



Renewables

January 22, 2025

The Listing Department

**BSE Limited**

Floor 25, P J Towers,

Dalal Street,

Mumbai-400001

Dear Sir/Madam,

**Re: Submission of Unaudited Financial Results for the quarter and nine months ended December 31, 2024 and Security Cover Certificate by Statutory Auditors for the period ended December 31, 2024**

In continuation to our letter dated January 11, 2025 and with reference to above, we hereby submit / inform that:

1. The Board of Directors ("the Board") at its meeting held on January 22, 2025, which commenced at 10:40 PM and concluded at 10:55 PM has approved the Unaudited Financial Results of Prayatna Developers Private Limited ("the Company") for the quarter and nine months ended December 31, 2024.

Pursuant to 52(3)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to state that the Auditors have issued their Limited Review Report with unmodified opinion for Unaudited Financial Results for the quarter and nine months ended December 31, 2024.

2. The Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2024 along with the Limited Review Report thereon pursuant to Regulation 52(2)(d) of the Listing Regulations.
3. The Certificate regarding maintenance of hundred percent or higher asset cover as per the terms of offer document/ Information Memorandum and/ or Debenture Trust Deed and compliance with the covenants in respect of listed

**Prayatna Developers Private Limited**

Adani Corporate House, Shantigram,  
Nr. Vaishno Devi Circle, S G Highway,  
Khodiyar, Ahmedabad – 382 421  
Gujarat, India  
CIN: U70101GJ2015PTC083634

Tel +91 79 2555 5555  
Fax +91 79 2555 5500  
investor.agel@adani.com



Renewables

non-convertible debt securities as provided by the Statutory Auditors to the Debenture Trustee i.e. Catalyst Trusteeship Limited pursuant to Regulation 54 read with 56(1)(d) of the Listing Regulations and SEBI Circular no. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/ 67 dated May 19. 2022.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

**For Prayatna Developers Private Limited**

**Rajiv Mehta**  
**Director**  
**DIN: 09281821**

**Prayatna Developers Private Limited**  
Adani Corporate House, Shantigram,  
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Registered Office: Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle,  
S G Highway, Khodiyar, Ahmedabad – 382 421, Gujarat, India

Sr. No.	Particulars	3 Months ended	3 Months ended	3 Months ended	9 Months ended	9 Months ended	For the year ended
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
		(Unaudited)					(Audited)
<b>1</b>	<b>Income</b>						
	(a) Revenue from Operations						
	i. Power Supply	4,472	5,251	4,373	16,027	16,050	21,064
	ii. Sale of Spares	-	-	-	-	80	93
	(b) Other Income	1,207	1,153	1,356	3,405	4,121	5,862
	<b>Total Income</b>	<b>5,679</b>	<b>6,404</b>	<b>5,729</b>	<b>19,432</b>	<b>20,251</b>	<b>27,019</b>
<b>2</b>	<b>Expenses</b>						
	(a) Cost of Spares sold	-	-	-	-	77	90
	(b) Finance Costs (net) (Refer note 6)	2,128	2,420	3,549	6,988	11,050	14,140
	(c) Foreign Exchange Loss / (Gain) (net) (Refer note 6)	361	0	(101)	361	12	(6)
	(d) Depreciation and Amortisation expense	1,016	1,020	1,002	3,039	2,989	3,989
	(e) Other Expenses	403	691	526	1,497	1,244	2,364
	<b>Total Expenses</b>	<b>3,908</b>	<b>4,131</b>	<b>4,976</b>	<b>11,885</b>	<b>15,372</b>	<b>20,577</b>
<b>3</b>	<b>Profit before exceptional items and tax (1-2)</b>	<b>1,771</b>	<b>2,273</b>	<b>753</b>	<b>7,547</b>	<b>4,879</b>	<b>6,442</b>
<b>4</b>	Exceptional Items (Refer note 9)	-	-	-	-	-	1,849
<b>5</b>	<b>Profit before tax (3-4)</b>	<b>1,771</b>	<b>2,273</b>	<b>753</b>	<b>7,547</b>	<b>4,879</b>	<b>4,593</b>
<b>6</b>	Tax Charge / (Credit)						
	- Current Tax	-	-	-	-	-	-
	- Deferred Tax Charge / (Credit) (Refer note 10)	1,206	579	189	2,672	(305)	(345)
<b>7</b>	<b>Profit after tax (5-6)</b>	<b>565</b>	<b>1,694</b>	<b>564</b>	<b>4,875</b>	<b>5,184</b>	<b>4,938</b>
<b>8</b>	Other Comprehensive (Loss) / Income						
	Items that will not be reclassified to profit or loss in subsequent periods:	-	-	-	-	-	-
	Items that will be reclassified to profit or loss in subsequent periods:						
	(Loss) / Gain on effective portion of cash flow hedges, (net)	(46)	228	542	77	1,179	2,705
	Add / (Less) : Income Tax Effect	12	(57)	(137)	(19)	(297)	(681)
	<b>Total Other Comprehensive (Loss) / Income (net of tax)</b>	<b>(34)</b>	<b>171</b>	<b>405</b>	<b>58</b>	<b>882</b>	<b>2,024</b>
<b>9</b>	<b>Total Comprehensive Income (after tax) (7+8)</b>	<b>531</b>	<b>1,865</b>	<b>969</b>	<b>4,933</b>	<b>6,066</b>	<b>6,962</b>
<b>10</b>	Paid up Equity Share Capital (Face Value ₹ 10 per share)						13,671
<b>11</b>	Paid up debt (including Sponsor affiliate debts)						97,445
<b>12</b>	Other Equity (including instruments entirely equity in nature)						27,165
<b>13</b>	<b>(Loss) / Earnings Per Share (EPS) (₹) (Not annualised)</b> <b>(Face Value ₹ 10 per share)</b>						
	Basic and Diluted EPS (In ₹)	(0.08)	0.75	(0.07)	2.10	2.82	2.15

**Additional disclosures as per Regulation 52 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

<b>14</b>	Capital Redemption Reserve (CRR)	-	-	-	-	-	-
<b>15</b>	Debenture Redemption Reserve (DRR)	1,602	1,645	-	1,602	-	1,730
<b>16</b>	Net Worth	-	-	-	-	-	40,836
<b>17</b>	Outstanding redeemable preference shares (quantity and value)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>18</b>	Ratios (Refer note 5)						
i(a)	Debt Equity Ratio (number of times)	2.1	2.1	2.9	2.1	2.9	2.4
i(b)	Debt Equity Ratio (number of times)*	2.1	2.1	2.9	2.1	2.9	2.4
ii	Debt Service Coverage Ratio (number of times)	1.7	1.7	1.3	1.9	1.6	1.6
iii(a)	Interest Service Coverage Ratio (number of times)	2.1	2.4	1.5	2.4	1.7	1.7
iii(b)	Interest Service Coverage Ratio (number of times)**	2.1	2.4	1.5	2.4	1.9	1.8
iv	Current Ratio (number of times)	1.8	1.3	0.2	1.8	0.2	0.9
v(a)	Long Term Debt to Working Capital (number of times)	11.0	19.0	7.4	11.0	7.4	41.1
v(b)	Long Term Debt to Working Capital (number of times)*	11.0	19.0	7.4	11.0	7.4	41.1
vi	Bad Debts to Accounts Receivable ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
vii	Current Liability Ratio (in percentage)	6.4%	5.4%	74.6%	6.4%	74.6%	5.8%
viii(a)	Total debts to Total assets Ratio (in percentage)	63.1%	63.6%	70.3%	63.1%	70.3%	65.7%
viii(b)	Total debts to Total assets Ratio (in percentage)*	63.1%	63.6%	70.3%	63.1%	70.3%	65.7%
ix	Debtors Turnover Ratio (number of times)@	1.4	1.3	1.1	5.5	3.9	5.3
x	Inventory Turnover	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
xi	Operating Margin (in percentage)	92.9%	89.2%	90.8%	92.3%	93.5%	90.9%
xii	Net profit Margin (in percentage)	9.9%	26.5%	9.8%	25.1%	25.6%	18.3%

\*For computing Debt-equity ratio, Long Term Debt to Working Capital ratio and Total Debts to Total Assets ratio, loan funds received from sponsor affiliate lenders have been considered as Equity in nature as per the debenture trust deed and deed of subordination.

\*\*For computing Interest Service Coverage ratio, interest does not include interest on loan funds received from sponsor affiliate lenders.

@ Not annualised except for the year ended 31st March, 2024.

**Notes to Unaudited Financial Results for the quarter and nine months ended 31st December, 2024:**

- 1 The above financial results for the quarter and nine months ended 31st December, 2024 ('the Statements') which are published in accordance with Regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 22nd January, 2025.
- 2 The Statutory Auditors have carried out limited review of the financial results of the Company for the quarter and nine months ended 31st December, 2024.
- 3 In terms of regulation 54(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Listed Non-Convertible Debentures are secured by first charge on all present and future immovable and movable assets including current assets of the Company on paripassu basis. Further, these are secured by pledge of 100% Equity shares of the Company held by Adani Green Energy Twenty Three Limited (the Holding Company). The NCDs carry interest rate in range of 6.82% to 7.85% p.a. The NCDs are payable in 49 structured quarterly instalments starting from March, 2022.
- 4 The Company has maintained 100% asset cover as per the terms of the Debenture Trust Deed in respect of its outstanding Listed Non-Convertible Debentures of ₹ 16,020 Lakhs as on 31st December, 2024.
- 5 Formulae for computation of ratios are as follows :

Sr. No.	Ratio	Formulae
i(a)	Debt Equity	Non Current debt (including Current maturities) / Total Equity
i(b)	Debt Equity*	Non Current debt (including Current maturities and excluding Sponsor affiliate debts (unsecured loans from related parties)) / Total Equity + Sponsor affiliate debts
ii	Debt service coverage	EBIDTA (excluding Foreign Exchange Gain or Loss) / Interest (excluding Interest on Sponsor affiliate debts) + Principal Repayment <i>Interest is including derivative (gain) or loss on hedged borrowings and foreign exchange fluctuations.</i>
iii(a)	Interest service coverage	EBIDTA (excluding Foreign Exchange Gain or Loss) / Interest <i>Interest is including derivative (gain) or loss on hedged borrowings and foreign exchange fluctuations.</i>
iii(b)	Interest service coverage**	EBIDTA (excluding Foreign Exchange Gain or Loss) / Interest (excluding interest on Sponsor affiliate debts) <i>Interest is including derivative (gain) or loss on hedged borrowings and foreign exchange fluctuations.</i>
iv	Current Ratio	Current Assets / Current Liabilities
v(a)	Long term debt to working capital	Non Current debt (including Current maturities) / Working Capital (excluding Current maturities of Non Current debt)
v(b)	Long term debt to working capital*	Non Current debt (including Current maturities and excluding Sponsor affiliate debts) / Working Capital (excluding Current maturities of Non Current debt)
vi	Bad debts to Account Receivable	Not applicable as there is no bad debts
vii	Current liability	Current Liabilities / Total Liabilities
viii(a)	Total debts to Total assets	Total debts / Total assets
viii(b)	Total debts to Total assets*	Total debts (excluding Sponsor affiliate debts) / Total assets
ix	Debtors Turnover	Credit Sales / Average Trade Receivable
x	Inventory Turnover	Not applicable
xi	Operating Margin	EBIDTA + Foreign Exchange (Gain) or Loss / Total Income ( including interest income)
xii	Net profit Margin	Profit after tax / Total Income

\*For computing Debt-equity ratio, Long Term Debt to Working Capital ratio and Total Debts to Total Assets ratio, loan funds received from sponsor affiliate lenders have been considered as Equity in nature as per the debenture trust deed and deed of subordination.

\*\*For computing Interest Service Coverage ratio, interest does not include interest on loan funds received from sponsor affiliate lenders.

- 6 (i) Finance Costs (net) includes Loss / (Gain) on derivative Contracts (net) against hedging of its significant portion of foreign currency borrowings and exchange difference (Gain) / Loss to foreign currency borrowings regarded as an adjustment to borrowing cost.  
(ii) Exchange difference Loss /(Gain) other than adjustment to borrowing cost (i.e. finance costs), if any, is separately disclosed in the results.
- 7 The Company's activities revolve around renewable power generation and other ancillary activities. Considering the nature of Company's business, as well as based on review of operating results by the Chief Operating Decision Maker to make decisions about resource allocation and performance measurement, there is only one reportable business segment in accordance with the requirements of Ind AS - 108 - "Operating Segments".
- 8 The Financial Results of the Company are presented in Indian Rupee (₹) and all values are rounded to the nearest Lakhs, except when otherwise indicated. Amounts less than ₹ 50,000 have been presented as "0".
- 9 During the year ended 31st March, 2024, the Company had refinanced / repaid its Long term borrowings against USD Bonds. On account of such refinancing/ repayment of its borrowings, the Company had recognised onetime expense amounting to ₹ 1,849 Lakhs relating to unamortised borrowing cost, prepayment charges and derivative loss which is disclosed as an exceptional item in the financial results for the year ended 31st March, 2024.

**Notes to Unaudited Financial Results for the quarter and nine months ended 31st December, 2024:**

- 10 Deferred Tax Charge / (Credit) for the quarter & nine months ended 31st December, 2024 includes adjustment of ₹ 751 Lakhs, charge, pertaining to previous year on account of revised tax computation made during filing of income tax return for the AY 2024-25.
- 11 During the financial year 2022-23, a short seller report ("SSR") was published in which certain allegations were made on some of the Adani Group Companies, including on certain entities of the Group, which comprises Adani Green Energy Limited, its subsidiaries and step-down subsidiaries. During the previous financial year 2023-24, pursuant to the Hon'ble Supreme Court order, various legal and regulatory proceedings by the Securities and Exchange Board of India ("SEBI"), legal opinions obtained by Adani Green Energy Limited and independent review undertaken by the Adani group, management concluded that there are no consequences of the SSR on the Company for the year ended March 31, 2024 and the same hold good for the period ended December 31, 2024.
- 12 In November 2024, the Company's management became aware of an indictment by the United States District Court for the Eastern District of New York involving criminal indictment filed by United States Department of Justice (US DOJ) against one of the executive director and one of the non-executive director of Adani Green Energy Limited, the Ultimate Deemed Holding Company and a civil complaint by Securities and Exchange Commission (US SEC) against two executive directors and one non-executive director of the Ultimate Deemed Holding Company. Pending final outcome of the above-mentioned matters and the internal assessment of the Ultimate Deemed Holding Company thereof, and having regard to the fact that there is no allegations/ charge to the Company, there is no impact to these unaudited financial results.
- 13 Previous period comparative numbers have been regrouped / reclassified, wherever necessary.

**For and on Behalf of the Board of Directors**  
**PRAYATNA DEVELOPERS PRIVATE LIMITED**DHAVAL  
BHAVIKBHAI  
SHAH  
Digitally signed by  
DHAVAL BHAVIKBHAI  
SHAH  
Date: 2025.01.22  
22:03:21 +05'30'**Dhaval Shah**  
**Managing Director**  
**DIN : 02320719**Place : Ahmedabad  
Date : 22nd January, 2025

**S R B C & CO LLP**  
Chartered Accountants,  
21<sup>st</sup> Floor, B Wing, Privilon,  
Ambli BRT Road, Near Iskcon Temple,  
Off SG Highway, Ahmedabad 380 059

**Dharmesh Parikh & Co LLP**  
Chartered Accountants,  
303/304, "Milestone",  
Nr. Drive-in-Cinema, Opp. T.V. Tower,  
Thaltej, Ahmedabad 380 054

**Independent Auditor's Review Report on the Quarterly and Year to date Unaudited Financial Results of Prayatna Developers Private Limited Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**Review Report to  
The Board of Directors  
Prayatna Developers Private Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Prayatna Developers Private Limited (the "Company") for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (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. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, "Interim Financial Reporting" (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 as amended (the "Act"), read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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.

**For S R B C & CO LLP**  
Chartered Accountants  
ICAI Firm registration number: 324982E/E300003

**Santosh  
Agarwal**  
Digitally signed by Santosh  
Agarwal  
DN: cn=Santosh Agarwal, c=IN,  
o=Personal,  
email=santosh.aggarwal@srb.in  
Date: 2025.01.22 22:32:36 +05'30'

**For Dharmesh Parikh & Co LLP**  
Chartered Accountants  
ICAI Firm registration number: 112054W/W100725

**Anjali  
Gupta**  
Digitally signed  
by Anjali Gupta  
Date: 2025.01.22  
22:12:29 +05'30'

**per Santosh Agarwal**  
Partner  
Membership No.: 093669  
UDIN: 25093669BMJBF6965

Place of Signature: Ahmedabad  
Date: January 22, 2025

**per Anjali Gupta**  
Partner  
Membership No.: 191598  
UDIN: 25191598BMJEJO6830

Place of Signature: Ahmedabad  
Date: January 22, 2025

**Independent Auditor’s Certificate on Book value of Assets of the Company contained in Columns A to J of “Statement of Security Cover in respect of the secured, listed, rated, redeemable, non-cumulative, taxable, non-convertible debentures for the period ended and as at December 31, 2024”**

To  
The Board of Directors of  
PRAYATNA DEVELOPERS PRIVATE LIMITED,

This certificate is issued in accordance with your email request received.

We, Dharmesh Parikh & Co LLP, Chartered Accountants, the statutory auditor of PRAYATNA DEVELOPERS PRIVATE LIMITED (“the Company”) having its registered office at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad - 382421, Gujarat, have been requested by the management to certify the book value of assets of the company contained in Column A to J of Annexure –I of Security Cover Statement.

The Statement is prepared by the Company from the unaudited books of accounts and other relevant records and documents maintained by the Company as at December 31, 2024 pursuant to requirements of Circular no. SEBI / HO / MIRSD / MIRSD \_ CRADT / CIR / P / 2022 / 67 dated May 19, 2022 issued by Securities and Exchange Board of India in terms of regulation 54 read with regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

#### **Management’s Responsibility for the Statement**

The preparation of the Statement and information contained therein is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other records supporting its contents. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 (“the Regulations”) and that it provides complete and accurate information as required therein.

The management is also responsible for furnishing the financial information contained in the said form which is annexed to this certificate (Hereinafter referred to as “financial information”) and to ensure the adherence to the format of Security Cover as per SEBI Circular SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022.

#### **Auditor’s Responsibility**

Pursuant to the requirements of the Rules, it is our responsibility to provide a reasonable assurance in the form of an opinion based on our examination of the “financial information” required to be furnished in the Statement and the books and records of the Company as at 31st December, 2024 and report whether the “financial information” required to be furnished in the Statement is in accordance with the unaudited financial statements and underlying books and other records of the Company as at 31<sup>st</sup> December, 2024.

The financial statements relating to the books and records referred to in paragraph above, have been reviewed by us along with the joint auditor SRBC & Co LLP.



We conducted our examination of the “financial information” required to be furnished in the Return in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

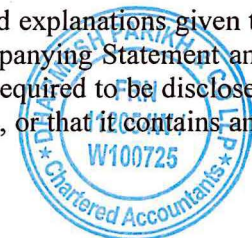
We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

It is our responsibility to provide reasonable assurance that the details as referred to in “Annexure –I” have been correctly extracted from the unaudited Books of Accounts and other records produced before us which we have verified on test check basis. We performed the following procedures on this certification and have included our finding hereunder:

- a) Obtained the details of Non-Convertible Debt securities issued by the company which are outstanding as on 31<sup>st</sup> December, 2024.
- b) Obtained the Debenture Trusteeship Deed from the management to determine the assets offered as security for the purpose of these Debt securities.
- c) Obtained Register of Charges kept by the Company as per the requirements of the Companies Act, 2013 to understand the composition of charges already created on the assets of the Company.
- d) Obtained the Statement of Security cover prepared by the management and compared it with the revised format prescribed under the SEBI Circular SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022.
- e) Compared the amounts of the Statement with the corresponding unaudited financial information derived by the management from its accounting records, management information systems and other financial and secretarial records for the year indicated and found such amounts to be in agreement.
- f) Recomputed the mathematical accuracy of the amounts, totals and ratios of the Statement and found them to be in agreement with the unaudited financial information, books, records and information provided to us for verification.
- g) The Company has not obtained valuation of Property plant and equipment (Power Project assets) as the Company has signed its Power Purchase Agreement of 220 MW under the tariff based competitive bidding (TBCB) which tariff is fixed for 25 years, and this asset is backed by the cash flow under the PPA. Hence, The Management has considered the books value for the calculation of Assets coverage certificate of its Assets. We being the Statutory Auditor had not performed any additional independent process in this regard.

### **Conclusion**

Based on the procedures performed by us and according to the information and explanations given to us, nothing has come to our attention that causes us to believe that the accompanying Statement and the financial information contained therein, has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



**Restriction on Use**

Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Regulations. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability are in no way changed by any other role we may have (or may have had) as auditors of the Company or otherwise. Neither in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as auditors of the Company.

This certificate is addressed and provided to the Board of Directors of the Company solely for submission along with the Statement of Security Cover to the Stock Exchange pursuant to the Regulations, and should not be used by any other person or for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For **Dharmesh Parikh & Co LLP**  
Chartered Accountants  
Firm Registration No. 112054W/ W100725

Place: Ahmedabad

Date : 22/01/2025



**Anjali Gupta**  
Partner  
Membership No. 191598  
UDIN - 25191598BMJEJM2433



Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Parl-Passu Charge	Parl- Passu Charge	Parl- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	Total (C to H)	Related to only those Items covered by this certificate					
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by parl passu debt holder (includes debt for which this certificate is issued & other debt with parl-passu charge)	Other assets on which there is parl- Passu charge (excluding Items covered in Column F)		debt amount considered more than once (due to exclusive plus parl passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Parl passu charge Assets	Carrying value/book value for parl passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value=(K+L+M+N)	
		Book value	Book value	Yes/No	Book value	Book value									
<b>ASSETS</b>															
Property, Plant and Equipment <sup>1</sup>		-	-	Yes	92,990	-	-	-	92,990	-	-	-	92,990	92,990	
Capital Work-in- Progress <sup>1</sup>		-	-	Yes	83	-	-	-	83	-	-	-	83	83	
Right of Use Assets <sup>1</sup>		-	-	Yes	5,249	-	-	-	5,249	-	-	-	5,249	5,249	
Goodwill		-	-												
Intangible Assets		-	-												
Intangible Assets under Development		-	-												
Investments <sup>2</sup>		-	-	Yes	4,601	-	-	-	4,601	-	-	4,601	-	4,601	
Loans	Related party	-	-	Yes	39,700	-	-	-	39,700	-	-	-	39,700	39,700	
Inventories <sup>3</sup>		-	-	Yes	321	-	-	-	321	-	-	-	321	321	
Trade Receivables		-	-	Yes	2,662	-	-	-	2,662	-	-	-	2,662	2,662	
Cash and Cash Equivalents	Cash & Bank balance	-	-	Yes	94	-	-	-	94	-	-	-	94	94	
Bank Balances other than Cash and Cash Equivalents	Fixed deposits	-	-	Yes	802	-	-	-	802	-	-	-	802	802	
Others		-	-	Yes	7,399	-	61	-	7,461	-	-	-	7,399	7,399	
<b>Total</b>		-	-		<b>1,53,902</b>	-	<b>61</b>	-	<b>1,53,963</b>	-	-	<b>4,601</b>	<b>1,49,301</b>	<b>1,53,902</b>	
<b>LIABILITIES</b>															
Debt securities to which this certificate pertains <sup>4</sup>	Listed secured non-convertible debentures		-	Yes	15,927	-	-	-	15,927	As the Columns L, M, N and O pertains to Book Value/Market Value of Assets, the amounts of Liabilities are not shown here					
Other debt sharing parl-passu charge with above debt <sup>5</sup>	Other secured Bank Borrowings		-	No	8,831	-	-	-	8,831						
Other Debt															
Subordinated debt	Related party		-	No	-	-	-	-							
Borrowings															
Bank															
Debt Securities <sup>6</sup>	Senior Secured USD Bonds	not to be filled	-	No	73,856	-	-	-	73,856						
Others															
Trade payables			-	No	-	-	383	-	383						
Lease Liabilities			-	No	-	-	7,459	-	7,459						
Provisions			-	No	-	-	374	-	374						
Others			-	No	-	-	1,364	-	1,364						
<b>Total</b>			-		<b>98,614</b>	-	<b>9,579</b>	-	<b>1,08,194</b>						
Cover on Book Value					1.56 times									1.56 times	
Cover on Market Value															
		Exclusive Security Cover Ratio	Not Applicable		Parl-Passu Security Cover Ratio	1.56 times									

We have examined the compliances made by the listed entity in respect of the covenants / terms of the issue of the listed debt securities (NCD's) and certify that the such covenants / terms of the issue have been complied by the listed entity except as stated below : NIL

## Note:

- Considering the nature of industry which is under tariff based competitive bidding (TBCB), the tariff is fixed for 25 years based on the purchase price agreement. The management has considered the books value as market value for this certificate as the market of individual assets are not ascertainable. We being the statutory auditor does not performed any additional process in this regard.
- The investments of the company measured at FVTPL hence the carrying value is at market value of investments .
- The amount is determined as per the company's accounting policy for valuation of Inventory i.e. lower of cost or net realisable value where NRV is derived as per company's best estimate. The actual market value of total Inventory may be higher than Rs. 321 lakhs.
- The amount includes Interest accrued of Rs. 6.67 Lakhs and after Netting off of unamortised processing charges on secured listed NCD of Rs. 99.82 lakhs .
- The amount Includes Interest accrued of Rs. 2.57 Lakhs and after Netting off of unamortised processing charges on other secured bank borrowings of Rs. 96.50 lakhs.
- The amount Includes Interest accrued of Rs. 1490.84 Lakhs and after Netting off of unamortised processing charges on other listed senior secured debt securities of Rs. 1125.18 lakhs.
- In addition to above security, The 100% equity shares of the Company has been pledged which is held by the Immediate holding company (Adani Green Energy Twenty Three Limited).
- In addition to above security, cross guarantee has also been provided by co-issuer viz. Adani Green Energy (UP) Limited and Parampujya Solar Energy Private Limited. However it being non-financial item not covered in above security cover certificate.

