

INDEPENDENT AUDITOR’S REPORT

To the members of GMR Upper Karnali Hydropower Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **GMR Upper Karnali Hydropower Limited**(the “**Company**”), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss , Statement of Changes in Equity and the Statement of cashflows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (Hereinafter referred to as “Ind AS financial statements”).

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the mater(s) prescribed in the basis for qualified opinion paragraph*, the said IND AS 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, of the state of affairs of the company as at March 31st2021, its losses including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Qualified Opinion

The Underlying Ind AS financial statements of the company for the financial year ended 31 March 2021 prepared in accordance with the applicable corporate laws of Nepal, have not been audited by us. We have relied upon such audited financial statements in Nepali Rupees and statutory auditors’ report for the year ended 31 March 2021 provided to us by the management, for the purpose of expressing our audit opinion and have not performed detailed verification of the underlying transactions which have been covered by the statutory auditors in the course of their audit. Our scope of audit is limited to conversion of audited Nepali Rupees (NPR) designated financial statements into INR based financial statements considering the applicable exchange rate and considering the applicable Ind AS (Indian Accounting Standards).

Responsibility of Management for Ind AS Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”)with respect to the preparation of these standalone financialstatements that give a true and fair view of the financial position,financial performanceincluding other comprehensive income / loss, changes in equity and cash flows of the Company in accordancewith accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS)specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our

**GIRISH
MURTHY & KUMAR
Chartered Accountants**

conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **GIRISH MURTHY & KUMAR**
Chartered Accountants
Firm's registration number: 000934S

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A.V.SATISH KUMAR
Partner
Membership number: 26526
Place: Bangalore
Date: 04th June 2021
UDIN: 21026526AAAADK5635

GMR Upper Karnali Hydropower Limited
Balance sheet as at 31st March, 2021

(Amount in Rs.)

Particulars	Notes	31-March-21	31-March-20
Assets			
Non-current assets			
Property, Plant & Equipment	1	17,02,63,661	13,17,58,380
Capital work-in-progress	2	1,48,70,07,791	1,34,20,87,128
Other Intangible assets			
Financial Assets			
Loans			
Other non current assets	3	3,70,15,625	3,70,15,625
		1,69,42,87,077	1,51,08,61,133
Current assets			
Financial Assets			
Cash and cash equivalents	4	7,19,85,954	3,01,60,732
Loans	5	10,17,559	8,66,629
Others			
Current Tax Assets (Net)	6	1,856	655
Other current assets	7	-	-
		7,30,05,368	3,10,28,015
Total Assets		1,76,72,92,445	1,54,18,89,148
Equity and liabilities			
Equity			
Equity Share Capital	8	93,75,000	93,75,000
Other Equity	9	74,59,47,700	59,86,55,578
		75,53,22,700	60,80,30,578
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	10	-	-
Provisions	11	2,36,109	2,36,109
		2,36,109	2,36,109
Current liabilities			
Financial Liabilities			
Other financial liabilities	12	1,00,92,71,720	93,09,61,890
Borrowings	12a	20,00,000	20,00,000
Other current liabilities	13	4,61,916	6,60,572
		1,01,17,33,637	93,36,22,461
Total Equity and liabilities		1,76,72,92,445	1,54,18,89,148

The accompanying notes form an integral part of the financial statements.

As per our report of even date

For Girish Murthy & Kumar
Chartered Accountants
Firm Registration Number: 0009345

ACHYUTHA VENKATA SATISH KUMAR
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Date: 2021.06.04 18:37:47 +05'30'

A.V.Satish Kumar
Partner
Membership no.: 26526
Firm Reg No: 0009345
Place: Bangalore
Date: June 04, 2021

For and on behalf of the Board of directors

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Harvinder Manocha
Director
DIN:03272052

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Ashis Basu
Director
DIN:00064511

Place: New Delhi
Date: June 04, 2021

GMR Upper Karnali Hydropower Limited
Statement of profit and loss for the period ended 31st March 2021

(Amount in Rs.)

Particulars	Notes	31-March-21	31-March-20
Other Income			
Total Income		-	-
Expenses			
Other expenses	14	11,19,947	11,05,796
Total Expenses		11,19,947	11,05,796
Profit / (Loss) before tax		(11,19,947)	(11,05,796)
Profit/(loss) for the period from continuing operations		(11,19,947)	(11,05,796)
Profit/(loss) for the period		(11,19,947)	(11,05,796)
Other comprehensive income			-
Total comprehensive income for the period		(11,19,947)	(11,05,796)
Earnings per equity share (For continuing operations)			
Basic		(0.75)	(0.74)
Diluted		(0.75)	(0.74)

The accompanying notes form an integral part of the financial statements.

This is the statement of profit & Loss referred to our report of even date

For Girish Murthy & Kumar

Chartered Accountants

Firm Registration Number: 0009345

ACHYUTHA VENKATA SATISH KUMAR
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 Date: 2021.06.04 18:38:06 +05'30'

A.V.Satish Kumar

Partner

Membership no.: 26526

Place: Bangalore

Date: June 04, 2021

For and on behalf of the Board of directors

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Harvinder Manocha

Director

DIN:03272052

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Ashis Basu

Director

DIN:00064511

Place: New Delhi

Date: June 04, 2021

GMR Upper Karnali Hydropower Limited
Statement of Change in Equity for the period ended March 31, 2021

Particulars	Share capital	Share Application Money	Retained Earning	Other Equity	Total Equity
	Rs.	Rs.	Rs.		Rs.
As at 1 April 2018	93,75,000	44,15,45,036	4,12,42,869	40,03,02,166	40,96,77,166
Addition to share application money	-	3,70,06,875	-	3,70,06,875	
Net Profit/(Loss)	-	-	5,57,450	5,57,450	5,57,450
As at March 31, 2019	93,75,000	47,85,51,911	4,18,00,319	43,67,51,591	44,61,26,591
Addition to share application money	-	16,30,64,063	-	16,30,64,063	
Net Profit/(Loss)	-	-	11,05,796	11,05,796	11,05,796
Adjustment in the retained earnings	-	-	54,280	54,280	54,280
As at March 31, 2020	93,75,000	64,16,15,973	4,29,60,395	59,86,55,578	60,80,30,578
Addition to share application money	-	14,84,12,069	-	14,84,12,069	
Net Profit/(Loss)	-	-	11,19,947	11,19,947	11,19,947
As at March 31, 2021	93,75,000	79,00,28,042	4,40,80,342	74,59,47,700	75,53,22,700

For Girish Murthy & Kumar

Chartered Accountants

Firm Registration Number: 0009345

ACHYUTHA
VENKATA
SATISH
KUMAR
183843-10530

A.V.Satish Kumar

Partner

Membership no. : 26526

Place: Bangalore

Date: June 04, 2021

For and on behalf of the Board of directors

HARVIN
DER
MANOC
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Harvinder Manocha

Director

DIN:03272052

ASHIS
BASU

Ashis Basu

Director

DIN:00064511

Place: New Delhi

Date: June 04, 2021

		(Amount in Rs.)	
		31-March-21	31-March-20
2	Capital Work in Progress		
	Civil works	3,37,70,101	3,37,70,101
	Salaries, allowances and benefits to employees	6,01,41,548	5,67,35,171
	Contribution to provident fund and others	27,59,798	24,99,980
	Staff welfare expenses	86,03,421	83,14,359
	Rent	4,44,72,150	3,99,00,752
	Rates and Taxes	3,59,32,025	3,59,32,025
	Bank/ other finance charges	1,98,15,190	1,01,17,982
	Repairs & Maintenance - Others	8,42,98,961	7,76,02,660
	Consultancy & Professional Charges	62,98,67,058	62,67,62,582
	Electricity charges	14,97,485	14,62,253
	Meetings & Seminars	41,17,801	39,47,774
	Travelling and conveyance	5,37,95,093	5,15,41,665
	Communication Expenses	44,19,143	41,99,745
	Insurance	16,17,248	14,46,409
	Depreciation	67,93,204	55,60,804
	Gift and compliment	2,719	2,719
	Guest House Maintainance	52,16,380	48,75,753
	Printing & Stationery	20,19,712	19,54,951
	Membership & Subscription	4,40,381	3,99,756
	Miscellaneous Expenses	3,95,60,112	3,76,56,015
	Advertisement Expenses	5,99,532	5,99,532
	Miscellaneous Income	4,37,162	3,40,642
	Interest Others	43,00,29,363	33,10,82,083
	Exchange Rate Gain	15,52,013	15,52,013
	Project Development Expenses	1,92,28,539	76,14,711
		1,48,70,07,791	1,34,20,87,128

		Non Current	
		31-March-21	31-March-20
3	Other non current assets		
	Margin Deposit	3,70,15,625.00	3,70,15,625
	Capital Advances	-	-
		3,70,15,625	3,70,15,625

		Current	
		31-March-21	31-March-20
4	Cash and cash equivalents		
	Cash in Hand	69,016	61,193
	Balances with bank in current accounts	7,19,16,938	3,00,99,539
		7,19,85,954	3,01,60,732

		Non Current		Current	
		31-March-21	31-March-20	31-March-21	31-March-20
5	Financial Assets				
	Loans				
	Advances recoverable in cash or kind	-	-	10,17,559	8,66,629
	Loan and advances to related parties	-	-	-	-
		-	-	10,17,559	8,66,629

		31-March-21	31-March-20
6	Current Tax Assets (Net)	1,856	655
	Advance income-tax (net of provision for taxation)	1,856	655

		(Amount in Rs.)	
		31-March-21	31-March-20
7	Other Current Assets		
	Interest accrued on Call account	-	-
		-	-

8 Share capital

Authorised Share Capital

Equity shares, face value of Rs.62.50 each

As at 1 April 2018

Increase/(decrease)during the year

As at March 31, 2019

Increase/(decrease)during the year

As at March 31, 2020

Increase/(decrease)during the year

As at March 31, 2021

Equity Shares	
No.s	INR
1,90,00,000	1,18,75,00,000
-	-
1,90,00,000	1,18,75,00,000
-	-
1,90,00,000	1,18,75,00,000
-	-
1,90,00,000	1,18,75,00,000

Issued Equity Capital

Equity shares of Rs.62.50 each issued, subscribed & Rs 6.25 paid

As at 1 April 2018

Increase/(decrease)during the year

As at March 31, 2019

Increase/(decrease)during the year

As at March 31, 2020

Increase/(decrease)during the year

As at March 31, 2021

No.s	INR
15,00,000	93,75,000
-	-
15,00,000	93,75,000
-	-
15,00,000	93,75,000
-	-
15,00,000	93,75,000

A) Reconciliation of Shares Outstanding at the beginning and end of the reporting year

Equity Shares	31-March-21		31-March-20	
	No.	Amounts in INR	No.	Amounts in INR
At the beginning of the year	15,00,000	93,75,000	15,00,000	93,75,000
Issued during the year	-	-	-	-
Outstanding at the end of the year	15,00,000	93,75,000	15,00,000	93,75,000

B) Terms/ rights attached to equity shares

The company has only one class of shares having a par value of Rs.62.5 per share. Each holder of equity is entitled to one vote per share. In the event of liquidation of the company the holder of equity shares would be entitled to receive remaining assets of the company after distribution of all preferential amounts.

C) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

shares held by holding/ultimate holding company and/ or their subsidiaries/associates

Equity shares allotted for consideration other than cash (Issued on May 02, 2008)

(Shares of NPR 100 (Paid up NPR 10) each issued other than cash to Nepal Electricity Authority LTD.)

31-March-21	31-March-20
No.of shares	No.of shares
4,05,000	4,05,000

D) Out of equity issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

Particulars	31-March-21	31-March-20
Shares held by GMR Lion Energy Limited(Holding Company)	10,95,000	10,95,000

E) Details of shareholders holding more than 5% shares in the company

Particulars	31-March-21		31-March-20	
	No	% holding in	No	% holding in
Shares held by GMR Lion Energy Limited(Holding Company)	1095000	73%	1095000	73%
Shares held by Nepal Electricity Authority	405000	27%	405000	27%

As per records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

9 Other Equity

As at 1 April 2018

Profit/(loss for the period)

As at March 31, 2019

Profit/(loss for the period)

Adjustment in the retained earnings

As at March 31, 2020

Profit/(loss for the period)

As at March 31, 2021

Reserves & Surplus		Total
Share application money pending allotment	Retained Earning	
44,15,45,036	4,12,42,869	40,03,02,166
-	5,57,450	5,57,450
47,85,51,911	4,18,00,319	43,67,51,591
-	11,05,796	11,05,796
-	54,280	54,280
64,16,15,973	4,29,60,395	59,86,55,578
-	11,19,947	11,19,947
79,00,28,042	4,40,80,342	74,59,47,700

10 Financial Liability - Borrowings

Term loans

Nepal rupee term loan from banks (secured)

Disclosed under the Current maturities of Long term borrowings in Other financial liabilities Note no.12.

Non Current		Current	
31-March-21	31-March-20	31-March-21	31-March-20
-	-	93,74,74,375	90,21,61,875

93,74,74,375 90,21,61,875

* (Secured by mortgage of Fixed Assets (Land and Building etc.) existing or to be created in future owned by the company in favor of Nepal Investment Bank Ltd. Further secured by way of Letter of Comfoft in favor of Nepal Investment Bank Ltd. from GMR Energy Ltd. Further secured by way of acknowledgment letter from Government of Nepal through Investment Board of the Government of Nepal, as per Section 14.1 of Project Development Agreement, of company's assignment/transfer of company's rights or benefits. Further secured by way of assignment of rights and benefits as per Seciion 14.1 of Project Development Agreement. Further secured by way of hypothecation of entire Work in Progress. The Bridge Gap Loan is for three years from the first disbursement date (i.e. 22nd Dec 2014 and 11th Feb 2016) or till three months after financial closure whichever is earlier. The loan carries interest rate @ 11.90 % p.a. Interest will be paid on each financial quarter ending as per Nepal Financial Year. The interest rate shall be reviewed semi annually.

11 Provisions

Provision for gratuity

Non Current		Current	
31-March-21	31-March-20	31-March-21	31-March-20
2,36,109	2,36,109	-	-
2,36,109	2,36,109	-	-

12 Other financial liabilities

Current maturities of Long term borrowings*

Interest accrued but not due on borrowings

Retention Money

Non trade payables-Others

(Amount in Rs.)	
31-March-21	31-March-20
93,74,74,375	90,21,61,875
2,00,57,328	2,29,60,961
2,23,203	2,23,203
5,15,16,814	56,15,851
1,00,92,71,720	93,09,61,890

* (Secured by mortgage of Fixed Assets (Land and Building etc.) existing or to be created in future owned by the company in favor of Nepal Investment Bank Ltd. Further secured by way of Letter of Comfoft in favor of Nepal Investment Bank Ltd. from GMR Energy Ltd. Further secured by way of acknowledgment letter from Government of Nepal through Investment Board of the Government of Nepal, as per Section 14.1 of Project Development Agreement, of company's assignment/transfer of company's rights or benefits. Further secured by way of assignment of rights and benefits as per Seciion 14.1 of Project Development Agreement. Further secured by way of hypothecation of entire Work in Progress. The Bridge Gap Loan is for three years from the first disbursement date (i.e. 22nd Dec 2014 and 11th Feb 2016) or till three months after financial closure whichever is earlier. The loan carries interest rate @11.90 % p.a. Interest will be paid on each financial quarter ending as per Nepal Financial Year. The interest rate shall be reviewed semi annually.

12a Borrowings

Short term loan

(Amount in Rs.)	
31-March-21	31-March-20
20,00,000	20,00,000

13 Other current liabilities

TDS Payable

Other statutory dues

Others

(Amount in Rs.)	
31-March-21	31-March-20
3,08,668	4,67,193
-	-
1,53,249	1,93,379
4,61,916	6,60,572

1. Property, Plant & Equipment

(Amount in Rupees)

Particulars	Land	Building	Plant & Machinery	Furniture & Fixtures	Vehicles	Office Equipment	Computers	Total
Cost or Valuation								
As at 31st March 2019	9,06,04,091	46,72,020	35,03,382	29,53,611	87,575	48,80,853	8,23,097	10,75,24,630
Additions		2,89,91,798	-	4,06,164	0	3,10,743	85,850	2,97,94,554
Disposals	-	-	-	-	-	-	-	-
As at 31st March 2020	9,06,04,091	3,36,63,818	35,03,382	33,59,776	87,575	51,91,596	9,08,947	13,73,19,184
Additions	3,97,37,682	-	-	-	-	-	-	3,97,37,682
Disposals	-	-	-	-	-	-	-	-
As at 31st March 2021	13,03,41,773	3,36,63,818	35,03,382	33,59,776	87,575	51,91,596	9,08,947	17,70,56,866
Depreciation and impairment								
As at 31st March 2019	-	3,29,577	13,81,486	7,74,062	66,472	13,22,907	5,69,077	44,43,581
Depreciation for the year	-	4,18,313	1,84,979	2,08,806	452	2,43,225	61,448	11,17,223
Impairment	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
As at 31st March 2020	-	7,47,890	15,66,465	9,82,868	66,924	15,66,132	6,30,525	55,60,804
Depreciation for the year	-	5,48,720	1,84,979	1,86,591	452	2,46,504	65,154	12,32,401
Impairment	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
As at 31st March 2021	-	12,96,610	17,51,443	11,69,460	67,376	18,12,636	6,95,679	67,93,204
Net Book Value								
As at 31st March 2019	9,06,04,091	43,42,443	21,21,896	21,79,550	21,103	35,57,946	2,54,020	10,30,81,049
As at 31st March 2020	9,06,04,091	3,29,15,928	19,36,917	23,76,907	20,651	36,25,463	2,78,422	13,17,58,380
As at 31st March 2021	13,03,41,773	3,23,67,208	17,51,939	21,90,316	20,198	33,78,959	2,13,268	17,02,63,661

GMR Upper Karnali Hydropower Limited**Notes to Statement of profit and loss for the period ended 31st March 2021****(Amount in Rs.)****14 Other expenses**Business Promotion
Audit Fees
Advertisement
Rates & Taxes

31-March-21	31-March-20
1,96,235	4,20,530
3,19,931	3,46,836
5,39,599	3,38,036
64,182	394
11,19,947	11,05,796

Payment to auditor

As auditor:

Audit fee
Other services (certification fees)

31-March-21	31-March-20
1,76,563	1,76,563
1,43,369	1,70,273
3,19,931	3,46,836

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

1. Corporate Information:

GMR Upper Karnali Hydropower Limited, incorporated in Nepal on May 2, 2008 under Companies Act, is promoted by GMR Lion Energy Limited (incorporated in Mauritius), the Holding Company, to develop and operate 900MW Hydro based power project in Karnali River, Aachham and Dailekh District. The registered address of the company is P O Box: 148, Chakupat-10, Lalitpur, Nepal. The company is in the process of setting up of the project.

The company has applied for the Generation license on 15.05.2013. The Company has executed Project Development Agreement with the Government of Nepal on 19th September 2014 which authorizes the Company for development and implementation of the Project. The Company has signed the Joint Development Agreement with IFC Infra ventures (World Bank Group) on 22nd December 2014.

Information on other related party relationships of the Company is provided in Note no 21.

2. Summary of Significant Accounting Policies

a. Basis of Preparation:

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of Companies Act, 2013 (the 'Act') (to the extent notified). The Ind AS are prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

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

The financial statements are presented in Indian Rupees (INR).

b. Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period
All other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

c. Property, plant and equipment

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment as at 31 March 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment as on 1 April 2015.

Property plant and equipment are stated at acquisition cost less accumulated depreciation and cumulative impairment. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Recognition:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if:

- a. it is probable that future economic benefits associated with the item will flow to the entity; and
- b. the cost of the item can be measured reliably.

When significant parts of plant and equipment are required to be replaced at intervals, Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Gains or losses arising from de-recognition of tangible assets are measured as the difference between the net disposable proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Further, when each major inspection is performed, its cost is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied.

Any remaining carrying amount of the cost of the previous inspection (as distinct from physical parts) is derecognized.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Machinery spares which are specific to a particular item of fixed asset and whose use is expected to be irregular are capitalized as fixed assets.

Spare parts are capitalized when they meet the definition of PPE, i.e., when the company intends to use these during more than a period of 12 months.

Assets under installation or under construction as at the balance sheet date are shown as Capital Work in Progress and the related advances are shown as Loans and advances.

All Project related expenditure viz, civil works, machinery under erection, construction and erection materials, pre-operative expenditure incidental / attributable to construction of project, borrowing cost incurred prior to the date of commercial operation and trial run expenditure are shown under Capital Work-in-Progress. These expenses are net of recoveries and income from surplus funds arising out of project specific borrowings after taxes.

Intangible assets

Intangible assets comprise technical know-how and computer software. Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in an amalgamation in the nature of purchase is their fair value as at the date of amalgamation. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

The above periods also represent the management estimated economic useful life of the respective intangible assets.

Depreciation

The depreciation on the property, plant and equipment is calculated on a straight-line basis using the rates arrived at, based on useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of Companies Act, 2013. Assets individually costing less than Rs. 5,000, which are fully depreciated in the year of acquisition.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Depreciation on additions is being provided on a pro-rata basis from the date of such additions. Similarly, depreciation on assets sold/disposed of during the year is being provided up to the dates on which such assets are sold/disposed of. Modification or extension to an existing asset, which is of capital nature and which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

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

Leasehold land is amortised over the tenure of the lease except in case of power plants where it is amortised from the date of commercial operation. Leasehold improvements are the amortised over the primary period of the lease or estimated useful life whichever is shorter.

d. Foreign currency translation

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the functional currency- "Nepali Rupee"). The standalone financial statements are presented in Indian rupee (INR), which is Company's presentation currency.

Transaction and balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of the following:

- a) Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.
- b) Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on

Foreign currency transactions are translated into the functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end. Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset. They are deferred in equity of the related to qualifying cash flow hedges and qualifying net investment in foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rate at the date when the fair value was determined. Translation difference on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation difference on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised on other comprehensive income.

Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2015:

The exchange differences pertaining to long term foreign currency working capital loans obtained or re-financed on or after 1 April 2015 is charged off or credited to profit & loss account under Ind AS.

Forward Exchange Contracts not intended for trading or speculations purposes

The premium or discount arising at the inception of forward exchange contracts is amortized and recognized as an expense / income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognized in the Statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the year.

e. Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

f. Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating units' (CGUs) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

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Notes to financial statements for the year ended 31st March 2021

Goodwill (if available) is tested for impairment annually as at 31 December and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives (if available) are tested for impairment annually as at 31 December at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

g. Provisions, Contingent liabilities, Contingent assets, and Commitments

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost."

Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will not be required to settle the obligation
- A present obligation arising from past events, when no reliable estimate is possible
- A possible obligation arising from past events, unless the probability of outflow of resources is remote

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

h. Retirement and other Employee Benefits

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

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

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

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

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- i. Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- ii. Net interest expense or income.

Short term employee benefits

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short—term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

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

The company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non—current liability.

Defined benefit plans

Gratuity is a defined benefit scheme which is funded through policy taken from Life insurance corporation of India and Liability (net of fair value of investment in LIC) is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days' salary (based on last drawn basic salary) for each completed year of service. The cost of providing benefits under the scheme is determined on the basis of actuarial valuation under projected unit credit (PUC) method.

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

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

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

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

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- a. Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- b. Net interest expense or income

Long term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date.

i. Financial Instruments

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

Financial assets

Initial recognition and measurement

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

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified into four categories:

- a. Debt instruments at amortised cost
- b. Debt instruments at fair value through other comprehensive income (FVTOCI)
- c. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- d. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Debt instruments at amortised cost: A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI: A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

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

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

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

Equity investments: All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

Impairment of financial assets

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

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, Margin deposits, trade receivables and bank balance

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Notes to financial statements for the year ended 31st March 2021

- b. Financial guarantee contracts which are not measured as at FVTPL

The company follows 'simplified approach' for recognition of impairment loss allowance on;

- a. Trade receivables or contract revenue receivables; and

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

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

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

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- a. All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- b. Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Company estimates the following provision matrix at the reporting date:

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

- a. Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- b. Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- c. Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

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

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

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

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

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

Loans and borrowings: This is the category most relevant to the company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

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

Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Offsetting of financial instruments

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

Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps and forward commodity contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

e. Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

f. Foreign currencies

The financial statements are presented in INR, which is the company's Presentation currency. Exchange rate is fixed 1INR = 1.6NPR for all accounting periods.

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.

- Exchange differences arising on monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

g. Fair value measurement

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

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

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

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

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

The Company's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. The Valuation Committee comprises of the head of the investment properties segment, heads of the Company's internal mergers and acquisitions team, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The Valuation Committee decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Valuation Committee analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Valuation Committee verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Valuation Committee, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the Company's external valuers present the valuation results to the Audit Committee and the Group's independent auditors. This includes a discussion of the major assumptions used in the valuations.

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

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- a) Disclosures for valuation methods, significant estimates and assumptions
- b) Contingent consideration
- c) Quantitative disclosures of fair value measurement hierarchy
- d) Investment in unquoted equity shares (discontinued operations)

h. Revenue recognition

Revenue from sale of energy is recognized on accrual basis in accordance with the provisions of the Power Purchase Agreement (PPA), after Commercial Operation Date and includes unbilled revenue accrued up to the end of the accounting year. Revenue from energy units sold on a merchant basis is recognised in accordance with billings made to customers based on the units of energy delivered and the rate agreed with the customers.

The Claims for delayed payment charges and any other claims, which the Company is entitled to under the PPAs, are accounted for in the year of acceptance.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognised.

i. Interest income:

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividends: Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

j. Taxes on income

Current income tax

Tax expense comprises current and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Nepal Income Tax Act.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- a. When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- b. In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- a. When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

- b. In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

Sales/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Minimum Alternate Tax (MAT) is not applicable in Nepal.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

k. Earnings per share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating Diluted Earnings Per Share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

l. Significant accounting judgments, estimates and assumptions:

The preparation of the company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

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

m. Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

n. Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgment and the use of estimates regarding the outcome of future events.

o. Fair value measurement of financial instruments

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

15. Contingent Liability-

Particulars	31st March, 2021	31st March, 2020
Contingent Liability		
Bank Guarantees to Investment Board of Nepal.	2,81,25,000	2,81,25,000
Bank Guarantees to Bangladesh Power Development Board	36,76,50,000	37,66,25,000 INR

BG to BPDB is USD 5,000,000/- , Spot Exchange Rate is Used as on 31st March 2021 : 73.53 INR = 1 USD and as on 31st March 2020 : 73.325 INR = 1 USD respectively for Conversion.

16. Capital commitments/ Other commitments:

Estimated amount of contracts remaining to be executed on capital account not provided for, net of advances is INR 1,09,06,649/- as on 31st March 2021.

17. Employee Benefits:

The company has determined the liability for gratuity and long term compensated absences in accordance with revised AS 15.

Disclosures as envisaged in revised AS 15 in respect of Gratuity and leave encashment are given below:

Gratuity and Leave Encashment:

Defined Benefit Plan - As per Actuarial Valuation as at 31 March 2021 - Liability towards Leave Encashment and Gratuity – NA

18. Earnings Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Particulars	31 st March 2021	31 st March 2020
Nominal value of Equity Shares(INR Per share)	INR 62.5	INR 62.5
Total No. of Equity Shares outstanding at the beginning of the Period/Year	1,500,000	1,500,000
Total No. of Equity Shares outstanding at the end of the Period/Year	1,500,000	1,500,000
Weighted average No. of Equity shares for Basic earnings per Share	1500,000	1500,000
Profit as per Profit and loss Account	(11,19,947)	(11,05,796)
Less: Dividend on Preference shares (including tax thereon)	-	-
Profit/ (Loss) for Earning per share	(11,19,947)	(11,05,796)
Earnings per Share (EPS)	(0.75)	(0.74)

19. Related Party Disclosures

Names of related parties and related party relationship

GMR Upper Karnali Hydropower Limited - Related Parties as on 31 March 2021		
(i)	Enterprises that control the Company	GMR Enterprises Limited GMR Infrastructure Limited GMR Energy Limited GMR Energy (Mauritius) Limited GMR Lion Energy Limited (GLEL)
(ii)	Ultimate Holding Company	GMR Enterprises Limited
(iii)	Fellow Subsidiary Companies	GMR Infrastructure Limited GMR Sports Private Limited GMR League Games Private Limited GMR Infratech Private Limited Cadence Enterprises Private Limited PHL Infrastructure Finance Company Private Limited Vijay Nivas Real Estates Private Limited Fabcity Properties Private Limited Kondampeta Properties Private Limited Hyderabad Jabilli Properties Private Limited Leora Real Estates Private Limited Pashupati Artex Agencies Private Limited Ravivarma Realty Private Limited GMR Solar Energy Private Limited Rajam Enterprises Private Limited Grandhi Enterprises Private Limited Ideaspace Solutions Private Limited National SEZ Infra Services Private Limited Kakinada Refinery and Petrochemicals Private Limited

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

		Corporate Infrastructure Services Private Limited
		GMR Bannerghatta Properties Private Limited
		Kirithi Timbers Private Limited
		AMG Healthcare Destination Private Limited
		GMR Holding (Malta) Limited
		GMR Infrastructure (Malta) Limited
		GMR Holdings (Overseas) Limited
		GMR Holdings (Mauritius) Limited
		Crossridge Investments Limited
		Interzone Capital Limited
		GMR Holdings Overseas (Singapore) Pte Limited
		GMR Business & Consultancy LLP
		GMR Energy Limited (GEL)
		GMR Power Corporation Limited (GPCL)
		GMR Vemagiri Power Generation Limited (GVPGL)
		GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)
		GMR Mining & Energy Private Limited (GMEL)
		GMR Kamalanga Energy Limited (GKEL)
		GMR Energy (Mauritius) Limited (GEML)
		GMR Lion Energy Limited (GLEL)
		GMR Upper Karnali Hydropower Limited (GUKPL)
		GMR Energy Trading Limited (GETL)
		GMR Consulting Services Private Limited (GCSPL)
		GMR Bajoli Holi Hydropower Private Limited (GBHHPL)
		GMR Londa Hydropower Private Limited (GLHPPL)
		GMR Kakinada Energy Private Limited (GKEPL)
		GMR Energy (Cyprus) Limited (GECL)
		GMR Energy (Netherlands) B.V. (GENBV)
		PT Dwikarya Sejati Utma (PTDSU)
		PT Duta Sarana Internusa (PTDSI)
		PT Barasentosa Lestari (PTBSL)
		PT Unsoco (PT)
		GMR Warora Energy Limited (Formerly EMCO Energy Limited)
		Indo Tausch Trading DMCC (ITTD)
		GMR Maharashtra Energy Limited (GMAEL)
		GMR Bundelkhand Energy Private Limited (GBEPL)
		GMR Rajam Solar Power Private Limited (formerly known as GMR Uttar Pradesh Energy Private Limited (GUPEPL)
		GMR Hosur Energy Limited (GHOEL)
		GMR Gujarat Solar Power Private Limited (GGSPPL)
		Karnali Transmission Company Private Limited (KTCPL)
		Marsyangdi Transmission Company Private Limited (MTCPL)
		GMR Indo-Nepal Energy Links Limited (GINELL)
		GMR Indo-Nepal Power Corridors Limited (GINPCL)
		GMR Generation Assets Limited (formerly known as GMR

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

		Renewable Energy Limited (GREEL)
		GMR Energy Projects (Mauritius) Limited (GEPML)
		GMR Infrastructure (Singapore) Pte Limited (GISPL)
		GMR Coal Resources Pte Limited (GCRPL)
		GMR Power Infra Limited (GPIL)
		GMR Highways Limited (GMRHL)
		GMR Tambaram Tindivanam Expressways Limited (GTTEPL)
		GMR Tuni Anakapalli Expressways Limited (GTAEPL)
		GMR Ambala Chandigarh Expressways Private Limited (GACEPL)
		GMR Pochanpalli Expressways Limited (GPEPL)
		GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)
		GMR Chennai Outer Ring Road Private Limited (GCORRPL)
		GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)
		GMR Highways Projects Private Limited (GHPPL)
		GMR Hyderabad International Airport Limited (GHIAL)
		Gateways for India Airports Private Limited (GFIAL)
		Hyderabad Airport Security Services Limited (HASSL)
		GMR Hyderabad Airport Resource Management Limited (GHARML)
		GMR Hyderabad Aerotropolis Limited (HAPL)
		GMR Hyderabad Aviation SEZ Limited (GHASL)
		GMR Aerospace Engineering Limited (GAEL) (formerly known as MAS GMR Aerospace Engineering Company Limited)
		GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))
		Hyderabad Duty Free Retail Limited (HDFRL)
		GMR Airport Developers Limited (GADL)
		GADL International Limited (GADLIL)
		GADL (Mauritius) Limited (GADLML)
		GMR Hotels and Resorts Limited (GHRL)
		GMR Hyderabad Airport Power Distribution Limited (GHAPDL)
		Delhi International Airport Private Limited (DIAL)
		Delhi Aerotropolis Private Limited (DAPL)
		Delhi Duty Free Services Private Limited (DDFS)
		Delhi Airport Parking Services Private Limited (DAPSL)
		GMR Airports Limited (GAL)
		GMR Airport Global Limited (GAGL)
		GMR Airports (Mauritius) Limited (GALM)
		GMR Aviation Private Limited (GAPL)
		Raxa Security Services Limited (Raxa)
		GMR Krishnagiri SEZ Limited (GKSEZ)
		Advika Properties Private Limited (APPL)
		Aklima Properties Private Limited (AKPPL)

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

		Amartya Properties Private Limited (AMPPL) Baruni Properties Private Limited (BPPL) Bougainvillea Properties Private Limited (BOPPL) Camelia Properties Private Limited (CPPL) Deepesh Properties Private Limited (DPPL) Eila Properties Private Limited (EPPL) Gerbera Properties Private Limited (GPL) Lakshmi Priya Properties Private Limited (LPPPL) Honeysuckle Properties Private Limited (HPPL) Idika Properties Private Limited (IPPL) Krishnapriya Properties Private Limited (KPPL) Larkspur Properties Private Limited (LAPPL) Nadira Properties Private Limited (NPPL) Padmapriya Properties Private Limited (PAPPL) Prakalpa Properties Private Limited (PPPL) Purnachandra Properties Private Limited (PUPPL) Shreyadita Properties Private Limited (SPPL) Pranesh Properties Private Limited (PRPPL) Sreepa Properties Private Limited (SRPPL) Radhapriya Properties Private Limited (RPPL) Asteria Real Estates Private Limited (AREPL) GMR Hosur Industrial City Private Limited (GHICL) Namitha Real Estates Private Limited (NREPL) Honey Flower Estates Private Limited (HFEPL) GMR Hosur EMC Limited (GHEMCL) GMR SEZ and Port Holdings Limited (GSPHL) East Godavari Power Distribution Company Private Limited (EGPDCPL) Suzone Properties Private Limited (SUPPL) GMR Utilities Private Limited (GUPL) Lilliam Properties Private Limited (LPPL) GMR Corporate Affairs Private Limited (GCAPL) Dhruvi Securities Private Limited (DSPL) GMR Business Process and Services Private Limited (GBPSPL) GMR Infrastructure (Mauritius) Limited (GIML)
(iv)	Enterprises where significant influence exists	Nil
(v)	Enterprises where key management personnel and their relative exercise significant influence	None
(vi)	Key Management Personnel	Mr. Harvinder Manocha Mr. Ashis Basu Dr. Nattawuth Udayasen

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

	Mr. G. Subba Rao Mr. RSSLN Bhaskarudu Mr. Kulman Ghising
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Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties during the year ending 31st March 2021 and 31st March 2020 and the closing balance as on 31st March 2021 and 31st March 2020.

- a) No transactions with related parties have been entered during the year.
- b) Closing balances with the above related parties is:

Amount in Rs.

Name of the company	31 March 2021	31 March 2020
i. Share Capital - Equity Share capital Enterprises that control the company-GLEL	9,37,50,000	9,37,50,000
ii. Share Application money Enterprises that control the company-GLEL	79,00,28,042	64,16,15,973
ii. Other Liabilities		
Fellow Subsidiary Companies – GMR Consult.	Nil	Nil
Fellow Subsidiary Companies – KTCPL	20,00,000	20,00,000

No compensation has been provided to key management personnel.

20. Disclosures on Financial instruments

This section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in accounting policies, to the financial statements.

a) Financial assets and liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2021 and March 31, 2020.

GMR Upper Karnali Hydropower LimitedNotes to financial statements for the year ended 31st March 2021

As at March 31, 2021

(Amount in Rs.)

Particulars	Fair value through consolidated statement of profit or loss	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying value	Total Fair value
Financial assets					
(i) Loans	-	-	10,17,559	10,17,559	10,17,559
(ii) Cash and cash equivalents	-	-	7,19,85,954	7,19,85,954	7,19,85,954
Total	-	-	7,30,03,512	7,30,03,512	7,30,03,512
Financial liabilities					
Other financial liabilities	-	-	100,92,71,720	100,92,71,720	100,92,71,720
Total	-	-	100,92,71,720	100,92,71,720	100,92,71,720

As at March 31, 2020

(Amount in Rs.)

Particulars	Fair value through consolidated statement of profit or loss	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying value	Total Fair value
Financial assets					
(i) Loans	-	-	8,66,629	8,66,629	8,66,629
(ii) Cash and cash equivalents	-	-	3,01,60,732	3,01,60,732	3,01,60,732
Total	-	-	3,10,27,361	3,10,27,361	3,10,27,361
Financial liabilities					
Other financial liabilities	-	-	930,961,890	930,961,890	930,961,890
Total	-	-	930,961,890	930,961,890	930,961,890

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Financial risk management objectives and policies

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy which not only covers the foreign exchange risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management policy is approved by the Board of Directors. The risk management framework aims to:

- i. Create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan.
- ii. Achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

Financial instruments and cash deposits- Credit risk from balances with banks and financial institutions is managed by the company's treasury department in accordance with the company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the company's Finance Committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans. The Company's policy is that not more than 0% of borrowings should mature in the next 12-month period.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
	INR	INR	INR	INR	INR	INR
Year Ended on 31/03/2021						
Borrowings			20,00,000			20,00,000
Other financial liabilities	100,92,71,720					100,92,71,720
Total	100,92,71,720		20,00,000			101,12,71,720
Year Ended on 31/03/2020						
Borrowings			20,00,000			2,000,000
Other financial liabilities	93,09,61,890					93,09,61,890
Total	93,09,61,890		20,00,000			93,29,61,890

21. The Company has entered into certain cancelable operating lease agreements mainly for office premises. The lease rentals considered under Capital work-in-progress for the period as per the agreement are as follows:

Particulars	For year ended 31 st March 2021	For year ended 31 st March 2020
Lease Rentals under cancelable leases	45,71,398	49,23,617
Lease Rentals under non-cancelable leases	-	-

22. Expenditure in Foreign Currency – Nil
23. Deferred Tax Assets and Deferred Tax Liability have not been recognized in financials as there is no timing difference.
24. **Pending Litigations:** The Company does not have any pending litigations which would impact its financial position.

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GMR Upper Karnali Hydropower LimitedNotes to financial statements for the year ended 31st March 2021

S. No	Parties	Court	Litigation Details	Current Update
1	Chandra Kumari Thani & Ors. vs. Govt. of Nepal, Investment board of Nepal	SUPREME COURT OF NEPAL	Challenging enhancement of project capacity from 300 MW to 900 MW and other non-compliance of legal procedures.	This matter is currently on board for hearing and shall be taken up after the lockdown is over. We have engaged the best advocates available. Since Govt. and IBN are also respondents we shall get support in defending the matter in best possible manner.
2	Sharad Singh Bhandari vs. Govt. of Nepal & ors.	SUPREME COURT OF NEPAL	Seeking declaration that the project development agreement dated September 19, 2014 executed with Investment Board, Government of Nepal is against the interest of Nepal and its people and also amongst others, is against the provisions of Investment Board Act, 2011, Environment Protection Act, 1997, Water Resources Act, 1992 and the same should be declared null and void.	This matter is currently on board for hearing and shall be taken up after the lockdown is over. We have engaged the best advocates available. Since Govt. and IBN are also respondents we shall get support in defending the matter in best possible manner.
3	Ratan Bhandari vs. Govt. of Nepal, Investment board of Nepal	SUPREME COURT OF NEPAL	Seeking declaration that the project development agreement dated September 19, 2014 executed with Investment Board, Government of Nepal is against the interest of Nepal and its people and also amongst others, is against the provisions of Investment Board Act, 2011, Environment Protection Act, 1997, Water Resources Act, 1992 and the same should be declared null and void.	This matter is currently on board for hearing and shall be taken up after the lockdown is over. We have engaged the best advocates available. Since Govt. and IBN are also respondents we shall get support in defending the matter in best possible manner.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

4	Janmadev Jaisi vs. Govt. of Nepal, Investment board of Nepal	SUPREME COURT OF NEPAL	Seeking declaration that additional time of one year granted by IBN to GMR for achieving Financial Closure if not in the interest of Nepali Public and is against the interest of Nepal.	This matter is currently on board for hearing and shall be taken up after the lockdown is over. We have engaged the best advocates available. Since Govt. and IBN are also respondents we shall get support in defending the matter in best possible manner.
5	Janmadev Jaisi (Second) vs. Govt. of Nepal, Investment board of Nepal	SUPREME COURT OF NEPAL	Seeking declaration that additional time of one year i.e up to Sept 2018 granted by IBN to GMR for achieving Financial Closure if not in the interest of Nepali Public and is against the interest of Nepal.	We have replied that all the efforts made to achieve FC within time stipulated, have been explained in the application and the decision of IBN in granting extension is justified and as per the terms of PDA.

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

26. There are no micro and small enterprises to which the company owes dues which are outstanding for more than 45 days as at 31st March 2021 and 31st March 2020. This information as required to be disclosed under the Micro Small and Medium Enterprises Development Act 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

27. Segment Reporting

The company is engaged primarily in the business of setting and running of Power Plants. As the basic nature of the activities is governed by the same set of risk and returns these have been grouped as a single business segment. Accordingly, separate primary and secondary segment reporting disclosures as envisaged in Accounting Standard (Ind AS-108) on Segmental Reporting issued by the ICAI are not applicable to the present activities of the company.

28. Fair Value

The carrying amount of all financial assets and liabilities (except for those instruments carried at fair value) appearing in the financial statements is reasonable approximation of fair value.

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

29. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is total debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio at an optimum level to ensure that the debt related covenant are complied with.

Particulars	At 31 March 2021	At 31 March 2020
Borrowings	93,74,74,375	90,21,61,875
Total debts	93,74,74,375	90,21,61,875
Capital Components		
Share Capital	93,75,000	93,75,000
Equity	74,59,47,700	59,86,55,578
Total Capital	75,53,22,700	60,80,30,578
Capital and net debt	169,27,97,075	151,01,92,453
Gearing ratio (%)	55%	65%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020.

30. Effective Tax Reconciliation (ETR)

Effective Tax Reconciliation for the year ended March 31, 2021	(Amount in Rs.)	
	Year ended 31-Mar-21	Year ended 31-Mar-20
Income tax		
Accounting profit before tax	(11,19,947)	(11,05,796)
Tax rate	20.00%	20.00%
Tax at the applicable tax rate of 20% (March 31, 2020: 20%)	-	-

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

Deferred tax	NA	NA
Tax effect of expenses that are not deductible in determining taxable profit:		
Other non-deductible expenses	-	-
At the effective income tax rate	-	-
Total tax expense reported in the statement of profit and loss	-	-

31. New Indian Accounting Standard (Ind AS) issued but not yet effective

Ind AS 115 'Revenue from Contracts with Customers' was notified on 28 March 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. This new standard requires revenue to be recognized when promised goods or services are transferred to customers in amounts that reflect the consideration to which the Company expects to be entitled in exchange for those goods or services. Adoption of the new rules could affect the timing of revenue recognition for certain transactions of the Company. Ind AS 115 is effective for the Company in the first quarter of fiscal 2019 and permits two possible methods of transition:

retrospectively to each prior reporting period presented in accordance with Ind AS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*, with the option to elect certain practical expedients as defined within Ind AS 115 (the full retrospective method); or

retrospectively with the cumulative effect of initially applying Ind AS 115 recognized at the date of initial application (1 April 2018) and providing certain additional disclosures as defined in Ind AS 115 (the modified retrospective method).

The Group continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on revenue resulting from the application of Ind AS 115 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Company's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Company has established an implementation team to implement Ind AS 115 related to the recognition of revenue from contracts with customers and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary.

Upon adoption the Company expects there to be a change in the manner that variable consideration in certain revenue arrangements is recognized from the current practice of recognizing such revenue as the services are performed and the variable consideration is earned to estimating the achievability of the variable conditions when the Company begins delivering services

GMR Upper Karnali Hydropower Limited

Notes to financial statements for the year ended 31st March 2021

and recognizing that amount over the contractual period. The Company also expects a change in the manner that it recognizes certain incremental and fulfilment costs from expensing them as incurred to deferring and recognizing them over the contractual period. A reliable estimate of the quantitative impact of Ind AS 115 on the financial statements will only be possible once the implementation project has been completed.

Amendments to Indian Accounting Standards (Ind AS) issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2017 and Companies (Indian Accounting Standards) Amendment Rules, 2018 amending the following standard:

Amendments to Ind AS 12 - Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after 1 April 2018. These amendments are not expected to have any impact on the company as the company has no deductible temporary differences or assets that are in the scope of the amendments.

Appendix B to Ind AS 21 Foreign Currency Transactions and Advance Consideration

The Appendix clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration.

Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

- (i) The beginning of the reporting period in which the entity first applies the Appendix,
or

