mar-12 | - | 714,500 | - | 714,500 | - | - | - | 2,000 |
| Indiabulls Hydro Energy Limited | 31-Mar-13 | - | 1,723,000 | - | 1,723,000 | - | - | - | 2,000 |
| | 31-Mar-12 | - | 1,713,000 | - | 1,713,000 | - | - | - | 2,000 |
| Indiabulls Hydro Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,000 |
| Indiabulls Hydro Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Development Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Indiabulls Power Distribution Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Generation Company Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Indiabulls Power Generation Limited | 31-Mar-13 | - | - | - | - | - | - | - | 9,618 |
| | 31-Mar-12 | - | 1,260,000 | (5,385) | - | - | - | - | 13,489 |

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Indiabulls Power Infrastructure Limited | 31-Mar-13 | - | 4,102,054 | - | 4,102,054 | - | - | - | 2,000 |
| | 31-Mar-12 | - | 4,092,054 | - | 4,092,054 | - | - | - | 2,500 |
| Indiabulls Power Management Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Projects Development Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Solutions Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Supply Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Systems Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Trading Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 3,000 |
| Indiabulls Power Transmission Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Power Utility Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Powergen Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Realtech Limited | 31-Mar-13 | 3,606,000,000 | 177,900,000 | - | 72,000,000 | - | - | - | 2,863,286 |
| | 31-Mar-12 | 7,804,864,000 | 4,223,468,617 | - | 53,181,143 | - | - | 7,280,109 | 4,157,195 |
| Indiabulls Thermal Energy Limited | 31-Mar-13 | - | - | - | - | - | - | - | 2,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Thermal Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,500 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Thermal Power Management Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Indiabulls Thermal Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Thermal Projects Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,500 |
| Indiabulls Water Supply and Waste Management Services Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,000 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,500 |
| Kaya Hydropower Projects Limited | 31-Mar-13 | - | 8,782,929 | - | 8,782,929 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 8,782,929 | - | 8,782,929 | - | - | - | 1,500 |
| Lenus Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Lucina Power and Infrastructure Limited | 31-Mar-13 | - | 800,000 | - | 800,000 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 800,000 | - | 800,000 | - | - | - | 900 |
| Mabon Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,800 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Mariana Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 600 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Pachi Hydropower Projects Limited | 31-Mar-13 | - | 21,185,335 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 21,135,335 | - | 21,135,335 | - | - | - | 1,550 |
| Papu Hydropower Projects Limited | 31-Mar-13 | - | 16,417,210 | - | - | - | - | - | - |
| | 31-Mar-12 | - | 16,417,210 | - | 16,417,210 | - | - | - | 1,800 |
| Poana Power Systems Limited | 31-Mar-13 | - | 1,000,000 | - | 1,000,000 | - | - | - | - |
| | 31-Mar-12 | - | 1,000,000 | - | 1,000,000 | - | - | - | 2,000 |
| Poena Hydro Power Projects Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,500 |
| Poena Power Company Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Poena Power Distributors Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Poena Power Generation Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Poena Power Development Limited | 31-Mar-13 | - | 6,105,496,607 | - | 3,854,011,607 | - | - | - | 8,074 |
| | 31-Mar-12 | - | 6,103,496,607 | - | 6,103,496,607 | - | - | - | 8,723 |
| Poena Power Management Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Poena Power Limited | 31-Mar-13 | - | 550,000 | (49,621) | 550,000 | - | - | - | 900 |
| | 31-Mar-12 | - | 550,000 | (32,246) | 550,000 | - | - | - | 3,900 |
| Poena Thermal Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Poena Power Utility Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,000 |
| Poena Power Trading Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,500 |
| Poena Power Services Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 2,100 |
| Poena Power Solutions Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Sinnar Power Transmission Company Limited | 31-Mar-13 | - | - | - | - | - | - | - | 92,948 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 281,686 |
| Selene Power Company Limited | 31-Mar-13 | - | 835,000 | - | 835,000 | - | - | - | 900 |
| | 31-Mar-12 | - | 835,000 | - | 835,000 | - | - | - | 1,500 |
| Sentia Thermal Power And Infrastructure Limited | 31-Mar-13 | - | 69,000 | - | 69,000 | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,700 |
| Sepila Hydropower Projects Limited | 31-Mar-13 | - | 7,600,923 | - | 7,600,923 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 7,538,923 | - | 7,538,923 | - | - | - | 1,800 |
| Sepset Thermal Power And Infrastructure Limited | 31-Mar-13 | - | - | - | - | - | - | - | 900 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,800 |
| Serida Power Limited | 31-Mar-13 | - | - | - | - | - | - | - | 1,200 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 1,200 |
| Tharang Warang Hydropower Projects Limited | 31-Mar-13 | - | 8,193,139 | - | 8,193,139 | - | - | - | 900 |
| | 31-Mar-12 | - | 8,128,139 | - | 8,128,139 | - | - | - | 1,800 |

X. Statement of Material Transactions (contd.)

- a) In respect of Investment in Equity Shares/ Interest in the trust, Loan Given/ (Taken) Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] and interest thereon, Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits placed/ (Received) as on Balance Sheet date, Loan Given/ Inter Corporate Deposits Placed written off, Reimbursement received of Personnel Costs/ transfer of employee advances, Reimbursement made of Personnel Costs/ transfer of employee benefit liability and Reimbursement received of Bank Guarantees Financing charges including General expenses:

| Name | Year Ended | Investment in Equity Shares/ Interest in Trust | Loan Given/ (Taken) / Inter Corporate Deposit Placed/ (Received) [Maximum Outstanding Balances] | Interest Expense/ (Income) for Loan Taken/ Given and Inter Corporate Deposit Received/ Placed | Outstanding Balances of Loans Given/ (Taken) Inter Corporate Deposits Placed / (Received) | Loan Given/ Inter Corporate Deposits Placed Written off | Reimbursement received of Personnel Costs/ transfer of employee advance | Reimbursement made of Personnel Costs / transfer of employee benefit Liability | Reimbursement received of BG Financing charges including General expenses |
|---|------------|--|---|---|---|---|---|--|---|
| Triton Energy Limited | 31-Mar-13 | - | 66,000 | - | 66,000 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 66,000 | - | 66,000 | - | - | - | 1,800 |
| Varali Power Limited | 31-Mar-13 | - | 1,215,500 | - | 1,215,500 | - | - | - | 600 |
| | 31-Mar-12 | - | 1,215,500 | - | 1,215,500 | - | - | - | 1,129,672 |
| Zeus Energy Limited | 31-Mar-13 | - | 564,000 | - | 564,000 | - | - | - | 1,200 |
| | 31-Mar-12 | - | 495,000 | - | 495,000 | - | - | - | 1,800 |
| Enterprises over which Key Management Personnel have significant influence | | | | | | | | | |
| IIC Limited (Formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | - | - | - | - | - | - | - | 255,444 |
| | 31-Mar-12 | - | - | - | - | - | 1,255,502 | - | 306,970 |
| Interest in Trust IPL - PPSL Scheme Trust | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | 202,500,000 | - | - | - | - | - | - | - |
| Total | 31-Mar-13 | 3,606,000,000 | 9,021,877,331 | 12,583,344 | 6,165,159,989 | 271,244,950 | - | - | 5,245,078 |
| | 31-Mar-12 | 8,007,364,000 | 23,534,026,948 | (7,622,464) | 8,584,524,474 | - | 1,261,218 | 7,280,109 | 21,417,850 |

- b) In respect of Capital Work-in-Progress, Capital Advances, Capital Advances received back, Sale of Investment In Equity Shares of Subsidiary Company, Short term advances, Construction & Project Related Income, Revenue from operations - sale of services and Remuneration.

| Name of Related Party | Year ended | Capital Work -in-Progress (Excluding Taxes) | Capital Advances | Capital Advances received back | Sale of Investment In Equity Shares of Subsidiary Company | Short term advances | Construction & Project Related Income (Excluding Taxes) | Revenue from operations - sale of services | Remuneration |
|--|------------|---|------------------|--------------------------------|---|---------------------|---|--|--------------|
| Subsidiaries | | | | | | | | | |
| Elena Power And Infrastructure Limited | 31-Mar-13 | 14,010,470,673 | 158,638,295 | 237,352,500 | - | - | - | - | - |
| | 31-Mar-12 | 17,377,097,035 | - | - | - | - | - | - | - |
| Amravati Power Transmission Company Limited (formerly known as Poena Power Transmission Limited) | 31-Mar-13 | - | - | - | - | 750,459,044 | - | - | - |
| | 31-Mar-12 | - | - | - | - | 809,033,295 | - | - | - |
| Poena Power Development Limited | 31-Mar-13 | - | - | - | - | - | - | - | - |
| | 31-Mar-12 | - | - | - | - | - | - | 11,500,000 | - |
| Enterprises over which Key Management Personnel have significant influence | | | | | | | | | |
| IIC Limited (Formerly known as Indiabulls Infrastructure Company Limited) | 31-Mar-13 | 967,742,316 | 1,101,734,918 | - | 500,000 | - | 2,230,053 | - | - |
| | 31-Mar-12 | 630,454,112 | 2,172,270,000 | - | - | - | - | - | - |
| Key Management Personnel | | | | | | | | | |
| Ranjit Gupta | 31-Mar-13 | - | - | - | - | - | - | - | 11,021,508 |
| | 31-Mar-12 | - | - | - | - | - | - | - | 18,535,499 |
| Total | 31-Mar-13 | 14,978,212,989 | 1,260,373,213 | 237,352,500 | 500,000 | 750,459,044 | 2,230,053 | - | 11,021,508 |
| | 31-Mar-12 | 18,007,551,147 | 2,172,270,000 | - | - | 809,033,295 | - | 11,500,000 | 18,535,499 |

Besides the above transactions, the Company also provides certain common facilities to its subsidiary companies, free of cost, such as office premises, computers and software platform and other administrative facilities.

Note: Related Party relationships as given above, is as identified by the Management of the Company.

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

36 Details of consumption of imported and indigenous items:

| Particulars | For the year ended March 31, 2013 | | For the year ended March 31, 2012 | |
|---|--------------------------------------|-------------|--------------------------------------|-----------|
| | Amount (₹) | % | Amount (₹) | % |
| (i) Indigenous – Raw material* - Liquid Diesel Oil and Coal | 119,051,584 | 100% | NA | NA |
| (ii) Imported | Nil | Nil | NA | NA |
| TOTAL | 119,051,584 | 100% | NA | NA |

*Included under Expenditure during construction pending capitalisation- Pre-operative expenses (Refer Note 13)

- 37** The Company has taken various premises on operating leases/ leave and license and lease payments recognized in the Statement of Profit and Loss / Expenditure during construction pending capitalisation for the year ended March 31, 2013 is ₹ 194,771,630 (Previous Year: ₹ 185,524,295) in respect of the same have been incurred during the year ended March 31, 2013. The underlying agreements are executed for a period generally ranging from one year to three years, renewable at the option of the Company and are cancellable, by giving a notice generally of 30 to 90 days. There are no restrictions imposed by such leases and there are no subleases. The minimum lease rentals outstanding as at March 31, 2013, are as under:

| Minimum lease rentals payables | As at March 31, 2013 (₹) | As at March 31, 2012 (₹) |
|--------------------------------|--------------------------------|--------------------------------|
| Within one year | 43,088,809 | 145,798,003 |
| One to Five years | 3,580,274 | 367,357,016 |
| Above Five Years | Nil | 690,000 |

38 Statement of acquisition and sale of long term investments during the year ended March 31, 2013:

| Investment in | Year ended | Investments made during the year | | Investments sold during the year | |
|---|------------------|----------------------------------|----------------------|----------------------------------|----------------------|
| | | No. of shares | Amount (₹) | No. of shares | Amount (₹) |
| Indiabulls Realtech Limited | 31-Mar-13 | 3,606,000 | 3,606,000,000 | - | - |
| | 31-Mar-12 | 7,804,864 | 7,804,864,000 | - | - |
| Corus Power Limited | 31-Mar-13 | - | - | 50,000 | 500,000 |
| | 31-Mar-12 | - | - | - | - |
| Papu Hydropower Projects Limited | 31-Mar-13 | - | - | 50,000 | 117,000,000 |
| | 31-Mar-12 | - | - | - | - |
| Pachi Hydropower Projects Limited | 31-Mar-13 | - | - | 50,000 | 71,270,000 |
| | 31-Mar-12 | - | - | - | - |
| Poena Power Supply Limited (Refer Note 1) | 31-Mar-13 | - | - | - | - |
| | 31-Mar-12 | - | - | 202,000,000 | 2,020,000,000 |
| IPL-PPSL Scheme Trust | 31-Mar-13 | - | - | - | - |
| | 31-Mar-12 | 202,500,000 | 202,500,000 | - | - |
| Total | 31-Mar-13 | 3,606,000 | 3,606,000,000 | 150,000 | 188,770,000 |
| | 31-Mar-12 | 210,304,864 | 8,007,364,000 | 202,000,000 | 2,020,000,000 |

39 Expenditure incurred in foreign currency:

| Particulars | Year ended March 31, 2013 | Year ended March 31, 2012 |
|---------------------|------------------------------|------------------------------|
| Travelling expenses | - | 360,392 |

- 40 Expenditure during construction pending capitalisation includes expenditure (net of income) incurred during the year aggregating to ₹ 6,164,629,382 (Previous Year: ₹ 3,450,656,015), relating to the setting up of the Amravati Project.
- 41 **Employee Benefits expense - transfers/ apportionments:**
- i) The Company has transferred employee benefit liability aggregating to ₹ Nil (Previous Year: ₹ 7,274,622) to Indiabulls Realtech Limited, a subsidiary of the company, pursuant to services of certain employees transferred from the Company w.e.f. October 01, 2011.
 - ii) Employee advances aggregating to ₹ Nil (Previous Year: ₹ 5,716) from Elena Power And Infrastructure Limited, ₹ Nil (Previous Year: ₹ 53,833) from IIC Limited (formerly known as Indiabulls Infrastructure Company Limited) received and ₹ Nil (Previous Year: ₹ 5,487) paid to Indiabulls Realtech Limited pursuant to services of certain employees transferred to the Company during the year.
 - iii) Employees remuneration and benefits charged to the Statement of Profit and Loss and accumulated as Expenditure during construction pending capitalisation is arrived at after allocating an amount of ₹ Nil (Previous Year: ₹ 1,201,669) to IIC Limited (formerly known as Indiabulls Infrastructure Company Limited) being cost of employees on deputation transferred to the said company.
- 42 The Company's activities during the year involved setting up of its Power Project in India for generation of thermal power. Considering the nature of Company's business and operations and based on the information available with the Company, there is/ are no reportable segments (business and/ or geographical) in accordance with Accounting Standard 17 on 'Segment Reporting' as notified under the Companies (Accounting Standards) Rules, 2006, as amended. Hence no further disclosures are required in respect of reportable segments, under Accounting Standard 17.
- 43 The Company considers its investment in subsidiaries as strategic and long term in nature and accordingly, in the view of the Management, any decline in value of such long-term investments in subsidiaries is considered as temporary in nature and hence no provision for diminution in value is considered necessary.
- 44 As per the best estimate of the Management, no provision is required to be made as per Accounting Standard (AS) 29 on Provisions, Contingent Liabilities and Contingent Assets as notified under the Companies (Accounting Standards) Rules, 2006, as amended in respect of any present obligation as a result of a past event that could lead to a probable outflow of resources, which would be required to settle the obligation.
- 45 In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2013
- 46 In the opinion of the Board of Directors, all current and non-current assets, long term and short term loans and advances appearing in the Balance Sheet as at March 31, 2013 have a value on realisation in the ordinary course of the Company's business at least equal to the amount at which they are stated in the Balance Sheet.
- 47 **Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006:**
- a) An amount of ₹ Nil (Previous Year: ₹ Nil) and ₹ Nil (Previous Year: ₹ Nil) was due and outstanding to suppliers as at the end of the accounting year on account of Principal and Interest respectively.
 - b) No interest was paid during the year in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and no amount was paid to the supplier beyond the appointed day.
 - c) No interest is payable at the end of the year other than interest under Micro, Small and Medium Enterprises Development Act, 2006.
 - d) No amount of interest was accrued and unpaid at the end of the accounting year.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

Notes forming part of the Financial Statements of
Indiabulls Power Limited. for the year ended March 31, 2013 (contd.)

- 48** The Company has not entered into any derivative instruments during the year. Foreign currency exposure not hedged as at March 31, 2013 pertaining to Inter-Corporate Deposits (ICD) given to wholly owned foreign subsidiary company of ₹ 843,034,150 (US Dollars 15.50 million) (Previous Year: ₹ 1,023,130,000 (US Dollars 20 million)). Interest receivable on the above ICD not hedged as at March 31, 2013 ₹ 72,978,583 (US Dollars 1,341,782) (Previous Year: ₹ 58,147,951 (US Dollars 1,136,668)).
- 49** The disclosure as per Clause 32 of the Listing Agreements with Stock Exchanges related to Loans and advances in the nature of loans given to subsidiaries, associates and others and investments in shares of the Company by such parties is covered in the related party disclosures. (Refer Note 35)
- 50** Previous Year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosure.

For and on behalf of the Board of Directors

Rajiv Rattan
Vice Chairman

Shamsher Singh Ahlawat
Director

Gaurav Toshkhani
Company Secretary

Place: Gurgaon
Date : April 26, 2013

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to Company's interest in Subsidiary Companies for the financial Year 2012-13

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956 , relating to Company's interest in Subsidiary Companies for the financial Year 2012-13

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | | (Amount in ₹) | |
|--------|--|---|--|---|-------------------|---|--|---|---|---------------|-----|
| | | | | Holding company's interest number of shares held (Equity Shares of ₹ 10 each stated otherwise) | Extent of Holding | a. Not dealt with in the Holding Company Accounts | | b. Dealt with in the Holding Company Accounts | | | |
| | | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the Holding Company's subsidiaries | i) For the Financial year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | | |
| 1 | Airmid Power Limited | 31-Mar-13 | 25-Feb-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (68,616) | (3,234,221) | NIL | NIL | | NIL |
| 2 | Albina Power Limited | 31-Mar-13 | 26-Feb-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 6,031 | (108,330) | NIL | NIL | | NIL |
| 3 | Amravati Power Transmission Company Limited(formerly Poena Power Transmission Limited) | 31-Mar-13 | 8-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 471,683 | 666,512 | NIL | NIL | | NIL |
| 4 | Angina Power Limited | 31-Mar-13 | 24-Apr-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (66,204) | (90,739) | NIL | NIL | | NIL |
| 5 | Apesh Power Limited | 31-Mar-13 | 25-Apr-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,862 | 11,173 | NIL | NIL | | NIL |
| 6 | Aravali Properties Limited | 31-Mar-13 | 21-Jul-06 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (68,916) | (3,937,659) | NIL | NIL | | NIL |
| 7 | Ashkit Power Limited | 31-Mar-13 | 24-Apr-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (16,218) | (478,773) | NIL | NIL | | NIL |
| 8 | Bracond Limited | 31-Mar-13 | 12-Aug-08 | 100,000,000 Equity shares of USD 1 each fully paid up | 100% | 14,045,057 | 31,525,385 | NIL | NIL | | NIL |
| 9 | Chloris Power Limited | 31-Mar-13 | 24-Apr-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (40,673) | (79,758) | NIL | NIL | | NIL |
| 10 | Citra Thermal Power And Infrastructure Limited | 31-Mar-13 | 28-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (17,118) | (2,010,474) | NIL | NIL | | NIL |
| 11 | Devona Thermal Power and Infrastructure Limited | 31-Mar-13 | 25-Sep-07 | 37,000 Equity shares of ₹ 10 each fully paid up | 74% | (668,535) | (7,328,008) | NIL | NIL | | NIL |
| 12 | Diana Energy Limited | 31-Mar-13 | 25-Sep-07 | 370,000 Equity shares of ₹ 10 each fully paid up | 74% | 6,821 | (2,454,997) | NIL | NIL | | NIL |
| 13 | Diana Power Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (344) | (228,074) | NIL | NIL | | NIL |
| 14 | Elena Power And Infrastructure Limited | 31-Mar-13 | 24-Apr-08 | 5,000,000 Equity shares of ₹ 10 each fully paid up | 100% | (86,908,160) | 560,915,523 | NIL | NIL | | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | (Amount in ₹) | |
|--------|---|---|--|---|---|--|---|---|---------------|-----|
| | | | | Extent of Holding | a. Not dealt with in the Holding Company Accounts | b. Dealt with in the Holding Company Accounts | | | | |
| | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the Holding Company's subsidiaries since they become | i) For the Financial year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | | |
| 15 | Fama Power Company Limited | 31-Mar-13 | 8-Oct-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (16,518) | (967,122) | NIL | NIL | NIL |
| 16 | Fornax Power Limited | 31-Mar-13 | 24-Apr-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,280 | 3,562 | NIL | NIL | NIL |
| 17 | Genoformus Limited | 31-Mar-13 | 26-Aug-08 | | | (12,690,436) | (94,470,239) | NIL | NIL | NIL |
| 18 | Hecate Electric Limited | 31-Mar-13 | 4-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 8,252 | (92,656) | NIL | NIL | NIL |
| 19 | Hecate Energy Private Limited | 31-Mar-13 | 19-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 12,278 | NIL | NIL | NIL |
| 20 | Hecate Energy Trading Limited | 31-Mar-13 | 13-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 11,514 | NIL | NIL | NIL |
| 21 | Hecate Hydro Electric Power Limited | 31-Mar-13 | 11-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 805 | (199,588) | NIL | NIL | NIL |
| 22 | Hecate Power and Energy Resources Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 11,528 | NIL | NIL | NIL |
| 23 | Hecate Power Company Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 7,264 | (100,059) | NIL | NIL | NIL |
| 24 | Hecate Power Development Limited | 31-Mar-13 | 4-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,862 | 10,249 | NIL | NIL | NIL |
| 25 | Hecate Power Distributors Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 11,514 | NIL | NIL | NIL |
| 26 | Hecate Power Generation Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 11,203 | NIL | NIL | NIL |
| 27 | Hecate Power Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,614 | 11,515 | NIL | NIL | NIL |
| 28 | Hecate Power Management Limited | 31-Mar-13 | 4-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,628 | 9,161 | NIL | NIL | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | (Amount in ₹) | |
|--------|---|---|--|---|---|--|--|---|---------------|-----|
| | | | | Extent of Holding | a. Not dealt with in the Holding Company Accounts | b. Dealt with in the Holding Company Accounts | | | | |
| | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the Holding Company's subsidiaries | i) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | | |
| 29 | Hecate Power Projects Limited | 31-Mar-13 | 19-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (17,754) | (549,608) | NIL | NIL | NIL |
| 30 | Hecate Power Services Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 13,841 | 116 | NIL | NIL | NIL |
| 31 | Hecate Power Solutions Limited | 31-Mar-13 | 10-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (17,454) | (548,207) | NIL | NIL | NIL |
| 32 | Hecate Power Supply Limited | 31-Mar-13 | 7-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,862 | 11,023 | NIL | NIL | NIL |
| 33 | Hecate Power Systems Limited | 31-Mar-13 | 7-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (17,454) | (25,323) | NIL | NIL | NIL |
| 34 | Hecate Power Transmission Limited | 31-Mar-13 | 4-Jul-08 | 51% | 25,500 Equity shares of ₹ 10 each fully paid up | (34,191) | (534,793) | NIL | NIL | NIL |
| 35 | Hecate Power Utility Limited | 31-Mar-13 | 8-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 142,297 | (142,857) | NIL | NIL | NIL |
| 36 | Hecate Powergen Limited | 31-Mar-13 | 8-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,862 | 10,492 | NIL | NIL | NIL |
| 37 | Hecate Thermal Power and Infrastructure Limited | 31-Mar-13 | 10-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 136,793 | (96,040) | NIL | NIL | NIL |
| 38 | Indiabulls CSEB Bhayathan Power Limited | 31-Mar-13 | 19-May-08 | 100% | 74,000 Equity shares of ₹ 10 each fully paid up | (5,220,069) | (11,709,176) | NIL | NIL | NIL |
| 39 | Indiabulls Electric Company Limited | 31-Mar-13 | 5-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (53,087) | (270,183) | NIL | NIL | NIL |
| 40 | Indiabulls Electric Energy Limited | 31-Mar-13 | 5-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 2,380 | (180,829) | NIL | NIL | NIL |
| 41 | Indiabulls Electric Limited | 31-Mar-13 | 4-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 2,389 | (178,474) | NIL | NIL | NIL |
| 42 | Indiabulls Electric Power Limited | 31-Mar-13 | 5-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 2,380 | (179,948) | NIL | NIL | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to
Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | (Amount in ₹) | | |
|--------|---|---|--|---|-------------------|---|---|---|---|-----|
| | | | | Holding company's interest number of shares held (Equity Shares of ₹ 10 each stated otherwise) | Extent of Holding | a. Not dealt with in the Holding Company Accounts | | b. Dealt with in the Holding Company Accounts | | |
| | | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | i) For the Financial year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | |
| 43 | Indiabulls Electricity Company Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (17,118) | (312,177) | NIL | NIL | NIL |
| 44 | Indiabulls Electricity Generation Limited | 31-Mar-13 | 5-Aug-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 3,434 | (178,586) | NIL | NIL | NIL |
| 45 | Indiabulls Hydro Electric Power Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (18,117) | (1,210,773) | NIL | NIL | NIL |
| 46 | Indiabulls Hydro Energy Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (18,118) | (2,210,773) | NIL | NIL | NIL |
| 47 | Indiabulls Hydro Power Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 3,484 | (150,048) | NIL | NIL | NIL |
| 48 | Indiabulls Hydro Power Projects Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 4,073 | (146,881) | NIL | NIL | NIL |
| 49 | Indiabulls Power Development Limited | 31-Mar-13 | 2-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 2,349 | (167,234) | NIL | NIL | NIL |
| 50 | Indiabulls Power Distribution Limited | 31-Mar-13 | 5-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (10,293) | (368,915) | NIL | NIL | NIL |
| 51 | Indiabulls Power Generation Company Limited | 31-Mar-13 | 27-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (49,072) | (198,455) | NIL | NIL | NIL |
| 52 | Indiabulls Power Generation Limited | 31-Mar-13 | 5-Sep-07 | 370,000 Equity shares of ₹ 10 each fully paid up | 74% | 7,885,240 | 31,949,047 | NIL | NIL | NIL |
| 53 | Indiabulls Power Infrastructure Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (19,899) | (4,560,952) | NIL | NIL | NIL |
| 54 | Indiabulls Power Management Limited | 31-Mar-13 | 2-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 1,890 | (177,985) | NIL | NIL | NIL |
| 55 | Indiabulls Power Projects Development Limited | 31-Mar-13 | 2-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 1,890 | (178,180) | NIL | NIL | NIL |
| 56 | Indiabulls Power Projects Limited | 31-Mar-13 | 13-Sep-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 1,922 | (185,640) | NIL | NIL | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | (Amount in ₹) | |
|--------|---|---|--|---|---|---|---|---|--|---|
| | | | | Extent of Holding | a. Not dealt with in the Holding Company Accounts | b. Dealt with in the Holding Company Accounts | | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | i) For the previous financial year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries |
| | | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the subsidiary companies since they become Holding Company's subsidiaries | | | |
| 57 | Indiabulls Power Solutions Limited | 31-Mar-13 | 27-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 6,236 | (108,025) | NIL | NIL | NIL |
| 58 | Indiabulls Power Supply Limited | 31-Mar-13 | 27-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 6,736 | (108,025) | NIL | NIL | NIL |
| 59 | Indiabulls Power Systems Limited | 31-Mar-13 | 2-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 6,236 | (108,025) | NIL | NIL | NIL |
| 60 | Indiabulls Power Trading Limited | 31-Mar-13 | 5-Sep-07 | 100% | 1,750,000 Equity shares of ₹ 10 each fully paid up | 909,194 | 2,844,401 | NIL | NIL | NIL |
| 61 | Indiabulls Power Transmission Limited | 31-Mar-13 | 27-Jun-08 | 51% | 51,000 Equity shares of ₹ 10 each fully paid up | 15,683 | (28,511) | NIL | NIL | NIL |
| 62 | Indiabulls Power Utility Limited | 31-Mar-13 | 27-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 6,237 | (107,966) | NIL | NIL | NIL |
| 63 | Indiabulls Powergen Limited | 31-Mar-13 | 27-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 1,380 | (179,670) | NIL | NIL | NIL |
| 64 | Indiabulls Realtech Limited | 31-Mar-13 | 3-Jan-07 | 100% | 12,104,364 Equity shares of ₹ 10 each fully paid up | 40,088,967 | 354,992,511 | NIL | NIL | NIL |
| 65 | Indiabulls Thermal Energy Limited | 31-Mar-13 | 13-Sep-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 1,922 | (180,627) | NIL | NIL | NIL |
| 66 | Indiabulls Thermal Power Limited | 31-Mar-13 | 13-Sep-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 3,066 | (176,886) | NIL | NIL | NIL |
| 67 | Indiabulls Thermal Power Management Limited | 31-Mar-13 | 5-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 3,435 | (175,606) | NIL | NIL | NIL |
| 68 | Indiabulls Thermal Power Projects Limited | 31-Mar-13 | 6-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 3,435 | (175,626) | NIL | NIL | NIL |
| 69 | Indiabulls Thermal Projects Limited | 31-Mar-13 | 7-Aug-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 2,138 | (178,789) | NIL | NIL | NIL |
| 70 | Indiabulls Water Supply And Waste Management Services Limited | 31-Mar-13 | 27-May-06 | | | (17,854) | (856,118) | NIL | NIL | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to
Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | | | (Amount in ₹) | |
|---|---|--|--|--|-------------------|---|---|---|
| Sr. No | Name of the subsidiary company | Financial year/period ending of the subsidiary companies | Date from which they became subsidiary companies | Holding company's interest number of shares held (Equity Shares of ₹ 10 each stated otherwise) | Extent of Holding | a. Not dealt with in the Holding Company Accounts | | b. Dealt with in the Holding Company Accounts |
| | | | | | | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the Holding Company's subsidiaries since they become Holding Company's subsidiaries | |
| 71 | Kaya Hydropower Projects Limited | 31-Mar-13 | 4-Dec-07 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (19,618) | (181,646) | NIL |
| 72 | Lenus Power Limited | 31-Mar-13 | 28-Feb-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 2,669 | (178,476) | NIL |
| 73 | Lucina Power And Infrastructure Limited | 31-Mar-13 | 2-Aug-06 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (26,149) | (1,052,913) | NIL |
| 74 | Mabon Power Limited | 31-Mar-13 | 25-Feb-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (492) | (66,855) | NIL |
| 75 | Mariana Power Limited | 31-Mar-13 | 24-Apr-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,862 | 11,161 | NIL |
| 76 | Poana Power Systems Limited | 31-Mar-13 | 4-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,863 | (990,216) | NIL |
| 77 | Poena Hydro Power Projects Limited | 31-Mar-13 | 19-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,013 | 3,668 | NIL |
| 78 | Poena Power Company Limited | 31-Mar-13 | 20-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (13,954) | (310,258) | NIL |
| 79 | Poena Power Development Limited | 31-Mar-13 | 4-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | (221,556) | (676,269) | NIL |
| 80 | Poena Power Distributors Limited | 31-Mar-13 | 19-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,914 | 11,925 | NIL |
| 81 | Poena Power Generation Limited | 31-Mar-13 | 24-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,863 | 10,296 | NIL |
| 82 | Poena Power Limited | 31-Mar-13 | 10-Jun-08 | 37,000 Equity shares of ₹ 10 each fully paid up | 74% | (27,342) | (426,647) | NIL |
| 83 | Poena Power Management Limited | 31-Mar-13 | 9-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,860 | 11,156 | NIL |
| 84 | Poena Power Services Limited | 31-Mar-13 | 19-Jun-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,327 | 9,886 | NIL |
| 85 | Poena Power Solutions Limited | 31-Mar-13 | 8-Jul-08 | 50,000 Equity shares of ₹ 10 each fully paid up | 100% | 14,862 | 10,642 | NIL |

Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956, relating to Company's interest in Subsidiary Companies for the financial Year 2012-13 (contd.)

| Sr. No | Name of the subsidiary company | Financial year/ period ending of the subsidiary companies | Date from which they became subsidiary companies | The net aggregate amount of profits/(losses) so far as it concerns the members of the Holding Company | | | | | (Amount in ₹) | |
|--------|---|---|--|---|---|---|---|--|---|--|
| | | | | Extent of Holding | a. Not dealt with in the Holding Company Accounts | i) For the Financial Year ended 31st March 2013 | ii) For the previous financial years of the Holding Company's subsidiaries since they become Holding Company's subsidiaries | i) For the previous financial years of the Holding Company's subsidiaries since they become Holding Company's subsidiaries | ii) For the previous financial years of the Holding Company's subsidiaries since they become Holding Company's subsidiaries | |
| 86 | Poena Power Trading Limited | 31-Mar-13 | 19-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,562 | 11,319 | NIL | NIL | |
| 87 | Poena Power Utility Limited | 31-Mar-13 | 8-Jul-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,862 | 10,585 | NIL | NIL | |
| 88 | Poena Thermal Power Limited | 31-Mar-13 | 19-Jun-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 14,562 | 10,880 | NIL | NIL | |
| 89 | Renemark Limited | 31-Mar-13 | 23-Aug-08 | | | (14,600,158) | (60,232,666) | NIL | NIL | |
| 90 | Selene Power Company Limited | 31-Mar-13 | 8-Oct-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | 9,315 | (62,520) | NIL | NIL | |
| 91 | Sentia Thermal Power and Infrastructure Limited | 31-Mar-13 | 8-Oct-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (68,016) | (553,481) | NIL | NIL | |
| 92 | Sepla Hydropower Projects Limited | 31-Mar-13 | 4-Dec-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (71,116) | (321,453) | NIL | NIL | |
| 93 | Sepset Thermal Power and Infrastructure Limited | 31-Mar-13 | 8-Oct-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (63,456) | (425,394) | NIL | NIL | |
| 94 | Serida Power Limited | 31-Mar-13 | 27-Feb-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (57,031) | (313,469) | NIL | NIL | |
| 95 | Sinnar Power Transmission Company Limited (formerly Poena Power Projects Limited) | 31-Mar-13 | 27-Jun-08 | | | 193,756 | 411,867 | NIL | NIL | |
| 96 | Tharang Warang Hydropower Projects Limited | 31-Mar-13 | 4-Dec-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (70,816) | (319,429) | NIL | NIL | |
| 97 | Triton Energy Limited | 31-Mar-13 | 9-Oct-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (60,425) | (412,564) | NIL | NIL | |
| 98 | Varali Power Limited | 31-Mar-13 | 8-May-08 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (63,848) | (1,621,415) | NIL | NIL | |
| 99 | Zeus Energy Limited | 31-Mar-13 | 18-Dec-07 | 100% | 50,000 Equity shares of ₹ 10 each fully paid up | (68,916) | (1,045,366) | NIL | NIL | |

For and on behalf of the Board of Directors

Rajiv Rattan

Vice Chairman

Place : Gurgaon

Date : April 26, 2013

Shamsher Singh Ahlawat

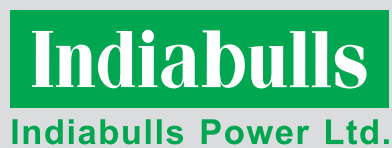
Director

Gaurav Toshkhani

Company Secretary

Registered Office

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New Delhi – 110001



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