



Corporate Office:
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November 09, 2021

To
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400001

Dear Sir/ Madam,

Sub: Financial Statement under Clause 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Company Code: 10776; Company: GMR Warora Energy Limited

The Board at its meeting held today, i.e. on November 09, 2021, has unanimously approved the unaudited financial results of the Company for the quarter and half year ended September 30, 2021.

Please find enclosed the unaudited financial results of the Company for the quarter and half year ended September 30, 2021 along with Limited Review Report of the auditors thereon.

This is for your records.

Thanking you,

Yours Faithfully,
For **GMR Warora Energy Limited**



Company Secretary
M. No. F8649

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Ind AS Financial Results of the Company Pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
GMR Warora Energy Limited**

1. We have reviewed the accompanying statement of unaudited Ind AS financial results of GMR Warora Energy Limited (the "Company") for the quarter ended September 30, 2021 and year to date from April 01, 2021 to September 30, 2021 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material Uncertainty Related to Going Concern

5. We draw attention to Note 5 to the accompanying unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021 which indicate that the Company has incurred losses during the current period, has accumulated losses of Rs. 7,759.53 million, its net worth has been substantially eroded and its current liabilities exceed current assets as at September 30, 2021. These conditions, together with the impact of the ongoing COVID-19 pandemic as explained in note 10 including invocation of the Prudential Framework for Resolution of Stressed Assets as per the guidelines issued by Reserve Bank of India ('RBI'), non-renewal of long term power purchase agreement with one of its key customer which expired during June 2020 and significant delays in the realization of outstanding receivables as detailed in note 4



indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Emphasis of Matters

6. We draw attention to the following matters in the notes to the accompanying unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021:
 - a. Note 4 in connection with the realization of trade receivables and unbilled revenue (including claims towards change in law events, increased coal cost pass through and carrying costs thereof and capacity charges outstanding from one of its customers during the period of lockdown based on declared capacity) of Rs. 6,524.09 million of the Company, which are pending settlement/ realization as on September 30, 2021. The management of the Company based on its internal assessment as detailed in note 4 to the accompanying unaudited Ind AS financial results and certain interim favourable regulatory orders for claims made by the Company is of the view that the aforesaid balances are fully recoverable as at September 30, 2021.
 - b. Note 7 in connection with the dispute pertaining to transmission charges with Maharashtra State Electricity Distribution Company Limited ('MSEDCL'). The Company has disputed the contention of MSEDCL that the cost of transmission charges are to be paid by the Company. Accordingly, the Company has not accounted the aforesaid transmission charges in the accompanying unaudited Ind AS financial results for the respective years from March 17, 2014 up to September 30, 2021 based on a favourable Order received by the Company from APTEL. MSEDCL have preferred an appeal with Hon'ble Supreme Court of India against the aforesaid APTEL order and the matter is pending conclusion.
 - c. Note 9 in connection with the amounts due to certain vendors which are outstanding beyond permissible time period under the Foreign Exchange Management Act ('FEMA'). Pending filing for condonation of delay with competent authority no adjustments are made to the accompanying unaudited Ind AS financial results.
 - d. Note 10 in connection with the impact of the outbreak of COVID-19 on the business operations, liquidity position, recoverability of assets, achievement of key assumptions considered in the valuation assessment of the carrying value of the assets and future cash flows of the Company, invocation of the Prudential Framework for Resolution of Stressed Assets as per the guidelines issued by Reserve Bank of India ('RBI') in respect of all the borrowing facilities availed by the Company. In view of the highly uncertain economic environment, a definitive assessment of impact on the subsequent periods is highly dependent upon circumstances as they evolve.

Our conclusion is not modified in respect of these matters.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Other Matters

The financial information for the corresponding quarter ended September 30, 2020 and half year ended September 30, 2020 to be included in the Statement of unaudited Ind AS financial results and Statement of cash flows respectively, have not been furnished by the Company in the accompanying Statement pursuant to the relaxation provided in the SEBI Circular SEBI/HO/DDHS/CIR/2021/0000000637 dated October 05, 2021.

Our conclusion is not modified in respect of the aforesaid matter.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

SANDEEP
KARNANI

Digitally signed by SANDEEP
KARNANI
Date: 2021.11.09 22:06:41
+05'30'

per Sandeep Karnani

Partner

Membership No.: 061207

UDIN: 21061207AAAAFI8293



Place: Bengaluru

Date: November 09, 2021

Statement of assets and liabilities		(Rs. in millions)	
		September 30, 2021 (Unaudited)	March 31, 2021 (Audited)
A	ASSETS		
1	Non-current assets		
	Property, plant and equipment	30,023.34	30,575.92
	Capital work in progress	26.94	12.92
	Intangible assets	2.74	4.14
	Right-of-use assets	337.12	339.12
	Financial assets		
	Investments (Rs. 2,500 (March 31, 2021: Rs. 2,500))	0.00	0.00
	Other financial assets	288.15	250.38
	Non-current tax assets (net)	9.96	9.81
	Other non-current assets	25.40	20.59
	Total non-current assets	30,713.65	31,212.88
2	Current assets		
	Inventories	403.71	368.66
	Financial assets		
	Trade receivables	6,318.71	6,434.88
	Cash and cash equivalents	293.02	95.57
	Loans		
	Other financial assets	342.37	821.01
	Other current assets	497.96	244.22
	Total current assets	7,855.77	7,964.34
	Total assets (1+2)	38,569.42	39,177.22
B	EQUITY AND LIABILITIES		
1	EQUITY		
	Equity share capital	8,700.00	8,700.00
	Other equity	(5,642.03)	(4,921.11)
	Total equity	3,057.97	3,778.89
	LIABILITIES		
2	Non-current liabilities		
	Financial liabilities		
	Borrowings	24,394.24	25,480.07
	Provisions	67.51	61.55
	Deferred tax liabilities (net)	-	195.30
	Total non-current liabilities	24,461.75	25,736.92
3	Current liabilities		
	Financial liabilities		
	Borrowings	6,838.21	6,782.59
	Trade payables		
	(a) Total outstanding dues of micro enterprises and small enterprises	84.98	55.27
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	1,232.04	1,122.47
	Other financial liabilities	2,541.05	1,326.77
	Other current liabilities	15.47	39.53
	Provisions	62.79	59.62
	Liabilities for current tax (net)	275.16	275.16
	Total current liabilities	11,049.70	9,661.41
	Total liabilities	35,511.45	35,398.33
	Total equity and liabilities (1+2+3)	38,569.42	39,177.22



GMR Warora Energy Limited						
Corporate Identification Number (CIN): U40100MH2005PLC155140						
Registered Office: 701/704, 7th Floor, Naman Centre, A-Wing, BKC, Bandra, Mumbai - 400 051						
Statement of unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021						
						(Rs. in millions)
Sr. No.	Particulars	Quarter ended		Half year ended		Year ended
		September 30, 2021	June 30, 2021	September 30, 2021	September 30, 2020	March 31, 2021
		Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue:					
	(a) Revenue from operations (refer note 4)	2,418.48	2,583.12	5,001.60	7,303.04	14,773.27
	(b) Other income	641.02	79.72	720.74	29.83	54.36
	(c) Finance Income	1.24	0.93	2.17	3.72	5.89
	Total revenue	3,060.74	2,663.77	5,724.51	7,336.59	14,833.52
2	Expenses					
	(a) Consumption of fuel	1,527.09	1,535.30	3,062.39	3,982.89	8,442.92
	(b) Employee benefit expenses	106.34	107.87	214.21	201.01	407.38
	(c) Finance costs	955.03	945.88	1,900.91	1,964.68	3,905.85
	(d) Depreciation and amortization expenses	296.78	292.84	589.62	606.39	1,197.91
	(e) Transmission charges (refer note 7)	156.95	180.61	337.56	354.59	740.65
	(f) Other expenses	328.60	205.30	533.90	361.63	978.97
	Total expenses	3,370.79	3,267.80	6,638.59	7,471.19	15,673.68
3	Profit / (loss) before tax (1 - 2)	(310.05)	(604.03)	(914.08)	(134.60)	(840.16)
4	Tax Expenses					
	(a) Current tax	-	-	-	-	-
	(b) Deferred tax charge / (credit)	-	(195.39)	(195.39)	(31.29)	(206.88)
5	Profit / (loss) after tax (3 ± 4)	(310.05)	(408.64)	(718.69)	(103.31)	(633.28)
6	Other comprehensive income/(expenses) (net of tax)					
	(A) (i) Items that will not be reclassified to profit or loss	(2.48)	0.34	(2.14)	(0.54)	3.05
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	(0.09)	(0.09)	0.14	(0.77)
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
7	Total comprehensive income for the period (Comprising profit / (loss) and other comprehensive income / (expenses) (net of tax) for the period (5 ± 6))	(312.53)	(408.39)	(720.92)	(103.71)	(631.00)
8	Paid-up equity share capital (Face value of Rs.10 per share)	8,700.00	8,700.00	8,700.00	8,700.00	8,700.00
9	Paid up debt capital (refer note 12)	750.00	748.41	750.00	747.92	748.24
10	Debenture redemption reserve	187.50	187.50	187.50	187.50	187.50
11	Earning per share (EPS) (of Rs 10 each) (not annualised)					
	(a) Basic EPS	(0.30)	(0.39)	(0.69)	(0.10)	(0.61)
	(b) Diluted EPS	(0.30)	(0.39)	(0.69)	(0.10)	(0.61)
12	Weighted average number of equity shares for calculation of:					
	(a) Basic earning per share (EPS)	1,040,008,060	1,040,008,060	1,040,008,060	1,040,008,060	1,040,008,060
	(b) Diluted earning per share (EPS)	1,040,008,060	1,040,008,060	1,040,008,060	1,040,008,060	1,040,008,060
13	Net worth (refer note 11 below)	3,057.97	3,370.50	3,057.97	4,306.18	3,778.89
14	Ratios (refer note 11 below)					
	Debt equity ratio	10.21	9.45	10.21	7.78	8.54
	Debt service coverage ratio (DSCR)	0.74	0.53	0.64	1.24	0.85
	Interest service coverage ratio (ISCR)	0.98	0.67	0.83	1.24	1.09
	Current ratio	0.71	0.75	0.71	0.90	0.82
	Long term debt to working capital	32.07	22.49	32.07	9.74	15.59
	Bad debts to Account receivable ratio*	0.01	0.00	0.01	0.00	0.01
	Current liability ratio	0.31	0.29	0.31	0.29	0.27
	Total debts to total assets	0.86	0.84	0.86	0.81	0.84
	Debtors turnover*	0.39	0.41	0.78	1.31	2.70
	Inventory turnover*	3.60	3.72	8.09	4.83	10.85
	Operating margin (%)	0.11%	10.11%	5.28%	24.60%	20.34%
	Net profit margin (%)	(12.82%)	(15.82%)	(14.37%)	(1.41%)	(4.29%)

*Ratios for the quarter / half year ended have not been annualised.



Statement of cash flows		(Rs. in millions)
Particulars	For the half year ended September 30, 2021	
	(Unaudited)	
CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES		
Profit / (loss) before tax		(914.08)
Non-cash adjustments to reconcile profit/(loss) before tax to net cash flows:		
Depreciation and amortisation expenses		589.62
Impairment allowance		88.21
Net foreign exchange differences		6.37
Finance costs		1,900.91
Interest income on bank deposits		(2.17)
Operating profit before working capital changes		1,668.86
Working capital adjustments:		
(Increase) / decrease in inventories		(35.05)
Decrease / (increase) in trade receivables		40.42
(Increase) / decrease in non-current and current other financial assets and other assets		221.93
Increase / (decrease) in trade payables		138.80
(Decrease) / increase in non-current and current other financial liabilities, other liabilities and provisions		(17.69)
Cash generated from operating activities		2,017.27
Direct taxes (paid) / refund		(0.15)
Net cash flow from / (used in) operating activities (A)		2,017.12
CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES		
Purchase of property, plant and equipment, including capital work in progress, capital advances and intangible assets		(66.72)
Investment in bank deposits (having original maturity of more than three months) and other bank balances		(37.77)
Interest income received		1.51
Net cash flow (used in) / from investing activities (B)		(102.98)
CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES		
Repayment of long-term borrowings		(572.24)
Proceeds from short-term borrowings (net of repayment)		(466.06)
Finance costs paid		(678.39)
Net cash flow (used in) / from financing activities (C)		(1,716.69)
Net increase / (decrease) in cash and cash equivalents (A + B + C)		197.45
Cash and cash equivalents as at the beginning of the period*		95.57
Cash and cash equivalents as at the end of the period		293.02

* Components of cash and cash equivalents

Particulars	(Rs. in millions)	
	September 30, 2021 (Unaudited)	March 31, 2021 (Audited)
Cash on hand	0.01	0.02
Balance with banks	293.01	95.55
Total cash and cash equivalents	293.02	95.57



Notes to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021

1. The unaudited Ind AS financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (“Ind AS”) 34 on Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013, read with relevant rules made thereunder and in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant circulars thereunder.
2. The unaudited Ind AS financial results of the Company for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021 have been reviewed by the Audit Committee in their meeting on November 09, 2021 and approved by the Board of Directors in their meeting on November 09, 2021.
3. The financial information for the corresponding quarter ended September 30, 2020 and half year ended September 30, 2020 to be included in the Statement of unaudited Ind AS financial results and Statement of cash flows, respectively, have not been furnished by the Company in the accompanying Statement pursuant to the relaxation provided in the SEBI Circular SEBI/HO/DDHS/CIR/2021/0000000637 dated October 05, 2021.
4. (a) The Company has claimed compensation for various "change in law" events including coal cost pass through, duties and taxes, carrying cost etc. from its customers under the Power Purchase Agreements (‘PPA’) and filed petitions with the regulatory authorities for settlement of such claims in favour of the Company. Based on certain interim favourable orders by Central Electricity Regulatory Commission (‘CERC’) the management is confident of settlement of claims (including interest thereon) made by the Company in its favour and has accordingly accounted Rs. 9,580.41 million till the period ended September 30, 2021 (including Rs. 353.32 million accounted during the half year ended September 30, 2021). The Company has trade receivables and unbilled revenue of Rs. 6,524.09 million as at September 30, 2021. The management of the Company based on its internal assessment and certain interim favourable regulatory orders, is of the view that the aforesaid balances are fully recoverable as at September 30, 2021 and accordingly, has not made any adjustments in the unaudited Ind AS financial results of the Company for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021.

(b) The Company received notices from one of its customer disputing payment of capacity charges of Rs 1,320.06 million for the period March 23, 2020 to June 30, 2020 as the customer had not availed power during the said period sighting force majeure on account of COVID 19 pandemic. The Company responded and clarified that the said situation is not covered under force majeure clause in view of the clarification by the Ministry of Power stating that Discoms will have to comply with the obligation to pay fixed capacity charges as per PPA. The customer is of the view that the aforesaid clarification by the Ministry of Power cannot override the terms of the PPA and continue to dispute the payment thereof. Also, the PPA with the customer expired in June 2020. Further, during the year ended March 31, 2021, the Company filed petition with CERC for settlement of the dispute. The management of the Company based on its internal assessment, legal expert advice and petition filed with CERC, is of the view that the aforesaid capacity charges are fully recoverable and accordingly recognised the same as revenue during the year ended March 31, 2021.

The statutory auditors of the Company have drawn an Emphasis of Matter in their Independent Auditor’s Review Report in this regard.



Notes to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021

5. The Company has incurred loss during the current period and has accumulated losses of Rs. 7,759.53 million as at September 30, 2021 which has resulted in substantial erosion of the net worth of the Company and its current liabilities exceed current assets. There have been delays in repayment of dues to the lenders on account of the delay in the receipt of receivables from its customers as detailed in note 4 above, thereby resulting in lowering of credit ratings for the Company's borrowings. Further as detailed in note 10(a) in view of ongoing COVID-19 pandemic and expiry of PPA with one of the customers availing 200 MW of power in June 2020 and a consequent cancellation of Fuel Supply Agreement, there could be impact on the future business operations, financial position and future cashflows of the Company. However, the Company has made profits before taxes for the year ended March 31, 2020 and March 31, 2019 and have favourable interim orders towards the aforementioned claims. Also, subsequent to September 30, 2021, the Company has entered into a new PPA with Gujarat Urja Vikas Nigam Limited ('GUVNL') for the supply of 150 MW of power from October 2021 to July 2023. Further as detailed in note 10(b), most of the borrowing facilities of the Company became Special Mention Account-2/Non-Performing Assets, accordingly resolution process under Prudential Framework for Resolution of Stressed Assets, as prescribed by the Reserve Bank of India ('RBI') on June 07, 2019 was invoked on June 29, 2021 by default and Inter Creditors Agreement by majority of lenders was executed on July 27, 2021. Accordingly, the management of the Company based on the future business plans and forecasted cash flows is of the opinion that the Company will generate sufficient profits in the future years, realise its receivables and meet its debt obligations as per the Resolution Framework. Accordingly, the unaudited Ind AS financial results of the Company continue to be prepared on a going concern basis which contemplates realisation of current assets and settlement of current liabilities in an orderly manner.

The statutory auditors of the Company have drawn a 'Material Uncertainty Related to Going Concern' in their Independent Auditor's Review Report in this regard.

6. The management of the Company carried out a valuation assessment of its Property, Plant and Equipment ('PPE') during the year ended March 31, 2021 by an external expert. The valuation assessment includes certain key assumptions such as fully utilizing the untied capacity of 200 MW resulting from the expiry of existing PPA with one of its customers in June 2020, conclusion and timely realisation of claims with Discoms currently under dispute for various change in law events as detailed in note 4(a) above, enhancement in the operational performance of the plant including ramp up in generation and availability of coal with higher gross calorific value at competitive rates, decline in interest rates, restructuring of loans as detailed in note 10(b) below etc., which the management believes reasonably reflect the future expectations and is of the view that the carrying value of the PPE as at September 30, 2021 is appropriate and accordingly has not made any adjustments to the carrying values of PPE as at September 30, 2021.
7. The Company has a PPA with Maharashtra State Electricity Distribution Company Limited ('MSEDCL') for sale of power for an aggregate contracted capacity of 200 MW. MSEDCL disputed place of evacuation of power with Maharashtra Electricity Regulatory Commission ('MERC'), wherein MERC has directed the Company to construct separate lines for evacuation of power through State Transmission Utility ('STU') though the Company was connected to Central Transmission Utility ('CTU'). Aggrieved by the MERC Order, the Company preferred an appeal with Appellate Tribunal for Electricity ('APTEL'). APTEL vide its interim Order dated February 11, 2014 directed the Company to start scheduling the power from the Company's bus bar and bear transmission charges of inter-state transmission system towards supply of power. The Company in terms of the interim order scheduled the power from its bus bar from March 17, 2014 and paid inter-state transmission charges. APTEL vide its final Order dated May 8, 2015 upheld the Company's contention of scheduling the power from bus bar and directed MSEDCL to reimburse the inter-state transmission charges hitherto borne by the Company as per its interim order. Accordingly, as at September 30, 2021, the Company has raised claim of Rs. 6,145.95 million towards reimbursement of transmission charges from March 17, 2014 till September 30, 2021. MSEDCL



Notes to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021

preferred an appeal with Hon'ble Supreme Court of India and the matter is pending conclusion. Pursuant to notification No. L-1/250/2019/CERC, the transmission charges is being directly billed to the respective customers (DISCOMS) by Power Grid Corporation of India Limited and accordingly the Company has not received transmission charges related invoices for the period December'2020 to September'2021. Though there is a change in the invoicing mechanism, the final obligation towards the transmission charges will be decided based on the order of the Hon'ble Supreme Court of India as stated above.

In view of the favourable Order from APTEL, rejection of stay petition of MSEDCL by the Hon'ble Supreme Court of India, receipt of substantial amounts towards reimbursement of transmission charges and legal expert advice, the Company has recognized the reimbursement of transmission charges of Rs. 6,145.95 million from March 17, 2014 to September 30, 2021 (including Rs. 30.16 million for the period ended September 30, 2021) as reduction in the cost of transmission in the Statement of profit and loss. Further the cost of transmission charges as stated with effect from December 2020 is directly invoiced by Power Grid Corporation of India Limited to DISCOMS and has been disclosed as contingent liability pending the final outcome of the matter in the Hon'ble Supreme Court of India.

The statutory auditors of the Company have drawn an Emphasis of Matter in their Independent Auditor's Review Report in this regard.

8. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
9. As at September 30, 2021 the amount payable in foreign currency to certain vendors of USD 5.25 million is outstanding for more than 3 years. The Company is in the process of filing necessary documents with the RBI and is confident that such delays will not require any adjustments to the unaudited Ind AS financial results of the Company for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021.

The statutory auditors of the Company have drawn an Emphasis of Matter in their Independent Auditor's Review Report in this regard.

10. (a) The spread of COVID-19 has severely impacted businesses operations around the globe including India. The Company is in the business of generation of electricity which is an essential service as emphasized by the Ministry of Power, Government of India. Hence, the Company has ensured continuity in power supply during the period of lockdown. However, as detailed in note 4(b) above, the Company received notices of force majeure from one of its customer disputing payment of capacity charges post March 23, 2020 till June 30, 2020. The Company had responded and clarified that the said situation is not covered under force majeure clause in view of the clarification by the Ministry of Power stating that Discoms will have to comply with the obligation to pay fixed capacity charges as per PPA. However, the customer continues to dispute the aforesaid payment of capacity charges. Further, the customers continue to delay the payment of various change in law/ coal cost pass through and other claims as detailed in note 4(a) above thereby causing significant stress on the cash flows of the Company. The RBI had granted relief to borrowers by way of moratorium of interest and principal instalments falling due to banks and financial institution during the period March 2020 till August 2020 to mitigate the stress on cash flows during the period of COVID-19. The Company availed the moratorium and the interest during the said moratorium period was converted into Funded Interest Term Loans (FITL) payable as per the revised repayment schedules. Further as detailed in note 10(b) below, most of the borrowing facilities of the Company



Notes to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021

became Special Mention Account-2/Non Performing Assets, accordingly resolution process under Prudential Framework for Resolution of Stressed Assets, as prescribed by the RBI on June 07, 2019 was invoked on June 29, 2021 by default and Inter Creditors Agreement by majority of lenders was executed on July 27, 2021. Also refer note 4 and 10(b).

(b) The RBI had issued the Resolution Framework for COVID-19 related stress vide its Circular dated August 6, 2020 "Resolution Framework for COVID-19 related stress". The Company is facing financial stress due to COVID- 19 pandemic and other factors as detailed in notes 4 and 5 and accordingly had invoked the aforesaid Resolution Framework by obtaining requisite approvals of majority of lenders as per the guidelines issued by the RBI on December 30, 2020 in respect of all the borrowing facilities (including fund based, non-fund based and investment in non-convertible debentures) availed by the Company as on the invocation date. In this regard, all the lenders of the Company had entered into an Inter Creditors Agreement ('ICA') on January 21, 2021 and a resolution plan was to be implemented within 180 days from the invocation date in accordance with the framework issued by RBI. Considering that the proposed resolution plan did not meet certain minimum rating criteria under Resolution Framework for COVID-19 related stress, the said resolution process failed during the quarter ended June 30, 2021. Further most of the borrowing facilities of the Company had become Special Mention Account-2/Non Performing Assets, accordingly resolution process under Prudential Framework for Resolution of Stressed Assets, as prescribed by the RBI on June 07, 2019 was invoked on June 29, 2021 by default and Inter Creditors Agreement by majority of lenders was executed on July 27, 2021. Resolution Plan is to be implemented in accordance with frame work issued by RBI within 180 days from the date of invocation.

During the quarter ended September 30, 2021, one of the lenders has exercised the available put option as per the provisions of the Debenture Trust Deed and have advised the Company for remittance of the outstanding amount. Considering the factors as detailed in note 4 above, the Company has requested the said dissenting lender to withdraw/ defer the put option on NCD's vide its letter dated October 21, 2021. Further another lender has filed a petition against the Company before the National Company Law Tribunal u/s 7 of Insolvency and Bankruptcy Code, 2016 for initiating the Corporate Insolvency Resolution Process. Discussions are in progress with the aforesaid lenders to withdraw the said put option and petition and to agree on the repayment schedule under the Resolution Plan.

Considering the time limit for implementation and various activities under Resolution Plan are still under progress as on the report date and the Company is confident of the successful implementation of the Resolution Plan, the management has not made any adjustments to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021 with regard to the said Prudential Framework for resolution of stressed assets.

The statutory auditors of the Company have drawn an Emphasis of Matter in their Independent Auditor's Review Report in this regard.



Notes to the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021

11. (a) Debt equity ratio represents total borrowings (long-term borrowings and short-term borrowings) / total equity (equity share capital + other equity).
(b) Debt service coverage ratio (DSCR) represents earnings before interest, tax, depreciation and amortization expenses (net of finance income) / debt service (finance costs plus principal repayments of long-term borrowings made during the period).
(c) Interest service coverage ratio (ISCR) represents earnings before interest, tax, depreciation and amortization expenses (net of finance income) / finance costs.
(d) Current ratio represents current assets / current liabilities.
(e) Long term debt to working capital represents long-term borrowings (including current maturities of long-term borrowings) / current assets less current liabilities (excluding current maturities of long-term borrowings).
(f) Bad debts to Account receivable ratio represents allowance for bad and doubtful debts / average of opening and closing balances of trade receivables.
(g) Current liability ratio represents current liabilities / total liabilities.
(h) Total debts to total assets represents total borrowings (long-term borrowings, short-term borrowings and interest due on borrowings) / total assets.
(i) Debtors turnover represents revenue from operations / average of opening and closing balances of trade receivables.
(j) Inventory turnover represents consumption of fuel plus consumption of stores and spares/ average of opening and closing balances of inventory.
(k) Operating margin (%) represents earnings before interest, tax (net of other income and finance income) / revenue from operations.
(l) Net profit margin (%) represents profit/ (loss) after tax / revenue from operations.
(m) Net worth represents total equity (equity share capital + other equity).
12. Paid-up debt capital represents outstanding non-convertible debentures issued by the Company (excluding provision for redemption) as at the period end.
13. The Statutory auditors of the Company have carried out a limited review of the unaudited Ind AS financial results for the quarter ended September 30, 2021 and year to date April 01, 2021 to September 30, 2021.
14. Previous period / year's figures have been regrouped / reclassified, wherever necessary to confirm to current period's classification.

For and on behalf of the board of Directors of GMR Warora Energy Limited

DHANANJAY
VASANTRAO
DESHPANDE

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TILAK NAGAR, SHANKAR NAGAR,
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Date: 2021.11.09 21:59:50 +05'30'

Dhananjay Deshpande

Whole Time Director

DIN : 07663196

Place: Warora, Maharashtra

Date: November 09, 2021



ASHISH
VINAY
DESHPANDE

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Ashish Deshpande

Chief Financial Officer

Membership no. – 110081

