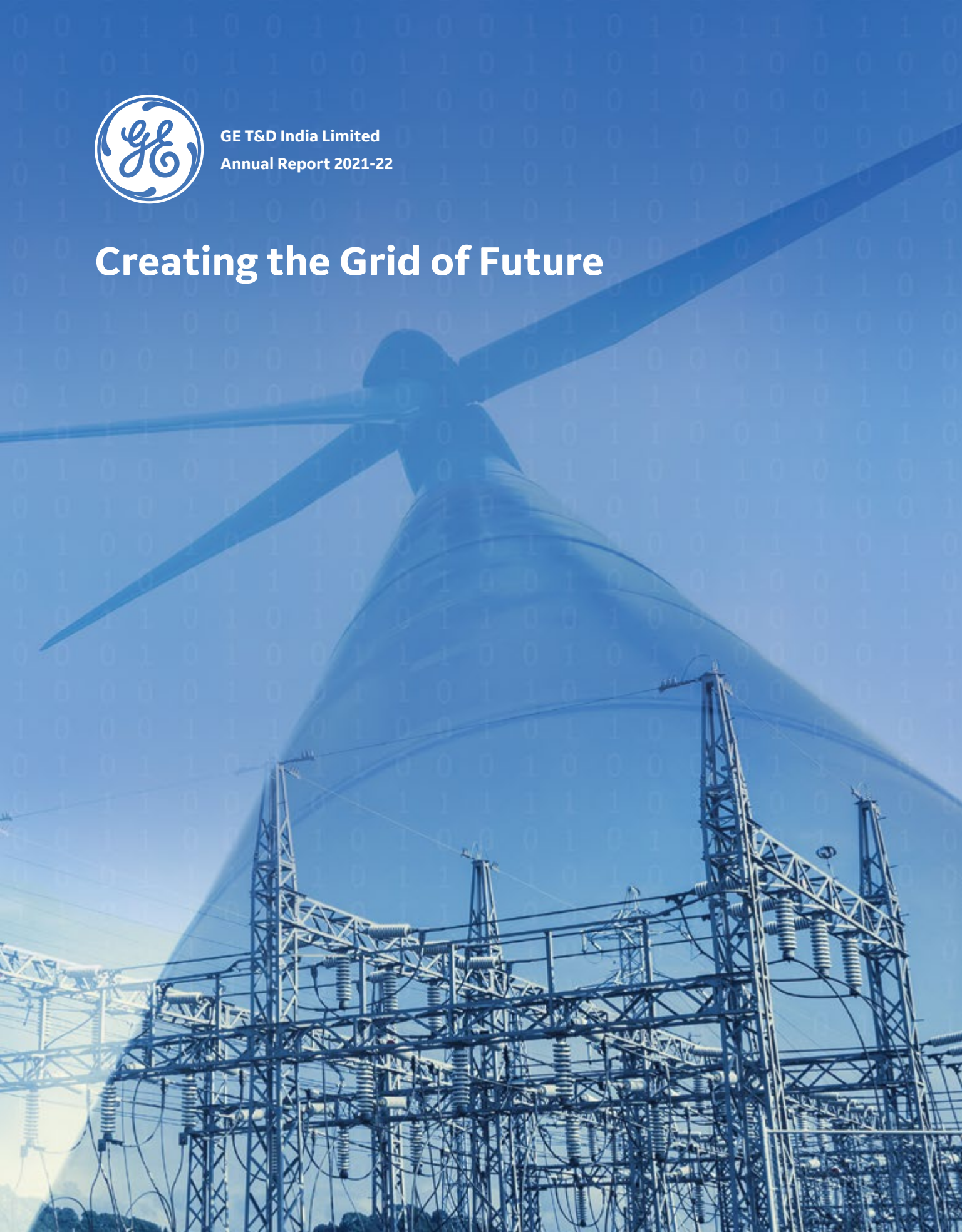




GE T&D India Limited  
Annual Report 2021-22

# Creating the Grid of Future



# INSIDE THE REPORT

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This report is also available online at  
<https://www.ge.com/in/ge-td-india-limited>

# CORPORATE INFORMATION

## Board of Directors

### **Mahesh Shrikrishna Palashikar**

Director & Chairman

### **Pitamber Shivnani**

Managing Director & Chief Executive Officer

### **Sushil Kumar**

Whole-time Director & Chief Financial Officer  
(CFO upto December 31, 2022. Whole-time Director & CFO w.e.f. January 1, 2022)

### **Johan Bindele**

Director  
(w.e.f. June 1, 2022)

### **Kirit S. Parikh**

Independent Director

### **Rakesh Nath**

Independent Director

### **Neera Saggi**

Independent Director

### **Sanjay Sagar**

Independent Director

### **Rajendra S. Iyer**

Director  
(from October 1, 2021 to May 2, 2022)

### **Emanuel Bertolini**

Director  
(upto September 30, 2021)

### **Gaurav M. Negi**

Director  
(upto October 31, 2021)

## Committees of Directors

### Audit Committee

**Rakesh Nath**, Chairman

**Dr. Kirit S. Parikh**

**Neera Saggi**

**Sanjay Sagar**

**Mahesh S. Palashikar**

(w.e.f. November 1, 2021)

**Johan Bindele**

(w.e.f. June 1, 2022)

**Rajendra S Iyer**

(from November 1, 2021 to May 2, 2022)

**Gaurav M. Negi**

(upto October 31, 2021)

**Emanuel Bertolini**

(upto September 30, 2021)

## Stakeholders Relationship Committee

**Sanjay Sagar**, Chairman

(chairman w.e.f. November 1, 2021)

**Pitamber Shivnani**

**Sushil Kumar**

(w.e.f. January 1, 2022)

**Gaurav M. Negi**, Chairman

(upto October 31, 2021)

**Mahesh Shrikrishna Palashikar**

(from November 1, 2021 to December 31, 2021)

## Corporate Social Responsibility Committee

**Dr. Kirit S Parikh**, Chairman

**Pitamber Shivnani**

**Sushil Kumar** (member w.e.f. January 1, 2022)

**Mahesh Shrikrishna Palashikar**

(member from November 1, 2021 to December 31, 2021)

**Gaurav M. Negi**

(ceased to be member w.e.f. November 1, 2021)

## Nomination and Remuneration Committee

**Rakesh Nath**, Chairman

**Dr. Kirit S. Parikh**

**Neera Saggi**

**Sanjay Sagar**

**Mahesh Shrikrishna Palashikar**

## Risk Management Committee

**Neera Saggi**, Chairperson

**Rakesh Nath**

**Mahesh Shrikrishna Palashikar**

**Pitamber Shivnani**

**Johan Bindele**

(w.e.f. June 1, 2022)

**Rajendra S Iyer**

(from November 1, 2021 to May 1, 2022)

**Gaurav M. Negi**

(member upto October 31, 2021)

## Assets Committee

**Mr. Pitamber Shivnani**, Chairperson

**Ms. Neera Saggi**

**Mr. Rakesh Nath**

**Mr. Sushil Kumar**

(w.e.f. January 1, 2022)

**Mr. Gaurav M. Negi**

(upto October 31, 2021)

## Company Secretary

**Manoj Prasad Singh**

## Auditors

**Deloitte Haskins & Sells**,  
Chartered Accountants

## Cost Auditors

**M/s Shome and Banerjee**,  
Cost Accountants

## Secretarial Auditors

**VKC & Associates**, Company Secretaries

## Registrars and Share Transfer Agents

C B Management Services (P) Limited  
P-22, Bondel Road, Kolkata - 700 019  
Tel. No.: 91 33 40116700 (100 lines)  
Tel. No.: 91 33 40116739  
Fax No.: 91 33 40116739  
Email: rta@cbmsl.com

## Bankers

Axis Bank Limited  
Citibank N.A.  
Credit Agricole CIB  
HSBC  
HDFC Bank  
ICICI Bank Limited  
IDBI Bank Limited  
Standard Chartered Bank  
YES Bank

## Corporate Identity Number

L31102DL1957PLC193993

## Registered Office

A-18, First Floor, FIEE Complex, Okhla  
Industrial Area, Phase II, New Delhi - 110 020  
Tel. No. 91 11 41610660  
Website: [www.ge.com/in/ge-td-india-limited](http://www.ge.com/in/ge-td-india-limited)

# BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL



**Mr. Mahesh Shrikrishna Palashikar**  
Chairman Non-executive

Mr. Mahesh Shrikrishna Palashikar is the President of General Electric, South Asia responsible for leading GE's presence across South Asia.

He has led GE's Onshore Wind Energy business for

the entire Asia Pacific region, since October 2014. Under his leadership, the Asia Pacific region achieved record profitable growth in the key markets of China, Japan and India.

He is a 22-year GE veteran who has worked and advanced through a series of complex and increasingly responsible assignments in manufacturing operations, global supply chain, quality, lean six sigma, sales, projects, services and business management within GE's Healthcare, Power and Renewable Energy businesses.

He has worked with Philips Electronics N.V. He is the Chairman of the Board of GE Power India Ltd. He is on the Global Board of Directors of the US-India Business Council. He is a member of the India Executive Leadership Board of the US-India Strategic Partnership Forum. He is also a member of the National Council of the Confederation of Indian Industry.

He holds a Bachelor's degree in Engineering, a degree in Cost and Management Accounting from India, and a Master's degree in Business Administration from USA.



**Mr. Pitamber Shivnani**  
Managing Director &  
Chief Executive Officer

Mr. Pitamber Shivnani has extensive experience of 36 years in the transmission and distribution sector in India. He was the President of the Power Grid Division of ABB India from January 1, 2016 till October 14, 2019. In this role he was responsible for its four business units - Transformers, High Voltage, Grid Automation and Grid Integration. He also led ABB India's largest manufacturing facility in Maneja, Vadodara. He started his career with ABB in 1987 and has held roles of increasing responsibilities across various divisions since then. He played a major role in the significant expansion of ABB's transformer business in India. Also, under his leadership ABB Grid's business grew its manufacturing footprint in India by adding new factories and expanded its product portfolio by adding Ultra High Voltage products.

He earned an undergraduate degree in Electrical Engineering from IIT, Roorkee. He has attended Senior Leadership Development Program from IMD, Switzerland and Harvard School of Business, USA.



**Mr. Sushil Kumar**  
Whole-time Director &  
CFO\*

Mr. Sushil Kumar has rich finance experience of 22 years working with organizations like GE, Alstom, Areva and Schneider. He has been working with the Company for the past 12 years and has held responsibilities in various finance domains including commercial finance, turnkey business, strategy and business planning. He has led integration efforts and drove various finance initiatives in the Company. He started his career as Audit Manager in M/s A. F. Ferguson & Co. where he spent three years before moving to the power industry. He is a Chartered Accountant and an alumnus of the Shri Ram College of Commerce, University of Delhi.

\*Chief Financial Officer upto December 31, 2021, thereafter, Whole-time Director & CFO w.e.f. January 1, 2022.



**Mr. Johan Bindele**  
Non-Executive Director\*

Mr. Johan Bindele has more than 25 years of experience in the energy industry, which includes running operations and large projects in India, Nepal, Sudan, Switzerland, and the US.

He leads Grid Integration and AC Systems at GE's Grid Solutions and manages a global team of 2,000 employees spread across over 50 countries.

The Grid Integration Solutions division, comprises of High Voltage Direct Current (HVDC) and FACTS technologies. The team designs and integrates transmission solutions that help meet the world's ever-evolving power needs. The AC Systems division delivers up to 800 kV large turnkey projects and multi-sites projects including systems engineering, civil works, erection, and commissioning.

Prior to joining GE's Grid Solutions in 2012, he has held several leadership positions within this business including Grid Integration Operations Leader, AC Systems Operations Leader for Europe, Russia, and CIS, Site Director at AC Systems' St. Priest site in France, and Leader of the Bushing & Traction Transformers activities in the Power Transformers division.

Mr. Johan holds an Engineering degree from France's ESIGELEC.

\*Appointed as Non-Executive Director w.e.f. June 1, 2022



**Dr. Kirit S. Parikh**  
Independent Director

Professor Kirit Parikh former Member of India's Planning Commission with a status of Minister of State, is Chairman of Integrated Research and Action for Development (IRADe), New Delhi, a non-profit NGO with focus on energy, environment, climate change, urbanization and inclusive development. He was the Founder Director of the Indira Gandhi Institute of Development Research (IGIDR), Mumbai and is a Fellow of the National Academy of Sciences, India. He was awarded "Padma Bhushan" by the president of India, the third highest civilian award in India. He has a Doctor of Science in Civil Engineering and a Master's degree in Economics from Massachusetts Institute of Technology (MIT), USA and M. Tech from IIT (Kharagpur). He has been a Professor of Economics since 1967. He has also been a member of the Economic Advisory Councils (EAC) of five Prime Ministers of India.



**Mr. Rakesh Nath**  
Independent Director

Mr. Rakesh Nath has about 44 years of varied experience in power sector planning, Operation & Maintenance of Thermal and Hydro Power Stations and Transmission System, Regulation of water supply from multi-purpose hydro projects including operation & maintenance of irrigation canal system, Power System Operation and Power Trading. He was technical member of Appellate Tribunal for Electricity (APTEL) from 2010 to May 2015. Prior to this, he was the Chairperson, Central Electricity Authority (CEA) and Ex-Officio Secretary to the Government of India. Mr. Rakesh Nath has been the Member Secretary of Northern Regional Electricity Board (NREB) and Western Regional Electricity Board (WREB), the two largest regional grids of the country. Mr. Rakesh Nath has attended courses in power system operation and control in UK in 1984 and in Sweden in 1993.



**Ms. Neera Saggi**  
Independent Director

Ms. Neera Saggi has over 39 years of extensive and varied experience, both in the public and the private sector. For twenty-eight years, as member of Indian Administrative Service, she worked within the government with multiple stakeholders and in different sectors including ports, SEZs, and areas of export promotion, textiles, area administration and rural development. She has also done Master of Business Administration, Business Administration and Management, International Centre of Public Enterprise, Ljubljana, Slovenia (Sponsored by GOI - UNDP); Master's in English Literature, Delhi University; Bachelor of Arts (Hons.), Gauhati University; One-month program on "Effective Governance", conducted by IIM Ahmedabad, in association with The Kennedy School of Governance.



**Mr. Sanjay Sagar**  
Independent Director

Mr. Sanjay Sagar has almost four decades of experience, of which the past two have been in the energy sector. He was Joint Managing Director & CEO of JSW Energy Ltd from 2012 to 2017. During this tenure, he was instrumental in the acquisition of two hydroelectric power projects - Baspa II and Karcham Wangtoo, which marked JSW Energy's foray in the hydro power generation sector. Under his stewardship, JSW Energy grew from strength to strength with installed capacity increasing almost two folds and profitability growing more than eight times. He has received various accolades as a CEO in the Power industry including recognition as the "Best CEO (Power)" & "Power & Energy Persona of the year". He has also been an executive Director with several JSW Energy companies before he demitted office in 2017. He is an alumnus of Shri Ram College of Commerce, Delhi and holds a management degree from the University of Delhi.



**Mr. Manoj Prasad Singh**  
Company Secretary

Mr. Manoj Prasad Singh has over 25 years of experience in Company Secretary function. He has rich exposure in handling Boards, Mergers and Acquisitions, Takeovers, IPO, Listing, Joint Ventures, FDI, Employee Stock Options and shareholder services. He joined the Company in October, 2011. Prior to this, he has worked with Cairn India, Avantha Power and LNJ Bhilwara Group. His responsibilities include Corporate and Securities law compliances, Governance and Corporate Social Responsibility activities of the Company. He is a fellow member of the Institute of Company Secretaries of India (ICSI), Law Graduate from University of Delhi and executive MBA from FMS, University of Delhi.

# GE T&D INDIA LIMITED

## Electrifying India with Advance Grid Technologies

GE T&D is the listed entity of GE's Grid Solutions business in India. With over 100 years of presence in India, GE T&D India is a leading player in the power transmission and distribution business. The company provides a versatile and robust range of solutions for connecting and evacuating power from generation sources onto the grid, providing utilities with the tools needed to support the increase in demand swiftly. GE T&D India offers products ranging from medium voltage to ultra-high voltage (1200 kV) for power generation, transmission and distribution industry.

GE T&D India has a predominant presence in all stages of the power supply chain and offers a wide range of products and related services that include power transformers, circuit breakers, gas insulated switchgears, instrument transformers, substation automation equipment, digital software solutions, turnkey solutions for substation engineering and construction, Flexible AC Transmission Systems (FACTS), High Voltage DC (HVDC) and maintenance support.



# MAKING IN INDIA SINCE 1957

## MANUFACTURING EXCELLENCE

With 5 manufacturing sites, Pallavaram, Padappai, Hosur, Vadodara and Noida GE T&D India, is future ready to meet the industry's, growing demand for grid equipment and services. GE is focused towards introducing green and digital solutions aimed at making the Indian grid smarter, resilient and environment friendly.



# GE GRID SOLUTIONS

We electrify the world with advanced grid technologies and accelerate the energy transition





# SOLVING THE T&D SECTOR'S BIGGEST CHALLENGES

Decarbonization



Distributed Energy



Edge Computing



Regulatory Reform



Workforce  
Transformation



Cybersecurity  
Threats



Interoperability



Rural Electrification



Aging Infrastructure



# PRODUCT PORTFOLIO

## Grid Solutions

Helping to meet  
growing energy  
demands



Improving grid  
resiliency and energy  
efficiency



Upgrading and  
digitizing aging  
infrastructure



Enabling renewables  
and a diversified  
energy mix



# Advanced Grid Products and Services

## Industry leading primary equipment and expertise



### Power Electronics

High voltage DC  
Flexible AC transmission systems  
Industrial DC substations



### High Voltage Equipment

Transformers  
Gas insulated substations  
Air insulated substations  
Capacitors and reactors



### Projects and Services

Turnkey projects and consulting  
Electrical balance of plant  
High voltage substations  
Maintenance and asset management



### New Technologies

GE G3 Green Gas for Grid  
Digital Substations

## Industry leading digital solutions



### Energy Management

Energy Management & Market Management  
Distribution and outage management  
Virtual power plant-DERMS



### Industrial Digital

Edge-to-cloud infrastructure  
Fleet-level analysis  
Optimization analytics  
APM / ALM



### Automation and Protection

Protection and control  
Substation automation  
Communications



### Asset Management

Remote monitoring and diagnostics  
Geospatial and mobile solutions

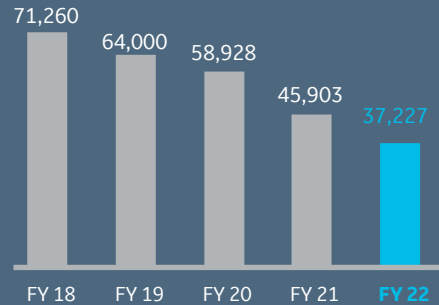


# 5 YEARS FINANCIAL HIGHLIGHTS

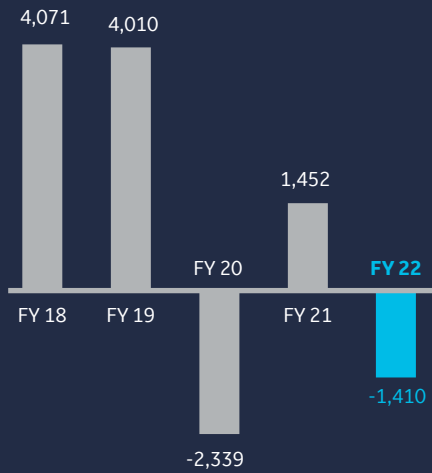
## Net Sales (MINR)



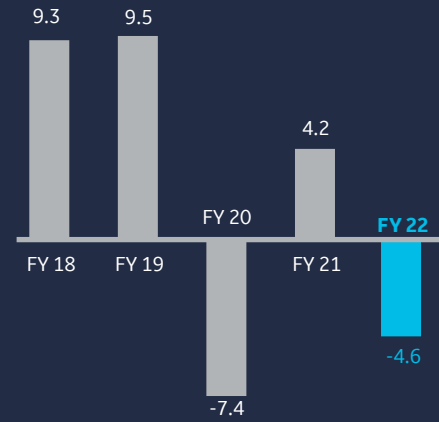
## Order Backlog (MINR)



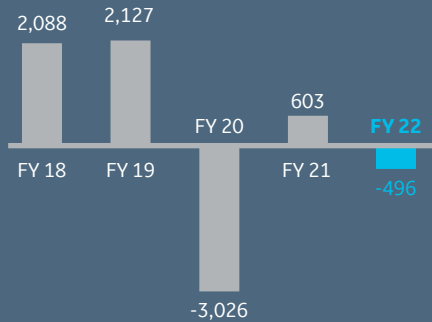
## Operating Profit (MINR)



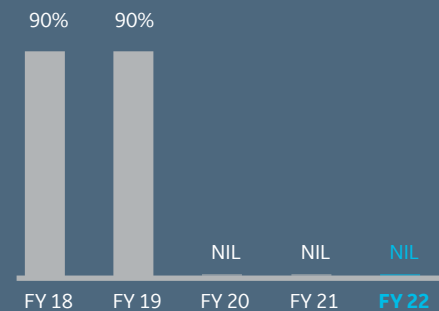
## Operating Profit (%)



## PAT (MINR)



## Dividend (%)



# DIRECTORS' REPORT

# DIRECTORS' REPORT

The Directors are pleased to present the 66th Annual Report, together with the audited financial statements of the Company for the financial year ended March 31, 2022.

## Financial Results

Particulars	(₹ millions)	
	Year ended March 31, 2022	Year ended March 31, 2021
Sales and Services (Net)	30,659.5	34,523.7
Operating Profit before Finance Cost	(1,410.0)	1,452.4
(As percentage of gross sales)	(4.6%)	4.2%
Finance Cost	386.5	593.6
(Loss)/Profit before Tax and exceptional items	(1,796.5)	858.8
Exceptional items	1,101.7	(34.6)
Less: Tax Expense	198.6	(290.2)
(Loss)/Profit after Tax	(496.2)	603.2
Other comprehensive income	72.3	108.7
Balance brought forward from previous year	7,142.0	6,430.1
Profit available for appropriations	6,718.7	7,142.0
Dividend Paid	0	0
Corporate Dividend Tax	0	0
Balance carried forward	6,718.7	7,142.0

Financial results for the year ended March 31, 2022 are in compliance with the Indian Accounting Standards (Ind-AS) prescribed under Section 133 of the Companies Act, 2013.

## Dividend

In view of loss incurred during the year and to conserve cash and maintain liquidity, the Board of Directors decided not to recommend dividend for the Financial Year 2021-22.

The Dividend Distribution Policy of the Company is in line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is available on your Company's website at <https://www.ge.com/in/ge-td-india-limited>.



**GE T&D India team members join hands to overcome Covid related challenges**

## Performance Review

The financial year under review was a challenging year for India's power sector with a mixed bag of challenges and opportunities. After the slow start to the financial year 2021-22, when the opportunities started to unfold in the market, the competition got intensified pushing many companies to pick orders on low margins. However, your company continued to stay selective in order booking and kept our focus on long term profitability. Along with winning new opportunities, the operational excellence of projects was an equal area of focus. Your company commissioned 21 AIS and GIS bays/Substations in financial year 2021-22, strengthening the Nation's transmission network, and adding new capacity into the grid.

2021 wasn't an easy year for your company, majorly because of two reasons: first, the continued impact of Covid 19 and second, its contribution to supply chain disruption and commodity inflation. Early turbulences from the brewing Russia-Ukraine conflict also amplified the impact. However, even during those turbulent times your company kept on tirelessly delivering for its customers and continued to support them through their greatest challenges. On financial front your Company's overall performance was primarily impacted due to steep increase in commodity prices. But your company stayed focused on cash and reduced borrowings.

During COVID-19 Wave-2 people needed more support than earlier. The Company, understanding the need of the hour, extended support to employees wherever required, going beyond limits and bounds. Employees volunteered on multiple platforms to help colleagues and their families.

Despite the challenges of COVID-19 Wave-2, during the financial year 2021-22 the GDP of the country for the financial year 2021-22 grew at the rate of ~8.9%. The peak power demand surged to ~203GW in July 2021. This was the first time India crossed ~200GW load mark, ~17.6 % higher than in July 2020. A total of ~14 GW of Renewable Energy generation was added into the grid in financial year 2021-22.

The Government of India (GOI) has consistently shown continuous support by announcing Production Linked Incentives (PLI) in the Power sector. The Government revised its target of 450GW to 500GW of Renewable Power, by the end of 2030. The policy boost via Electricity (Amendment) Act, 2020, is part of the efforts being made to achieve this empowering vision.



400/220kV GIS for GETCO at Shapar

## Performance in Green Energy Corridor TBCB Market

The Tariff Based Competitive Bidding (TBCB) packages are a significant market in the Power sector. Doing business with TBCB developers has been a great growth factor for the Company. The TBCB opportunities were launched after the COVID-19 Wave 2. However, due to various reasons, the opportunities were delayed and pushed to the next financial year. Despite the TBCB market opportunities that were slow in materializing, your Company had major Order Intake in the market on Project and Product Routes amounting to MINR 2250. Major orders are listed as below.

- 400kV Switchyard at Koppal substation from RENEW POWER (TBCB Developer)
- 400kV Switchyard at Gadag substation from RENEW POWER (TBCB Developer)
- 400kV Transformer reactor package at Koppal substation from RENEW POWER (TBCB Developer)
- AIS Switchgear products at various substations from EPC & developers.
- Grid automation CRP packages from various TBCB Substations (Ramagarh, Osmanabad, Aligarh) via various EPC viz. KPTL, KEC and TATA Projects.

Projects for 20 GW are further lined up in Madhya Pradesh and Rajasthan for evacuation of renewable power via Green Energy Corridors (GEC). As the market unveils further, your Company will continue to keep a tab on the projects and upcoming opportunities.

## Continuous focus on Neighbouring countries

In financial year 2021-22, significant business was done with neighbouring countries, Bhutan, Nepal, Bangladesh and Sri Lanka, with ~ 2818 MINR order intake coming from the neighbouring countries. The Bhutan market has been a great support for India with regard to order intake and margins.

- Order from Bhutan Power Company (BPC) for Chumdo 200/66/33kV GIS Substations
- order from Bhutan Power Company (BPC) Dagapaela 220/33 AIS Substations
- order from Bhutan Power Company 33 kV GIS Samcholing substation.
- order via Hitachi 220/33kV GIS Bays at Bhutan Power Company GEDU substation
- order via Andritz for Hydropower plant 245kV GIS Bays at MADHYA BHOTEKOSHI JALAVIDYUT (3X34 MW HEP)
- order via Sterling & Wilson for PGCB Kaliakore 400kV AIS CBR/ ITR package
- order from Bhutan Power Company (BPC) 400kV AIS CBR/ITR package

These overseas market orders not only gave a boost to the order intake, but it also brought desired profitability to the Company. This also eased the pressure on your Company's factories and production.

## Enabling via Digitalization & Service Markets

Digital Automation and Digital Service Techniques continue to pick momentum in the Power sector market. Post COVID-19, digital initiatives are proving to be the best outcome for running and maintaining substations remotely with digital technology. Impacts of the COVID-19 Pandemic made the Power sector realise the need for secured and reliable automation in the grid. Automated and Upgraded Grids is the answer. Your Company is continuously evolving its Automation and Service solutions to bring more orders in the basket. Secure automation and Remote maintenance are the need of the hour. Your Company's robust and reliable cyber secured solutions has won customer confidence. These secure orders have taken your Company's installed base to the next level.

- SCADA & ADMS package control Center for Tata Power Central Odisha DISCOM(TPCODL)
- SCADA & ADMS package control Center for Tata Power South Odisha DISCOM (TPSODL)
- SCADA & ADMS package control Center for Tata Power Western Odisha DISCOM (TPWODL)
- SCADA & Energy Management System (EMS) Load dispatch center upgrade at TATA Steel Limited
- Various KPTCL substations - supply & retrofit of relays in existing 220KV Substations
- Control and Relay Panes (CRP) at RUMS 1500 MW Substations via ASHOKA buildcon
- Control and Relay Panes (CRP) at TANTRANSO Velgatoor 400kV Substation
- Control and Relay Panes (CRP) at APTRANSO Various substations



PGCIL, Phagi, Rajasthan  
First GE Make 765KV GIS



GIS bays for Bhutan Power Corporation at Dochula

5 x 66kV GIS bays  
3x25MVA, 66/11kV PT  
10x5MVA, 11KV/415V Trafo

- Control and Relay Panes (CRP) at Arunachal Pradesh 132kV substations
- HALDIA 400KV GL 316 Analytics based BREAKER health study
- KEVADIA-M4 maintainence-400KV GIS
- 400KV generator retrofitting circuit breakers with latest Circuit breakers

A continued focus on this market in 2022-23 and beyond, is sure to further build your Company's strength.

Some more of the significant and important orders from various Transmission Companies are as following:

- PGCIL MJ21TR01 6 X 500MVA 765 kV ICTS Transformer Package
- PGCIL MJTR22 6 X 500MVA 765 kV ICTS Transformer Package at Fatehgarh
- SMS- GETCO Kalawad 420 kV GIS
- PGCIL-NIRJULI IMPHAL Supply of 145 kV GIS
- SMS- GETCO Bhildi 245/72.5 kV GIS
- Torrent power-245kV GIS at Gandhinagar Substation
- Renew Power-Bikaner Rajasthan 400 kV Switchyard at 300MW Renewable power plant
- KSEB-Conversion of 110 kV AIS to 110 kV GIS at Shoranur
- Renew Power-Bikaner Rajasthan, 400 kV 150MVA Power transformers at 300MW Renewable power plant



## Power Sector- The Growth Trajectory

### Power Generation

Power sector growth has been majorly seen in all three areas, Generation, Transmission and Distribution. Most of the new energy generation being added is a renewable power (Solar and Wind). With a robust power grid in the country, India's target is to absorb more and more renewable power in the grid. Owing to the renewable power generation resources like wind, solar, hydro, the grid would require a mix of fuels for sustainable grid operations. This is possible only with the use of technologies like STATic synchronous COMPensator (STATCOM) and Flexible AC transmission system (FACTS) solutions in the Grid. The Government of India plans to implement the advanced technologies in the grid in places where the renewable power generation is happening in abundance, like in Rajasthan/Gujrat etc. The Company has placed itself well in FACTS technologies, which is an integral part of your Company's growth plans.

### Energy Transmission

Power Transmission business continued to remain subdued in year 2021-22 also due to the second wave of COVID-19 pandemic which delayed the tendering and decision on Transmission TBCB packages which are now expected to take place in 2022 - 2023. In the transmission sector, the growth is majorly due to dedicated Green Energy Corridors (GEC) being built to carry renewable power from generation centres to load centres. Many of the bigger size plants are being integrated at 765/400 kV level. This is a niche area to play in for your Company. In financial year 2021-22 Green Energy Corridors (GEC) segment contributed the Highest Order Intake along all product lines. Along with Green Energy Corridors, states are also strengthening their transmission networks and interconnections to accept the use of renewable energy.

### Energy Distribution

Distribution segment is a tough challenge to overcome in India's power sector. Government and regulators have been focussing on and monitoring the health of DISCOMs continuously. Despite the stimuli package given to the sector in financial year 2020-21, the debts are mounting ever higher in DISCOMs, thereby creating poor financial health for DISCOMs, and making it difficult to fund them by National and International Financial institutions like ADB, WORLDBANK etc. Government of India is taking steps like privatization of DISCOMs, and upgrading technologies and processes via private funding. Your Company is consistently monitoring and playing in the segment via its grid automation (IED Relays, CRP, BCU... Etc.), and via software solutions product line technologies like ADMS, SCADA, OMS, GIS etc...

### Spotlight on Sustainable Clean Energy

Currently, in the Indian arena ~27.5% of Power Generation installed base is Renewable, as on March 31, 2022. In financial year 2021-22, the share of actual Renewable Power Generation in megawatt hours was 12.82% (excluding large HYDRO), compared to ~10% in financial year 2020-21. It is a major leap for renewable power generation. Looking into the progress, the target to reach 50% of power generation through non-fossil fuels by 2030 looks achievable. Government commitment to reduce CO2 emission and greenhouse

gases in COP21 is a motivating factor to tap more into renewable power and absorb it in the grid.

### Make in India (MII)

In 2020 renewable power suffered a blow with just ~7 GW of solar and wind in the grid. As a major Power sector investment boost, ₹ 250 Billion is allocated to Solar Energy Corporation of India (SECI) and to Indian Renewable Energy Development Agency (IREDA) to boost renewable schemes in the country. To support the share of domestic manufacturing in the renewable sector, starting April 1, 2022, Basic Custom Duty (BCD) of 40% is being imposed on solar panels and 25% on solar cells.

To give a larger share to domestic manufacturing in the Country's T&D sector, The Department for Promotion of Industry and Internal Trade (DPIIT) and Ministry of Finance has imposed certain restrictions on import from countries sharing land borders. To ensure a secure environment and cyber secured products in the industry, the GOI has defined a new policy of testing all the communicable/smart products being imported to counter and prevent Trojan Horse like vulnerabilities.

For creating financial support in the Transmission sector, Transmission Asset Monetization and DFI creation has been put in place to increase the investments in the sector. This makes the projects more bankable and helps in financing income-generating infrastructure projects like intra-state transmission schemes.

### Future approach

The budget has announced the launch of a Hydrogen Energy Mission for generating hydrogen from renewable energy sources (Green Hydrogen). In financial year 2021-22 policy has been pushed towards



Pitamber Shivnani, MD & CEO GE T&D India Limited, floor walk at Grid Automation Pallavaram Factory

the establishing of green hydrogen run industry and transport. This will lead to continuous push on Green Power Generation as source for green electrons, resulting in more Green Energy Corridors (GEC). Digital drive In Utilities & privatization of State DISCOMS will attract more investments and projects. Production linked Incentive (PLI) schemes and continued Make in India (MII) push will drive Capex and expansion projects in industries increasing demand and upgradation of electricity infrastructure in industries.

### **Services: Handling of aging grid assets requiring upgrades, supported with latest technology**

A substantially profitable business was uninterruptedly delivered by the Services business through execution with consistent growth in volume & margins during the financial year 2021-2022. The competence developed over the years in renovation and modernization projects helped the Company remain successfully competitive in the market, and efficiently overcome challenges often associated with such projects. We have also seen significant growth in our base load i.e. Installed Base business throughout the year.

2021 has been an even more challenging year because of the second wave of Covid-19 and due to exorbitant hike in raw material prices which extensively impacted the Renovation Modernization and Bay Extension (RME) business, as India was under a partial lockdown from March 2021.

Amidst adversity of the Covid-19 pandemic in 2021, Services team of your company did a splendid job of clinching the competitive deal of the LTMC [Long Term Maintenance Contracts] orders from Tata Motors Limited to carry out 24x7 O&M activities at their Chikhali (Pune) and Sanand (Ahmedabad) Plant. The duration of the contract is for 3 years.

In the month of June 2021, the KPCL Retrofit project was awarded to your company by KPCL for 5.3 M\$ order value. Major supplies were ensured to be completed in 2021. This project is current in its peak of execution.

September 2021 was a month of great achievement for the Services team when the Company received 5.2-million-dollar order from Sardar Sarovar Narmada Nigam Limited for "Supply of spares and works (including services as an OEM, for carrying out Major maintenance (M4) of 400kV Gas Insulated Switchgear (GIS) (15 bays with CB + 3 Bays without CB) at Riverbed Powerhouse (RBPH) of SSHEP Kevadia Colony. This order has been result of long perseverance, strong relationship and customer trust on your Company's Services team.

Towards the end of the Calendar Year' 2021, your Company received the order from Sutej Jal Vidyut Nigam Limited for retrofitting of the 02 nos. 420kV GIS System of the Nathpa Jhakri Hydro Power Station – Package (W) which is a true effort of Services team convincing customer for retrofit of installed base.

With lot of complications and with the highest degree of precision, the charging of the 400 kV GIS bay for the PGCIL Kanpur was successfully completed in March 2022 which eventually brings upon a lot of future business opportunities. With this the Services business of your Company could demonstrate its competence of executing highly complicated projects as well.

A great synchronised effort by the Services and transformers team, Baroda, led to the commissioning of the first of its kind 220 kV Variable Shunt Reactor (manufactured by GE LTI) at AEML (Adani energy Mumbai Limited) EHV Sub-Station, Gorai, Mumbai in March 2022. The commissioning was done a month before the contractual date of commissioning agreed with the Customer.

Provisional acceptance or TOC (Taking Over Certificates) for all the three Sites of the DVC Jharkhand Project was received in the financial year 2021-2022 viz - Dhanbad in September 2021, Giridih in January 2022, and Jamshedpur in March 2022. The Taking Over Certificates against the same has been received from the Customer along with appreciations for being the best in EHS, Quality and Accident-free sites. The Services team successfully completed one of the major projects, DVC Ramgarh in Q1 2021 with Margin upliftment from 18% to 25.5% and received significant LD waiver from the Customer. TOCs for the three out of five Sites [Barjora, Burnpur and Durgapur] of the DVC West Bengal Project were received in December 2021.

Network Consultancy Services successfully conducted multiple studies of solar/ wind/hybrid plants and dynamic studies for validation of the model as per CEA 2019 guidelines for various developers like Adani Green, Mahindra Susten, L&T in India. Also, secured order for complete power system study of the power plant and steel plant (existing & proposed) in Bellary from JSW.

## **Operational Excellence**

### **Fulfilling Promises Year after Year**

Your Company's experience of more than 33 years in turnkey project execution continues to help it in reaching new landmarks in operational excellence, year after year. Your Company's dedicated project management team, efficiently supported by engineering, sourcing, procurement, finance, HR and other support functions, is always focused on delivering commitments, honouring time schedules and successfully fulfilling projects for customers and other stakeholders.

Your Company successfully commissioned 24 AIS and GIS substations, thereby strengthening the Nation's transmission network, and enabling the addition of new capacity into the grid. In doing so, the Company achieved the critical milestone of charging substations for its list of esteemed customers, which includes PGCIL, Odisha Power Transmission Corporation Limited (OPTCL), Kerala State Electricity Board (KSEB), Adani Transmission Limited (ATL), Uttar Pradesh Power Transmission Corporation Limited (UPPTCL), West Bengal State Electricity Transmission Company Limited (WBSETCL), HMEI and others.

Furthermore, your Company also played a role in strengthening the transmission network in our neighbouring country Bhutan by charging the substations for BPC (Bhutan Power Corporation).

During the year under review, your Company demonstrated its expertise by commissioning GE's 1st 765 kV GIS substation for PGCIL at Phagi, as part of Rajasthan SEZ Part-A Project, which aims to create evacuation infrastructure from upcoming wind and solar energy projects in Rajasthan. The supplied 765 kV GIS bays were fully manufactured at your Company's Padappai factory near Chennai in Tamil Nadu, and is a great example of Make in India.

Your Company also commissioned 400/220/132 GIS Substation for UPPTCL at Hardoi Road, Lucknow, which is now the 2nd largest substation in Lucknow, poised to play a key role in solving the load shedding problem. Your Company also commissioned 765kV AIS and 400kV GIS Bays at Bhuj for PGCIL, which involves very complex interfaces and logics.

The Company, while adhering to all COVID-19 guidelines, ensured that customer deliverables are given utmost priority and went on to achieve major milestones by successfully commissioning the critical 220 kV GIS bays at Bikaner for Saurya Urja's 300 MW plant, and also charged 400kV GIS bays at PGCIL Tuticorin, 132 kV GIS bays at WBSETCL Manbazar and 220 kV GIS bays at DVC Burdwan.

All of your Company's operations in India, including manufacturing, projects, services and automation, are certified for Integrated Quality Management System. This reinforces the quality of the processes of the Company, and their compliance

### Environment, Health and Safety

The Company is committed to protecting its people and the communities in which it operates, through its Environmental, Health and Safety (EHS) excellence fundamentals and systems. The Company aims to continuously improve its EHS systems as an integral part of its operational strategy. EHS excellence is core to what the Company does, and fundamental to who we are.

The Company strives to provide and promote a safe and healthy working environment by using natural resources and energy in a sustainable way so as to avoid adverse impact to employees and contractors, our customers, the environment, and the communities in which we do business.

The primary objective of the Company is to prevent any harm or damage to people, property and environment, ensuring compliance with applicable regulations. Your Company aims to promote the health, safety, and well-being of all its employees at the workplace, to achieve the ultimate goal of zero accident. We aim for and drive towards the highest EHS standards, regulatory requirements,



Your Company's EHS Team won Safety Award from Institute of Engineers (India)



EHS Award received from UPPTCL for achieving 1.5 Million safe man hours

training, and operational practices to achieve one goal of zero harm, and thus showcasing world class programs and operations.

### EHS Monitoring

Your Company tracks EHS statistics, training status, incident data, audit score, sub-contractor EHS performance, legal compliance etc. real time through online tools like Gensuite, Complyworks, NimoniK, Unifier and "ENHESA". EHS performance is regularly reviewed through an internal EHS operating review process by senior leaders of GE's business, within India, and globally at the corporate level.

EHS is a shared responsibility, everyone is held accountable and owns EHS. Our EHS programs combine clear leadership commitment and accountability, wherein all leaders, right up to the CEO, are in charge



Grid Automation Plant at Pallavaram achieves an important milestone of 3500 safe man-days

and accountable for implementing the policy. The EHS program also encourages a deep and total empowerment of all employees by -

- Ensuring allocation of adequate resources (e.g., budget, time, training, professional ...)
- Preparing and ensuring safe systems of work. The core fundamental is to "Stop the work in case of any risky situations".
- Looking for assistance and promptly reporting any events and deviations with regard to EHS.
- Holding teams accountable to EHS performance, and making EHS an essential part of the overall Company success.

### Certifications

All business units of Company are certified under the International Organization for Standardization, Environmental Management



Hosur team wins Southern Region EHS Excellence Award. Silver Category from Confederation of Indian Industry (CII) for 2021.

System (ISO 14001), and Occupational Health and Safety Management System (ISO45001:2018).

### COVID-19 Safety Measures

COVID-19 Pandemic opened a new paradigm of safety measures. To combat COVID-19 your Company prepared a "Medical Response Plan" along with "Site Resumption Plan" and ensured its strict adherence at all factories and sites. As a part of pre-mobilization, project managers, supervisors and operations managers assessed the protection measures as per the local stipulations and GE regulations and implemented those guidelines at their facilities.

All working areas were disinfected completely by regularly using safe disinfectant mediums. Wearing of face masks was made mandatory for all employees. Hand sanitizers with a touch-free mechanism were placed on all floors, entry points, common points and gates, and everyone entering your Company's work area was mandated to comply with the GE COVID-19 site management process, or was denied access.

Mandatory thermal scanning of everyone entering and exiting the unit premises was performed with a no-touch infrared thermometer. Separate isolation areas were identified near main entry gate. Visitors at site were discouraged unless it was essential to business. Social distancing was made mandatory on sites by demarking. All delivery vehicles, conveyance vehicles and tools were sanitized at regular intervals.

New seating arrangements were put in place in canteens, work location, etc. for maintaining social distancing. Awareness among employees is being created through training sessions, posters, etc. To minimize



Road Safety Campaign by your Company



Pitamber Shivnani, MD & CEO GE T&D India Limited performs Safety Walk at the HVDC Kurukshetra Site

the impact on our operations, especially at factories, the Company mobilized the workforce by setting up temporary accommodation near our factories, with due approval from the government.

### Recognitions

As a testimony to your Company's commitment towards effective implementation of affirmative action policies, during the year under review your Company was conferred with the "Safety Innovation Award 2021: Energy Sector, Thrust on Renewable Energy Sector", organized by the Institution of Engineers India (IEI).

The Company received the award for its innovative safety management system. The award recognizes reliability, good management practices, compliance, integrity and alignment to safety, environment and health standards.

Your Company's Hosur factory received EHS Excellence Silver Award and Padappai factory received EHS Excellence Bronze Award from Confederation of Indian Industry (CII).

The Company also received "Certificate of Appreciation" from National Safety Council of India (NSCI), for UPPTCL Sahupuri / Jehta projects and PGCIL Phagi site for the Assessment year 2021.



Safety day at the Pallavaram plant

Your Company also bagged the EHS Appreciation certificates and letters from prestigious customers like Doosan, Adani, Thermax, OPTCL, Azure Power, GETCO, DTL, UPPTCL, WBSETCL, DVC, PGCIL, HPPTCL, TATA Power, THDC, etc.

### Human Resources Purpose: We touch the lives of our people and build world class talents to enable the energy transition for humanity!

Your Company's Human Resources (HR) purpose is designed to make meaningful impact on the lives of its people, build world class talents, support the execution of the business strategies, and improve organizational effectiveness. HR efforts were well in-line to drive the desired culture as well as promote safety standards across our offices, factories, and sites.

### COVID-19 Wave 2 - Impact and Initiatives

The impact of Wave 2 of COVID-19 in 2021 in India was devastating. Company's business operations were impacted due to the severity of COVID-19 Wave 2.

Company's first and foremost priority is the health and safety of its employees and of the community in which it operates (offices, factories, and sites). Your Company has been operating its facilities in accordance with the advisories issued from time to time, by the central, state, and local governments, including the prescribed hygiene and safety standards and social distancing norms.

To safeguard the health and safety of employees and their families, and to mitigate the risk on business operations from the impact of Wave 2 of COVID-19, a number of initiatives were launched by your Company. These initiatives are stated below:

- **COVID-19 Vaccination Drives at Hosur, Kolkata, Paddapai, Pallavaram, Noida, and Vadodara** – Benefits and advantages of vaccination were clearly communicated to employees, thereby encouraging them to get vaccinated. Multiple doorstep vaccination camps were organised across locations. Participation of your Company's employees and their families in the COVID-19 vaccination drives (First and Second Dose) and their positive response was overwhelming, and it resulted in considerably reducing the impact of the Pandemic.
- **Employee Resource Groups** – Employee Resource Groups (ERGs) were setup across all regions to support employees and their families during medical emergencies. Employees Resource Group consisted of employee volunteers, medical doctors, and third-party partners with strong networks, who themselves volunteered for this noble cause. These ERGs were very active during the hour of need and helped employees and their families, on a best effort basis, in arranging emergency medicines, oxygen, hospital beds, ambulance, and RT-PCR testing services.
- **Work from Home Assistance** – To support employees, your Company launched one-time Work from Home Assistance policy. Under this policy, one time reimbursement of expenses on home-office setup of up to ₹ 30,000/- was allowed. This one-time assistance allowed employees to purchase and setup ergonomically designed safe home office and IT infrastructure.

- **Hotel and Hospital Tie Ups** – Emergency medical services contracts were signed with hospitals across major locations to provide seamless and rapid services to employees and their families in case of medical emergency. Tie ups with hotels were done to provide quarantine facilities.
- **Medical Teleconsultation** - COVID-19 medical teleconsultation through GE Medical Center and vendor partners were organized and were made available to all employees and their dependents. Employees and their dependents benefitted greatly from the medical teleconsultation, specially during the period when infection rates were high, movement was restricted, and it was unsafe to visit hospitals and medical clinics as they posed the risk of infections.
- **Ambulance Services and Medical Supplies** – Your Company partnered with ambulance service providers in all major cities. 24 x 7 hours dedicated helpline was launched to support employees in booking ambulance services. Internal GE teams were formed to support requests from employees for critical medicines. Such critical medicines were provided in shortest time possible, subject to availability, with the help of vendor partners.
- **Oxygen Concentrators** - Oxygen concentrators were procured and distributed across locations. The Oxygen concentrators were allocated to employees in need. Safety guidelines and necessary usage instructions were provided by the Facilities Teams.
- **Employee Office Hours** – Regular sessions were conducted by your Company's doctors and by external medical doctors on all necessary information regarding COVID-19 Pandemic. Reliable information was shared with employees which helped them to cope during the difficult situations. Dedicated Questions & Answers sessions were organised to answer the queries of employees on this subject.
- **Caregiver Leave** – COVID-19 Pandemic affected many lives directly and indirectly. To ensure that employees could take care of their dependants, Caregiver Leave Policy was rolled out temporarily. 10 days of leave was given to employees for taking care of their immediate family who were impacted by COVID-19. Caregiver Leave was over and above the regular leave entitlements.



Encouraging Diversity at Hosur Plant



Mr. Pitamber Shivnani, MD & CEO with young engineering leaders of Hosur plant

- **Salary Advance** – To help employees financially during the tough times, salary advance policy was amended. Under this amended policy, interested employee could request and avail 6 months' basic salary. Agile process was established to release salary advances within 2 working days.
- **Support to Family of Deceased Employees** – To support the family of the deceased employees, measures were taken like, extending the medical insurance validity till the end of the policy period, funding the insurance portability for 1 year, extension of Employee Assistance Program (EAP) to family members of the deceased employee for 12 months, and an additional 25% of term insurance sum insured payment to the dependant of the deceased.

The commitment of employees helped the Company to restore the business operations quickly and ensured safe return to work, in-line with the Your Company and with all the regulatory guidelines. This overwhelming support and positive response from employees reaffirms their commitment and dedication to the business. Your Company is committed to establishing and maintaining effective health and safety standards and protocols across all its sub-businesses, and at the same time delivering to its customer and client needs.

## Employee Engagement

Employee Engagement initiatives remained a key focus area for the Company. Your Company has continued to drive with great rigor, vigour and passion, innumerable employee engagement activities across all locations. A number of initiatives for employee engagement activities were observed in your Company, as stated below:

- **Culture and Engagement Pulse Survey** - Every quarter, the sentiments of the employees were pulsed through Culture and Engagement Survey conducted by vendor partner. Employees shared their opinions and comments on various engagement drivers. Based on the employees' sentiments, areas of development were identified and duly acted upon. This survey also provided with an opportunity to people leaders to discuss upon the survey results with their respective teams, and make actionable plans and execute them to improve the overall engagement level



Pitamber Shivnani, MD & CEO GE T&D India joins the pledge to promote diversity and inclusion at workplace on International Women's Day

of employees in the Company. The engagement score, trending upward across the locations, was a clear indication of improved engagement level of the teams. Last year, Engagement Score was **78** for Your Company, which is one of the best scores in the industry. Pallavaram unit's Engagement Score was **85**, which was clearly the highest in Grid Solutions, globally.

- **Grid Solutions Quarterly Townhall and MD & CEO Award** – Grid Solutions Quarterly Townhall was the forum for the leadership team and all employees to come together and exchange business information on the topics like, Environment, Health and Safety, Finance, HR, Business Operations and Commercial. The MD & CEO award recognized efforts on quarterly basis of employees who went above and beyond.
- **People Leader Engagement Workshop** – Engagement sessions for people leaders were conducted, and upward insights (strengths and opportunities) from the team members were invited in the absence of the people leaders. Clear actions were made, along with the timelines based on relevant insights. Later, loopback sessions were organised for the teams to share with them the actions taken on their insights, especially on the opportunities.

In addition to this, there were multiple unit specific employee and social engagement activities organised, throughout the year, to boost employees' morale, as stated below:

- Quarterly Unit Leadership Townhall
- Quarterly Employees' Newsletter
- Round Table and 1-o-1 Meetings
- Festival Celebrations
- Sports Events

## Talent Management

**Talent Acquisition** - At GE, we value unique identities, diverse backgrounds, and varied experiences. Encouraging and embracing

different voices and perspectives equips us to rise to the challenge of building a world that works for everyone. We celebrate our people for who they are, irrespective of their religious beliefs, individual orientation, gender or special needs. We are committed to fostering an inclusive culture, wherein everyone feels empowered and motivated to do their best because they are accepted, respected, and included.

**Talent Development** – Our process of talent development enabled the leaders to identify the critical roles and top talents in each function, and provided them with frameworks and tools to help align talent needs with Company's strategy. This was done by assessing rigorously on performance and demonstration of GE leadership behaviours. Other parameters that were evaluated were retention risk, loss impact, domain knowledge, functional capabilities, succession pipelines, intentional next role planning, mentoring, development and learning plans, and creating talent flow. This allowed the Company to carry out proactive actions for retention of key talents and building succession pipelines. Your Company had robust review sessions with business/function leaders where talents were discussed along with the action plan to develop and grow them in the role. Actionable tasks like job rotation, stretch and bubble assignment, and job enrichment were implemented to develop a stronger talent pipeline within the organization for critical roles.

**Competency Management** - Competency mapping through the Integrated Talent Management (ITM) tool was initiated for Environment, Health and Safety, Commercial, Quality, Sourcing, Manufacturing, Engineering and Project Management functions, to develop talent by identifying the competency gaps. Emphasis was given on individual development plan to bridge the gaps.

## Culture

Our aim is sustaining a Company culture, based on GE's leadership behaviours of "Act with Humility, Lead with Transparency and Deliver with Focus, with a Commitment to Unyielding Integrity".

To promote GE's leadership behaviours, Company had launched new performance management framework of **People Performance and Growth (PPG)**. The process was designed to provide greater transparency, comprehensive evaluation of performance and growth areas by aligning performance and demonstration of the Leadership Behaviours to compensation outcomes. Employee's performance



Celebrating Pride at GE T&D India Limited

ratings were derived by assessing priorities (What) and Leadership Behaviours (How). Employee seeks feedback from minimum of six colleagues to get insights and ratings on the three Leadership Behaviours. The PPG framework has truly helped the Company in driving the desired culture, supporting talent attraction, engagement and retention, and ensured that your Company's ways of working are strongly connected to business objectives.

Inclusion, Diversity and Equality is a crucial pillar of your Company's culture, and to follow it in true spirit, we are committed to investing in programs that focus on building a diverse and talented workforce.

Learning is the key to evolving and progressing. The Company is committed to its belief in promoting a learning culture. To affirm the same, multiple initiatives were launched across the units/product lines as below:

- **People Leader Development Framework** – People leaders play essential role in the Company in driving the culture and engagement. The framework aimed at taking the feedback from the leadership, people leader's direct reports regarding the expectations from the people leaders. Based on the insights, action plans were defined, which included customized learning sessions for people leaders, appointment of culture ambassadors, and creation of focused groups for driving agenda on defined culture themes.
- **Large Transformer India (LTI) Learning Academy (Vadodara)**- LTI Learning Academy was started with a vision of enhancing the competencies of employees by inculcating a culture of continuous learning. Under the banner of LTI Learning Academy, the first program conducted was "Technical Learning Series". The complex process of manufacturing of the products and the stiff market competition required our employees to continue to enhance their competencies through learning.
- **Change Management Interventions (Pallavaram and Vadodara)** – This intervention was launched to reinforce seamless collaboration and open dialogue culture. Under this intervention, internal customers (all major business functions) were requested to discuss, exchange ASKs, define shared vision, and then sign-off change commitments with mutual agreements, and make action plans which would help and lead to the success of the units. The initiative also helped in promoting empathy, improving say to do ratio, and establishing clear communication between the teams.
- **Learning Effectively through Assignments & Projects (Pallavaram)** – This initiative was launched to encourage employees to take up stretch assigned on the topics of Safety, Quality, Delivery and Cost. This helped the employees to develop cross functional learning and exposure.

## Workforce and Analytics

GE Workday, a cloud-based HR enterprise management platform helped employees and people leaders to access information anywhere and anytime. This user-friendly platform helps speedy fetching of important data and reports, allowing the business to quickly make important people related decisions. The new platform has helped

your Company to seamlessly drive strategies on recruitment and talent management, retention, growth programs, HR and payroll compliances, and benefits programs, smoothly with efficiency.

## Quality and Continuous Improvement

Your Company is committed on continuous improvement towards Business excellence. The Deployment of Quality and Continuous Improvement initiatives have continued to progress well with significant contribution to business results. Following are a few of the achievements/key actions realized through wholehearted participation of Your Company employees at all levels

1. Eighteen structured Process improvement actions including Lean, Six Sigma Projects contributing to significant operational performance improvement were successfully executed.
2. Enhancing Continuous Improvement competencies at all levels was continued with relevant trainings (Lean, Problem Solving (8D/GE PSR etc.), Lean kaizen events and coaching continuous improvement projects across the units to enhance the Quality and Continuous Improvement competencies of employees at all levels.
3. Grid Solutions Quality Suite, a digital platform for Non-Conformity Management was extended to Suppliers for effective supplier non conformity management. This Digital transformation using Quality Suite tool contributes towards Quality Improvement and further strengthens the Standardized and integrated quality event management systems.
4. All Indian plants participated in GE Renewable Energy President Kaizen week conducted in October 2021. Multiple Kaizen improvements were implemented across units and kaizen events are being continuously conducted contributing to operational performance improvement
5. Turnkey business unit received memento from Kerala State Electricity Board (KSEB) In recognition of outstanding performance, Dedicated Service and Contribution for Successful Completion and Commissioning of 220 kV GIS Kunnamangalm Substation.



Grid Automation Pallavaram Team LEAN Kaizen Week





6. Padappai High Voltage Switchgear plant received Q4 2021 GE South Asia President's Awards for effective inventory management through lean initiatives which resulted in high cash flow, sustained inventory and cash savings. This achievement clearly demonstrated the focus and commitment towards driving best business value for our stakeholders.
7. World Quality Day was celebrated across all the units. Employee engagement programs to promote awareness and commitment to Quality focused on Root Cause Analysis, Issue resolution and Continuous improvement were organized with active participation of Employees.
8. Hosur factory successfully completed qualification audit for Trans Grid, Australia conducted by Tata projects in December 2021.
9. Padappai factory successfully completed qualification audit for RETIE certification (RETIE: Electrical Installation Technical Regulation – Resolution 90708) for Colombia market and RENEW Power Customers.
10. Power transformer Vadodara plant successfully completed the approval process for Australia Power Link customer and was awarded with 125MVA 275/33kV transformer package (Power Link).
11. Power Transformer Factory in Vadodara delivered the biggest single phase 450 MVA 525 KV Generator transformer export order to Malaysia which is first of its kind ever manufactured and tested successfully by Grid in India. The plant also executed its first export order to Bhutan Power Corporation, 220 kV 40 MVA MPT much earlier than the Contractual delivery commitment which indeed a strategic milestone to enter in Bhutan and further improves the competitiveness to capture broader market in South Asia. Continuing with the export market arena, the unit manufactured and tested 3\*220 kV 115 MVA converter transformer to Kyudenko customer in Ukujima, Japan.
12. As a part of its association with energy transition in India, Power Transformer Factory in Vadodara delivered 2\*400 kV 150 MVA LPT to Renew Power for a solar project in Bikaner in record-breaking wing-to-wing lead time of 185 days by executing significant improvements across all functions.
13. Grid Automation Pallavaram plant implemented Automatic Functional Test Station (AFTS) for MVAAM11/21 Auxiliary relays and New VAX31 Trip circuit supervision relays leading to improved Quality control, reduced Test Cycle Time & Test Setup Time.
14. Hosur Plant implemented 3D Scanner for prototype manufacturing of CT Active part to capture the critical CTQ parameters thereby reduce the product development lead time.
15. Padappai High Voltage Switchgear plant commissioned its Rooftop Solar Power Plant of capacity 700KWp during November 2021, which can generate 1 GW Per annum that meets 25% of overall annual energy need of the Plant.

## Corporate Social Responsibility

Sustainable initiatives and social responsibility form an integral part of the Company, through which the Company manages the business of today with the future in mind. Your Company's Corporate Social Responsibility (CSR) activities reflect its philosophy of helping to build a better world and a more sustainable society. Over the years, across all sites, your Company has been engaged in several initiatives, and has focused on strengthening the marginalized sections of the community through



Donation of high-end ICU units to Holy Family Hospital at New Delhi



GE T&D India collaborated with United Way Delhi to launch a Vaccination Refrigerated Van at Collectorate Campus in Ghaziabad on 14th July. Flagged off by Retired Gen VK Singh, Minister of State in the Ministry of Road Transport and Highways and Ministry of Civil Aviation, the inauguration was attended by Anshul Madaan, Communications Leader, GE T&D India.

multiple interventions such as healthcare, access to clean drinking water, infrastructure development, support for persons with special needs, skill development, entrepreneurship programs, and also during the year under review, COVID-19 Emergency Response Program. These programs are carefully curated, depending upon the needs of the community for the overall development and empowerment of the society.

### COVID-19 Emergency Response

#### Delhi – NCR

The Company has since the inception of lockdown and COVID-19 pandemic stepped up to support the country towards Emergency



Udayan Care Shaalini Programme



#### Paddapai MHU Pharmacist dispensing medicines at Pozhichalur

Response. So far, the Company has engaged in such support to Hospitals by way of supplying Hospital support kits, frontline worker kits, portable testing units, ventilators and monitors. In view of the ongoing second wave and the upcoming third wave of COVID-19 pandemic, the requirement for further support from the Corporate Sector was expected. The programme aimed at providing necessary equipment and/ or deliveries which are required in order to confront the COVID-19 pandemic in India. During the year under review, the Company provided two Intensive Care Unit (ICU) set ups to Holy Family hospital in New Delhi through Implementation agency.

### Schools and Children

#### Noida, Uttar Pradesh

Your Company continued to support the first batch of Udayan Shalini Fellowship (USF) programme at Noida chapter. It is a programme which aims at providing financial support and mentoring to girls from underprivileged sections of the society and are socially or economically challenged. The USF Programme supports girls over the course of their entire journey, from Class XI until completion of university or vocational training alongside an employability module. The programme includes mentoring, resource workshops, multi-day residential camps and education on social issues. As part of the programme, the Shalinis are also required to complete. The programme also has for the fellow shalinis wherein they are required to complete 50 hours of obligatory social work.

During the year under review, due to the pandemic, two digital surveys were also conducted to assess the need of smartphones amongst the “Shalinis”, enabling them by way of providing smartphone to attend their classes and workshops online.

The details on CSR activities of the Company are provided in “Annexure A” to the Directors’ Report.

## DIRECTORS

At the 65<sup>th</sup> Annual General Meeting, members of the Company approved the appointment of Mr. Mahesh Shrikrishna Palashikar as a Director with effect from March 1, 2021, liable to retire by rotation. In the same Annual General Meeting, the members of the Company also approved the appointment of Mr. Emanuel Esteban Nicolas Bertolini as director with effect from March 1, 2021, liable to retire by rotation. In the course of the year under review, Mr. Emanuel Bertolini, resigned from the Board of Directors of the Company with effect from October 1, 2021. In view of external opportunity, Mr. Gaurav M. Negi also resigned as Director of the Company with effect from November 1, 2021 as he decided to pursue career outside General Electric.

During the year under review, the Board of Directors of your Company co-opted Mr. Rajendra Sheshadri Iyer as a director in non-Executive category to fill up the casual vacancy caused due to the resignation of Mr. Emanuel Bertolini. with effect from October 1, 2021. Your Company also co-opted Mr. Sushil Kumar (who was earlier appointed as Chief Financial Officer effective from October 1, 2019) as additional director and Whole-time Director & Chief Financial Officer with effect from January 1, 2022, for a period of five years. The aforesaid appointments were duly approved by members of the Company vide Postal Ballot notice dated January 31, 2022. Further, Mr. Rajendra Sheshadri Iyer resigned as Director of the Company with effect from May 2, 2022, as he decided to pursue other opportunities outside General Electric company.

At its meeting held on May 20, 2022, the Board of Directors co-opted Mr. Johan Bindele as director in casual vacancy in place of Mr. Rajendra S Iyer in non-executive category with effect from June 1, 2022.

In terms of section 152 of the Companies Act, 2013 Articles of Association of the Company, Mr. Mahesh Shrikrishna Palashikar, Director, of the Company retires by rotation at the ensuing AGM and, being eligible, offers himself for re-appointment.

Necessary resolutions in respect of appointment/ re-appointment of the directors mentioned above have been included in the notice convening the ensuing annual general meeting. Your directors commend their appointment/ re-appointment. The particulars in respect of these directors as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are also available in the 'Board of Directors' section in the report on Corporate Governance and the notice convening the sixty-sixth Annual General Meeting.

### Key Managerial Personnel

As on March 31, 2022, the following are the Key Managerial Personnel of the Company in terms of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Name	Designation
Mr. Pitamber Shivnani	Managing Director & Chief Executive Officer
M. Sushil Kumar <sup>1</sup>	Whole-time Director & Chief Financial Officer
Mr. Manoj Prasad Singh	Company Secretary

<sup>1</sup> Chief Financial Officer upto December 31, 2021 and thereafter Whole-time Director & Chief Financial Officer w.e.f. January 1, 2022

## Managerial Remuneration

During the year ended March 31, 2022, the Company incurred a loss in terms of section 198 of the Companies Act, 2013 due to lower revenue which resulted into lower recovery of fixed expenses, significant increase in commodity prices leading to increased raw material cost on firm price contracts and other cost escalations on projects. The revenue of the Company has decreased by 12% as compared to year ended March 31, 2021 due to lower backlog and book and bill orders and delay in Customer projects.

The shareholders of the Company, vide Notice of Postal Ballot dated January 31, 2022, had approved the appointment including remuneration of Mr. Sushil Kumar, Whole-time Director & CFO. In view of loss during the financial year ended March 31, 2022, approval of Shareholders by way of special resolution is being sought in terms of Section II to Part II of Schedule V of Companies Act, 2013 for the payment of managerial remuneration of ₹ 2,824,099/- (Rupees Two million eight hundred twenty four thousand ninety-nine only) (including the contribution to provident fund, or annuity fund and Gratuity for the year) to Mr. Sushil Kumar, Whole-time Director & CFO.

The remuneration paid to Mr. Pitamber Shivnani, Managing Director & CEO during the financial year 2021-22, is already approved by the shareholders of the Company at the 64<sup>th</sup> Annual General Meeting held on September 28, 2020, in terms of Section II to Part II of Schedule V of Companies Act, 2013.

Shareholders of the Company at Annual General Meeting held on August 6, 2021, had accorded their approval for the payment of remuneration by way of commission to such of the Non-executive Directors, resident in India, not exceeding in the aggregate 1% (one percent) of the net profits of the Company in a financial year computed in the manner laid down in Section 198 of the Act for each of the financial years of the Company commencing on or after April 1, 2021, or ₹ 10 Million (Rupees ten million only) in aggregate, whichever is lower, and the same be paid to and distributed amongst such Director(s) of the Company but excluding the Managing Director(s) and/or Wholetime Director(s) as may be determined by the Board of Directors, the amount, proportion and manner of such payment and distribution shall be as the Board may, from time to time, decide, provided that none of the non-executive Directors shall, in any Financial Year, individually receive an aggregate remuneration (excluding sitting fees) exceeding ₹ 2.5 million (Rupees two million five hundred thousand only). In view of loss during the financial year ended March 31, 2022, approval of Shareholders by way of ordinary resolution is being sought in terms of Section II to Part II of Schedule V of Companies Act, 2013 for the payment of remuneration by way of commission of an amount of ₹ 1,150,000/- (Rupees One million one hundred fifty thousand only) to each of the independent directors, namely Dr. Kirit S Parikh, Mr. Rakesh Nath, Ms. Neera Saggi and Mr. Sanjay Sagar, for the financial year ended March 31, 2022, and thereafter, in the event of inadequacy of profits, during financial years 2022-23 and 2023-24, payment of remuneration by way of commission to non-executive directors upto ₹ 10 Million (Rupees ten million only) in a financial year, in aggregate, provided that none of the non-executive Directors shall, in any Financial Year, individually receive an aggregate remuneration (excluding sitting fees) exceeding ₹ 2.5 million (Rupees two million five hundred thousand only), as the Board may, from time to time, decide.

## Declaration by Independent Directors

All the independent directors of your Company have made a declaration to the Company that they meet all the criteria of independence laid down under section 149(6) of Companies Act, 2013 and regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## Familiarisation Programme for Independent Directors

As part of its 'Familiarisation Programme for Independent Directors', your Company familiarises independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. Your Company aims to provide its Independent Directors, insight into the Company enabling them to contribute effectively.

The details of familiarization programmes may be accessed under the Corporate Governance section of the website: <http://www.ge.com/in/ge-td-india-limited>. During the year under review, Independent Directors were apprised on an ongoing basis in the various Board/Committee meetings on macro-economic environment, industry developments, regulatory updates, business overview, operations, financial statements, update on statutory compliances for Board members, etc. In this respect, presentations were made to Independent Directors by the Managing Director & Chief Executive Officer, Whole-time Director & Chief Financial Officer, Company Secretary and other management personnel.

## DIRECTORS' RESPONSIBILITY STATEMENT

In compliance with section 134(5) of the Companies Act, 2013, the Directors of your Company confirm that:

- the applicable Accounting Standards have been followed in the preparation of annual accounts and that there are no material departures;
- such accounting policies have been selected and applied consistently and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as on March 31, 2022 and of the loss of your Company for the year ended on that date;
- proper and sufficient care has been taken for the maintenance of adequate accounting records, in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of your Company for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis;
- the internal financial controls to be followed by the Company have been laid down and such internal financial controls are adequate and were operating effectively; and
- proper system to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and operating effectively.

## AUDIT COMMITTEE

The Audit Committee of your Company comprises of Mr. Rakesh Nath as the Chairman, Dr. Kirit S. Parikh, Ms. Neera Saggi, Mr. Sanjay Sagar, and Mr. Mahesh S Palashikar as other members. Details in respect of the Audit Committee are provided in the Corporate Governance Report forming part of the Directors' Report.

The Board at its meeting held on May 20, 2022, has further co-opted Mr. Johan Bindele as member of the Audit Committee with effect from June 1, 2022.

## WHISTLE BLOWER POLICY/ VIGIL MECHANISM

Your Company has a "Vigil Mechanism (Ombuds & Open Reporting Procedure)" to provide an avenue to stakeholders, including employees and directors, to report concerns related to any actual or potential violation of law and 'The Spirit & The Letter Policies' including unethical practices, incorrect or misrepresentation of any financial statements and reports, any claim of theft or fraud, conflicts of interest and any claim of unfair employment practices.

Through this procedure employees are encouraged to raise integrity concerns and feel confident that they can do so without any fear of retaliation.

The said policy may be accessed under the Corporate Governance section of the website <https://www.ge.com/in/ge-td-india-limited/>.

## NOMINATION AND REMUNERATION POLICY

In terms of the section 178 of the Companies Act, 2013 and Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company has a Nomination and Remuneration Policy ('NRC Policy'). The aforesaid policy of the Company on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of directors and other matters is annexed as "Annexure B".

The policy is available at the website of the Company under the Corporate Governance Section and can be accessed at <https://www.ge.com/in/ge-td-india-limited/>.

## PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

Your Company has a policy framework for evaluation of the Board of Directors. Pursuant to the provisions of the Companies Act, 2013 and regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of the Directors individually including Independent Directors, the Board as a whole and of its various committees.

During the year under review, the Independent Directors in terms of Companies Act, 2013 and regulation 25(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, carried out performance evaluation of non-independent directors, Chairman of the Board and the Board as a whole based on criterion of evaluation as approved by Nomination and Remuneration Committee.

Nomination and Remuneration Committee in terms of Companies Act, 2013, also carried out evaluation of every director's performance.

The Directors expressed their satisfaction with the evaluation process.

## PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Details as required under section 197(12) read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as "Annexure C".

A statement showing the names of employees drawing remuneration in excess of the limits as set out in section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as "Annexure D".

## ANNUAL RETURN

As per provisions of Section 92(3) of the Companies Act, 2013, the Annual Return of the Company is hosted on the Reports & Financials section of your Company's website: <https://www.ge.com/in/ge-td-india-limited/reports-financials>.

## MEETINGS OF THE BOARD AND ITS COMMITTEES

During the year under review, fifteen meetings of the Board of Directors were held, details of which along with details of Committee meetings are provided in Corporate Governance Report forming part of the Directors' Report.

The Secretarial Standards as issued by the Institute of Company Secretaries of India (ICSI), as applicable, have been duly complied with.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of investment made are detailed in Note 4 to the financial statements forming part of the Annual Report. Your Company has not provided any loan, guarantee or securities under section 186 of the Companies Act, 2013.

## RELATED PARTY TRANSACTIONS

In terms of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has a Related Party Transactions Policy on dealing

with Related Party Transactions. The policy may be accessed under the Corporate Governance section of the website <https://www.ge.com/in/ge-td-india-limited/>.

In accordance with Listing Regulations, the Audit Committee and the Board of Directors have reviewed the Related Party Transactions Policy at their meetings held on March 8, 2022. The Audit Committee has defined material modifications as an increase beyond 10% on amount approved by the Audit Committee/ Board / Shareholders as the case may be, for Related Party Transaction for each Related Party. Omnibus approval for related party transactions (at arm's length and in ordinary course of business) which were foreseen and repetitive in nature was obtained from the Audit Committee. All related party transactions during the year under review were on arm's length basis. The disclosures pertaining to transactions with Related Parties in compliance with applicable accounting standards have been provided in Note. 38 of the Notes to financial statements.

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") disclosures of transactions of the Company with Grid Equipments Private Limited, promoter Company, holding 68.54% shares in the Company is as follows

Description	₹ In millions)	
	March 31, 2022	March 31, 2021
Interest	Nil	97.5
Dividend Remitted	Nil	-
Borrowings	Nil	4,000
Repayment of Borrowings	Nil	5,330

During the year under review, your Company, with the approval of shareholders, entered into Related Party Transactions which may be considered material in terms of Section 188 of the Companies Act, 2013 and Listing Regulations. The disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC -2 is provided as "Annexure E".

Further, material related party transactions for financial year 2022-23 and upto the date of sixty-seventh Annual General Meeting are detailed in the notice of the ensuing Annual General Meeting of the Company for approval of the shareholders.

## PREVENTION OF SEXUAL HARASSMENT (POSH)

In terms of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013", the Company has zero tolerance for sexual harassment at workplace and has set up an Internal Complaints Committee at all its units, in accordance with the provisions of the said Act. No complaints of Sexual Harassment were reported under the said Act during the financial year under review.

## DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

There are no applications made by or against the Company or any proceedings pending under the Insolvency and Bankruptcy Code, 2016, during the year ended March 31, 2022.

## SUBSIDIARY COMPANIES

During the year under review, your Company did not have any subsidiary or associate Company in terms of the Companies Act, 2013.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo, as prescribed under sub-section 3(m) of section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are provided in "Annexure F", which forms part of this report.

## GLOBAL ENGINEERING OPERATIONS DIVISION (INDIA FOR GLOBAL)

Members are aware as reported last, proposal to sell the Global Engineering Operations Division (GEOD) of the Company to GE India Industrial Private Limited (GEIPL) by way of slump sale, for a purchase consideration of ₹ 873 million, was placed before the shareholders of the Company through a postal ballot notice dated February 4, 2021. However, the resolution for the proposed slump sale was not approved by the requisite majority of non-related shareholders. Accordingly, the Business Transfer Agreement between the Company and GEIPL stood terminated.

Subsequently, in relation to short term, non-exclusive contracts/purchase orders for global engineering services with other companies in the GE Grid Solutions division outside India, the Company was formally notified that with effect from June 30, 2021, later extended to March 31, 2022, no new contracts/purchase orders will be issued to the Company in relation to those services and existing contracts/purchase orders will lapse at their expiry date or be terminated by notice.

After exploring various options to reduce the impact of excess manpower and assets within the Company (including the adverse impact on employees pursuant to their retrenchment), a new valuation exercise was undertaken and a second attempt at slump sale of the GEOD business to GEIPL was initiated.

Based on the independent valuation done by M/s BDO Valuation Advisory LLP, the fairness opinion by M/s RBSA Capital Advisors LLP, negotiations between the parties, business plans/ commercial reasons and nature of the transaction, it was proposed to effect this business transfer at an arm's length price of ₹ 1,406 million to be received on completion of sale of GEOD business.

The Board of Directors of the Company at its meeting held on January 24, 2022 accorded its approval, subject to approval of shareholders of the Company to sell the GEOD business together with the assets and manpower comprised therein along with its corresponding liabilities by way of a slump sale on an "as is where is" basis to GEIPL for a consideration of ₹ 1,406 million with agreed adjustment to the price

owing to alteration in the value of the working capital of the GEOD business as on the closing date.

Later non-related Shareholders accorded its approval with requisite majority and the sale has been completed on March 31, 2022.

## NAINI UNIT

In the previous Directors' Report, it was informed that the Company has executed an agreement to sell its undertaking at Naini, Allahabad to M/s Shirdi Sai Electricals Limited, consisting of its rights in the leased land, identified movable and immovable properties, as per the terms of the business transfer agreement executed in this regard, subject to such consents as may be required to close the transaction.

The Company continues to be in the process of consummation of the sale. Detailed note is available in the Notes to Financial Statements.

## RISK MANAGEMENT

The Board of Directors of your Company has constituted a Risk Management Committee in terms of Listing Regulations to overlook the Risk Mitigation and Management of the Company. Details of composition forms part of the Corporate Governance Report.

During the year under review, the Risk Management Committee and the Board of Directors of your Company reviewed the Risk Management Policy for the Company and has adopted Enterprise Risk Management Policy. The Policy identifies elements of risks inherent to the business pertaining to operational, financial, environment, health and safety, reputation and image, currency fluctuation, compliance, cyber security, etc. Every unit and function are required to deploy the control measures and ensure timely reporting.

In the opinion of the Board, none of the above-mentioned risks threaten the existence of the Company.

## INTERNAL FINANCIAL CONTROL

The Board of Directors of your Company is satisfied with the Internal Financial Control process. Internal control environment of the Company is reliable with well documented framework to mitigate risks. A detailed analysis is provided in the Management Discussion and Analysis Report, forming part of the Directors' Report.

## CORPORATE GOVERNANCE

In terms of regulation 34 (3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reports on Management Discussion and Analysis and on Corporate Governance have been included in this Report as separate sections. A certificate from M/s Deloitte Haskins & Sells, Chartered Accountants, regarding

compliance of conditions of Corporate Governance as stipulated in regulation 34 (3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has also been included in the Annual Report.

## BUSINESS RESPONSIBILITY REPORT

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Business Responsibility Report describing the initiatives taken from an environmental, social and governance perspective, in the prescribed format has been included in this Report as a separate section.

## STATUTORY AUDITORS AND AUDITORS' REPORT

The members of the Company at its 65th Annual General Meeting (AGM) held on August 6, 2021 appointed M/s Deloitte Haskins & Sells, Chartered Accountants, Firm Registration No. 015125N as Statutory Auditors to hold office till the conclusion of 70th AGM at remuneration to be fixed by the Board of Directors.

### Auditors' Report

The Auditors' Report for the financial year ended March 31, 2022 does not contain any qualification, reservation or adverse remark. The Report is enclosed with the financial statements in this Annual Report.

## COST AUDITORS

The maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained. The Cost Audit Report for financial year ended March 31, 2021, of the Company was filed on September 1, 2021, within the prescribed time under the Companies (Cost Records and Audit) Rules, 2014.

In terms of the Companies (Cost Records and Audit) Rules, 2014, your Company has appointed M/s. Shome & Banerjee, Cost Accountants,

as cost auditor of the Company for the financial year ending March 31, 2023 to audit the cost records of the Company related to the applicable products manufactured at its manufacturing facilities. The remuneration approved by the Board, is recommended for ratification by the members at the ensuing AGM.

## SECRETARIAL AUDITORS

As per section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company appointed M/s VKC & Associates, Company Secretaries, as Secretarial Auditor of the Company for the financial year ended March 31, 2022.

The Secretarial Audit Report from M/s VKC & Associates, Company Secretaries for the financial year ended March 31, 2022 does not contain any qualification, reservation or adverse remark and is annexed as "Annexure G".

## ACKNOWLEDGEMENTS

The Board of Directors expresses its gratitude to the employees of the Company for their commitment, dedication and support in fulfilling Company's commitments to its customers and thereby contributing to the performance of the Company. They also express their gratitude to various Government/ Statutory Regulatory authorities, customers, vendors, Banks, and members for their continued understanding and support and look forward for the same in the years to come.

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram

Date : May 20, 2022

# ANNEXURE A

## Annual Report on Corporate Social Responsibility Activities for the Financial Year 2021-22

[Pursuant to the Companies (Corporate Social Responsibility Policy) Rules, 2014]

### 1. Brief outline on CSR Policy of the Company

The Company strives to position itself as a prominent player in the global sustainable environmental transition and its CSR policy underlines this. The Company through CSR initiatives is committed to improving the lives of individuals and communities in the country. Your Company's CSR initiative reflects this ethos. The Company has framed a CSR Policy in compliance with section 135 of the Companies Act, 2013 and the weblink for the same is:

[https://www.ge.com/in/sites/www.ge.com.in/files/Corporate%20Social%20Responsibility%20Policy\\_1.pdf](https://www.ge.com/in/sites/www.ge.com.in/files/Corporate%20Social%20Responsibility%20Policy_1.pdf)

### 2. Composition of CSR Committee:

Sl. No.	Name	Designation	DIN	No. of CSR Committee Meeting attended during the Reporting financial year ended March 31, 2022
1	Dr. Kirit S Parikh	Independent Director, Chairman	00684234	2
2	Mr. Pitamber Shivnani	Member	05187407	2
3	Mr. Sushil Kumar	Member [w.e.f. January 1, 2022]	08510312	1
4	Mr. Mahesh Shrikrishna Palashikar	Member [from November 1, 2021 to December 31, 2021]	02275903	-
5	Mr. Gaurav M Negi	Member [upto October 31, 2021]	02835748	1

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company

- (a) Composition of CSR Committee: <https://www.ge.com/in/ge-td-india-limited/directors-profile>
- (b) CSR Policy: [https://www.ge.com/in/sites/www.ge.com.in/files/Corporate%20Social%20Responsibility%20Policy\\_1.pdf](https://www.ge.com/in/sites/www.ge.com.in/files/Corporate%20Social%20Responsibility%20Policy_1.pdf)
- (c) CSR Projects approved by the Board: <https://www.ge.com/in/ge-td-india-limited/CSR>

### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.

The requirement to undertake mandatory Impact Assessment was not applicable to the Company during the year under review.

### 5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Not applicable

### 6. Average net profit of the company as per section 135(5)

₹ 124.4 million

### 7. (a) Two percent of average net profit of the company as per section 135(5)

₹ 2.5 million

### (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.

Nil

### (c) Amount required to be set off for the financial year, if any

Nil

### (d) Total CSR obligation for the financial year (7a+7b-7c).

₹ 2.5 million



**8. (a) CSR amount spent or unspent for the financial year**

Total Amount Spent for the Financial Year.	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6).			Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).	
	Amount	Date of transfer		Name of fund	Amount
₹ 4.5 million	Not applicable				

**(b) Details of CSR amount spent against ongoing projects for the financial year**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)		
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	State	District	Location of the project	Project Duration	Amount allocated for the project	Amount spent in the current financial year	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	Name	CSR Registration Number
Not applicable													

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)		
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	State	District	Location of the project	Amount spent in the current financial year	Overheads	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	Name	CSR Registration Number
1	Udayan Shaalini Fellowship program for girls	(ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Uttar Pradesh	Noida		0.8	-	No	Udayan Care	CSR00000619	
2	COVID-19 Emergency Response	(i) promoting health care including preventive health care ((xii) disaster management, including relief, rehabilitation and reconstruction activities.	Yes	Delhi	Delhi-NCR,		2.9	-	No	Udayan Care	CSR00000619	
3	Review and Impact assessment of programmes	Monitoring & evaluation	NA			All CSR sites and programme	0.8	-	Yes	-	-	
<b>TOTAL</b>							<b>4.5</b>					

**(d) Amount spent in Administrative Overheads**

Not applicable

**(e) Amount spent on Impact Assessment, if applicable**

Not applicable

**(f) Total amount spent for the Financial Year (8b+8c+8d+8e)**

₹ 4.5 million

**(g) Excess amount for set off, if any**

₹ 2.0 million

Sl. No.	Particular	Amount (₹ in million)
(i)	Two percent of average net profit of the company as per section 135(5)	2.5
(ii)	Total amount spent for the Financial Year	4.5
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2.0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2.0

**9. (a) Details of Unspent CSR amount for the preceding three financial years**

Sl. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in million)	Amount spent in the reporting Financial Year (₹ in million)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (₹ in million)
				Name of the fund	Amount (₹ in million)	Date of transfer	
Not applicable							

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s)**

Sl. No	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration (in months)	Total amount allocated for the project (₹ in million)	Amount spent on the project in the reporting Financial Year (₹ in million)	Cumulative amount spent at the end of reporting Financial Year. (₹ in million)	Status of the project - Completed /Ongoing
Not applicable								

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year**

Not applicable

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).**

Not applicable

**Dr. Kirit S Parikh**Chairman of CSR Committee  
DIN : 00684234  
Place: New Delhi**Pitamber Shivnani**Managing Director & Chief Executive Officer  
DIN : 05187407  
Place: Noida

Date : May 20, 2022

# “ANNEXURE B” TO THE DIRECTORS’ REPORT

## NOMINATION AND REMUNERATION POLICY

### OBJECTIVES

The objective of the Nomination and Remuneration Committee of the Board of Directors of GE T&D India Limited (hereinafter referred to as ‘GETDIL’ or ‘the Company’) is to ensure that the Board and top management is appropriately constituted to meet its fiduciary obligations to stakeholders, to identify persons who are qualified to become Directors and who may be appointed in senior management and/or as Key Managerial Personnel (KMP) of the Company in accordance with the criteria's laid down, recommend to the Board the appointment, removal, remuneration of the Directors, Senior Management and KMP and evaluation of every Director's performance, in line with the provisions of the Companies Act, 2013 and rules prescribed therein, as amended from time to time and as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time and/or such other statutory notification, amendment or modification, as may be applicable.

### RESPONSIBILITIES AND DUTIES

The Committee shall undertake the specific duties and responsibilities listed below and shall also undertake such other duties as the Board prescribes from time to time. Specific duties and responsibilities of the Committee include:

1. Formulating criteria for determining qualifications, positive attributes and independence of a director.
2. Identifying persons who are qualified to become Directors and who may be appointed in Senior Management and as KMP of the Company in accordance with the criteria laid down, recommend to the Board their appointment and removal.
3. Recommending to the Board a policy, relating to the remuneration of the Directors, Senior Management, KMP and other employees, as may be applicable.
4. Formulating criteria for evaluation and manner of effective evaluation of Independent Directors, Board, its committees and every Director's performance.
5. Devising a policy on Board diversity.
6. Ensuring that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully.
7. Ensuring the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and remuneration payable to Directors, Senior Management, KMP involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

8. Carrying out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
9. Performing such other functions as may be necessary or appropriate for the performance of its duties.

### POWERS

In discharging its responsibilities and duties, the powers of the Committee will include:

1. Sole authority to retain, compensate and terminate any search firm to be used to identify Director candidate(s) and these agencies will be accountable only to the Committee.
2. Identifying, screening and reviewing individuals qualified to serve as Directors and recommending to the Board candidates for nomination to fill Board vacancies/additions.
3. Overseeing your Company's policies and procedures for the receipt of stakeholder suggestions regarding Board composition and recommendations of candidates for membership of the Board.
4. Conducting or authorizing studies of matters within the Committee's scope of responsibility with full access to all books, records, facilities and personnel of the Company.
5. To retain outside counsel for these activities, if required and determine the compensation.
6. To sub-delegate such power and authority as the Committee deems appropriate with the purpose of meeting its objectives and duties within the scope of its terms of reference. The Committee shall, however, not delegate any power or authority required by law, regulation or listing standards to be exercised solely by the Committee as a whole

### MEMBERSHIP

The Committee shall consist of at least three directors, all of whom shall be non-executive directors and at least half shall be independent.

The Chairman of the committee shall be an Independent Director.

The members of the Committee shall be appointed by the Board of Directors. The Board has the power to constitute/reconstitute the Committee consistent with your Company's policy and applicable law/regulations

## MEETINGS

The Committee shall meet at least once a year and as often as it considers necessary, in person and/or telephonically and/or video conferencing or by other audio-visual means. Any member may call a meeting of the Committee.

All meetings of the Committee shall be presided over by the Chairman of the Committee.

Other Directors, employees or such persons as may be deemed appropriate by the Chairman/Member(s) of the Committee may be invited to attend the meeting(s).

## QUORUM

The quorum for meetings of the Committee shall be one third of total strength or two members whichever is higher including at least one Independent Director.

The participation of the Directors by video conferencing or by other audio-visual means shall also be counted for the purposes of quorum.

## MINUTES

The Committee shall maintain written minutes of its meetings, including any formal discussions and taking on record any action taken by written consent, which shall be presented to the Board and shall be part of minutes of the Board Meeting.

## COMPENSATION TO COMMITTEE MEMBERS

The Company shall not pay any remuneration to the Committee Members except sitting fees for each meeting of the Committee attended by the Non-Executive Independent Directors, as determined by the Board from time to time and Commission as may be determined by Board of Directors of the Company within overall ceiling limit approved by Shareholders of the Company.

## APPLICABILITY

The Policy shall be applicable to:

1. The Board of Directors of the Company
2. KMP of the Company
3. Senior Management of the Company
4. Such other person(s) as may be prescribed by the law for the time being in force

## GUIDELINES FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

### • Appointment criteria and qualifications

1. The Committee shall identify and determine the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

2. A person should possess requisite qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether the qualification, expertise and experience possessed by a candidate are adequate for the concerned proposed position.
3. The Company shall not appoint or continue the employment of any person as Whole-time Director/ Independent Director who has attained the age of seventy or seventy-five years, respectively. Provided that the term of the person holding this position may be extended beyond the abovementioned age with the approval of shareholders by passing a special resolution and compliance of applicable provisions of law/regulations.

### • Term / Tenure

#### I. Managing Director/Whole-time Director

The Company shall appoint/re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

#### II. Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment for another term of five years on passing of a special resolution by the members of the Company, subject to the compliance of applicable law/regulations/listing agreement etc.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

A person may be appointed as an Independent Director, only if the proposed appointment is within the limits prescribed under law/regulations/listing agreement to act as an Independent Director by such person in any listed Company including GETDIL.

#### III. Evaluation

The Committee shall carry out need based evaluation of performance of every Director, KMP and Senior Management Personnel at regular intervals/ as per Human Resources (HR) policy of the Company.

#### IV. Removal

The Committee, if think fit, may recommend removal of a Director, KMP or Senior Management Personnel to the Board with reasons recorded in writing due to reasons

for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, Company policy, subject to the provisions and compliance of the said Act, rules and regulations, Company policy.

## V. Retirement

A Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013/ Listing Regulations and the extant policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company, subject to the recommendation of the Committee.

## GUIDELINES RELATING TO THE REMUNERATION FOR THE WHOLE-TIME DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

### • General

1. The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the terms of appointment and/or prior/post approval of the shareholders of the Company and Central Government, wherever required.
2. The remuneration and commission to be paid to Whole-time Director(s) shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company/terms of appointment approved by the Board or shareholders, as the case may be and as per the provisions of the Companies Act, 2013, and the rules made thereunder and Listing Regulations.
3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders/ central government in the case of Whole-time Director. Increments will be effective as per the terms of appointment or 1st April as the case may be, subject to compliance of applicable law/regulations, HR policy of the Company.
4. In terms of Listing Regulations, the Company shall undertake a Directors and Officers Insurance for all its Independent Directors. The premium paid on Directors and Officers Insurance taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, shall

not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

### • Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel

#### 1. Fixed & Incentive pay

The Whole-time Director / KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee, subject to compliance of applicable law/regulations and in accordance with Company's HR policies. The breakup of the Annual Fixed Pay and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required. The Whole-time Director / KMP and Senior Management Personnel shall also be eligible for Annual Variable Pay (for the calendar year) as follows:

Senior Executive Band (SEB)	:	50% or 70% of Annual Fixed Pay as per group policy
Executive Band (EB)	:	35% of Annual Fixed Pay
Senior Professional Band (SPB)	:	15% of Annual Fixed Pay

subject to fulfilment of the short and long-term performance objectives, as may be fixed for each official vis-à-vis the working/performance of the company.

#### 2. Minimum Remuneration

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

#### 3. Provisions for excess remuneration

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such excess remuneration to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sums refundable to it unless permitted by the Central Government.

• **Remuneration to Non- Executive / Independent Director**

**1. Remuneration / Commission**

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made thereunder.

**2. Sitting Fees**

The Non- Executive / Independent Director may receive remuneration by way of sitting fees of such amount as may be approved by the Board from time to time for attending meetings of Board or committee thereof. Provided that the amount of such sitting fees shall not exceed Rupees One lakh per meeting of the Board or committee, or such amount as may be prescribed by the Central Government from time to time.

**3. Commission**

Commission may be paid within the monetary limit approved by shareholders, subject to the limit prescribed under the provisions of the Companies Act, 2013. The approval of shareholders by special resolution shall be obtained every year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof

**4. Stock Options**

An Independent Director shall not be entitled to any stock option of the Company.

**GLOSSARY**

Board	Board of Directors of the Company
Directors	Directors of the Company
Committee	Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.
Independent Director	As prescribed in the Companies Act, 2013 and rules therein, as may be amended from time to time and Listing Agreement with Stock Exchanges, as may be amended from time to time.
Senior management	Members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors/manager/chief executive officer viz. all Functional and Unit Heads including the Company Secretary and Chief Financial Officer.
KMP	a) the Chief Executive Officer or the managing director or the manager; b) the Company Secretary; c) the Whole-time director; d) the Chief Financial Officer; and e) Such other officer as may be prescribed under the applicable statutory provisions/regulations.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and rules prescribed therein, as may be amended from time to time and per the Listing Agreement with Stock Exchange(s) as may be amended from time to time, shall have the meaning respectively assigned to them therein.

# “ANNEXURE C” TO THE DIRECTORS’ REPORT

## DETAILS AS REQUIRED UNDER SECTION 197(12) OF COMPANIES ACT, 2013 (“ACT”) READ WITH RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. Ratio of remuneration of each director to median remuneration of employees, percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year ended March 31, 2022

S. No.	Name of Director and Key Managerial Personnel	Ratio of remuneration of each director to median remuneration of employees	% increase in remuneration for the financial year ended March 31, 2022 provided for the purpose of section 197(12) of the Act
1.	Mr. Mahesh Shrikrishna Palashikar Chairman	Not applicable	Not applicable
2.	Mr. Pitamber Shivnani Managing Director & Chief Executive Officer	20.5	(10.5)
3.	Mr. Sushil Kumar, Whole-time Director & Chief Financial Officer <sup>1</sup>	Not applicable <sup>a</sup>	Not applicable <sup>a</sup>
4.	Mr. Manoj Prasad Singh Company Secretary	Not Applicable	4.0
5.	Dr. Kirit S. Parikh Independent Director	3.9	8.0
6.	Mr. Rakesh Nath Independent Director	3.9	18.7
7.	Ms. Neera Saggi Independent Director	3.9	12.1
8.	Mr. Sanjay Sagar Independent Director	3.8	Not Applicable <sup>a</sup>
9.	Mr. Emanuel Esteban Nicolas Bertolini <sup>2</sup> Non-Executive Director	Not Applicable	Not Applicable
10.	Mr. Gaurav Manohar Negi <sup>3</sup> Non-Executive Director	Not Applicable	Not Applicable
11.	Mr. Rajendra Sheshadri Iyer <sup>4</sup> Non-Executive Director	Not Applicable	Not Applicable

<sup>1</sup> Chief Financial Officer upto December 31, 2021 and thereafter appointed as Whole-time Director & CFO w.e.f. January 1, 2022

<sup>2</sup> Ceased to be Director w.e.f. October 1, 2021

<sup>3</sup> Ceased to be Director w.e.f. November 1, 2021

<sup>4</sup> Appointed as Non-Executive Director w.e.f. October 1, 2021 and ceased to be Director w.e.f. May 2, 2022

<sup>a</sup> Not applicable as the director/ key managerial personnel was either not a director in financial year ended March 31, 2021/ March 31, 2022 or was for part of the year.

Note:

\*Remuneration includes Gratuity, leave encashment at the end of the year, contribution to provident fund and superannuation.

2. In the financial year under review, all employee's median remuneration was ₹ 1,030,872 and there was an increase of 20.5% in the median remuneration of employees.
3. Number of permanent employees on the rolls of company: There were 2332 permanent employees on the rolls of Company as on March 31, 2022.
4. For calculating percentage increase in remuneration of Independent Directors, the remuneration payable by way of commission has been included which would be paid after approval of the shareholders. The percentage increase for them is on account of sitting fees paid for the Board and Committee meetings attended.
5. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year: Since increase in salaries were made in the month of January 2021, there was no increase made in the salaries of employees in the last financial year i.e., 2021-22.
6. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration policy of the Company.

# “ANNEXURE D” TO THE DIRECTORS’ REPORT

## STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013, READ WITH RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

### A. Particulars of top ten employees employed for the financial year ended March 31, 2022 in terms of remuneration drawn

Sl. No.	Name	Designation	Remuneration (in ₹)	Qualification	Experience (in Years)	Date of commencement of employment	Age (in years)	Previous employment and designation
1.	Pitamber Shivnani	Managing Director & Chief Executive Officer	21,160,320	B. Tech – Electrical Engineering	36	January 15, 2020	60	ABB India Limited - President and Local Head of Power Grids Division
2.	Mariasundaram S Antony	Region Leader- ACS South Asia Executive Business Operations - India	17,855,753	Master’s in Engineering	34	January 15, 2021	54	GE Gas Power - GM, India Engineering Operations
3	Sandeep Zanzaria	Executive - Sales	14,086,634	B.E. – Electrical, PGDM	32	August 9, 2017	55	Schneider Electric India Pvt. Ltd – Vice President
4	Subrata Chatterjee	Executive-Business Operations	12,206,740	B.E. (Electronics & Power)	29	August 31, 2004	53	CESC Limited – Sr. Engineer
5	Nagesh Tilwani	Executive-Business Operations	10,984,400	B.E.- Electrical	27	September 14, 1996	49	Controls & Switchgear Company Ltd. - Design Engineer
6	Sushil Kumar	Chief Financial Officer (CFO) upto December 31, 2021 and Whole-time Director & CFO w.e.f. January 1, 2022*	10,956,382	Chartered Accountant	22	November 3, 2009	43	Schneider Electric India Private Limited - Sr Commercial Controller
7	Vikrant Shashikant Joshi	PTR Scientific Leader	9,677,620	BE in Electrical	33	June 29, 2020	54	CG Power and Industrial Solutions Limited - General Manager - Design
8	Rakesh Singh	Executive -Business Operations	9,445,886	B.E.	25	November 11, 2007	47	AREVA T&D UK Limited - HVDC Projects After Sales Support
9	Deepak Pandey	Director – Regional Operations, Digital Grid Business	8,892,974	Bachelor of Engineering Masters in Business Administration (MBA – Operations)	28	December 29, 2014	51	Siemens Limited Chief Manager - Operations
10	Dharmesh Save	Senior Plant Management Staff Manager	8,163,366	BE Mechanical	24	May 1, 2019	46	GE Power Systems India Private Limited - Sanand Materials Leader

\*Includes remuneration paid as Chief Financial Officer upto December 31, 2021 and thereafter as Whole-time Director & CFO w.e.f. January 1, 2022



**B. Particulars of employees employed for the financial year under report and in receipt of remuneration for that year which, in the aggregate, was not less than Rupees One Crore and two lakhs (₹ 10,200,000/-) per annum**

None other than mentioned in A above.

**C. Particulars of employees employed for part of the financial year under report with an average salary of not less than Rupees eight lacs and fifty thousand per month**

Sl. No.	Name	Designation	Remuneration (in ₹)	Qualification	Experience (in Years)	Date of commencement of employment	Age (in years)	Previous employment and designation
1.	Subramanian Ganesan	Finance Digital Transformation Leader	2,787,114	BSc., FCMA	26	October 6, 1995	55	RPG BTP (India) Limited - Supervisor -Factory Accounts & Taxes
2.	Surajit Mukherjee	Senior HR Business Partnership Staff Manager	867,174	B.Com	15	March 16, 2007	59	National Iron Ore Mining Company Limited (NIOMCO)
3.	Tamanna Khemani	Executive - FP&A Management	3,668,652	Master of Business Administration	10	November 30, 2020	32	GE T&D India Limited - Senior Supply Chain Finance Manager

**Notes:**

- 1) Remuneration includes salary, bonus, commission, Company's contributions to Provident Fund / Gratuity Fund / Superannuation Fund and the value of perquisites on the basis of Income Tax Rules, wherever applicable but excluding severance allowance, Gratuity, leave encashment and Superannuation paid at the time of separation.
- 2) The above appointments are contractual.
- 3) None of the above employee is related to any of the Directors of the Company.
- 4) None of the employees by himself or along with his spouse and dependent children holds 2% or more of the equity shares of the Company.
- 5) During the year under report, none of the employees were in receipt of remuneration in excess of the Managing Director of the Company.

# ANNEXURE E

## FORM NO. AOC-2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

### 1. Details of contracts or arrangements or transactions not at arm's length basis: None

### 2. Details of material contracts or arrangement or transactions at arm's length basis

S. No.	Name of the related party and nature of relationship	Nature of transactions	Transactions Value (₹ in Millions)	Duration of transactions	Salient terms of transactions	Date of approval by the board	Amount paid in advance (₹ in Millions)
1.	GE India Industrial Pvt Ltd (Fellow Subsidiaries)	Sales Orders	7.2	1 year to 2 years	The related party transactions (RPTs) entered during the year were in the ordinary course of business and on arm's length basis. Further, the transaction were approved by the shareholders of the Company at the 65th Annual General Meeting of the Company held on August 6, 2021.	June 10, 2021	Nil
		Rendering of services	1.1	Yearly revenue			
		Receipt of Services	409.5	Yearly Expenses			
		Interest on loan	63.8	Yearly Expenses			
		Borrowing (Maximum outstanding during the year)	2,000.0	Recurring			
		Lending (Maximum lending during the year)	142.9	Recurring			
		Sale of Global engineering operating division	1,406.0	One-time			
<b>Total</b>		<b>4,030.5</b>					

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram  
Date : May 20, 2022

# “ANNEXURE F” TO THE DIRECTORS’ REPORT

## Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

[Particulars under section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014]

### A. CONSERVATION OF ENERGY

#### 1. Vadodara Unit

##### (i) The steps taken or impact on conservation of energy

Various project initiatives executed as part of conservation of energy resulting in annual savings of ₹ 1.5 million. Projects include the following:

- Periodic inspection of air consumption station and continuous monitoring of 14 points to arrest leak has accounted savings of ₹ 0.4 million – The main objective of this activity was to conclude on non-productive usage of compressed air that is mainly compressed air leaks across the plant. With this, the Company also identified the pressure drop across the distribution network. Based on the measurement and assessment, the Company observed approximately 9% of compressed leaks are available at the network which is equivalent to 114 cfm at 32 points at various locations.
- Energy Saving – By repairing the identified leak, there was direct energy saving of 151219 kW units per annum which is equivalent to ₹ 1.05 million.

##### (ii) The steps taken by the Company for utilizing alternate sources of energy

- Hybrid renewable energy system using wind and solar through third-party power sale model with a capacity of 1.75MW wind and 0.65 MW solar. Evaluation is completed and planned for implementation in financial year 2022-23.

##### (iii) The capital investment on energy conservation equipment

- Capital investment of ₹ 3.29 million towards carbon neutral program to convert Metal halide to LED's (Earlier consumption leading to overall saving of 3,37,929 kWh).

#### 2. Pallavaram Unit

##### (i) The steps taken or impact on conservation of energy

- 2X24W fluorescent Street lights 23 numbers replaced with 18 numbers of 45W LED lights, resulted in power savings of 109,500 units per year.

##### (ii) The steps taken by the Company for utilizing alternate sources of energy

- 240 kW Roof top solar panels installed on OPEX model with TATA Solar Power, resulted in Solar energy utilization of 252,000 units per year.
- 24W Solar streetlights of 20 numbers installed on roads, resulted in Power savings of 60,800 units per year.

##### (iii) The capital investment on energy conservation equipment

- Nil

#### 3. Hosur Unit

##### (i) The steps taken or impact on conservation of energy

- Introduced Hydro energisers in Domestic water piping system and eliminated the usage of Softener plant to reduce the hardness in water, catering to 10MWh savings and supported for 3% overall reduction in power consumption.
- Revamping of STP done and introduced Air diffusers in the Primary collection tanks and thereby reduced the Operating time of STP to 6 hours as well reduced one man power in the Operations.
- Enhancement of Fire hydrant water capacity to 6kl from 4.5 kl by implementing Engineering solutions with the internal available sources which will support 2500 GPM Fire hydrant system.

##### (ii) The steps taken by the Company for utilizing alternate sources of energy

- 28% of Energy produced from Solar by proper maintenance of the unit. Started using solar power from October 15, 2020 onwards with a consumption of 1 million units during the financial year 2021-22.

#### 4. Padappai Unit

##### (i) The steps taken or impact on conservation of energy

- There is 3.8% reduction in overall energy consumption during the year.

**(ii) The steps taken by the Company for utilizing alternate sources of energy**

- Roof top solar power plant is commissioned for 700 kW, which will cater 25% of total energy need. Your Company has drawn 261.5MWh green electrons till March 2022. Further planned to add 200 kW solar power plant installation during the financial year 2022-23.

**(iii) The capital investment on energy conservation equipment**

- Energy optimisation in HVAC is done, i.e. old blower type AHUs are replaced with EC fans with an investment of ₹ 2.2 million.
- New SF6 purification plant is procured at the cost of ₹ 19.8 million to treat the impure SF6 gas inhouse, to achieve ZERO SF6 waste from operations.

**B. TECHNOLOGY ABSORPTION**

**(i) Efforts made towards technology absorption & development**

For details regarding imported technology and status regarding their absorption, please see the Schedule annexed hereto

**(ii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)**

For details regarding imported technology and status regarding their absorption, please see the Schedule annexed hereto

**(iii) The expenditure incurred on Research and Development**

Capital	: Nil
Recurring	: Nil
Total	: Nil
Total R&D expenditure as % on turnover	: Nil

**C. FOREIGN EXCHANGE EARNINGS**

Foreign Exchange earned (in terms of actual inflow)	: ₹ 7,546 million
Foreign Exchange outgo (in terms of actual outflow)	: ₹ 6,227 million

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram

Date : May 20, 2022

**Schedule with reference to B (i) & (ii)**

Technology	Year of Import	Status of absorption
Track Side Transformer up to 220kV	2018-19	Under Absorption
Electromagnetic voltage transformer (EMVT)	2019-20	Fully absorbed
Gas Insulated Voltage transformer (GIS-VT)	2019-20	Under Absorption
Localization of P40 Agile Enhanced (Ph2) Feeder Protection Relays	2021-22	Under Absorption

# ANNEXURE G

## FORM NO. MR-3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**GE T&D INDIA LIMITED**  
CIN: L31102DL1957PLC193993  
**Registered Office Address:** - A-18, First Floor,  
Okhla Industrial Area, Phase II, New Delhi - 110020

#### We report that:

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GE T&D INDIA LIMITED** (hereinafter referred as 'the Company'). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

#### Company's Responsibilities

The Company's Management and Board of Directors are responsible for the maintenance of secretarial records under the Companies Act, 2013 and compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards. Further The Company's management and the Board of Directors are also responsible for establishing and maintaining adequate systems and process, commensurate with the size and operations of the company to identify, monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

#### Auditor's Responsibilities Statement

Our responsibility is only to examine and verify those compliances on a test basis and express an opinion on these secretarial records based on our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The records was verified on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

#### Limitations

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Secretarial Auditing Standards as prescribed by Institute of Company Secretaries of India (ICSI).

Further, we conducted the secretarial audit by examining the secretarial records including minutes, documents, registers, other records and returns related to the applicable laws on the Company etc. have been received via electronic means. The management has confirmed that the records submitted to us are the true and correct. We have also relied upon representation given by the management of the Company for certain areas which otherwise requires physical verification.

#### Basis of Opinion

We have followed the audit practices, secretarial auditing standards and processes as were applicable and appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. Some records are verified -on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. We also believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Report on Secretarial Records and Compliances made thereunder

Based on our verification of The Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the - secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;- **Not Applicable**
  - (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;- **Not Applicable**
  - (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;- **Not Applicable**
  - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable as the Company is not a registered Registrar to an Issue or Transfer Agent.**
  - (h) The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2021; - **Not Applicable**
  - (i) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; - **Not Applicable**
- (vi) The Company has identified following laws applicable specifically to the Company and we have relied upon the representation made by the Company and its officers for the system and mechanism framed by the Company for compliances made under following laws:
  - 1. The Industrial (Development and Regulation) Act, 1951;
  - 2. The Factories Act, 1948 & Central Rules or concerned State Rules, made thereunder;

- 3. The Environment (Protection) Act, 1986;
- 4. The Water (Prevention and Control of Pollution) Act, 1974 & Central Rules/concerned state rules;
- 5. The Air (Prevention and Control of Pollution) Act, 1981 & Central Rules/concerned state rules;
- 6. The Hazardous Wastes (Management and Handling) Rules, 1989;
- 7. The Manufacturing, Storage and Import of Hazardous Chemicals Rules, 1989;
- 8. The Boilers Act, 1923 and read with Indian Boilers Regulation 1950;

We have also examined compliance with the applicable provisions of the following: -

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Standards and Guidelines etc. mentioned above; *However, in view of inadequacy of profits for the year, the total managerial remuneration/commission paid/ to be paid to one Executive Director and Non-Executive & Independent Directors of the Company amounts to ₹ 7.4 million exceeds the prescribed limits under Section 197 read with Schedule V of the Act. As informed by the management, the excess remuneration is subject to approval of the shareholders of the Company, to be obtain in the forthcoming Annual General Meeting.*

#### **We further report that:**

The Board of Directors of the Company has been duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and in case of shorter notice, compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings have been carried out with requisite majority of the members of the Board or committees as the case may be. Further there is no case of views of the dissenting members as per the recordings in the minutes of the meetings of the Board or Committee(s) thereof.

We further report that there are adequate systems and process in the company commensurate with the size and operations of the company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the Audit period, the Company has the following specific event/action having major bearing on The Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above

During the period under review:

- i. Members of the Company at Sixty Fifth Annual General Meeting held on August 06, 2021, have:
  1. Approved the payment of remuneration by way of commission to Non-Executive Directors for a period of five years commencing from April 01, 2022, not exceeding in the aggregate 1% (One percent) of the Net Profits laid down in Section 198 of the Act or ₹ 10 million, whichever is lower.
  2. Further approved the following material related party transactions:
    - a. With GE India Industrial Private Limited related to borrowings from cash pool (taken/to be taken excluding interest) up to ₹ 7,000 million outstanding at any given point of time and Inter-corporate deposits/lending in cash pool (given/to be given excluding interest) up to ₹ 1,500 million outstanding at any given point of time on such terms and conditions as the Board of Directors may deem fit.
    - b. With GE India Industrial Private Limited for sale and purchase of goods and or materials or property or assets of any kind, including project related services up to ₹ 2500 million and entering into contract(s)/ arrangement(s) for availing or rendering of any services up to ₹ 1500 million on such terms and conditions as the Board of Directors may deem fit.
    - c. With UK Grid Solutions Limited for tender related arrangements, including joint and several liability undertakings, indemnity obligations, parent company guarantees, support letters of ₹ 20000 million, Sale or purchase of materials and components of ₹ 1000 million and rendering & receipt of services of ₹ 500 million on such terms and conditions as the Board of Directors may deem fit.
- ii. In terms of Section 188 of the Act read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members of the Company through Postal Ballot dated January 31, 2022 have approved the sale of the Global Engineering Operations Division (India for Global) together with the assets and manpower comprised therein along with its corresponding liabilities by way of a slump sale to GE India Industrial Private Limited for

a consideration of ₹ 1406 million (Rupees One Thousand Four Hundred and Six million only), along with entering into ancillary related party transactions as contemplated under the business transfer agreement in the nature of lease / sub-lease / facilities sharing agreement for the premises through which the GEOD business is undertaken for a consideration upto ₹ 125 million (Rupees One Hundred Twenty-Five million only) per financial year.

- iii. The Company has made a delay in intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with sub-para 4 of Part A of Schedule III for the Outcome of the Board Meeting dated 10th June, 2021 by 10 minutes (Approx.) on BSE Portal and 2 minutes (Approx.) on NSE Portal. As informed by the management the delay was due to some technical issue at the time of login/ uploading in the respective portals and was not prejudiced to the interest of the shareholders as the announcement was made after the Closure of Trading Hours of the Stock Exchanges.
- iv. Pursuant to the shareholders' approval at the 64th Annual General Meeting held on September 28, 2020, the Company has paid the remuneration to Mr. Pitamber Shivnani, Managing Director & CEO in terms of the Section 197 read with Part II of Schedule V of the Companies Act, 2013.
- v. As informed by the management, the Company had entered into a business transfer agreement (BTA) dated 23 December 2019 to sell its manufacturing facility at Naini, Allahabad (identified as disposal group) to a third party at a revised proposed consideration (net of transaction cost) of ₹362.3 million. The proposed sale consists of the Company's rights in the leased land at the facility, identified movable and immovable properties and assumed liabilities. The validity period of the BTA has been further extended.

The Company has entered into a settlement agreement with unionized staff for one time compensation to each worker who agrees to join / get transferred to new management once the sale of the undertaking consummates. Total cost of settlement compensation to all workmen is approx. ₹ 160 million.

The consummation of the agreement is subject to conditions precedent as laid down in the agreement, including obtaining consent from the regulatory authorities for transfer of rights on leased land.

**FOR VKC & ASSOCIATES**

(Company Secretaries)  
ICSI Unique Code: P2018DE0770000

**CS Mohit K Dixit**

Partner

ACS No. A49021

C P No. 17827

UDIN: A049021D000318488

Peer Review Cer. No.: 1955/2022

May 20, 2022  
New Delhi

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT



India leads the energy market as world's third-largest electricity producer, with a total installed power generating capacity of ~399 GW as of March 31, 2021. The Power sector in India witnessed a decent growth in the financial year 2021-22, majorly due to increase in demand after the financial year 2020-21 that was highly impacted by COVID-19 Pandemic.

After the upheaval of financial year 2020-21, and post Q1 FY'22, the financial year 2021-22 was high on electricity demand with businesses going online, IT sector booming and a new virtual way of functioning coming into existence. Electricity became the artery of the new world. It was essential for all to learn from the previous COVID year and adapt life and businesses to the new online working dynamics and move forward. The unprecedented use of IT to support to run industries and offices has been a major force behind industrial growth, post COVID-19 pandemic.

Q1 FY'22 was impacted heavily by COVID-19. There was nationwide distress and need for medical resources hit an all-time high. Government, both at Center and State, poured in all their efforts and resources to combat and control the COVID-19 pandemic. People too came together to help each other with whatever resources that were available. This force of togetherness accompanied with determination to overcome the COVID-19 challenge was a major reason for keeping the market and economy on the growing.

The financial year 2021-22 observed a ~17.3 GW of capacity addition over financial year 2020-21, out of which ~16 GW came from the renewable sources, with ~13.5GW coming from Solar and ~1 GW coming from wind. As per India's revised target, the aim for India is to have 500 GW of installed capacity of Renewable power by year 2030, with 50% electricity generation coming from various renewable sources.

Part of policy and plan for the power sector is to induct new power sources like battery storage for 24x7 stable power and Green Hydrogen into the mainstream. Affordability of batteries and economical generation of green electrolytes will lead these initiatives forward. With the advent of the Electrical Vehicles (EVs), the electricity demand is also set to increase.

With the world focused on transitioning from fossil fuel to renewable energy, the growth in the renewable sector is poised to be a continued force fueling the growth of the transmission sector. Green Energy Corridor (GEC) projects are taking the transmission sector forward by leaps and bounds. However, transmission projects launched during financial year 2021-22 suffered an impact due to Covid and other reasons.

## Russia-Ukraine Conflict & Its Global Impact

On February 24, 2022 Russia attacked Ukraine and financial year 2021-22 saw a historical event unfold creating an economic and political turbulence. The impact of this conflict between Russia and Ukraine, with two democracies fighting a full-fledged battle on ground, is multifaceted and exponential. The economies today are interconnected and the world is a global village. What happens in one corner of the world, effects every part of the world. Hence, this Russia-Ukraine conflict impacts economy and businesses all around.

Russia is a significant exporter of Oil & Gas, Ukraine is an exporter of grains all across the world. With USA imposing sanctions on Russia, oil prices have shot upwards and almost all the countries are facing the heat of inflation. Transport, export, import rates have all gone up. The metal and mineral prices are soaring high. The supply chains are disrupted resulting in unprecedented delays with materials unable to reach their destinations on time. The services being offered from Russia and Ukraine are hit the most. Your company is observing the situation closely and keeping a tab on opportunities and threats arising from this battle between Russia and Ukraine.

## Green Energy Corridor (GEC)

Green Energy Corridor, GEC, is the new mantra in the world's power sector. The transmission planners and regulators are continuously supporting renewable energy sector by conceiving more and more Green Energy Corridor (GEC) projects.

In the year 2015-16 the Intra State Transmission System (InSTS) project for evacuation of large-scale renewable energy was sanctioned by the Ministry of New & Renewable Energy (MNRE). It is being implemented by eight renewable-rich states which are Tamil Nadu, Rajasthan, Karnataka, Andhra Pradesh, Maharashtra, Gujarat, Himachal Pradesh, and Madhya Pradesh. The respective State Transmission Utilities (STUs) are implementing the projects in their states. The InSTS GEC Phase-I is currently in various stages of completion.

The projects aims to install approx. 9700 circuit km (ckm) of transmission lines and substations, with a total capacity of approximately 22,600 Mega Volt-Amperes (MVA). The project is slated to be completed by 2022. The purpose of GEC is to evacuate over 20,000 MW of large-scale renewable power and synchronize the electricity produced with conventional power stations in the grid.

The total project cost is ₹ 10141 crores. The funding mechanism consists of a 40% (total ₹ 4056.67 crores) by Government of India Grant, 20% through State Equity, and 40% (500 million EUR) as Loan from KfW Development Bank, Germany.

In January 2022 another sum of ₹ 12,031 crore was approved by the Cabinet Committee on Economic Affairs for the GEC Phase II announcement. The objective and target of GEC Phase II of Intra State Transmission System (InSTS) is to install 10,750 circuit km of transmission lines, and substations of 27,500 MegaVolt-Amperes (MVA) transformation capacity, by 2025-26. These Green Energy Corridor projects are spread over states of Gujrat, Himachal Pradesh, Karnataka, Kerala, Rajasthan, Tamil Nadu, Uttar Pradesh. 33% of fundings are by Central financial assistance (CFA), and balance 67% is loan provided by Rural Electrification Corporation (REC) / Power finance Corporation PFC / KfW Development Bank, Germany.

This committed focus and contoured growth of the Green Energy Corridor (GEC) in the coming years makes it an attractive segment for achieving your Company's targets. Also, SECI/MNRE are planning for larger size projects with ambitious targets of ~500GW of Renewable energy in the country. These larger size projects are another factor that makes Green Energy Corridor projects a viable and worthy investment focus for your Company. The integration and connectivity of projects is at higher kV levels viz 765kV & 400kV. A Mix of EHV (Extra High Voltage) substation projects makes your Company's offerings more attractive and winnable



GE T&D India Limited Channel Partner's Meet

### 24 x 7 Dispatchable Green Power

The availability of Green Power sources like Solar and Wind is intermittent and not consistent, making the Renewable power sources variable, and not available 24 x7. Also, missing reactive power element makes solar power less dispatchable for the grid. STATACOM / FACTS projects are being curated near the source of solar power and reactor solutions in the pooling Grid EHV substations, to take care of dispatchability. A STATic synchronous COMPensator (STATCOM) is a fast-acting device capable of providing or absorbing reactive current and thereby regulating the voltage at the point of connection to a power grid. It is categorized under Flexible AC transmission system (FACTS) devices. It plays an effective role in improving the power system quality of green energy plants especially in wind and solar plants.

Private players and industries are coming up with huge storage plants for captive and commercial use, to provide 24 x7 green power. Reliance, ADANI, JSW, SECI, etc have committed to invest in the development of 100s of gigawatt (GW) renewable energy power plants and Green Hydrogen ecosystem development. Initiative like these will help to achieve India's net zero carbon targets.

To reduce the dependency on imported products government of India's 'Make in India' initiative gives advantage to locally produced products over the imported material, especially in the solar cells, modules and storage batteries. As a response Indian Inc. has shown interest in the investments in the related areas.

### Environment and Decarbonization

India ranks 4th in the world in installed renewable energy capacity. India's non-fossil fuel energy has increased by more than 25% in the last 7 years and now it has reached 40% of our energy mix. India's railway system has set a target of making itself 'Net Zero' by 2030. This initiative alone will lead to a reduction of emissions by 60 million tonnes annually

Power sector is also rapidly moving towards decarbonization. CO2 emissions from India are estimated to increase 2.7 times from 2015 levels, to around 5,700MT by 2040, thereby constituting 13% of the world's total CO2 emission. This puts India in the center stage and calls for India to take measures against global warming and move towards decarbonization. Decarbonization of the power sector, along with increased electrification of energy demand, are the key to achieving zero CO2 emission for India.

On November 2021, at COP 26, in Glasgow, India committed to achieve Net Zero CO2 emission by 2070, and take the cumulative non-fossil fuel generation capacity to 500 GW. By 2030 India will ensure 50% of its energy will be sourced from renewable energy sources. thereby reducing the carbon intensity of the economy by 45 percent, and also reducing the carbon emissions by 1 billion tons.

As per the Paris Climate Accord, India is committed to COP 21 / COP 26 and Sustainable Development Goal 7 (SDG 7). Sustainable Development Goal 7 is one of 17 Sustainable Development Goals established by the



United Nations General Assembly in 2015. It aims to “Ensure access to affordable, reliable, sustainable and modern energy for all. Major leaps and largescale steps are being taken on the energy front to meet these targets. India is one of the leading countries rich in renewable energy sources. The country has witnessed the fastest rate of growth in renewable energy capacity addition, amongst all the large economies.

Presently, renewable energy constitutes 27.5% of the country’s installed power capacity, and 12.82% of all the electrical energy generation. Taking large hydropower into consideration, takes the share of renewable energy in electric installed capacity to 39%, and electrical energy generation to about 27-28% of the total electricity energy generation. With Renewable sources as the key players, climate continues to be a top priority in the Power sector. Issues like rise in global temperatures, reduction in use of CO<sub>2</sub> emissions in Grid and Transmission systems needs to be addressed on priority basis.

One of the main challenges relates to the use of SF<sub>6</sub>, the world’s most potent greenhouse gas, in high-voltage equipment found in substations. This insulating and switching gas is used by 80% of the transmission industry and has been its gas of choice for the last 50 years due to the lack of a better alternative. It is identified as one of six greenhouse gases at the root of climate change because of its high global warming potential.

Use of safer gases in T&D equipment instead of SF<sub>6</sub> is going to be very critical for the power sector and for a sustainable future. Your company is ready with the g<sub>3</sub> (Green Gas for Grid, also called g-cubed)

based Gas Insulated Switchgear, which has the capability of reducing the environmental impact and carbon footprint as compared to the demonic SF<sub>6</sub> based products. Compared to SF<sub>6</sub>, g<sub>3</sub> has 99% less global warming potential.

Another challenge relates to the extensive use of copper for substations – the grid’s unsung heroes that toil in obscurity to keep our homes lit and our phones charged. Yet another challenge relates to the use of mineral oil in power transformers, which is not readily biodegradable. Your company helps its customers accelerate the energy transition by providing the hardware, digital solutions, and services they need to deliver affordable, sustainable, and reliable electricity. In many cases, your company’s technologies - such as digital substations and power transformers using biodegradable vegetable oil - also help them reduce their greenhouse gas emissions

### Industrial and Infrastructure Growth and Demand

As the industrial electricity demand shot up by more than 10%, financial year 2021-22 saw an industrial growth at the rate of 11% despite the COVID-19 Pandemic. The Government policy under the Production Linked Incentive (PLI) scheme plans to create global manufacturing across 14 key sectors and has allocated for it a sum of ₹ 1.97 lakh crores (US\$ 27.13 billion) over the next five years (FY22-FY27). Power sector has been important pillar in the Production Linked Incentive (PLI) scheme. With the increase in production capacities, electricity demand is on a constant increase. Hence, there is an

increase in the requirement of new Transmission and Distribution infrastructure, and an increase in the demand for upgradation of existing transmission & distribution infrastructure. Metal sector too is outshining with increased metal prices and demand.

To cater to these new demands and upgrade power infrastructure, India has taken the approach of inviting more private participation. Policies are curated and cleared with more investments flowing in from local private sector. Roads, Railways, Shipping, Defense and Power sectors are beneficiaries of the policy. Infrastructure growth is seen in data centers as digital and ecommerce businesses boomed and unveiled unlimited potential. Datacenters are a backbone to multiple digital markets. With investment pouring into datacenters and huge power demands for sectors, a need for EHV substations around the Datacenters has been generated.

This opens up new market and avenues for your Company. Your Company is continuously focused on strengthening the Industry & the Infrastructure.

Owing to the COVID-19 and lockdown impact, automation emerged as the clear winner in the power sector. The restriction on movements of resources created the drive for automation. Projects like "Unmanning of Substations", more remote substation operation projects has taken over the centerstage in the energy market. During the countrywide lockdown, power sector was declared as a priority essential service, needed to run the country without any breakdown or major hiccups.

Understanding the critical need of the society to be powered, site operations continued during the lockdown. Organizations and customers stepped up and accepted Factory Acceptance Tests and Site Acceptance Tests to be carried out remotely. High-definition cameras, powered by the latest imaging technology and software, were installed at the venues.

The future expects to see a rise in this automation trend, opening scope for more cost improvisation and innovation. Artificial Intelligence (AI) powered Grid Automation is the new gateway for the world. Your Company excels in this space with its latest Grid Automation technologies and Software Solutions.

## Asset Health and Asset Performance Management (APM) Service

To run T&D equipment efficiently, timely services and maintenance is essential. With 24x7 availability of reliable power, service becomes a key focus. Solutions around Asset Performance Management (APM) have evolved, and are creating a healthy demand in the Industry and Utilities segment. The solutions are a mix of invasive hardware sensors in the transformers, circuit breakers and switchgears with remote software that determines the health of the T&D equipment. This helps in timely detection of emerging faults in the grid network and equipment, thereby helping the utilities to provide safe, reliable and round-the-clock power for their customers. Your Company is a forerunner in this area. GE T&D India Limited pioneers in providing round-the-clock maintenance services, using state-of-the-art technology like Virtual Helmets and Asset Performance Management Solutions (APM).

## Digital Software Solutions

Integrating the renewable power, specially at the Distribution level, is another challenge our country is facing. To measure the positive impact of renewable power till the last mile, connecting distributed power plants in the grids with the right policy framework is a work in progress. Grid solutions like Distribution Energy Management Solution, Market Management Solutions, Micro/Mini Grid Integrations & Visibility in Discom systems, Ancillary Markets are poised to evolve into major market trends.

As on date, India AT&C losses are sitting around 18% versus the world average of 8%. To reduce the AT&C losses, investments in smart grid technologies in India are being implemented around electricity meters using Advanced Metering Infrastructure (AMI) solutions.

The market growth in Operational Technologies of DISCOMS is also seen in Advanced Distribution Management System (ADMS) market via the Revamped Distribution Sector Scheme (RDSS).

The Government of India has approved the Revamped Distribution Sector Scheme (RDSS) to help DISCOMs improve their operational efficiencies and financial sustainability, by providing result-linked financial assistance to DISCOMs, in order to strengthen supply infrastructure based on meeting pre-qualifying criteria and achieving basic minimum benchmarks. The scheme has an outlay of ₹ 3,03,758 Crore over 5 years i.e. financial year 2021-22 to financial year 2025-26. The outlay includes an estimated Government's Gross Budgetary Support (GBS) of ₹ 97,631 Crore. REC and PFC will facilitate the scheme for DISCOMS

### The scheme aims to meet the following objectives:

- Reduction of AT&C losses to pan-India levels of 12-15% by 2024-25.
- Reduction of ACS-ARR gap to zero by 2024-25.
- Improvement in the quality, reliability, and affordability of power supply to consumers through a financially sustainable and operationally efficient distribution sector.

This will be achieved via implementations of Prepaid metering/ SCADA/Geographical Information Systems/ Advanced Distribution Management Systems at across 100 Sites. Your Company is well placed in related offerings and is a market leader in Software Solutions and Grid Support.

## High Voltage Direct Current- HVDC

With Renewables leading the energy transition in the world power sector, the requirements for long distance transmission system is on a high. In India, Renewable sources like Sun and Wind are in abundant supply in the remote parts, be it in desert, over the top of mountains or in offshores and seas. However, harnessing this abundant renewable energy requires long distance transmission lines from source till the load centers. T&D losses during long distance transmission is a major hurdle. To avoid T&D losses on a longer distance, HVDC projects are being conceived globally. In India, Leh-Ladakh is one such example. India is about to witness more of these HVDC projects as soon as

more offshore wind power plants are planned. Leh-Ladakh has huge potential of solar power generation. A 20GW of solar power plant, with HVDC line till the load centers, is being planned in the tough terrain of Leh-Ladakh. Your Company is well placed in HVDC technologies and is closely following up with stake holders to address these openings and win these multiple opportunities

## Cyber Threats in Central & State Grids

There is a shadow side to everything. There are challenges on the smoothest of roads too. Every technology has its flip side when not used in right manner. The digital drive of utilities and grids too is grappling with its challenges, primarily over security issues. In the recent past the Indian Power Grids encountered cyber-attacks. These attacks are threats to disrupt the power situation in the country and the region. Disruption of power situation can be as dangerous as creating blackouts and bringing a loss of billions of dollars to the industry and country, with chaos and upheaval in normal functions being an added woe that can have serious political repercussions. Hence, the technologies are fast changing and upgrading as new threats are evolving each day. With more remote monitoring, controlling and centralized/decentralized technologies being inducted in the grids, up-to-date cyber security measures are one of most essential elements of the systems. The right formation of specification and standards need to be accepted. Adequate budgets need to be allocated to the cyber technologies. Your Company is ready with the most advanced cyber security solutions in Grid. Also, your Company is actively working with various stakeholders and clients on this highly sensitive and critical issue of cyber safety and security.

## Policy, Regulation and Consolidations that favor the energy sector

**Green Hydrogen Policy:** India's National Hydrogen Mission is to make India a "Global Hub for Green Hydrogen Production and Export", boost "energy self-reliance", and inspire "Clean Energy Transition all over the world" through "Green Growth" and "Green Jobs".

By definition "Green hydrogen" is the product of electrolysis of water—using electricity to split water into its constituent components of hydrogen and oxygen—using renewable energy, or using hydrogen or ammonia produced from biomass.

To boost production and to support the industry, "Green hydrogen" producers are to be exempt for 25 years from paying Inter-State Transmission Charge (ISTC) on the renewable energy bought by projects which are commissioned till 30 June 2025. This is not an entirely new fiscal incentive. DISCOMS (licensed distribution utilities) are already exempt from paying ISTC to POWERGRID (the national grid operator) on purchases of renewable energy (not including hydro power), and energy from battery or pumped storage. What is new is that even bulk consumers (like green hydrogen producers) will now also be exempted from paying ISTC till 2045.

MOP policy assures Green Hydrogen producers open access to RE generators anywhere in the national grid. The catch here is whether the

local State Electricity Regulators (SERCs), where the Green Hydrogen producer is based, would be willing to allow open access on easy terms.

Renewable Energy consumed to produce Green Hydrogen / Green Ammonia shall count towards RPO compliance of the consuming entity. The Renewable Energy consumed beyond obligation of the producer shall count towards RPO compliance of the DISCOM in whose area the project is located.

## Revamped Distribution Sector Scheme: Reforms-Based and Result-Linked

The Government of India has approved the Revamped Distribution Sector Scheme (RDSS) to help DISCOMs improve their operational efficiencies and financial sustainability by providing result-linked financial assistance to DISCOMs, to strengthen supply infrastructure based on meeting pre-qualifying criteria and achieving basic minimum benchmarks. The scheme has an outlay of ₹ 3,03,758 Crore over 5 years i.e. financial year 2021-22 to financial year 2025-26. The outlay includes an estimated Government's Gross Budgetary Support (GBS) of ₹ 97,631 Crore

**Learning from the experience of previous schemes, the Revamped Distribution Sector Scheme has been developed to address state-specific needs. Some of the salient features are as below:**

- Prepaid Smart Metering to be prioritized for
  - o 500 AMRUT cities, with AT&C Losses > 15%
  - o All Union Territories
  - o MSMEs, Industrial and Commercial consumers
  - o All Government offices at the Block level and above
  - o Other areas with high losses
- Prepaid Smart metering for remaining consumers and areas is proposed to be taken up by the respective DISCOMs in a phased manner.
- For Prepaid Smart metering, a grant of ₹ 900 or 15% of the cost per consumer meter (whichever is lower), shall be available for "Other than Special Category" States. For "Special Category" States, the grant of ₹ 1350 or 22.5% of the cost per consumer (whichever is lower) shall be available.
- To incentivize the States/UTs, and to fast-track installation of prepaid Smart Meters by December 2023, an additional incentive of 7.5% of the cost per consumer meter or ₹ 450 (whichever is lower) shall be available. For "Special Category" States the additional incentive shall be 11.25% or ₹ 675 per consumer meter (whichever is lower).
- For works other than smart metering, maximum financial assistance given to DISCOMs of "Other than Special Category" States will be 60% of the approved cost, while for the DISCOMs in special category states, the maximum financial assistance will be 90% of the approved cost

Schemes such as Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY) and Integrated Power Development Scheme (IPDS) are expected to augment electrification across the country.

### Saubhagya Scheme

The Pradhan Mantri Sahaj Bijli Har Ghar Yojana, "Saubhagya", was launched by the Government of India with an aim of achieving universal household electrification. As of March 2021, 2.82 crore households have been electrified under this scheme. The total financial outlay of the project was ₹ 16,320 crore (US\$ 2.19 billion) while the Gross Budgetary Support (GBS) was ₹ 12,320 crore (US\$ 1.65 billion).

### Unnat Jyoti by Affordable LEDs for All (UJALA) and Street Lighting National Programme (SLNP)

As of March 2022, over 36.79 crore LED bulbs, 72.17 lakh LED tube lights and 23.59 lakh energy-efficient fans have been distributed across the country, saving around 535 million kWh per year and ₹ 19,295 crore (US\$ 2.5 billion) in cost savings. In February 2022, a parliamentary standing committee recommended the government to take steps to increase the loan limit for the Renewable Energy sector under priority sector lending. The current limit stands at ₹ 30 crore (US\$ 3.93 million).

### Boost to manufacturing

To create potential for domestic manufacturers and developers, Government will auction 40 GW of renewable energy projects, including 30 GW solar and 10 GW wind every year, until 2028.

More than 70% of equipment used for generation of wind power is manufactured in India.

### No environment clearance required for solar projects

The Ministry of Environment, Forest and Climate Change, Government of India has clarified that solar PV (photovoltaic) power, solar thermal power projects, and solar parks will not require the environment clearance which was mandatory under the provisions of Environment Impact Assessment (EIA) notification, 2006.

### Investments in the Power Sector

As per the National Infrastructure Pipeline 2019-25, energy sector projects accounted for the highest share of 24% out of the total expected capital expenditure of ₹ 111 lakh crore (US\$ 1.4 trillion). India's Power sector is predicted to attract investment worth ₹ 9-9.5 trillion (US\$ 128.24- 135.37 billion) between FY19-FY23. In the Union Budget 2022-23, the Government allocated ₹ 19,500 crore (US\$ 2.57 billion) for a PLI Scheme, to boost the manufacturing of high-efficiency solar modules. In January 2022, Cabinet Committee on Economic Affairs approved ₹ 12,031 crore for the GEC Phase II announcement.

The flow of money from international financing companies continues unhindered with Germany's KFW group, Japan International Cooperation Agency (JICA) and the World Bank as major investors in the Indian Power sector. The GOI has successfully roped in KFW

for further investments in Renewable Power Evacuation Projects. KFW intends to invest USD 500 Billion in the sector, for the projects planned until 2028. Bangladesh continues to be a lucrative market for investments by KFW and JICA.

100% FDI allowed in the power sector has boosted FDI inflow in this sector

### Make in India Policy (MII)

The Make in India initiative aims to boost manufacturing's share of GDP from 16% to 25% percent by 2022, and create 100 million additional jobs in the country. The development of technology and innovation will be a key driver for India's economic growth. This level of industrialization would lead to substantial growth in electricity demand, as well as in the Power sector. The Government's scheme of 'ATMANIRBHAR BHARAT' further strengthens the Make in India policy. The GOI has also been encouraging the Power sector to follow the 'Make in India' policy in true spirits. One such example is the GOI's mandate to test all imported grid connected equipment for possible Trojans or cyber threats. In the solar segment, Government or Government Entities have been mandated to procure and use domestically manufactured solar PV cells and modules only. There has also been an extension of safeguard duty on import of solar PV cells and modules.

### Opportunities

India recovered from the Pandemic impact with immense pace in the wave-2 of COVID-19 Pandemic.

Under the world's largest vaccine program more than 60% of people are fully vaccinated, and a total 1.66 billion doses have been administered by 31st March. India has emerged as the best growing economy showing +8.9% GDP growth. Starting FY22' Q1 to Q4 it has been a positive growth journey for the economy. India also ranked on top as the favorite economy for global investments. Ever increasing demand of power and consumption is leading to the rising growth graph for the Indian Power sector. Make in India initiatives are leading to more industrialization and increase in demand. In July 2021 a peak demand of ~203 GW was observed, with India crossing the ~200GW load for the first time. Further growth targets are expected at a steady rate of 5.5%-CAGR and estimated to hit 1450 billion units by 2022. In financial year 2020-21 India generated 1320BU of electricity, 6% more than financial year 2020-21.

Digitalization and automation opportunities in the power sector have helped mitigate the risks involved in the industry and utility business.

With 24x7 availability of reliable power, service becomes a key focus. Solutions around Asset Performance Management (APM) have evolved and are creating a healthy demand in the Industry and Utilities segment. GE T&D India Limited pioneers in providing round-the-clock maintenance services, using state-of-the-art technology like Virtual Helmets and Asset Performance Management Solutions (APM).

Grid solutions like Distribution Energy Management Solution, Market Management Solutions, Micro/Mini Grid Integrations & Visibility in Discom systems, Ancillary Markets are poised to evolve into major

market trends. Integrating the renewable power, specially at the Distribution level, will continue to play an important role. Your Company is leading the space with robust and proven solutions in the digital domain including cyber security.

Infrastructure growth is seen in data centers as digital and ecommerce businesses boomed and unveiled unlimited potential. Datacenters are a backbone to multiple digital markets. With investment pouring into datacenters and huge power demands for sectors, a need for EHV substations around the Datacenters has been generated. This opens up new market and avenues for your Company.

The Government has revised its target to achieve ~500GW of renewable energy power generation by 2030. To generate such tremendous power, the Transmission infrastructure must be future ready. With many upcoming Inter-state Transmission projects, private investments through TBCB and Green Energy Corridors (GEC), we expect a sustainable growth in the Transmission industry. With more substations, more renewable power will be absorbed in the grid. Integration of Renewable power is happening at EHV 765/400 kV Substations. With more renewable energy getting integrated into the grid, more Flexible Alternating Current Systems (FACTS) project opportunities to balance the reactive power are expected, specially in the States generating more Renewable power. The government plans to set up a 900-km power Transmission link, through HVDC Transmission technology, that will help large Solar and Wind energy projects in Ladakh, and supply electricity across the country. The project seeks to resolve Grid connectivity problems faced by the region. This is also expected to attract investments for setting up Green Energy projects in the cold desert region.

The new electric vehicle policy announced by the State governments gives thrust to the charging infrastructure. The increase in EV adoption is expected to drive innovations in the Grid Stabilization market, and thus bring more opportunities for your Company.

Growing opportunities in Industrial space, and the recently announced Hydrogen policy by GOI, it poised to boost the investments in the space.

All these opportunities are focused on providing clean, round-the-clock, safe and reliable energy to the end users, and promise a stable growth of the Transmission and Distribution sector

## Threats

Russia-Ukraine war situation is one of the biggest challenges in the current times, impacting the Energy market. The disruption of supply chain, upward movement of prices, non-availability of material, nuclear threats, are creating uncertainty in the region. Oil & Gas sector is worst hit, leading to all critical sectors being affected. Power sector is most impacted. Financial year 2021-22 saw an unprecedented movement in raw material prices. This has brought the non-viability to projects under allotment and under commissioning.

COVID-19 has opened a gateway to similar pandemic situations which are looming threats to any industry. All industries need to fortify themselves and create safety nets to face such eventualities and not be crippled by them. The major challenge that emerges in such a situation is disruption of Supply Chain, leading to high inflation and unstable raw material prices, causing a domino effect. Several initiatives are being taken by the GOI to minimize the impact through initiatives like vaccination drives, providing free vaccines and upgrading the medical

infrastructure all across the Nation. The risk in the Powers sectors is being mitigated through technological solutions.

Delays in project launching due to Right of Way and availability of lands for substations is one of the biggest challenges in the Power T&D sector.

Your Company is aware and well prepared to manage these threats by taking necessary steps for a sustainable business growth

## Business Projections

The overall business environment is expected to improve in the Financial Year 2022-2023, as the market recovers and TBCB projects unfold. The Company is cautious and selective in choosing its playfield and playing by its strengths. Despite challenges and political and economic volatility, the Company continues to have a healthy order booking of more than ₹ 37.2 Billion as on March 31, 2022, and therefore is equipped and well positioned to sustain market pressures.

## SUPPORT FUNCTIONS

### Human Resource

The permanent employee strength of the Company as on March 31, 2022 was 2332.

### Industrial Relations

During the year under review, labour relations at Hosur, Padappai, Pallavaram, and Vadodara units remained cordial. This has helped your Company to increase the labour productivity and efficiency. Long Term Wage Settlement continued to be valid at Hosur, Padappai, Pallavaram, and Vadodara. The Naini unit is on sale, and to complete this sale the lease transfer is a mandatory step. The lease transfer from the Government to the buyer is under process.

### Diversity

Gender diversity has always been important to your Company. Your Company understands the gender sensitivities. Providing a safe and secure work environment for women is always a top priority. Your Company always aims to enrich its gender diversity while hiring for open positions. The management promotes a diverse work culture and adopts fair and transparent employment practices for gender-diverse candidates.

The Company and Factories initiated diversity and inclusion programs which helped in building a holistic ecosystem for diverse candidates, with focus on on-boarding, learning, networking, awareness and growth. These diversity inclusion programs are listed below:

- **Acceler8 Program** –It was launched to accelerate development of the early career women employees across all units/product lines. In this program women top talents were identified to work on critical business problems in small groups, under the guidance of business and people leaders. These top talents were also provided with learning sessions on Operations, Business Expertise, Problem Solving, Leadership and Finance Basics. The talents were also assigned mentors for the duration of the program. After graduating from the program, these talents would be considered for fast-track career progression aligned with the business strategy.

- **Fulcrum (Pallavaram)** – This program celebrated efforts and contributions of women in operations and involved them in initiatives on Health, Wellness, Corporate Social Responsibility and Sports. The program also provided supported networking and learnings, and enabled dialogue with business leaders. This program helped the women in operations to develop competencies for fast career progression by offering customized leadership development programs. This program further helped in breaking gender biases & stereotypes.
- **Snegithi (Padappai)** – This program was launched to support the development of Women's Network through working on special themes. The program provided women employees opportunities to work on themes like Health & Hygiene, Work life balance and Share and Learn.

Your Company has a strong network of women employees in the organization that acts as a platform for exchanging views and supporting women in their career growth

### Succession Planning

The Management with support from the Human Resource team keeps a sharp focus on the identification of successors for all leadership positions, as well as for positions that require crucial skill sets.

Your company rigorously works on identifying and developing internal potential successors for the leadership and critical roles, and at the same time does mapping of the external potential talent pipelines as well.

Your Company is focused on increasing the overall organizational efficiency and driving accountability, with the objective of faster communications and expedited delivery to customers.

## Finance

The finance function continues to drive initiatives to deliver better performance for your Company. There is a strong focus on risk management, internal controls and cost optimization through intense operational rigor and financial discipline. During the financial year 2021-22, the Company has incurred a loss of ₹ 496.2 Million primarily due to lower revenue which resulted into lower recovery of fixed expenses, significant increase in commodity prices leading to increased raw material cost on firm price contracts and other cost escalations on projects. The revenue of the Company has decreased by 12% as compared to year ended March 31, 2021 due to lower backlog and book and bill orders and delay in Customer projects. As of March 31, 2022, the Company has net borrowings of ₹ 810.4 million, which is an improvement of ₹ 800.4 million over previous year. The endeavour is to have a continuous focus around receivable and retention collection to generate cash. The management team is vigorously pursuing various strategic initiatives to improve the financial performance, profitability and liquidity of your Company. The management believes all these strategic initiatives will result in better and improved profits for the Company.

Details of significant changes (i.e., change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations thereof, including, are listed below:

Ratio	Calculation	Mar'22	Mar'21	% Change
(i) Current ratio <sup>1</sup>	Current Assets/ Current Liabilities	1.07	1.10	(2.48%)
(ii) Debt- Equity Ratio <sup>1</sup>	Borrowings/ Shareholder's Equity	0.15	0.20	(23.24%)
(iii) Inventory Turnover ratio <sup>1</sup>	Cost of goods sold/ Inventory	3.81	4.38	(12.93%)
(iv) Trade Receivable Turnover Ratio / Debtors' Turnover Ratios <sup>1</sup>	Revenue from operations/ Trade Receivable	1.96	1.81	8.26%
(v) Debt Service Coverage ratio / Interest Coverage Ratio <sup>2</sup>	Earnings for debt service = Net profit before tax + Interest on borrowings/ Borrowings	(1.01)	0.50	(301.09%)
(vi) Net Profit ratio / Net Profit Margin (%) <sup>2</sup>	Net Profits before taxes/ Revenue from operations	(2.3%)	2.6%	(187.57%)
(vii) Operating Profit Margin (%) <sup>2</sup>	Operating Income/ Operating Revenue	(4.60%)	4.21%	(209.32%)

<sup>1</sup> No significant variance

<sup>2</sup> Lower revenue which resulted into lower recovery of fixed expenses, significant increase in commodity prices leading to increased raw material cost on firm price contracts and other cost escalations on projects. The revenue of the Company has decreased by 12% as compared to year ended March 31, 2021 due to lower backlog and book and bill orders and delay in Customer projects.

Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof:

Net worth of the Company has decreased to ₹ 10,802.9 million as on March 31, 2022 compared to ₹ 11,226.8 million as on March 31, 2021 primarily driven by loss during the year of ₹ 496.2 million.

## Investor Relations

Your Company has been committed to keep stakeholders' interest always above and beyond and share the required information

with them from time to time in a very transparent manner, and act seriously on their inputs and suggestions. Therefore, engaging with them regularly, to ensure sustainable performance is very important to the Company ethos. Further, maintaining a good connect is one of the important aspects for building a working relationship. Your Company has been very particular and regular in holding quarterly earnings conference calls with its investors and analysts. During these quarterly calls, the Company provides an update on the T&D market as well as visibility on potential opportunities. The company also presents its operational and financial performance before the forum. During the conference call, all attendees are encouraged to raise their questions and seek clarification directly from the top



management. Further, in accordance with SEBI Listing Regulations, the Company has also started uploading the conference call audio recordings on its website.

The Company is also disseminating information through press releases and stock exchange communications, thus keeping its stakeholders well informed of the developments. All presentations, analysis and financial results are shared with the investors, and are also uploaded on the Company's website [www.ge.com/in/ge-td-india-limited](http://www.ge.com/in/ge-td-india-limited)

## Risk and Internal Controls

A robust internal control framework has been an essential part of the Company's operations and corporate governance. The framework provides reasonable assurance on reliability of financial information, compliances with laws and regulations, and realization and optimization of operations. It ensures documentation and evaluation of unit and entity level controls through existing policies and procedures, primarily to identify any significant gaps, and define critical actions for improvement. Also, a formal system exists for periodic monitoring and reporting of the results of the internal control self-assessments.

During the year, as per the provisions of Companies Act, 2013, an in-depth exercise for evaluating the adequacy of internal controls over financial reporting, was undertaken, and the management assessed their design and operating effectiveness. It was concluded that, as on March 31, 2022, controls were operating effectively.

Further, as part of the statutory audit, the statutory auditors opined that the Company has, in all material respects, an adequate internal financial control system over financial reporting. All such controls were operating effectively as on March 31, 2022.

## Outlook

The Indian Power sector is maturing constantly and consistently, with focused approach to infuse more and more Renewable power in the grid. With higher RE power in the Grid requiring an optimal mix of conventional power, as well as industrial and domestic consumption driving the economic growth, the electricity demand in India is set to peak. 'Green Power for All' is the new motto in order to achieve net zero CO2 Emission targets, as committed in COP26 by Government of India. On installed base country has surplus power with a mere deficit of -0.4% between electricity generated and electricity demand.

The growth of the power sector has been a continuous focus area for the GOI. In the National Investment Plan (NIP) of ₹ 102 lakh crore, the power sector received 25% of the budget for the next five years. The year 2021-22 has been a kickstart year after the COVID-19 Pandemic

impact. Country saw a generation capacity addition of ~16GW, out of which ~14GW is Renewable addition (~12.5GW Solar + ~1.1GW Wind). Renewable Power integration at EHV(765/200kV) is majorly responsible for growth of Transmission sector. A positive outlook is maintained with ~5.5-6% of growth in demand up till 2030.

In the next five to ten years, the T&D market is expected to grow at a steady pace because of the following factors:

- i. ~500 GW of renewable energy till 2030.
- ii. Continued push on System strengthening & Upgrading aging infrastructure from states and center
- iii. India's commitment to COP26 to reduce carbon footprint by 50% by 2030.
- iv. Adoption of electrical vehicles will bring in fresh demand for electricity, which will require upgrading of the Grid infrastructure with latest technologies. The 'National Electric Mobility Mission Plan' aims at maximum adoption of EVs by 2030.
- v. Green Hydrogen policy adding more investments in the market.
- vi. Industrial target to be net zero and investment for GW level mix of Renewable resources, including Storage and Hydrogen.
- vii. Infrastructure push by Government in the country, be it for railways and Metro rails in cities, connecting towns with high-speed trains, Data Center requirement of country with digital drives generating demand for power.
- viii. Cross-border power trade and strengthening of inter-regional grid.
- ix. Hybrid market opportunities and projects consisting of Wind, Solar, and Battery Storage will continue to evolve. The Company has developed capabilities and solutions in these areas.
- x. Last, but most importantly, the demand for side growth, which is forecasted at 6.0%, is generating a need for more power, and in turn a robust Transmission network is required for the same.

The management of the Company is focused and committed to leverage the evolving scenario in the Power sector.

## Cautionary Statement

This management discussion and analysis statement contains what could be regarded as forward-looking statements and information. These statements include forecasts and estimates as well as the assumptions on which they are based, statements related to projects, objectives, and expectations concerning future operations, products, and services or future performance. The readers are hereby cautioned and advised that these forward-looking statements are subject to numerous risks and uncertainties that are difficult to foresee, and actual outcomes might differ significantly.

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram

Date : May 20, 2022

# BUSINESS RESPONSIBILITY REPORT

**SECTION A: GENERAL INFORMATION ABOUT THE COMPANY**

1.	Corporate Identity Number (CIN) of the Company	L31102DL1957PLC193993
2.	Name of the Company	GE T&D India Limited
3.	Registered address	A-18, First Floor, FIEE Complex, Okhla Industrial Area, Phase II, New Delhi - 110020
4.	Website	<a href="http://www.ge.com/in/ge-td-india-limited">www.ge.com/in/ge-td-india-limited</a>
5.	E-mail ID	Company.secretary@ge.com
6.	Financial Year Reported	Financial Year ended March 31, 2022
7.	Sector(s) that the Company is engaged in	Capital Goods - Electrical equipment
8.	List three key products/services that the Company manufactures/provides (as in balance sheet)	Switchgear all types, Control Panels, Power Transformers Electrical Substation projects and Services. NIC Code of the main product/ service - 271
9.	Total number of locations where business activity is undertaken by the Company:	Nil 5 manufacturing sites, 8 sales offices including 1 corporate office and 1 registered office
	a) Number of International Locations	
	b) Number of National Locations	
10.	Markets served by the Company - Local/State/ National/International	<ul style="list-style-type: none"> <li>• National and State Transmission &amp; Distribution utilities</li> <li>• Neighbouring countries Utility and market-Nepal/Bangladesh/Bhutan/Sri Lanka</li> <li>• Domestic Industrial customers</li> <li>• Domestic power generation - conventional and renewable</li> <li>• Export of products</li> </ul>

**SECTION B: FINANCIAL DETAILS OF THE COMPANY**

1.	Paid up Capital (₹)	512.1 million
2.	Total Turnover (₹)	30,659.5 Million
3.	Total profit/(Loss) after taxes (₹)	(496.2) Million
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	The Company spent ₹ 4.50 million which was over 2% of its Net Profit in terms of section 135 of the Companies Act, 2013 and 0.8% of its profit after tax.
5.	List of activities in which expenditure in 4 above has been incurred	<ul style="list-style-type: none"> <li>I. COVID-19 Emergency Response</li> <li>II. Preventive Healthcare</li> <li>III. Education and children</li> </ul>

**SECTION C: OTHER DETAILS****1. Does the Company have any Subsidiary Company/ Companies**

No

**2. Do the Subsidiary Company/Companies participate in the Business Responsibility (BR) Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)-**

Not Applicable

**3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**

Yes. As a practice, the extent of supplier involvement in Company's supply chain responsibility is that suppliers, Distributors and channel partners are required to sign the Company's Integrity Guide for Suppliers, Contractors and Consultants, which is a guiding document on following applicable local laws, and best practices in employment, ethical business, environment, health and safety.

## SECTION D: BUSINESS RESPONSIBILITY INFORMATION

### 1. Details of Director/Directors responsible for BR

#### a) Details of the Director/Director responsible for implementation of the BR policy/policies

1. DIN : 05187407
2. Name : Mr. Pitamber Shivnani
3. Designation : Managing Director & CEO

#### b) Details of BR head

No.	Particulars	Details
1	DIN (if applicable)	NA
2	Name	Mr. Manoj Prasad Singh
3	Designation	Company Secretary & CSR Officer
4	Telephone Number	0120-5021500
5	E-mail ID	manojprasad.singh@ge.com

### 2. Principle-wise (as per NVGs) BR Policy/policies

#### a) Details of compliance (Reply in Y/N)

No.	Questions	Business Ethics	Product Responsibility	Wellbeing of Employees	Stakeholder Engagement & CSR	Human Rights	Environment	Public Policy	CSR	Customer Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies for...	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	<p>GE, and its affiliates, have adopted comprehensive ethical standards, that have been adopted by GE's Board and are fully supported by GE's management. GE's The Spirit &amp; The Letter policy cover and reflect GE's commitment to support the:</p> <ul style="list-style-type: none"> <li>• OECD guidelines for Multinational Enterprises</li> <li>• Universal Declaration of Human Rights</li> <li>• International Labour Organization's (ILO's) Declaration on Fundamental Principles and Rights at Work</li> <li>• Voluntary Principles on Security and Human Rights</li> <li>• UN Global Compact and its 10 principles</li> </ul> <p>For a more detailed description of GE's Integrity policies please refer - <a href="https://www.ge.com/sustainability/">https://www.ge.com/sustainability/</a></p>								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/owner/ CEO/ appropriate Board Director?	<p>GE T&amp;D India Limited, as a GE Group company, follows the conventions accepted and approved by GE Global board on social responsibility, responsible business and sustainability, in alignment with local laws.</p>								
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Yes								
6	Indicate the link for the policy to be viewed online?	<a href="http://www.ge.com/sustainability/">http://www.ge.com/sustainability/</a>								

No.	Questions	Business Ethics	Product Responsibility	Wellbeing of Employees	Stakeholder Engagement & CSR	Human Rights	Environment	Public Policy	CSR	Customer Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes.								
8	Does the company have in-house structure to implement the policy/ policies?	Yes.								
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Yes.								
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	The policies are evaluated internally. Policies relating to health, safety and environment for factories have been audited by an external agency.								

**b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options) - Not Applicable**

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles									
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

**3. Governance related to Business Responsibility Report**

**a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.**

Annually

**b) Does the Company publish a Business Responsibility or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

Business Responsibility Report forms part of the Directors' Report and is available on Company's website <https://www.ge.com/in/ge-t-d-india-limited>.

## SECTION E: PRINCIPLE-WISE PERFORMANCE

1. **Business should conduct and govern themselves with Ethics, Transparency and Accountability**
2. **Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle**
3. **Businesses should promote the well-being of all employees.**
4. **Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised**
5. **Businesses should respect and promote human rights**
6. **Businesses should respect, protect and make efforts to restore the environment**
7. **Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner**
8. **Businesses should support inclusive growth and equitable development**
9. **Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

### Principle 1: Business should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs /Others?**

No. "The GE Spirit & The Letter" policy on ethics, bribery and corruption covers the Company and all its vendors, contractors, NGOs and others (anyone who works for or represents GE).

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

Your Company is committed to best Corporate Practices based on the principle of transparency, accountability, fairness and integrity to create long term sustainable value for its stakeholders. Your Company has in place Vigil Mechanism (Ombuds and Open Reporting Procedure) to provide an avenue to all stakeholders to report concerns,

whether actual or potential, about integrity violations or any violation of law. In addition, your Company has an internal Code of Conduct namely 'The Spirit & The Letter' ('S&L') which is followed by anyone who works with or represents GE. All concerns received are thoroughly and objectively investigated and resolved with appropriate corrective actions.

During the year under review 36 policy concerns were raised under the GE Open Reporting system. Approximately 88% of the cases were resolved as at the end of March 31, 2022.

### Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/ or opportunities.**
  - a) Extra High Voltage (EHV) Current Transformer
  - b) Extra High Voltage Circuit Breakers
  - c) Manufacturing of Conventional Relays
2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**
  - a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain
    - EHV Current Transformer: Natural resource savings would include reduced consumption of oil, wood, steel, aluminium and copper. Process efficiency includes less energy (electricity) being used in the production process.
    - EHV Circuit Breakers: SF6 gas reduction and weight reduction in steel structures
  - b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Details mentioned in Annexure F to the Directors' Report.

3. **Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.**

The Company has a well-defined supplier selection and purchasing process covering 100% of the supplier base. A stringent supplier onboarding process governed by dedicated compliance team through quality, process and safety audits (internal and external audits), aligns the

suppliers for Integrity & Compliance with the local rules and regulations and also with GE quality standards.

The Company also has processes with all direct materials suppliers called 'SRG audits' (Sourcing Reputation Guidelines). This is deployed to all direct materials suppliers to ensure stability in supply chain and also to protect GE's Reputation.

The supplier contracts are secured with the Company's purchasing Terms and Conditions and EHS guidelines including labor laws and human rights.

The Company has procedures in place for sustainable sourcing and the conformance is verified through qualification audits, Process audits and Supplier Responsibility Guidelines audits.

Supplier Regulation Guideline (SRG) procedure is used to assess the supplier compliance which includes environmental compliances & excellence. Accordingly, all suppliers are audited on regular basis as per SRG guidelines, where compliance to Environment Regulations and insistence on Environment improvement actions are assessed. The availability of Environmental legal permits and actions taken to ensure compliance to permit conditions are also verified. During the year under review, the Company has expanded its sustainability focus to include:

- Decarbonization of operations and reduction of cost through energy efficiency, renewable electricity and waste reduction;
- Decarbonization of supply chain through setting up supplier sustainability requirements, zero carbon logistics, zero carbon steel. Suppliers are required to disclose their carbon emissions; target 100% renewable electricity by 2025, and also engage with the Company to strive towards reduction of material logistics' emissions
- Achieving product sustainability through economic designs, transitioning from SF6 to g3 Gas. The Company is systematically moving to more sustainable packing methods for the equipment using corrugated boxes and biodegradable jungle wood solutions.
- Measures taken to reduce the usage of woods in the finished goods packing through packing contractors, actions like migration to steel package from wood is done for product variants, optimization of package through re-engineering done;

- To minimize the package waste from raw materials, the pallets & fixtures used for raw materials are sent back to supplier for repacking and thereby generation of wastage is avoided;
- Paperless transactions with supplier for drawings, PO's and test reports, thereby reducing the generation of paper waste.

**4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

Yes, the Company has always valued the development of Small and Medium scale suppliers.

The Company invests in growing supplier capabilities through periodic trainings, lean initiatives and collaborative & long-term supply agreements with them.

The Company supports local and small vendors by continuous visits and audits at their premises. The Supplier performance is reviewed regularly, and improvement actions are decided with mutual consents. Whenever needed, we train the suppliers' employees to improve their competencies.

**5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**

- Overall reduction in wood consumption by 25% after introduction of steel in AIS products.
- Packing materials used for incoming materials are being reused for re-packing of finished goods.
- Waste generated from factories are recycled and used.
- Hazardous wastes are sent to authorized recyclers approved by state government.
- Well-defined processes in place to recycle and reuse waste related to SF6 Gas and oil as used in the manufacturing process
- Following quality norms, your Company has processes in place to selectively reuse material from rejected/ returned product

**Principle 3: Businesses should promote the well-being of all employees.**

- 1. Total number of employees : 2332 permanent employees
- 2. Total number of employees hired on temporary/ contractual/ casual basis : 1759
- 3. Number of permanent women employees : 155
- 4. Number of permanent employees with disabilities : 6
- 5. Do you have an employee association that is recognized by management? : Yes
- 6. What percentage of your permanent employees is members of this recognized employee association? : Approximately 40%
- 7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year:

No.	Category	No. of Complaints filed during the financial year	No. of complaints pending as on end of the financial year
1	Child labour/ forced Labour/ involuntary labour	Nil	Nil
2	Sexual harassment	Nil	Nil
3	Discriminatory employment	Nil	Nil

**8. What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?**

- a. Permanent Employees : 99%
- b. Permanent Women Employees : 100%
- c. Casual/Temporary/ Contractual Employees : 98%

social dimensions covering labour, women’s empowerment and gender equality, children, indigenous peoples, people with disabilities, and business impacts on poverty. In addition to an equal opportunity organisation, GE’s CSR activities specifically target vulnerable and marginalized groups, including children, women, elderly and people with disabilities.

**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

The Company’s CSR activities at all locations are highly inclusive. The Company has continued fellowship programme at Noida in order to facilitate education of female underprivileged students. In Chennai and neighbouring areas, the Company’s programme on the Company’s mobile medical van which operates in Padappai and neighbouring areas has achieved over 40,000 treatments during the years 2017-2020. The Company had also deployed another Mobile Medical Unit at Hosur. At Vadodara, the Company concluded its programme villages adoption which includes farmer training, forming self-help groups, and health camps. The Company’s COVID-19 emergency response has provided support to hospitals, frontline workers and migrant families. Details of the programmes are also available in the Directors’ Report and Annexure A thereto.

**Principle 4: Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised**

**1. Has the company mapped its internal and external stakeholders? Yes/No**

The Company draws upon the insights of its own experts and from those around the globe to assess its sustainability priorities and relate them to its business strategy. Your Company works regularly with customers, regulators, non-governmental organizations, academics, government bodies and other partners to identify emerging issues and develop collaborative solutions.

The Company also leverages the knowledge of its employees at all levels of the organization who are often closest to our customers, partners and communities as part of their work responsibilities and/or volunteer initiatives.

**2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.**

GE is a signatory to UN Global Compact and follows its 10 principles. The first 6 principles have a strong thrust on



**Principle 5: Businesses should respect and promote human rights**

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

'The Spirit & The Letter' policy covers the company, group, its suppliers, consultants, contractors and other key stakeholders.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management

Nil

**Principle 6: Businesses should respect, protect and make efforts to restore the environment**

1. Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.

Applies to other business partners as well. The Company expects the suppliers to comply with laws and regulations protecting the environment, continuously improve their resource efficiency, and not adversely affect the local community.

2. Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

As a key stakeholder in the Energy sector, GE focuses on providing its customers with cleaner and more productive solutions to meet rising energy demand. At the same time, it is working in our own operations and value chains to increase resource efficiency in production.

Ecomagination is GE's growth strategy to enhance resource productivity and reduce environmental impact on a global scale through commercial solutions for our customers and in our own operations. As part of this strategy, we are: investing in cleaner technology and business innovation; developing solutions to enable economic growth while avoiding emissions and reducing water consumption; committing to reduce the environmental impact in our own operations; and developing strategic partnerships to solve some of the toughest environmental challenges at scale to create a cleaner, faster, smarter tomorrow.

3. Does the Company identify and assess potential environmental risks? Y/N

Yes

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Your Company does not have any Clean Development Mechanism projects.

5. Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The Company's products have a strong thrust on energy efficiency and clean technology. For details please refer to Annexure F to the Directors' Report.

GE's thrust on sustainability in business is reflected at <https://www.ge.com/sustainability/>.

6. Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes.

7. Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

Nil

**Principle 7: Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner**

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

Yes, Indian Electrical and Electronics Manufacturers Association (IEEMA).

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy Security, Water, Food Security, Sustainable Business Principles, Others)

Yes, to help promote 'Make in India' policy for Power Transmission and Distribution Products, standardization

of Testing procedure and validity durations of Power Transmission and Distribution Products.

**Principle 8: Businesses should support inclusive growth and equitable development**

**1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

Yes. The Company undertakes various projects through its CSR initiatives. For details please refer to Annexure A to the Directors' Report.

**2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

The CSR projects of the Company are implemented through internally validated external NGO partners/implementing agencies.

**3. Have you done any impact assessment of your initiative?**

The programmes are developed and implemented with measurable outcomes. Baseline surveys are conducted for programmes of longer duration.

The Company does regular field monitoring as well as reports in order to measure progress against targeted indicators.

**4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**

For details please refer to Annexure A to the Directors' Report.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

The CSR activities and projects are conceived with close cooperation of the communities and beneficiaries. During the development of programmes, village leaders and beneficiaries are involved in the programme design.

This ensures that the projects have high acceptance and sustainability.

**Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

**1. What percentage of customer complaints/consumer cases are pending as on the end of financial year?**

Customer complaints are managed through a tool, ACT. 3.2% of customer complaints are overdue as on end of financial year March 31, 2022. It includes both verbal and written complaints.

**2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information)**

No, the Company does not display product information on the product label, over and above what is mandated as per local laws.

**3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

No

**4. Did your company carry out any consumer survey/ consumer satisfaction trends?**

Your Company management runs customer engagement sessions like "voice of customer", technical seminars to measure customer satisfaction level. Customer satisfaction survey is sent on closure of customer complaints in ACT.

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram

Date : May 20, 2022

# REPORT ON CORPORATE GOVERNANCE

In terms of Regulation 34 (3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter also referred to as "Listing Regulations"], this Report along with the chapter on Management Discussion and Analysis reports on Company's (GE T&D India Limited, hereinafter also referred to as the 'Company' or 'GE T&D India') compliance on Corporate Governance provisions applicable to listed companies in India.

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

In a rapidly changing business and technological environment, your Company regularly reviews its strategic direction, operational efficiency and effectiveness, and reliable reporting and compliances to meet various stakeholders' expectations and achieve long-term sustainability.

The Company's philosophy on Corporate Governance revolves around the principles of ethical governance. It aims at conducting business in an efficient manner and meeting its obligations to shareholders and other stakeholders with a firm commitment to values. Our Corporate Governance framework ensures that we adopt corporate practices based on principles of transparency, accountability, fairness, and integrity to create a sustainable value for all our stakeholders. The Company emphasizes developing a transparent relationship of trust and faith with the stakeholders of the Company and conduct its business which is symbiotic for growth of the Company as well as the people associated with it.

## BOARD OF DIRECTORS

For your Company, Corporate Governance begins at its highest governance authority, the Board of Directors. Further, the Board of Directors of the Company comprises of eminent experts, who are committed to the organization's key principles and values, which constitute the best standards of corporate governance.

### A. Composition of the Board

As of March 31, 2022, the Board comprised of eight Directors, of which six were non-executive, including four independent directors and out of which one is an independent woman director.

There have been changes in the Board after March 31, 2022, which have been detailed in the Directors' Report.

### B. Skills Matrix of the Board of Directors

In accordance with the Listing Regulations, as amended, the Board of Directors of the Company has identified the following skills as required in the context of its business and sector for it to function effectively and those are sufficiently available with the board. All these skills/expertise are available with the Board of Directors.

Core skills/ expertise/ competencies identified by the Board of Directors are Leadership, Strategic Thinking, Industry Knowledge, Corporate Governance, Organizational Management, Financial Expertise, Legal, Corporate Affairs, Risk Management, Technology/IT.

The following table displays the Core skills/ expertise/ competencies of the Directors categorised as Expertise (E) or Awareness(A):

Skills/ Expertise/ Competencies	Mr. Mahesh Shrikrishna Palashikar	Mr. Pitamber Shivnani	Mr. Sushil Kumar	Dr. Kirit S Parikh	Mr. Rakesh Nath	Ms. Neera Saggi	Mr. Sanjay Sagar
Leadership	E	E	E	E	E	E	E
Strategic Thinking	E	E	E	E	E	E	E
Industry Knowledge	E	E	A	A	E	A	A
Corporate Governance	A	E	E	A	A	E	E
Organizational Management	E	E	E	A	A	A	E
Financial Expertise	E	A	E	A	A	A	A
Legal	A	A	A		A		A
Corporate Affairs	E	A	A		A	A	E
Risk Management	A	E	E		E	E	A
Technology/IT	A	A	A	E	A		

E- Expertise A- Awareness

### C. Brief particulars of the Directors



**Mr. Mahesh  
Shrikrishna  
Palashikar**

**Mr. Mahesh Shrikrishna Palashikar**, aged 54 years, is the President of General Electric, South Asia. In this role, he is responsible for leading GE's presence across South Asia (including India, Bangladesh and Sri Lanka). He is focused on enabling GE to win in South Asia, building strong stakeholder relationships, understanding market dynamics, partnering with all businesses to develop and facilitate the execution of the market business strategies, shaping culture, developing talent and managing enterprise risks.

In his most recent role before this, he has led GE's Onshore Wind Energy business for the entire Asia Pacific region (including Greater China, Japan and ANZ), since October 2014. Under his leadership, the Asia Pacific region achieved record profitable growth in the key markets of China, Japan and India.

He is a 22-year GE veteran who has worked and advanced through a series of complex and increasingly responsible assignments in manufacturing operations, global supply chain, quality, lean six sigma, sales, projects, services and business management within GE's Healthcare, Power and Renewable Energy businesses. During his GE career, he has lived in India, USA and China.

Prior to joining GE in 2000, he worked for more than a decade with Philips Electronics N.V. in their industrial and automotive electronics business in India.

He is the Chairman of the Board of Directors and a member of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and the Chairman of the Risk Management Committee of GE Power India Limited. He is on the Global Board of Directors of the US-India Business Council (USIBC). He is a member of the India Executive Leadership Board of the US-India Strategic Partnership Forum (USISPF). He is also a member of the National Council of the Confederation of Indian Industry (CII).

He holds a Bachelor's degree in Engineering and a degree in Cost and Management Accounting from India, as well as a Master's degree in Business Administration from USA. He has also received GE's Six Sigma Master Black Belt certification while in the USA.

He is a member of the Audit Committee, Nomination and Remuneration Committee, and the Risk Management Committee of the Company.



**Mr. Pitamber  
Shivnani**

**Mr. Pitamber Shivnani**, aged 60 years, who was appointed as the Managing Director & CEO w.e.f. July 1, 2020, has an extensive experience of 36 years in the Transmission and Distribution sector in India. He was the President of the Power Products Division of ABB India from June 2010 to December 2015 and subsequently the President of Power Grid Division of ABB India from January 1, 2016 till October 14, 2019. In this role he was responsible for its four business units - Transformers, High Voltage, Grid Automation and Grid Integration. He also led ABB India's largest manufacturing facility in Maneja, Vadodara for almost a decade. He started his career with ABB in 1987 in the sales and commercial function as manager in Northern India region and has held roles of increasing responsibilities across various divisions since then. He played a major role in the significant expansion of ABB's transformer business in India. Also, under his leadership ABB Grid's business grew its manufacturing footprint in India by adding new factories and expanded its product portfolio by adding Ultra High Voltage products. Mr. Pitamber Shivnani received ABB Group Global CEO Award in 2010.

He is an Alumnus of Indian Institute of Technology, Roorkee from where he graduated in Electrical Engineering in 1986. He has attended Senior Leadership Development Program from International Institute of Management Development (IMD), Switzerland and Harvard School of Business, USA.

He is a member of the Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and the Chairman of Assets Committee of the Company. He is also on the Board of Grid Equipments Private Limited.



**Mr. Sushil Kumar**

**Mr. Sushil Kumar**, aged 43 years, has rich finance experience of 22 years working with organizations like GE, Alstom, Areva and Schneider. He has been working with the Company for the past 12 years and has held responsibilities in various finance domains including Chief Financial Officer, Commercial finance, Turnkey business, Strategy and Business planning.

He started his career as an Audit Manager in A.F. Ferguson. In 2003, he moved to Schneider Electric India and worked there for 6 years in various corporate finance and business finance roles. He joined GE T&D India Limited (erstwhile Areva T&D India Limited) as finance leader. During a span of last 12 years with the Company he has led integration efforts and drove various finance initiatives in the Company. He delivered key results and improvement during his tenor and developed various skills including leadership, strategic, financial expertise, organization & management, risk management, corporate affairs and governance.

He was born and has grown up in India.

He is a Chartered Accountant and an associate member of "The Institute of Chartered Accountant of India". He graduated from Delhi University and is an alumnus of Shri Ram College of Commerce.

He is a member of the Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Assets Committee of the Company. He is also on the Board of Grid Equipments Private Limited and GE Power Electronics (India) Private Limited.



**Mr. Johan Bindele**

**Mr. Johan Bindele**, aged 44 years, has more than 25 years of experience in the energy industry, which includes running operations and large projects in India, Nepal, Sudan, Switzerland, and the US.

He leads Grid Integration and AC Systems at GE's Grid Solutions and manages a global team of 2,000 employees spread across over 50 countries.

The Grid Integration Solutions division, comprises of High Voltage Direct Current (HVDC) and FACTS technologies. The team designs and integrates transmission solutions that help meet the world's ever-evolving power needs. The AC Systems division delivers up to 800 kV large turnkey projects and multi-sites projects including systems engineering, civil works, erection, and commissioning.

Prior to joining GE's Grid Solutions in 2012, he has held several leadership positions within this business including Grid Integration Operations Leader, AC Systems Operations Leader for Europe, Russia, and CIS, Site Director at AC Systems' St. Priest site in France, and Leader of the Bushing & Traction Transformers activities in the Power Transformers division.

Mr. Johan holds an Engineering degree from France's ESIGELEC. He has also been inducted as a member of the Audit Committee and the Risk Management Committee of the Company with effect from June 1, 2022.

He does not hold directorship in any other company.



**Ms. Neera Saggi**

**Ms. Neera Saggi**, aged 66, has over 39 years of extensive and varied experience, both in the public and the private sector. For twenty-eight years, as member of Indian Administrative Service, she worked within the government with multiple stakeholders and in different sectors including ports, SEZs, and areas of export promotion, textiles, area administration and rural development.

Ms. Saggi has strong networks in multiple sectors and with different stakeholders including government, private, NGO, multilateral agencies, Consulates, Chambers of Business and Commerce. She was President of the Bombay Chamber of Commerce and Industry (BCCI) for the year 2013-14. She was

the first woman to be elected in 177 years' history of this oldest Chamber in the country and was its Vice President for the year 2012-13.

She has also done Master of Business Administration, Business Administration and Management, International Centre of Public Enterprise, Ljubljana, Slovenia (Sponsored by GOI - UNDP); Master's in English Literature, Delhi University; Bachelor of Arts (Hons.), Gauhati University; One-month program on "Effective Governance", conducted by IIM Ahmedabad, in association with The Kennedy School of Governance.

Ms. Saggi is a member of the Audit Committee, Nomination and Remuneration Committee and the Assets Committee of the Company. She is the Chairperson of Risk Management Committee of the Company.

Ms. Saggi currently serves with Boards of several well-known companies such as Swaraj Engines Limited, Tata Projects Limited, LTIDPL INDVIT Services Limited, Mahindra Integrated Business Solutions Private Limited and Honeywell Automation India Limited.

She is also member of Audit committee of Swaraj Engines Limited, Tata Projects Limited, LTIDPL INDVIT Services Limited, and Honeywell Automation India Limited.

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**Professor Kirit Parikh**

**Professor Kirit Parikh** aged 86 years, former Member of India's Planning Commission with a status of Minister of State is Chairman of Integrated Research and Action for Development (IRADe), New Delhi, a not-for-profit NGO with focus on energy, environment, climate change, urbanization and inclusive development.

He was the Founder Director of the Indira Gandhi Institute of Development Research (IGDR), Mumbai and is a Fellow of the National Academy of Sciences, India. He was awarded “Padma Bhushan” by the president of India, the third highest civilian award in India. He has a Doctor of Science in Civil Engineering and a Master’s degree in Economics from Massachusetts Institute of Technology (MIT), USA and M. Tech from IIT (Kharagpur). He has been a Professor of Economics since 1967. He has also been a member of the Economic Advisory Councils (EAC) of five Prime Ministers of India.

He had also been a member of the Indian National Committee for Environmental Planning & Coordination (1971-74), the National Committee on Science and Technology (1974-76) and the Fuel Policy Committee (1970-74). He chaired the Expert Committee on “Integrated Energy Policy” and also the Expert Group on “Low Carbon Strategy for Inclusive Growth” set up by the Planning Commission. From 1997 to 1998, he was Special Economic Adviser to the Administrator, United Nations Development Programme (UNDP), New York. He has authored, co-authored and edited 29 books and served as editor of “India Development Reports” which provide a nongovernmental assessment of India’s development and policy options.

He is a member of the Audit Committee, Nomination and Remuneration Committee and the Chairman of the Corporate Social Responsibility Committee of the Company.

At present, he is on the board of Power Exchange India Limited, and Integrated Research and Action for Development (IRADe).

He is also a member of Audit Committee of Power Exchange India Limited.

**Mr. Rakesh Nath**, aged 72 years, has about 44 years of varied experience in Power Sector planning, Operation & Maintenance of Thermal and Hydro Power Stations and Transmission System, Regulation of water supply from multi-purpose hydro projects including operation & maintenance of irrigation canal system, Power System Operation and Power Trading. He was technical member of Appellate Tribunal for Electricity (APTEL) from 2010 to May 2015. Prior to this, he was the Chairperson, Central Electricity Authority (CEA) and Ex-Officio Secretary to the Government of India.

As Chairman CEA, he worked extensively for accelerated capacity addition during the 11<sup>th</sup> Five Year Plan and initiated advance action for the 12<sup>th</sup> Plan. He was closely associated with development of Ultra Mega Power Projects. He has been instrumental in preparation of a proposal for low carbon growth strategy for power sector till 2022 and CO<sub>2</sub> base line data for power sector. He has also been ex-officio Member of CERC and Part Time Director of Nuclear Power Corporation.



**Mr. Rakesh Nath**

Mr. Rakesh Nath has been the Member Secretary of Northern Regional Electricity Board (NREB) and Western Regional Electricity Board (WREB), the two largest regional grids of the country. He was Convener of the Working Group set up by the Government of India to prepare guidelines for inter-regional power transaction which paved way for structuring inter-regional power transfers across the country.

Mr. Rakesh Nath has attended courses in power system operation and control in UK in 1984 and in Sweden in 1993. He participated as member in proceedings of Expert Committee on Sedimentation of International Committee on Large Dams in Brazil in 2002. As Chairperson CEA, he was deputed to Norway to study power markets, to Switzerland for study on manufacturing of large boiler and Turbine generators with Super Critical technology and to USA to promote investments in Indian power sector. He has also been President of Central Board of Irrigation & Power from February 2006 to February 2010. He is also on the Board of various other companies.

He is the Chairman of Audit Committee and Nomination & Remuneration Committee and a member of Assets Committee and Risk Management Committee of the Company.

At present, he is a designated partner in RNSM Energy Advisors LLP.

**Mr. Sanjay Sagar**, aged 64 years, has almost four decades of experience, of which the past two have been in the energy sector. He was Joint Managing Director & CEO of JSW Energy Ltd from 2012 to 2017. During this tenure, he was instrumental in the acquisition of two hydro-electric power projects - Baspa II and Karcham Wangtoo, which marked JSW Energy’s foray in the hydro power generation sector. Under his stewardship, the company grew from strength to strength with installed capacity increasing almost two folds and profitability growing more than eight times. He has received various accolades as a CEO in the Power industry including recognition as the “Best CEO (Power)” & “Power & Energy Persona of the year”. He has also been an executive Director with several JSW Energy companies before he demitted office in 2017.



**Mr. Sanjay Sagar**

He is an alumnus of Shri Ram College of Commerce, Delhi and holds a management degree from the University of Delhi.

He is a member of the Audit Committee, Nomination & Remuneration Committee and is the Chairman of Stakeholders Relationship Committee of the Company.

At present, he is on the board of Bhushan Power & Steel Limited and is a member of its Audit Committee.

## D. Attendance of Directors at Board Meetings, last Annual General Meeting and their Directorships and Committee Positions

- a. Details of attendance of the Directors at Board Meetings, last Annual General Meeting and their directorships, committee positions and names of the other listed companies, where such director is a Director and Category of Directorship during the financial year under report is as follows:

Sl. No.	Name of Director	Category	Number of Board Meetings		Attendance at the last AGM held on August 6, 2021	Number of outside Directorships of public and private companies (As on March 31, 2022)	Number of Outside Board-level Committees* where chairperson or member (As on March 31, 2022)		Category of Directorship and name of the other Listed Companies as on March 31, 2022
			Held during tenure	Attended			Member	Chairman	
1	Mr. Mahesh Shrikrishna Palashikar	Non-Executive Chairman	15	15	Yes	1	1	-	Non-Executive Director & Chairman GE Power India Limited
2	Mr. Pitamber Shivnani (Managing Director & CEO)	Executive	15	15	Yes	1	-	-	-
3	Mr. Sushil Kumar <sup>1</sup> (Whole-time Director & CFO)	Executive	4	4	Yes	2	-	-	-
4	Mr. Rajendra <sup>2</sup> Sheshadri Iyer	Non-Executive	8	8	Not Applicable	-	-	-	-
5	Dr. Kirit S. Parikh	Non-Executive Independent	15	15	Yes	1	1	-	-
6	Mr. Rakesh Nath	Non-Executive Independent	15	15	Yes	-	-	-	-
7	Ms. Neera Saggi	Non-Executive Independent	15	15	Yes	5	6	-	Independent Director: Swaraj Engines Limited Honeywell Automation India Limited
8	Mr. Sanjay Sagar	Non-Executive Independent	15	15	Yes	1	1	-	Independent Director: Bhushan Power & Steel Limited
9	Mr. Emanuel Bertolini <sup>3</sup>	Non-Executive	7	5	Yes	-	-	-	-
10	Mr. Gaurav M. Negi <sup>4</sup>	Non-Executive	8	8	Yes	-	-	-	-

\*Audit Committee and the Stakeholders Relationship Committee in public limited companies whether listed or not

<sup>1</sup> Appointed as Whole-time Director & CFO w.e.f. January 1, 2022 and attended last Annual General Meeting in the capacity of CFO.

<sup>2</sup> Appointed as Director w.e.f. October 1, 2021 and ceased to be Director w.e.f. May 2, 2022

<sup>3</sup> Ceased to be Director w.e.f. October 1, 2021

<sup>4</sup> Ceased to be Director w.e.f. November 1, 2021



As mandated by Regulation 25(1) of Listing Regulations, no person has been appointed as an Alternate Director for an independent director of the Company. In accordance with SEBI (LODR) Regulations, 2015, as amended, in the opinion of the board, the independent directors fulfil the conditions specified in these regulations and are independent of the management. Also, as mandated by Regulation 26(1) of Listing Regulations, none of the Directors is a member of more than ten Board-level committees of public limited Indian companies; nor are they Chairperson of more than five committees in which they are directors. Moreover, none of the Directors of the Company is related to the other Director, or to any other employee of the Company.

Further, in terms of Listing Regulations, M/s VKC & Associates, Company Secretaries, have certified that none of the directors on the board of the Company as on March 31, 2022 have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

#### **E. Number of Board Meetings**

During the financial year ended March 31, 2022, the Company held 15 meetings of the Board of Directors on April 29, 2021, May 17, 2021, June 10, 2021, July 14, 2021, July 27, 2021, August 13, 2021, September 14, 2021, October 29, 2021, November 10, 2021, December 13, 2021, December 15, 2021, January 7, 2022, January 24, 2022, February 2, 2022 and March 8, 2022.

The Board met at least once in every quarter and the maximum time gap between any two consecutive meetings was not more than 120 days.

#### **F. Familiarisation Programme for Independent Directors**

Your Company under 'Familiarization Programme for independent Directors', familiarises independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. Your Company aims to provide its independent Directors, insight into the Company enabling them to contribute effectively.

The details of familiarisation programmes may be accessed under the Corporate Governance section of the website <https://www.ge.com/in/ge-td-india-limited>.

#### **G. Performance Evaluation of Independent Directors**

The performance evaluation of Independent Directors was conducted by the entire Board of Directors wherein the Directors being evaluated did not participate.

#### **H. Code of Conduct and Ethics**

In accordance with Regulation 17(5) of Listing Regulations, the Company's Board of Directors have laid down a 'Code of Conduct and Ethics for Directors and Senior Management' of the Company. Duties of independent directors as laid down in the

Companies Act, 2013 have been incorporated in the code. The Code is posted on the website - <https://www.ge.com/in/ge-td-india-limited/>.

The purpose of this 'Code of Conduct' is to promote conduct of business ethically in an efficient and transparent manner and to meet its obligations to shareholders and all other stakeholders.

The Managing Director & Chief Executive Officer, Mr. Pitamber Shivnani has made a declaration that members of Board of Directors and Senior Management personnel have affirmed compliance with the 'Code of Conduct of Board of Directors and Senior Management' for the financial year ended March 31, 2022.

Your Company understands that Company's reputation and integrity can only be built by continuously reinforcing the value of ethical behaviour and following procedures.

The development of the integrity culture is a key priority for the Company. The leadership team plays a vital role in reinforcing the importance of doing business with integrity as well as in raising awareness about the same among employees. To foster a culture of integrity, the Company is focusing on continuous training. The employees are assigned e-learning modules and face-to-face compliance training for which completion is tracked. Awareness is also created through regular email communications, gift and hospitality, political contributions, charitable contributions and sponsorships, conflicts of interest, and open reporting.

Your Company has "The Spirit and The Letter" policy which is available at <https://www.ge.com/in/ge-td-india-limited/>. The Spirit & The Letter must be followed by anyone who works for or represents GE. It provides for official and mandatory guidelines on key principles and commitment that must be met by managers, by employees and by the Company as a whole.

During the year, online training sessions were conducted by the compliance team covering the Spirit & Letter policies. All employees were also assigned online training modules to become aware of the Company policies.

#### **VIGIL MECHANISM (OMBUDS & OPEN REPORTING PROCEDURE)**

In accordance with Section 177 of the Companies Act, 2013 and Regulation 22 of Listing Regulations, your Company has a vigil mechanism "GE T&D India Limited – Vigil Mechanism (Ombuds & Open Reporting Procedure)".

Through this procedure all stakeholders, including employees and directors can report concerns about any actual or potential violation of law and 'The Spirit & The Letter Policies'. They are encouraged to raise integrity concerns and feel confident that they do so without any fear of retaliation. If a concern raiser faces any retaliation after reporting a concern or due to supporting an investigation, he/she can inform the Manager, HR Manager, Ombuds, Legal and Compliance and Chairman of the Audit Committee. The access to the Audit Committee is not restricted.

Ombuds & Open Reporting Procedure is available under corporate governance section on the website and the weblink for the same is <https://www.ge.com/in/ge-td-india-limited/>.

**POLICY ON MATERIALITY OF EVENTS OR INFORMATION**

In compliance with Regulation 30 of Listing Regulations, your Company has a “Policy for Determination of Materiality of Event or Information” and also a Committee for Determining Materiality of an Event or Information comprising of Managing Director/ Chief Executive Officer, Chief Financial Officer and Company Secretary.

The authority for determining materiality of an event or information and making disclosure of the same to the Stock Exchanges lies with the majority of the members of the Committee.

The policy aims to ensure compliance with corporate governance principles by promoting disclosure and transparency. During the year, the Company has made disclosures to Stock Exchange(s) at the time of occurrence of the event/information and where applicable, made periodic disclosures on the associated material developments.

Policy for Determination of Materiality of Event or Information is available under corporate governance section on the website <http://www.ge.com/in/ge-td-india-limited>.

**DOCUMENT PRESERVATION AND ARCHIVAL POLICY**

In compliance with Regulation 9 of Listing Regulations, your Company has a “Document Preservation and Archival Policy” which establishes guidelines for management, for preservation, archival and destruction of Documents by the Company.

This policy sets out Data Retention Schedule for Company Documents and the related procedures to be followed to ensure compliance with this Policy. Retention periods are based on legal, tax, audit and defined business needs.

Document Preservation and Archival Policy is available under corporate governance section on the website <https://www.ge.com/in/ge-td-india-limited/>.

**REMUNERATION TO DIRECTORS**

Details of remuneration to Directors, both executive and non-executive, during the financial year ended March 31, 2022 are as follows:

**A. Non-Executive Directors**

Sl. No.	Name of the Director	Position	Sitting Fee	Commission*	(Amount in ₹)
					Total
1	Mr. Mahesh Shrikrishna Palashikar	Chairman-Non-Executive	N.A.	-	-
2	Mr. Rajendra Sheshadri Iyer <sup>1</sup>	Director – Non - Executive	N.A.	-	-
3	Mr. Emanuel Bertolini <sup>2</sup>	Director – Non - Executive	N.A.	-	-
4	Mr. Gaurav M. Negi <sup>3</sup>	Director – Non - Executive	N.A.	-	-
5	Dr. Kirit S. Parikh	Independent Director	2,880,000	1,150,000	4,030,000
6	Mr. Rakesh Nath	Independent Director	2,920,000	1,150,000	4,070,000
7	Ms. Neera Saggi	Independent Director	2,920,000	1,150,000	4,070,000
8	Mr. Sanjay Sagar	Independent Director	2,720,000	1,150,000	3,870,000

\* The amount stated is a provision, subject to approval of the shareholders.

<sup>1</sup>Appointed as Director w.e.f. October 1, 2021. Ceased to be Director w.e.f. May 2, 2022

<sup>2</sup>Ceased to be Director w.e.f. October 1, 2021

<sup>3</sup>Ceased to be Director w.e.f. November 1, 2021

Notes:

- (i) In addition to the sitting fees, for attending the Board and/ or Committee meetings, in terms of the approval of Shareholders by way of Ordinary Resolution at its meeting held on August 6, 2021, such of the non-executive Directors resident in India are entitled to remuneration by way of commission of such amount, proportion and manner, as may be determined by the Board; payment of remuneration by way of commission not exceeding 1% of the net profits of the Company for a period of 5 (five) Financial Years commencing from April 1, 2021, in terms of Section 197 of the Act, computed in accordance with the provisions of Section 198 of the Act or ₹ 10 Million in aggregate, whichever is lower. The Board of Directors at its meeting held on May 20, 2022 approved remuneration by way of commission to the Independent Directors for the financial year ended March 31, 2022 as mentioned in the table above. In view of loss in terms of Section 198 of the Companies Act, 2013, during the financial year ended March 31, 2022, it is proposed to seek approval of the members to pay remuneration to the Independent Directors of the Company for the financial year 2021-22 and thereafter upto financial year 2023-24 in terms of Section II to Part II of Schedule V of the Act.

- (ii) The criteria for payments, including the extent, amount, proportion and manner of payment, to non-executive Directors, resident in India, is determined by the Board having regard to the time spent by such Directors for the Company's business.
- (iii) No sitting fees was paid to the non-executive Directors employed within Promoter Group for attending Board or Committee Meetings.
- (iv) The fee for attending the Board meeting, Audit Committee meeting, Risk Management Committee meeting and Corporate Social Responsibility Committee meeting is ₹ 1,00,000/- and ₹ 20,000/- per meeting for other Committee meetings.

## B. Executive Directors

									(Amount in ₹)
Sl. No.	Name of the Director	Designation	Salary	Allowances	Bonus	Retiral Benefits	Others	Perquisites	Total
1	Mr. Pitamber Shivnani	Managing Director & CEO	5,499,456	9,477,251	4,158,000	924,464	-	1,101,150	21,160,320*
2	Mr. Sushil Kumar <sup>1</sup>	Whole-time Director & CFO	861,582	1,812,285	-	144,832	-	5,400	2,824,099*

\* In view of loss during the financial year ended March 31, 2022, in terms of Part II of Schedule V of Companies Act, 2013 approval of Shareholders by way of special resolution is being sought for the payment of managerial remuneration of ₹ 2,824,099/- (including the contribution to provident fund, and Gratuity for the year) to Mr. Sushil Kumar, Whole-time Director & CFO. The remuneration paid to Mr. Pitamber Shivnani, Managing Director & CEO during the financial year 2021-22, is already approved by the shareholders of the Company at the 64<sup>th</sup> Annual General Meeting held on September 28, 2020, in terms of Section II to Part II of Schedule V of Companies Act, 2013

<sup>1</sup> Appointed as Whole-time Director & CFO w.e.f. January 1, 2022. Remuneration is for the tenure as Whole-time Director & CFO w.e.f. January 1, 2022.

### Notes:

- (i) Notice period and severance fees: Two months' notice or two months' salary in lieu of notice may be given by the Company; and two months' notice may be given by the Executive Directors (or such shorter notice as may be agreed) subject to terms of their employment.
- (ii) Bonus to Executive Directors is paid in terms of the group/ Company policy and is determined based on the performance of the Company and the Executive Directors.
- (iii) Remuneration to Executive Directors excludes expenditure for compensated leave, as the expense is booked based on actuarial valuation done on a total Company basis.

## SHAREHOLDING OF DIRECTORS

Mr. Sushil Kumar, Whole-time Director & CFO holds 5 shares in the Company. None of the other Directors as on March 31, 2022, holds any equity shares or convertible instruments in the Company.

## CEO/ CFO Certification

In terms of Regulation 17(8) read with Part B of Schedule II of Listing Regulations, the Managing Director & Chief Executive Officer, Mr. Pitamber Shivnani and the Whole-time Director & Chief Financial Officer, Mr. Sushil Kumar have given annual certification on financial reporting and internal controls to the Board. The said annual certificate given by them is published in this report.

**COMMITTEES OF THE BOARD OF DIRECTORS****a) Audit Committee**

The Company has an adequately qualified and independent Audit Committee. The composition of the Committee during the financial year was as under:

Sl. No.	Name of the Director	Category
1	Mr. Rakesh Nath	Independent Director-Chairman
2	Dr. Kirit S. Parikh	Independent Director-Member
3	Ms. Neera Saggi	Independent Director-Member
4	Mr. Sanjay Sagar	Independent Director-Member
5	Mr. Mahesh S Palashikar <sup>1</sup>	Director - Member
6	Mr. Rajendra Sheshadri Iyer <sup>2</sup>	Director - Member
7	Mr. Emanuel Bertolini <sup>3</sup>	Director - Member
8	Mr. Gaurav M. Negi <sup>4</sup>	Director - Member

<sup>1</sup> Member of Committee w.e.f. November 1, 2021

<sup>2</sup> Member of Committee w.e.f. November 1, 2021 to May 2, 2022

<sup>3</sup> Ceased to be member of Committee w.e.f. October 1, 2021

<sup>4</sup> Ceased to be member of Committee w.e.f. November 1, 2021

The Board at its meeting held on May 20, 2022, has further co-opted Mr. Johan Bindele as member of the Audit Committee with effect from June 1, 2022.

The above composition duly meets the requirement under Regulation 18 of Listing Regulations.

Managing Director & Chief Executive Officer and Whole-time Director & Chief Financial Officer are permanent invitees to all Audit Committee meetings. The Internal Auditors and the representatives of Statutory Auditors and Cost Auditors are invitees to the relevant meetings of the Audit Committee.

The terms of reference of Audit Committee are in accordance with Regulation 18 read with Part C of Schedule II of Listing Regulations.

The Audit Committee acts as a link between the management, external and internal Auditors and the Board of Directors.

During the financial year ended March 31, 2022, the Company held eleven (11) Audit Committee meetings on - April 29, 2021, June 8, 2021, June 10, 2021, August 13, 2021, September 2, 2021, October 29, 2021, November 8, 2021,

November 10, 2021, December 13, 2021, February 2, 2022, and March 8, 2022. The attendance of the Audit Committee Members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Mr. Rakesh Nath	11	11
2	Dr. Kirit S. Parikh	11	11
3	Ms. Neera Saggi	11	11
4	Mr. Sanjay Sagar	11	11
5	Mr. Mahesh S Palashikar <sup>1</sup>	5	5
6	Mr. Rajendra S Iyer <sup>2</sup>	5	4
7	Mr. Emanuel Bertolini <sup>3</sup>	5	3
8	Mr. Gaurav M. Negi <sup>4</sup>	6	6

<sup>1</sup> Member of Committee w.e.f. November 1, 2021

<sup>2</sup> Member of Committee w.e.f. November 1, 2021 to May 2, 2022

<sup>3</sup> Ceased to be member of Committee w.e.f. October 1, 2021

<sup>4</sup> Ceased to be member of Committee w.e.f. November 1, 2021

Mr. Rakesh Nath, Chairman of Audit Committee attended the last Annual General Meeting of the Company which was held on August 6, 2021.

**b) Stakeholders Relationship Committee**

The Board of Directors have constituted a "Stakeholders Relationship Committee" in terms of the Companies Act, 2013 and Listing Regulations.

The composition of the Committee during the financial year was as under:

Sl. No.	Name of the Director	Category
1	Mr. Sanjay Sagar <sup>1</sup>	Independent Director - Chairman
2	Mr. Pitamber Shivnani	Member
3	Mr. Sushil Kumar <sup>2</sup>	Member
4	Mr. Mahesh S Palashikar <sup>3</sup>	Member
5	Mr. Gaurav M. Negi <sup>4</sup>	Non-Executive Director - Chairman

<sup>1</sup> Chairman of the Committee w.e.f. November 1, 2021

<sup>2</sup> Member of Committee w.e.f. January 1, 2022

<sup>3</sup> Member of Committee from November 1, 2021 to December 31, 2021

<sup>4</sup> Ceased to be Chairman and member of the Committee w.e.f. November 1, 2021

During the financial year ended March 31, 2022, the Company held two Stakeholders Relationship Committee meetings on June 28, 2021 and September 20, 2021 with

the presence of all the members of the Stakeholders Relationship Committee.

The Committee is responsible for all matters concerning the share transfers, transmissions, issue of duplicate share certificates and attending to the grievances of the shareholders. The terms of reference of the Committee, in addition to those which are already entrusted by the Board, also includes terms of reference, as per section 178 of the Companies Act, 2013, Regulation 20 read with Part D of Schedule II of Listing Regulations or any other laws/rules, as applicable or amended from time to time. The same are as follows:

- considering and resolving the grievances of security holders of the company
- looking into the mechanism of redressal of grievances
- considering and resolving the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.
- As per SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 which came into effect on April 1, 2019, 'Stakeholders Relationship Committee' was entrusted with additional terms of reference, which include:
  - Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
  - Review of measures taken for effective exercise of voting rights by shareholders.
  - Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
  - Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

In terms of Regulation 6 of Listing Regulations, Mr. Manoj Prasad Singh, Company Secretary is the 'Compliance Officer', who may also be contacted for any matter relating to share transfers/ transmissions, non-receipt of Annual Reports, Dividend, etc.

During the financial year ended March 31, 2022, the Company received 8 complaints from shareholders, out of which 7 were disposed of/ resolved satisfactorily. One complaint pending as on March 31, 2022 was disposed of/ resolved on April 5, 2022.

There were nil shares pending for transfer as at March 31, 2022. In accordance with SEBI Circular SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018; the transfer of shares shall only be done in dematerialised form with effect from April 1, 2019.

### c) Nomination and Remuneration Committee

In terms of section 178 of the Companies Act, 2013 read with the rules framed thereunder, the Board of Directors of the Company have constituted Nomination and Remuneration Committee. The composition of the Nomination and Remuneration Committee during the financial year was as under:

Sl. No.	Name of the Director	Category
1	Mr. Rakesh Nath	Independent Director- Chairman
2	Dr. Kirit S. Parikh	Independent Director- Member
3	Ms. Neera Saggi	Independent Director- Member
4	Mr. Sanjay Sagar	Independent Director- Member
5	Mr. Mahesh Shrikrishna Palashikar	Director – Member

Your Company also has a Nomination and Remuneration Policy which is enclosed as Annexure B to the Directors' Report and available on the website of the Company <https://www.ge.com/in/ge-td-india-limited>.

The terms of reference of Nomination and Remuneration Committee are in accordance with Regulation 19 read with Part D of Schedule II of Listing Regulations.

The duties and responsibilities of the Nomination and Remuneration Committee include:

- Formulating criteria for determining qualifications, positive attributes and independence of a director.
- Identifying potential persons for appointment as Directors, Key Managerial Personnel (KMP) and other Senior Management positions.
- Recommending to the Board a policy, relating to the remuneration of the Directors, Senior Management, KMP and other employees, as may be applicable
- Formulating criteria for evaluation of Independent Directors and the Board and carry out evaluation of every Director's performance.

- Devising a policy on Board diversity.
- Ensuring that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully.
- Ensuring the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and remuneration payable to Directors, Senior Management, Key Managerial Person involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- Deciding whether to extend or continue the term of appointment of the independent director, based on the report of performance evaluation of independent directors.

During the financial year ended March 31, 2022, the Company held three Nomination and Remuneration Committee meetings on – June 8, 2021, September 14, 2021 and October 29, 2021. The attendance of the Nomination and Remuneration Committee members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Mr. Rakesh Nath	3	3
2	Dr. Kirit S. Parikh	3	3
3	Ms. Neera Saggi	3	3
4	Mr. Sanjay Sagar	3	3
5	Mr. Mahesh Shrikrishna Palashikar	3	3

#### d) Corporate Social Responsibility (CSR) Committee

Your Company is focused to address the objectives and requirements set for CSR both in letter and spirit of the provisions of the Companies Act, 2013 and intends to be a significant and durable contributor to CSR initiatives in India by devising and implementing social improvement projects.

In terms of section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has Corporate Social Responsibility Committee.

The composition of the Committee during the financial year was as under:

Sl. No.	Name of the Director	Category
1	Dr. Kirit S. Parikh	Independent Director-Chairman
2	Mr. Pitamber Shivnani	Member
3	Mr. Sushil Kumar <sup>1</sup>	Member
4	Mr. Mahesh S Palashikar <sup>2</sup>	Member
5	Mr. Gaurav M. Negi <sup>3</sup>	Director – Member

<sup>1</sup> Member of the Committee w.e.f. January 1, 2022

<sup>2</sup> Member of the Committee from November 1, 2021 to December 31, 2021

<sup>3</sup> Ceased to be member of the Committee w.e.f. November 1, 2021

The terms of reference of the Corporate Social Responsibility Committee are in accordance with section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. Its mandate includes recommending to the Board of Directors a CSR Policy, expenditure to be incurred on CSR and monitoring CSR activities.

During the financial year ended March 31, 2022, the Company held two Corporate Social Responsibility Committee meetings on – June 8, 2021, and March 24, 2022.

The attendance of the Corporate Social Responsibility Committee members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Dr. Kirit S. Parikh	2	2
2	Mr. Pitamber Shivnani	2	2
3	Mr. Sushil Kumar <sup>1</sup>	1	1
4	Mr. Mahesh S Palashikar <sup>2</sup>	-	-
5	Mr. Gaurav M. Negi <sup>3</sup>	1	1

<sup>1</sup> Member of the Committee w.e.f. January 1, 2022

<sup>2</sup> Member of the Committee from November 1, 2021 to December 31, 2021

<sup>3</sup> Ceased to be member of the Committee w.e.f. November 1, 2021

#### e) Risk Management Committee

In terms of Regulation 21 of the Listing Regulations, your Company also has a Risk Management Committee a Risk

Management Committee. The roles and responsibilities of the Risk Management Committee included monitoring and reviewing of risk management plan, in addition to any other terms as may be referred by the Board of Directors, from time to time. The composition of the Committee during the financial year was as under:

Sl. No.	Name of the Director	Category
1	Ms. Neera Saggi	Independent Director- Chairperson
2	Mr. Rakesh Nath	Independent Director - Member
3	Mr. Mahesh Shrikrishna Palashikar	Director – Member
4	Mr. Pitamber Shivnani	Managing Director & CEO – Member
5	Mr. Rajendra Sheshadri Iyer <sup>1</sup>	Director – Member
6	Mr. Gaurav M. Negi <sup>2</sup>	Director – Member

<sup>1</sup> Member of the Committee w.e.f. November 1, 2021 to May 2, 2022

<sup>2</sup> Ceased to be member of the Committee w.e.f. November 1, 2021

During the financial year ended March 31, 2022, the Company held two Risk Management Committee meetings on October 21, 2021 and March 24, 2022. All the committee members were present in the meeting. Mr. Sushil Kumar, Whole-time Director & Chief Financial Officer is also the Risk Management Officer of the Company.

The Board at its meeting held on May 20, 2022, has further co-opted Mr. Johan Bindele as member of the Risk Management Committee with effect from June 1, 2022

The duties and responsibilities of the Risk Management Committee include:

- Formulating a detailed risk management policy which includes:
  - (a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
  - (c) Business continuity plan.
- Assisting the Board in fulfilling its risk management oversight responsibilities with regard to identification, evaluation and mitigation of operational, strategic and external environment risks
- Informing the board of directors about the nature and content of its discussions, recommendations and actions to be taken
- ensuring that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

- monitoring and overseeing the implementation of the risk management policy including bi-annual review by considering the changing industry dynamics and evolving complexity, and evaluating the adequacy of risk management systems
- Ensuring that management has instituted adequate process to evaluate major risks faced by the company
- Establishing the role and responsibilities of officers/team who shall be responsible for:
  - Facilitating the execution of risk management practices in the enterprise
  - Reviewing enterprise risks from time to time, initiating mitigation actions, identifying owners and reviewing progress
  - Reporting risk events and incidents in a timely manner
- Reviewing appointment, removal and terms of remuneration of the Chief Risk Officer
- Monitoring and reviewing risk management practices of the Company
- Reviewing and approving risk-related disclosures
- Reviewing and monitoring cyber security
- Report risk profile of the Company to the Board.
- Periodical review of risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity
- Any other terms as may be specified by the Board from time to time or by SEBI or any other authority.

The Committee has reviewed the risks highlighted by management, ownerships, mitigation plans, significance of risk and likelihood of occurrence with impact on Profit and loss statement and cash.

#### f) Independent Directors meeting

In terms of Regulation 25(3) of Listing Regulations, one meeting of independent directors was held on March 25, 2022, without the attendance of non-independent directors and members of management. All the independent directors were present in the meeting.

The independent directors in above meeting reviewed and assessed performance of the non-independent directors and the Board as a whole, Chairman of the Company and quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

#### g) Assets Committee

The Company also has an Assets Committee of the Board, comprising of Mr. Pitamber Shivnani as the Chairperson, Ms. Neera Saggi, Mr. Rakesh Nath, Mr. Sushil Kumar (w.e.f. January 1, 2022) as the members. Mr. Gaurav M. Negi was a member of the Committee upto October 31, 2021. One meetings of the Assets Committee were held on June 10, 2021 and February 14, 2022 with the presence of all Committee members.

## General Body Meetings

The details of General Body Meetings held during the last three years are given below:

Sl. No.	Date	Time	Venue
Annual General Meetings			
1	July 24, 2019	9.30 a.m.	Air Force Auditorium, Subroto Park, New Delhi-110 010
2	September 28, 2020	9.30 a.m.	Held through Video Conferencing/ Other Audio Visual Means
3	August 6, 2021	3.00 p.m.	Held through Video Conferencing/ Other Audio Visual Means

### Extra-ordinary General Meetings

No Extra-Ordinary General Meetings were held during last three financial years

### Postal Ballot

A Notice of Postal dated January 31, 2022 was circulated through electronic means seeking approval of members of the Company through Ordinary Resolution seeking approval of the Members of the Company through ordinary resolutions, for the following business:

1. Sale of Global Engineering Operations Division
2. Appointment of Mr. Rajendra Sheshadri Iyer (holding DIN 09319795) as a Director, liable to retire by rotation
3. Appointment of Mr. Sushil Kumar (holding DIN 08510312) as a Director, liable to retire by rotation
4. Appointment of Mr. Sushil Kumar (holding DIN 08510312) as Whole-time Director & Chief Financial Officer.

The Company had appointed Mr. Vineet K Chaudhary (FCS 5327, COP 4548) Practicing Company Secretary, to act as the Scrutiniser, for conducting the Postal Ballot process, in a fair and transparent manner.

The remote e-voting period remained open from Wednesday, February 2, 2022 at 9:00 a.m. (IST) and ended on Thursday, March 3, 2022 at 5:00 p.m. (IST).

On March 3, 2022, the results of Postal Ballot were announced that the Resolutions were passed with requisite majority.

No special resolution was proposed to be passed through postal ballot during the financial year ended March 31, 2022. Further, no special resolution has been proposed to be passed through postal ballot.

### 1. Special resolutions passed in General Meetings or through postal Ballot during last three years

#### a) Annual General Meeting

##### July 24, 2019

- Approval of Re-appointment of Dr. Kirit Shantilal Parikh (DIN 00684234) as an Independent Director
- Approval of Re-appointment of Mr. Rakesh Nath (DIN 00045986) as an Independent Director
- Approval in respect of GE, United States, international Share Purchase plan offered to the employees of the Company

##### September 28, 2020

- Appointment and remuneration of Mr. Pitamber Shivnani (DIN 05187407) as Managing Director & Chief Executive Officer
- Re-appointment of Ms. Neera Saggi (DIN 00501029) as an Independent Director
- Remuneration of Mr. Sunil Wadhwa (DIN 00259638)
- Remuneration of Mr. Gaurav Manohar Negi (DIN 02835748)
- Remuneration of Mr. Nagesh Tilwani (DIN 07684746)
- Increase in borrowing limits

##### August 6, 2021

There were no special resolutions proposed at the 65<sup>th</sup> Annual General Meeting.

#### b) Extra-ordinary General Meetings

No Extra-Ordinary General Meetings were held during the last three financial years.



**c) Postal Ballot**

No Special Resolution was required to be passed through postal ballot during the last three financial years.

**Disclosures**

The Company has inter-alia complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the Listing Regulations.

The Corporate Governance Report of the Company for the financial year ended March 31, 2022, are in compliance with all applicable requirements of Listing Regulations.

The status of adoption of the non-mandatory requirements as specified in sub – regulation 1 of Regulation 27 of the Listing Regulations are as follows:

**A. The Board**

The Chairman of the Company is a Non-Executive Director. The Chairman is not paid any compensation for holding Chairman's office.

**B. Shareholder Rights**

The financial performance of every quarter / half-year is disseminated to the shareholders through Stock Exchanges, published in newspapers and also uploaded on Company's website. Any other half-yearly declaration of financial performance or the summary of the significant events in last six months is not sent to each household of the shareholder separately.

**C. Modified opinion(s) in audit report**

The Company's financial statements are free from any qualifications by the Auditors.

**D. Separate posts of Chairperson and the Managing Director or the Chief Executive Officer**

The Company has appointed separate persons to the post of the Chairperson and the Managing Director & Chief Executive Officer. The Chairperson is a non-executive director; and is not related to the Managing Director & Chief Executive Officer as per the definition of the term "relative" defined under the Companies Act, 2013.

**E. Reporting of internal auditor**

The internal auditor reports directly to the Audit Committee

No material financial and commercial transactions were reported by the management to the Board, in which the management had any personal interest that either had or could have had a conflict with

the interest of the Company at large. No penalties or strictures have been imposed by SEBI, Stock Exchanges or any other statutory authority on matters relating to capital markets during the last three years.

**Materially significant related party transactions:**

In terms of Regulation 23 of Listing Regulations, your Company has formulated a Related Party Transactions Policy on dealing with Related Party Transactions. The policy may be accessed at the web-link <https://www.ge.com/in/ge-td-india-limited/>.

All related party transactions during the financial year were on arm's length basis and were in the ordinary course of business. During the year under review, your Company, with the approval of shareholders, entered into Related Party Transactions which may be considered material in terms of Section 188 of the Companies Act, 2013 and Listing Regulations. The disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC -2 is provided as "Annexure E" to the Directors' Report. There are no materially significant related party transactions which may have potential conflict with the interest of the Company at large.

**CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**

In view of Regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons.

The Code lays down guidelines which advise management and employees on handling Unpublished Price Sensitive Information, procedures to be followed and disclosures to be made while dealing with Securities of the Company and cautions them of the consequences of violations.

The code is available on the website <https://www.ge.com/in/ge-td-india-limited/>.

In terms of Regulation 9(A)(4) of the Securities and Exchange Board of India (Prevention of Insider Trading) Regulations, 2018, as amended, the Audit Committee reviewed that verified that the systems for internal control are adequate and are operating effectively for Trading Window closures, proper maintenance of details of designated persons, digital database, whistle blower mechanism to report instances of leak of unpublished price sensitive information. No instances of non-compliances, violation of regulations, or contravention with the Code and Regulations were reported.

**MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis report forms part of the Directors' Report.

**MEANS OF COMMUNICATION****Financial Results**

The Company intimates un-audited (quarterly) as well as audited financial results (annual) to the Stock Exchanges, immediately after the Board meetings at which they are approved. The results of the Company are also published in at least one prominent national and one regional newspaper having wide circulation. Normally the results are published in Mint/ Financial Express (English) in all editions and Jansatta (Hindi) in Delhi. The financial results are also displayed on the website <https://www.ge.com/in/ge-td-india-limited/>.

**News Release, Analyst Presentation, etc.**

The official news releases, detailed presentations made to institutional investors, financial analysts, etc. are displayed on the website <https://www.ge.com/in/ge-td-india-limited/>.

**Website**

The website <https://www.ge.com/in/ge-td-india-limited/> contains basic information about the Company. Information required to be disseminated on the website as per Regulation 46 of Listing Regulations are available in their respective sections on the website of the Company. The full Annual Report, shareholding pattern and Corporate Governance Report and various policies are also available in their respective sections on the said website.

**Dividend History of the Company**

In view of loss incurred during the year and to conserve cash and maintain liquidity, the Board of Directors of your Company decided not to recommend dividend for the Financial Year 2021-22.

The Board of Directors of your Company also had not recommended any dividend for the financial years ended March 31, 2020 and March 31, 2021. However, for the ten years prior to financial year ended March 31, 2020, the Company had consistently paid dividend at the rate of 90% of the face value of shares.

**TRANSFER OF UNCLAIMED DIVIDEND AND UNDERLYING SHARES TO IEPF****Unclaimed Dividend**

The amount of dividends lying unclaimed for a period of seven years in the Unpaid Dividend Accounts of the Company will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

During the year ended March 31, 2022, an amount of ₹ 3,607,253 was transferred to IEPF in respect of Dividend for the Financial Year ended on March 31, 2014. Further in respect of Dividend for the Financial Year ended on March 31, 2015, the outstanding amount lying in Unclaimed Dividend account of the Company as on August 27, 2022, will be transferred to IEPF within stipulated time.

Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules') mandate the transfer of shares with respect to the dividend, which has not been paid or claimed for seven consecutive years or more to IEPF.

Accordingly, the dividend for the years mentioned as follows will be transferred to the IEPF on the respective dates if the dividend remains unclaimed for seven years, and the corresponding shares will also be transferred to demat account created by the IEPF Authority if dividend is unclaimed for seven consecutive years or more:

<b>Financial Year ended</b>	<b>Amount outstanding as on 31.03.2022 (in ₹)</b>	<b>Due date for transfer</b>
31.03.2015	3,564,460.80	27.08.2022
31.03.2016	3,801,173.40	31.08.2023
31.03.2017	3,966,328.80	30.08.2024
31.03.2018	1,961,431.20	30.08.2025
31.03.2019	1,842,042.60	29.08.2026

The details of shares that will be transferred to IEPF as per the requirements of the rules are provided on the Company's website at <https://www.ge.com/in/ge-td-india-limited/>.

The Company shall respond to all valid requests received from the shareholders before the amounts/shares are statutorily transferred on the above-

mentioned dates. Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF including all benefits accruing on such shares, if any, can be claimed back from IEPF following the procedure prescribed in the Rules. No claim shall lie in respect thereof with the Company.

### Transfer of Shares to IEPF

As per IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), companies are required to transfer the underlying shares to the IEPF, in respect of which dividends have remained unclaimed for a consecutive period of seven years. Accordingly, 185,193 equity shares, in respect of which the dividend for the financial year ended March 31, 2014 and for periods thereafter remained unclaimed were transferred to IEPF by September 23, 2021. The voting rights on the shares transferred to the Fund shall remain frozen until the rightful owner claims the shares.

The next due date of transfer of shares in respect of which the dividend for the financial year ended March 31, 2015 and for periods thereafter remain unclaimed to IEPF would be in the month of August 2022 and accordingly the Company has issued a newspaper advertisement in this respect and has also sent individual letters to the concerned shareholders requesting them to claim the unclaimed dividend for the financial year ended March 31, 2015 and for the periods thereafter, failing which the corresponding shares will be transferred to IEPF.

### General Shareholder Information

<b>A Annual General Meeting (AGM)</b>	
Date	: Wednesday, the 10 <sup>th</sup> day of August, 2022
Time	: 3:00 P.M.
Venue	: The meeting will be conducted through VC / OAVM pursuant to the MCA Circular dated May 5, 2020 and other relevant circulars and notifications from time to time as may be applicable. The deemed venue for the AGM shall be the Registered Office of the Company.
<b>B Financial Year</b>	
Financial Calendar	: April 1 to following March 31 period
• Quarter ending June 30, 2022	: Upto August 14, 2022
• Quarter ending September 30, 2022	: Upto November 14, 2022
• Quarter ending December 31, 2022	: Upto February 14, 2023
• Financial year ending on March 31, 2023 and for the fourth quarter ending on that date	: Upto May 30, 2023
<b>C Dates of Book Closure</b>	
	: From Thursday, August 4, 2022 to Wednesday, August 10, 2022 (both days inclusive)
<b>D Dividend Payment Date</b>	
	: Not applicable
<b>E Listing on Stock Exchanges</b>	
	: BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.
	: National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400 051.
<b>F Listing Fee</b>	
	: Annual Listing Fee for the year 2020-21 and 2021-22, as applicable has been paid to the two Stock exchanges.
<b>G Company Identification Number</b>	
	: L31102DL1957PLC193993
<b>H Stock Code/ Symbol</b>	
BSE Limited	: 22275 for physical and 522275 for demat scrips
National Stock Exchange of India Limited	: GET&D
ISIN Number for NSDL and CDSL	: INE200A01026

**I. Market Price Data****(a) Monthly High-Low price of Equity Shares at BSE and comparison with S&P BSE SENSEX:**

Month	Share price of the Company		S&P BSE SENSEX	
	High (₹)	Low (₹)	High	Low
April'21	123.80	106.60	50,375.77	47,204.50
May'21	144.95	113.25	52,013.22	48,028.07
June'21	153.85	131.40	53,126.73	51,450.58
July'21	146.70	132.45	53,290.81	51,802.73
August'21	153.00	131.65	57,625.26	52,804.08
September'21	142.85	125.25	60,412.32	57,263.90
October'21	139.40	124.80	62,245.43	58,551.14
November'21	134.85	112.65	61,036.56	56,382.93
December'21	135.80	115.65	59,203.37	55,132.68
January'22	141.50	119.10	61,475.15	56,409.63
February'22	125.00	82.00	59,618.51	54,383.20
March'22	95.75	82.50	58,890.92	52,260.82

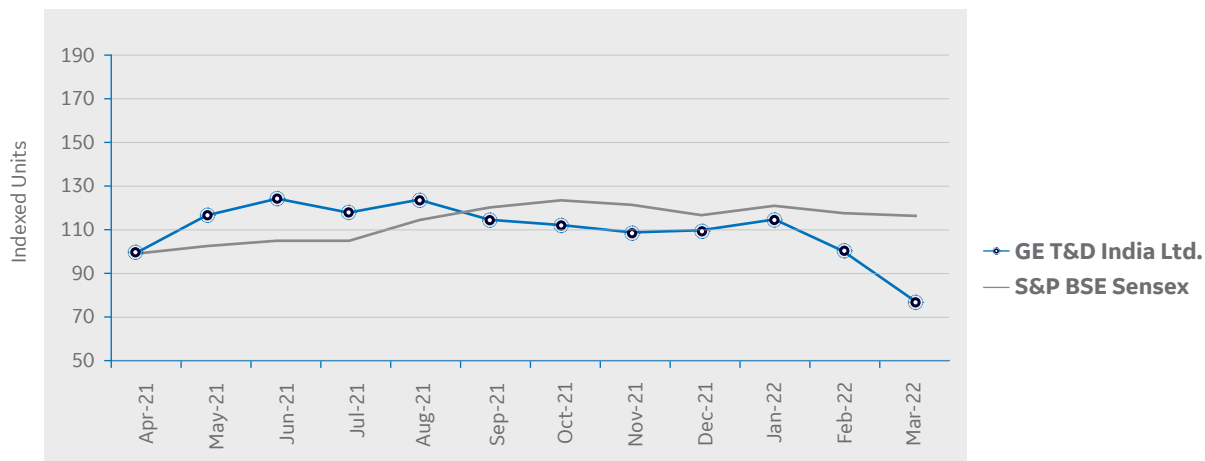
(Source [www.bseindia.com](http://www.bseindia.com))**(b) Monthly High-Low price of Equity Shares at NSE and comparison with Nifty 50:**

Month	Share price of the Company		Nifty 50	
	High (₹)	Low (₹)	High	Low
April'21	124.70	106.00	15,044.35	14,151.40
May'21	144.95	113.00	15,606.35	14,416.25
June'21	153.80	131.25	15,915.65	15,450.90
July'21	146.80	128.00	15,962.25	15,513.45
August'21	152.90	131.55	17,153.50	15,834.65
September'21	143.20	125.10	17,947.65	17,055.05
October'21	136.00	124.70	18,604.45	17,452.90
November'21	135.00	112.25	18,210.15	16,782.40
December'21	136.00	115.35	17,639.50	16,410.20
January'22	141.15	119.00	18,350.95	16,836.80
February'22	124.90	81.45	17,794.60	16,203.25
March'22	95.70	82.30	17,559.80	15,671.45

(Source [www.nseindia.com](http://www.nseindia.com))

## J. Stock Performance of GE T&D India Limited vs. S&P BSE Sensex

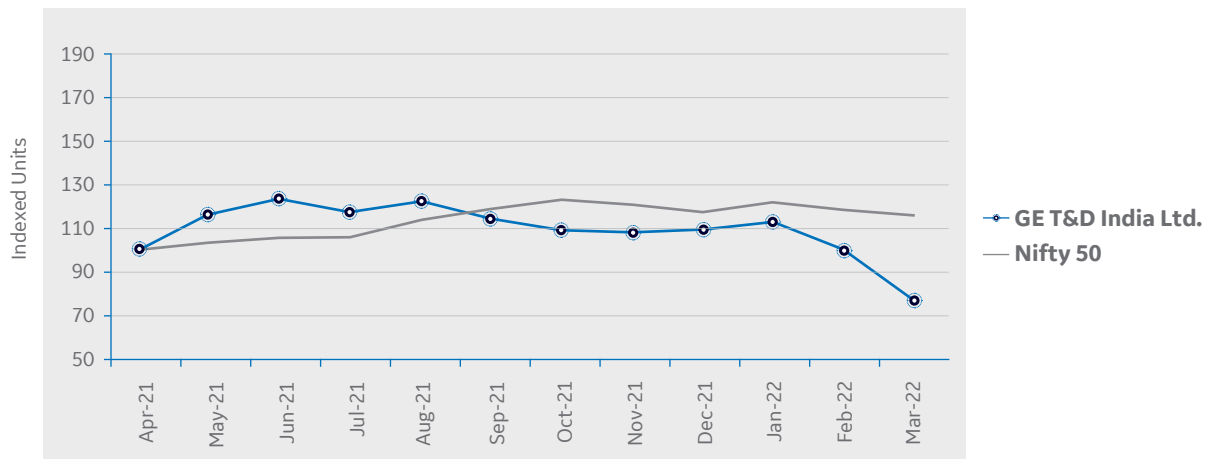
Monthly High Indexed Comparison - GE T&D India Limited Share Price with S&P BSE Sensex



GE T&D India Limited Share price as in April 2021 ₹ 123.8 = 100 units  
S&P BSE Sensex as in April 2021 50,375.77 = 100 units.

## Stock Performance of GE T&D India Limited vs. Nifty 50

Monthly High Indexed Comparison - GE T&D India Limited Share Price with Nifty 50



GE T&D India Limited Share price as in April 2021 ₹ 124.70 = 100 units  
Nifty 50 as in April 2021 15,044.35 = 100 units.

**K. Shareholding pattern as on March 31, 2022**

S. No.	Category	Number of Equity Shares held	Percentage (%)
1	Promoter		
	Grid Equipments Private Limited	175,492,524	68.54
	GE Grid Alliance B.V. (formerly Alstom Grid Holdings B.V., Netherlands)	16,542,377	6.46
	<b>Total Promoters' Holding</b>	<b>192,034,901</b>	<b>75.00</b>
2	Insurance Companies	3,711,144	1.45
3	Financial Institutions and Banks	5,269	0.00
4	UTI and other Mutual Funds	35,894,483	14.02
5	Foreign Portfolio Investors	640,689	0.25
6	Corporate Bodies	884,237	0.35
7	Non-resident Indians, Overseas Corporate Bodies and Foreign Nationals	639,452	0.25
8	Directors and their Relatives	5	0.00
9	General Public	20,127,136	7.86
10	Others		
	Clearing Member	129,746	0.05
	Trust	1,148	0.00
	State Government	605	0.00
	IEPF	1,540,314	0.60
	LLP	29,653	0.01
	HUF	407,401	0.16
	Employee	352	0.00
	<b>Total</b>	<b>256,046,535</b>	<b>100.00</b>

**L. Distribution of Holdings as on March 31, 2022**

Category	Number of Shareholders	Percentage (%)	Number of Shares	Percentage (%)
1-500	38,738	86.08	4,401,232	1.72
501-1000	2,935	6.52	2,332,324	0.91
1001-2000	1,627	3.62	2,442,267	0.95
2001-3000	600	1.33	1,535,670	0.60
3001-4000	316	0.70	1,138,603	0.44
4001-5000	198	0.44	926,040	0.36
5001-10000	368	0.83	2,683,053	1.05
10001-50000	191	0.42	3,350,320	1.31
50001-100000	8	0.02	588,662	0.23
100001-and above	20	0.04	236,648,364	92.43
<b>TOTAL</b>	<b>45,001</b>	<b>100.00</b>	<b>256,046,535</b>	<b>100.00</b>

**M. Registrars and Share Transfer Agents**

C B Management Services (P) Limited  
P-22, Bondel Road, Kolkata-700 019.  
Tel. No. : 91 33 40116700 (100 lines)  
Fax : 91 33 40116739  
E-mail : rta@cbmsl.com

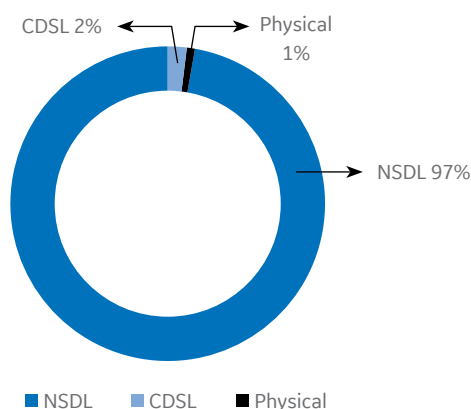
## N. Share Transfer System

In terms of the Listing Regulations, equity shares of the Company can only be transferred in dematerialised form. Requests for dematerialisation of shares are processed and confirmation thereof is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL), within the statutory time limit from the date of receipt of share certificates/ letter of confirmation after due verification.

## O. Dematerialisation of shares and liquidity

The Company's scrip forms part of the compulsory demat segment for all investors effective June 26, 2000. To facilitate the investors in having an easy access to the Demat System, the Company has signed up with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The connectivity has been established through the Company's Registrars CB Management Services (P) Limited. As at March 31, 2022, a total of 254,301,901 equity shares of the Company, constituting 99.32% of the paid-up share capital, stand dematerialized.

### Dematerialisation of Shares



## P. Share Capital Reconciliation Report

As stipulated by the SEBI, a qualified Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted Capital with NSDL and CDSL and the total issued and listed capital. The Audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Report inter-alia confirms the total listed and paid up share capital of the Company is in agreement with the aggregate of the total dematerialised shares and those in the physical mode.

## Q. Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, Conversion date and likely impact on Equity

The Company does not have any outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments.

## R. Foreign Exchange Risk and Hedging Activities

The company is exposed to foreign exchange risk on account of import & export transactions. The Company uses derivative financial instruments, such as forward exchange contracts, to hedge the risks associated with foreign currency fluctuations relating to certain firm commitments and highly probable transactions. All such transactions are carried out within the guideline as prescribed in the Company's risk management policy.

## S. Commodity Price Risk

The company is exposed to commodity price risk on account of procurement of base metals (Copper & CRGO steel) to be used in manufacturing activities. As a part of the Company's risk management strategy, the customer contracts are negotiated with price variation clause to mitigate the commodity price risk.

Details of commodities Exposure are as below:

- Total exposure of the listed entity to commodities : ₹ 2,077 million

- Exposure of the listed entity to various commodities:

Commodity Name	Exposure towards the particular commodity (₹ in millions)	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				
			Domestic Market		International Market		Total
			OTC	Exchange	OTC	Exchange	
Copper	521	571 MT	-	-	-	-	
CRGO Steel	863	2,159 MT	-	-	-	-	
Oil	693	7,366 KL	-	-	-	-	

- Commodity risks faced by the Company during the year and how they have been managed

As a part of the Company's risk management strategy, the customer contracts are negotiated with price variation clause to mitigate the commodity price risk.

**T. Plant Locations**

The Company has works/ manufacturing locations listed hereunder:

Hosur	:	Plot No. 46, SIPCOT Industrial Complex, Zuzuwadi Village, Hosur-635 126, Tamil Nadu.
Naini*	:	Naini Works, Mirzapur Road, Naini, Allahabad-211 008, Uttar Pradesh.
Noida	:	A – 225, Sector – 83, Noida – 201 305, Uttar Pradesh
Padappai	:	142, Salamangalam Village, Vandalur-Wallajabad High Road, Padappai-601 301, Kanchipuram Dist., Tamil Nadu.
Pallavaram	:	19/1, GST Road, Pallavaram, Chennai-600 043, Tamil Nadu.
Vadodara	:	Milestone-87, Vadodara-Halol Highway, Village-Kotambi, Post-Jarod, Vadodara-391 510, Gujarat.

\*The Company has executed an agreement to sell its undertaking at Naini, Allahabad to M/s Shirdi Sai Electricals Limited

**U. Address for Correspondence/ Investor Complaints**

Registrars and Share Transfer Agents	
C B Management Services (P) Limited	
P-22, Bondel Road, Kolkata-700 019	
Tel. No.	: 91 33 40116700 (100 lines)
Fax No.	: 91 33 40116739
E-mail	: rta@cbmsl.com

**Company**

Registered Office	:	A-18, First Floor, Okhla Industrial Area, Phase II, New Delhi-110 020	Contact Person	:	Mr. Manoj Prasad Singh, Company Secretary
Tel. No.	:	91 11 41610660	Tel. No.	:	91 120 5021500
Website	:	<a href="https://www.ge.com/in/ge-td-india-limited/">https://www.ge.com/in/ge-td-india-limited/</a>	Email ID	:	Company.secretary@ge.com

**V. Credit Ratings**

List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.

Summary of rated instruments

Instrument	Amount (₹ In million)	Rating Agency	Rating action
Fund based – Working Capital Facilities	6,100	ICRA	[ICRA]A+ (Negative)
Non-fund based – Bank Guarantee/Letter of Credit	43,800	ICRA	[ICRA]A+(Negative)/[ICRA]A1+
Unallocated	20,100	ICRA	[ICRA]A+(Negative)/[ICRA]A1+
<b>Total</b>	<b>70,000</b>		

During the financial year under review, ICRA reaffirmed the long-term rating as [ICRA]A+ (Negative) (pronounced ICRA A plus outlook negative) and also reaffirmed the short-term rating of [ICRA]A+ (Negative) (pronounced ICRA A plus outlook negative) for ₹ 7,000.0-crore bank facilities of GE T&D India Limited. The outlook on the long-term rating is Negative.



**W. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part**

	(in millions)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>As auditor:</b>		
Audit	7.6	9.7
Tax audit	2.0	2.0
Quarterly reviews	4.5	4.5
<b>In other capacity:</b>		
Certification fees / Others	2.4	1.0
Re-imbusement of expenses	0.5	1.2
<b>Total</b>	<b>17.0</b>	<b>18.4</b>

**X. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

- a. number of complaints filed during the financial year : Nil
- b. number of complaints disposed of during the financial year : Nil
- c. number of complaints pending as on end of the financial year : Nil

**Y. Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount Nil**

For and on behalf of the Board

**Mahesh Shrikrishna Palashikar**

Chairman

DIN: 02275903

Place : Gurugram  
Date : May 20, 2022

# CEO/ CFO CERTIFICATE

The Board of Directors,  
**GE T&D India Limited**

We, Pitamber Shivnani, Managing Director & Chief Executive Officer and Sushil Kumar, Whole-time Director & Chief Financial Officer, certify that:

- a) We have reviewed the financial statements and cash flow statement for the financial year ended on March 31, 2022 and to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the financial year ended on March 31, 2022 which are fraudulent, illegal or violative of the Company's code of conduct, other than as disclosed to the Audit Committee of the Board of Directors.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take, to rectify these deficiencies.
- d) We have indicated the Auditors and the Audit Committee:
  - i. significant changes in internal control over financial reporting during the financial year ended on March 31, 2022;
  - ii. significant changes in accounting policies during the financial year ended on March 31, 2022 and that the same have been disclosed in the notes to the financial statements; and
  - iii. that we are not aware of any instance of significant fraud during the financial year ended on March 31, 2022 with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : Noida  
Date : May 20, 2022

**(Pitamber Shivnani)**  
Managing Director  
& Chief Executive Officer

**(Sushil Kumar)**  
Whole-time Director  
& Chief Financial Officer

## DECLARATION BY THE MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER

### UNDER REGULATION 34(3) READ WITH SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, Pitamber Shivnani, Managing Director & Chief Executive Officer of GE T&D India Limited, hereby declare that all the members of the Board of Directors and the senior management personnel have affirmed compliance with the Company's "Code of Conduct and Ethics for Directors and Senior Management".

Place : Noida  
Date : May 20, 2022

**Pitamber Shivnani**  
Managing Director & CEO  
DIN: 05187407

# INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of **GE T&D India Limited**

2nd Floor T-5, Plot I-14,  
Axis House Jaypee Wishtown,  
Sector-128, Noida – 201304,  
Uttar Pradesh

1. This certificate is issued in accordance with the terms of our engagement letter dated August 07, 2021.
2. We, Deloitte Haskins & Sells, Chartered Accountants, the Statutory Auditors of GE T&D India Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2022, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

## Managements' Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

## Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. 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.

## Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations (as amended) during the year ended March 31, 2022.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No. 015125N)

**Vijay Agarwal**  
(Partner)

(Membership No. 094468)  
(UDIN: 22094468AJHQWX8806)

Place: Gurugram  
Date: 20 May 2022

# FINANCIAL STATEMENTS

# Independent Auditor's Report

To The Members of **GE T&D India Limited**

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of GE T&D India Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the

Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### Emphasis of Matter

Attention is invited to note 44 (c) of the financial statement, which explains the accounting of transfer of Global Engineering Operating Division (Engineering division) (GEOD) to a common control entity at fair value and approved by the non-controlling shareholders resulting in gain of ₹ 1,231.4 million recognized in the statement of profit and loss.

Our opinion is not modified in respect of the above matter.

### Key Audit Matters

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

#### 1. Revenue recognition

##### Key audit matter description

A significant portion of the Company's business comprises long-term projects, including construction-type and fixed price projects. Revenue from these contracts is recognized in accordance with accounting policies as detailed in "significant accounting policies" in the financial statements.

There are various areas involving complexities, judgements and estimates involved in accounting for revenue recognized on "over the time" basis, including:

- Estimation of total contract costs at inception and remaining costs to complete.
- Assessment of various risks emanating from operational delays, contract terms, changes in estimations. This requires the Company to estimate various costs to capture such risks, including commodity inflation and liquidated damages.
- Accounting for variations and claims, including timing of recognition

Revenues, contract costs and resultant margin recognition may deviate significantly from original estimates. Such deviations may be caused due to inherent risks in this business.

In view of above, we determined this area to be an area involving significant estimates and an area of audit focus, and accordingly, a key audit matter.

<b>Principal Audit Procedures</b>	<p>In view of the significance of the matter, following audit procedures were applied in this area, amongst others to obtain sufficient and appropriate audit evidence:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the processes adopted to carry out accounting for revenue on “over the time” basis.</li> <li>• Tested design and operating effectiveness of the key controls over project accounting on the above-mentioned projects.</li> <li>• For selected contracts (selected on the basis of size of contracts, quantum of changes in margins, completion progress and other relevant criteria) tested the following:             <ol style="list-style-type: none"> <li>i) Examined contracts, its significant terms and conditions and correspondences with customers;</li> <li>ii) Evaluated various assumptions and estimates including estimated contract revenue/ costs, contract variation claims, provision for liquidated damages, contract modifications etc;</li> <li>iii) In respect of contracts with significant changes in margins during the year, read the “project management review” documents (as evidence of project reviews), wherever available. Discussed with project controllers, the reasons for such changes in revenues/ cost;</li> <li>iv) Obtained a detailed breakdown of the total estimated costs to completion for contracts in progress during the year and compared actual costs incurred involving estimates of cost incurred at the reporting date on test check basis.</li> </ol> </li> <li>• Assessed the appropriateness of the related disclosures in the financial statements</li> </ul>
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## 2. Claims and Litigations:

<b>Key audit matter description</b>	<p>The Company's operations are subject to lawsuits and claims arising from applicability of various laws and regulations with respect to positions on matters relating to income tax, sales tax, goods and services tax, service tax, excise, customs etc. (either past or present). Provision for taxes is recognized or contingent liabilities are disclosed in accordance with accounting policies as detailed in “significant accounting policies” in the financial statements.</p> <p>Judgment is required in assessing the range of possible outcomes for some of these matters. These judgments could change over time as each of the matter progresses depending on experience on actual assessment proceedings by tax and other authorities and other judicial precedents.</p> <p>The Company makes an assessment to determine the outcome of these tax positions and decides to make an accrual or consider it to be a possible contingent liability. In particular, this affects the measurement and accuracy of provision for taxes.</p> <p>Due to above mentioned factors, we have determined this to be a key audit matter.</p>
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<b>Principal Audit Procedures</b>	<p>In view of the significance of the matter, following audit procedures were applied in this area, amongst others to obtain sufficient and appropriate audit evidence:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the key uncertain tax positions based on list of ongoing litigations and tax computations for the current year.</li> <li>• Analysed select key correspondences with the authorities to identify any additional uncertain tax positions.</li> <li>• Evaluated the Company's processes and controls over litigations operated by Management through meetings with in-house legal counsels and review of relevant evidences.</li> <li>• Assessed correspondence with the Company's external counsel accompanied by formal confirmations from that external counsel and discussions with and representations from in-house counsel, on selected basis;</li> <li>• Involved our tax specialists to evaluate estimates on the basis of the facts of each case, internal evaluations, legal precedence, and external legal opinions;</li> <li>• Assessed whether the Company's disclosures detailing the litigation in Note 39 to the financial statements.</li> </ul>
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## Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, cash flows and changes in equity, of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibility 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matters

The Comparative financial statements of the Company for the year ended March 31, 2021 prepared in accordance with Ind AS included in these standalone financial statements have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial statements expressed an unmodified opinion.

Our report is not modified in respect of the above matter.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 31 March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration/ commission paid/ provided by the Company to its directors during the year is in excess of the limits laid down under section 197 of the Act. The remuneration/commission paid in excess of the limit laid down under this section is ₹ 7.4 million to a managerial personnel and independent directors, which is subject to the shareholders approval by a special resolution by the shareholders in the ensuing Annual General Meeting - Refer Note 38 (i) to the financial statements

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. - Refer note no. 39 to the financial statements
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long- term contracts including derivative contracts.- Refer note no. 18 to the financial statements
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company. - Refer note no. 21 to the financial statements.
  - iv. a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 19 (i) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified



in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 19 (ii) to the financial statements, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe

that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No. 015125N)

**Vijay Agarwal**  
(Partner)

(Membership No. 094468)  
(UDIN: 22094468AJHQNG5677)

Place: Gurugram  
Date: 20 May 2022

## ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

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

### Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of GE T&D India Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

### Management’s Responsibility for Internal Financial Controls

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

### Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### Meaning of Internal Financial Controls Over Financial Reporting

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on “the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.

For **Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm’s Registration No. 015125N)

**Vijay Agarwal**  
(Partner)

Place: Gurugram  
Date: 20 May 2022

(Membership No. 094468)  
(UDIN: 22094468AJHQNG5677)

## ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress, and relevant details of right-of-use assets.
- B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of verification of property, plant and equipment, capital work-in-progress, right-of-use assets so to cover all the items once every 3 years and which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on our examination of the registered sale deed / transfer deed provided to us, we report that, the title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date, other than a leasehold land located at Chennai measuring 4.84 acre amounting to ₹ 0.25 Mn whose (lease term is expired on September 13, 1989) renewal of lease agreement is under process. (Also Refer Note 3(1) of the financial statements)
- (d) The Company has not revalued any of its property, plant and equipment including Right of Use assets and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories (Other than goods-in-transit and stocks held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods in transit, the goods have been received subsequent to the year-end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories, when compared with the books of account.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) The Company has granted unsecured loans to its fellow subsidiary company during the year, in respect of which:
  - (a) Aggregate amount granted during the year and balance outstanding as at 31st march 2022 is of ₹ 143 Mn and Nil respectively.
  - (b) the terms and conditions of the grant during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
  - (c) the loan is payable on demand and the company has demanded such loan during the year. In our opinion the repayment of principal amount and receipt of interest are regular.
  - (d) there is no overdue amount remaining outstanding as at the balance sheet date.
  - (e) The recovery has made on the date the loan is fallen due hence the provisions of clause (iii)(e) is not applicable.
  - (f) The aggregate amount of loan repayable on demand is of ₹ 143 Mn as against the aggregate amount of loan to promoters/ Related parties/ Others is of ₹ 143 Mn i.e 100% of total loans granted during the year.
- (iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under

Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Name of the Statute	Nature of dues	Amount of demand (₹ millions)	Amount deposited against the demand (₹ millions)	Period to which the amount relates	Forum where dispute is pending
The Central Excise Act, 1944	Excise duty	0.4	-	2008-09	Appellate Authority- up to Commissioner level
		38.2	3.1	2011-12 to 2016-17	Central Excise and Service Tax Appellate Tribunal
		15.2	0.2	2008-09 & 2018-19	High Court
Custom Act, 1962	Custom duty	62	-	2002-03	Supreme Court
		444.3	-	2002-03 to 2013-14	High Court
		151.3	1.3	2012-13 to 2017-18	Custom Excise and Service Tax Appellate Tribunal
		177.6	-	2001-02, 2015 to 2016	Appellate Authority- up to Commissioner Level
The Finance Act, 1994	Service tax	1.5	0.1	2015-16 & 2017-18	Up to Commissioner Level
		173.5	68.4	2011-12 to 2013-14, 2015-16 to 2019-20	Central Excise and Service Tax Appellate Tribunal
Central Sales Tax Act and Local Sales Tax Acts (including works contract tax)	Sales tax	6.0	1.7	2012-13	High Court
		4697.7	1326.0	1986-87, 2000-01 to 2017-18	Appellate Authority- upto Commissioner level
		395.5	219.1	2007-08 to 2016-17	Sales Tax Appellate Tribunal
The Goods & Service Tax Act	Goods & Service Tax	300.0	34.4	2017-18 & 2020-21	Appellate Authority- upto Commissioner level
Income Tax Act 1961	Income Tax	608.4	-	2005-06, 2011-12, 2012-13	High Court
		1901.75	147.72	2006-07 to 2009-10, 2011-12 to 2017-18	Commissioner of Income Tax (Appeals)
		596.28	-	2008-09 & 2010-11	Income Tax Appellate Tribunal

The following matters have been decided in favour of the Company although the Departments have preferred appeal at higher levels:

Name of the Statute	Nature of dues	Amount of demand (₹ millions)	Amount deposited against the demand (₹ millions)	Period to which the amount relates	Forum where dispute is pending
The Finance Act, 1994	Service tax	109.03	-	2012-13	High Court
		314.66	46.93	2010-11 to 2012-13	Supreme Court

- (viii) (a) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, *prima facie*, not been used during the year for long-term purposes by the Company.
- (e) The Company does not have investment in subsidiaries, associates or joint ventures and hence, reporting under clause (ix)(e) of the Order is not applicable.
- (f) The Company does not have investment in subsidiaries, associates or joint ventures and hence, reporting under clause (ix)(f) of the Order is not applicable.
- (x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, when performing our audit.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto June 2021 and the draft of the internal audit reports where issued after the balance sheet date covering the period from January 2020 to December 2021 for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (d) As informed by management of the Company, the group has one CIC as part of the group.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.
- (xxi) According to the information and explanations given to us, the Company does not have investment in subsidiaries, associates or joint ventures and hence, reporting under clause (xxi) of the Order is not applicable.

For **Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No. 015125N)

**Vijay Agarwal**  
(Partner)

Place: Gurugram  
Date: 20 May 2022

(Membership No. 094468)  
(UDIN: 22094468AJHQNG5677)

# Balance Sheet

as at 31 March 2022

(All figures in ₹ million, except share data and unless otherwise stated)

	Notes	As at 31 March 2022	As at 31 March 2021
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	3,890.4	4,029.9
Right of use assets	3 (a)	598.9	898.2
Investment property	3 (c)	76.8	-
Capital work-in-progress	3	89.6	216.6
Intangible assets	3	1.3	7.9
Financial assets			
i. Investments	4	0.1	0.1
ii. Other financial assets	5	97.4	111.8
Deferred tax assets (net)	6	1,469.5	1,248.0
Non current tax assets (net)	7	1,718.4	1,536.2
Other non-current assets	8	2,470.1	2,564.9
<b>Total non-current assets</b>		<b>10,412.5</b>	<b>10,613.6</b>
<b>Current assets</b>			
Inventories	9	6,225.8	5,796.0
Financial assets			
i. Trade receivables	10	15,627.2	19,050.4
ii. Cash and cash equivalents	11	708.0	489.5
iii. Bank balances other than cash and cash equivalents	12	116.0	112.5
iv. Other financial assets	13	477.7	225.6
Other current assets	14	3,744.0	4,403.1
<b>Total current assets</b>		<b>26,898.7</b>	<b>30,077.1</b>
Assets held for sale	15 (a)	362.3	-
<b>Total assets</b>		<b>37,673.5</b>	<b>40,690.7</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	16	512.1	512.1
Other equity	17 (a)	10,290.8	10,714.7
<b>Total equity</b>		<b>10,802.9</b>	<b>11,226.8</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
i. Lease liabilities	3 (b)	511.2	819.5
Provisions	18	1,030.0	1,390.4
<b>Total non-current liabilities</b>		<b>1,541.2</b>	<b>2,209.9</b>
<b>Current liabilities</b>			
Financial liabilities			
i. Borrowings	19	1,634.4	2,212.8
ii. Trade payables	20		
Total outstanding dues of micro enterprises and small enterprises		470.7	1,011.1
Total outstanding dues of creditors other than micro enterprises and small enterprises		10,639.5	10,150.8
iii. Lease liabilities	3 (b)	113.5	128.5
iv. Other financial liabilities	21	374.1	404.1
Other current liabilities	22	5,816.5	7,643.6
Provisions	18	5,775.0	5,490.9
Current tax liabilities (net)	7	212.1	212.2
<b>Total current liabilities</b>		<b>25,035.8</b>	<b>27,254.0</b>
Liabilities held for sale	15 (b)	293.6	-
<b>Total liabilities</b>		<b>26,870.6</b>	<b>29,463.9</b>
<b>Total equity and liabilities</b>		<b>37,673.5</b>	<b>40,690.7</b>
Significant accounting policies	2		

The accompanying notes referred to form an integral part of these financial statements

As per our report of even date attached

For **Deloitte Haskins & Sells**  
Chartered Accountants  
ICAI Firm Registration Number: 015125N**Vijay Agarwal**  
Partner  
Membership no: 94468Place: Gurugram  
Date: 20 May 2022For and on behalf of the Board of Directors of **GE T&D India Limited****Sushil Kumar**  
Whole-time Director & Chief Financial Officer  
DIN : 08510312  
Place: Noida  
Date: 20 May 2022**Pitamber Shivnani**  
Managing Director & Chief Executive Officer  
DIN: 05187407  
Place: Noida  
Date: 20 May 2022**Manoj Prasad Singh**  
Company Secretary  
Membership no : F4231  
Place: Noida  
Date: 20 May 2022

# Statement of Profit and Loss

for the year ended 31 March 2022

(All figures in ₹ million, except share data and unless otherwise stated)

	Notes	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Income</b>			
Revenue from operations	23	30,659.5	34,523.7
Other income	24	257.4	657.6
<b>Total income</b>		<b>30,916.9</b>	<b>35,181.3</b>
<b>Expenses</b>			
Cost of raw material, components consumed and other project related costs	25	24,549.3	24,801.8
Changes in inventories of finished goods and work-in-progress	26	(807.0)	583.0
Employee benefits expense	27	4,097.5	4,019.2
Finance costs	28	386.5	593.6
Depreciation and amortization	29	578.6	657.4
Other expenses	30	3,908.5	3,667.5
<b>Total expenses</b>		<b>32,713.4</b>	<b>34,322.5</b>
<b>(Loss) / profit before exceptional items and tax</b>		<b>(1,796.5)</b>	<b>858.8</b>
<b>Exceptional income</b>	44	<b>1,101.7</b>	<b>34.6</b>
<b>(Loss) / profit before tax</b>		<b>(694.8)</b>	<b>893.4</b>
Tax expense	6, 32		
- Current tax		-	(3.2)
- Deferred tax credit / (charge) (net)		185.7	(207.9)
- Tax related to earlier years			
Current tax		(47.2)	(69.4)
Deferred tax credit / (charge) (net)		60.1	(9.7)
<b>Total tax credit / (expense)</b>		<b>198.6</b>	<b>(290.2)</b>
<b>(Loss) / Profit for the year (A)</b>		<b>(496.2)</b>	<b>603.2</b>
<b>Other comprehensive income</b>			
<b>-Items that will not be reclassified to profit or loss</b>			
Remeasurements of defined benefits obligations	35	96.6	145.3
Income tax relating to above		(24.3)	(36.6)
<b>Other comprehensive income for the year, net of tax (B)</b>		<b>72.3</b>	<b>108.7</b>
<b>Total comprehensive income for the year (A)+(B)</b>		<b>(423.9)</b>	<b>711.9</b>
Basic and diluted earnings per equity share	41	(1.94)	2.36
[Face value per share ₹ 2 (previous year ₹ 2) fully paid up]			
Significant accounting policies	2		

The accompanying notes referred to form an integral part of these financial statements  
As per our report of even date attached

For **Deloitte Haskins & Sells**  
Chartered Accountants  
ICAI Firm Registration Number: 015125N

**Vijay Agarwal**  
Partner  
Membership no: 94468

For and on behalf of the Board of Directors of **GE T&D India Limited**

**Sushil Kumar**  
Whole-time Director & Chief Financial Officer  
DIN : 08510312  
Place: Noida  
Date: 20 May 2022

**Pitamber Shrivani**  
Managing Director & Chief Executive Officer  
DIN: 05187407  
Place: Noida  
Date: 20 May 2022

**Manoj Prasad Singh**  
Company Secretary  
Membership no : F4231  
Place: Noida  
Date: 20 May 2022

Place: Gurugram  
Date: 20 May 2022

# Statement of Cash Flow Statement

for the year ended 31 March 2022

(All figures in ₹ million, except share data and unless otherwise stated)

	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Cash flows from operating activities</b>		
Profit / (loss) before tax	(694.8)	893.4
<b>Adjustments for:</b>		
Depreciation and amortization	578.6	657.4
Gain on sale of business under slump sale (exceptional item)	(1,231.4)	-
Provision for litigations (exceptional item)	-	412.9
Reversal of provision for impairment loss (exceptional item)	(362.3)	(447.5)
Provision for employee benefits (exceptional item)	293.6	-
Provision for employee benefits	(53.6)	344.0
Provision for warranty	(670.8)	-
Provision towards site restoration (exceptional item)	198.4	-
Bad debts and unbilled receivables written off (net)	428.9	233.9
Finance cost	386.5	593.6
Provision for doubtful debts	(62.5)	-
Unrealised loss / (gain) on foreign exchange fluctuation (net)	12.1	(69.0)
Unrealised (gain) on derivatives	(170.9)	(143.4)
Loss on sale of property, plant and equipment / assets written off	3.2	2.1
Discounting at amortised cost (net)	(27.6)	(49.5)
Interest income	(4.8)	(8.4)
Provision for contract losses (net)	1,377.6	222.9
Gain on termination of lease	(24.0)	-
Provision no longer required written back	(10.3)	(256.1)
	<b>(34.1)</b>	<b>2,386.3</b>
<b>Adjustments for changes in assets and liabilities</b>		
Decrease/(increase) in trade receivables	2,853.0	(310.3)
Decrease/(increase) in other assets	717.7	(478.0)
(Increase)/decrease in inventories	(429.8)	698.9
(Increase)/decrease in financial assets	(55.8)	59.4
(Decrease)/increase in trade payables	(145.0)	1,233.5
Decrease in other current liabilities, provisions and other financial liabilities	(2,594.4)	(285.4)
	<b>311.6</b>	<b>3,304.4</b>
<b>Cash generated from / (used in) operations</b>	<b>(229.5)</b>	<b>(198.2)</b>
Direct taxes paid (net of refund)	(229.5)	(198.2)
<b>Net cash flow from operating activities (A)</b>	<b>82.1</b>	<b>3,106.2</b>
<b>Cash flow from investing activities</b>		
Investment from deposit with banks	(7.3)	(19.8)
Proceeds / (acquisition) of property, plant and equipment, capital work in progress and intangible assets including capital advance and capital creditors	(248.6)	137.5
Sale of business under slump sale	1,406.0	-
Interest received on deposits with banks	7.9	5.4
<b>Net cash flow from investing activities (B)</b>	<b>1,158.0</b>	<b>123.1</b>
<b>Cash flow from financing activities</b>		
Repayment of short term borrowings (net)	(578.4)	(2,684.3)
Payment for lease liabilities	(215.8)	(140.9)
Interest paid on loans	(230.7)	(413.7)
<b>Net cash used in financing activities (C)</b>	<b>(1,024.9)</b>	<b>(3,238.9)</b>
<b>Net decrease in cash and cash equivalents (A+B+C)</b>	<b>215.2</b>	<b>(9.6)</b>
Cash and cash equivalents at beginning of the year	489.5	498.6
Impact of foreign exchange on cash and cash equivalents	3.3	0.5
<b>Cash and cash equivalents at end of the year (Refer note 11)</b>	<b>708.0</b>	<b>489.5</b>

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind-AS - 7) on Statement of Cash Flows as notified under section 133 of the Companies Act, 2013.

Refer Note 19 for reconciliation of movement of liabilities to cash flows arising from financing activities.

As per our report of even date attached

For **Deloitte Haskins & Sells**  
Chartered Accountants  
ICAI Firm Registration Number: 015125N

**Vijay Agarwal**  
Partner  
Membership no: 94468

Place: Gurugram  
Date: 20 May 2022

For and on behalf of the Board of Directors of **GE T&D India Limited**

**Sushil Kumar**  
Whole-time Director & Chief Financial Officer  
DIN : 08510312  
Place: Noida  
Date: 20 May 2022

**Pitamber Shivnani**  
Managing Director & Chief Executive Officer  
DIN: 05187407  
Place: Noida  
Date: 20 May 2022

**Manoj Prasad Singh**  
Company Secretary  
Membership no : F4231  
Place: Noida  
Date: 20 May 2022



# Statement of changes in equity

for the year ended 31 March 2022

(All figures in ₹ million, except share data and unless otherwise stated)

## A. Equity share capital

<b>As at 1 April 2020</b>	<b>512.1</b>
Changes in equity share capital	-
<b>As at 31 March 2021</b>	<b>512.1</b>
Changes in equity share capital	-
<b>As at 31 March 2022</b>	<b>512.1</b>

## B. Other equity

	Reserves and surplus					Total
	Securities premium	General reserve	Deemed Equity / Capital reserve	Retained earnings	Other comprehensive income	
<b>Balance at 1 April 2020</b>	2,717.6	828.6	26.5	6,430.1	-	10,002.8
Profit for the year	-	-	-	603.2	-	603.2
Remeasurement of the net defined benefit liability (net of tax)	-	-	-	-	108.7	108.7
	<b>2,717.6</b>	<b>828.6</b>	<b>26.5</b>	<b>7,033.3</b>	<b>108.7</b>	<b>10,714.7</b>
Transferred to retained earnings	-	-	-	108.7	(108.7)	-
<b>Balance at 31 March 2021</b>	<b>2,717.6</b>	<b>828.6</b>	<b>26.5</b>	<b>7,142.0</b>	-	<b>10,714.7</b>
Profit for the year	-	-	-	(496.2)	-	(496.2)
Transferred from retained earnings	-	-	-	72.9	(72.9)	-
Remeasurement of the net defined benefit liability (net of tax)	-	-	-	-	72.3	72.3
<b>Balance at March 2022</b>	<b>2,717.6</b>	<b>828.6</b>	<b>26.5</b>	<b>6,718.7</b>	<b>(0.6)</b>	<b>10,290.8</b>

Refer note 17(a)

Significant accounting policies

2

The accompanying notes referred to form an integral part of these financial statements.  
As per our report of even date attached

For **Deloitte Haskins & Sells**  
Chartered Accountants  
ICAI Firm Registration Number: 015125N

**Vijay Agarwal**  
Partner  
Membership no: 94468

For and on behalf of the Board of Directors of **GE T&D India Limited**

**Sushil Kumar**  
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**Manoj Prasad Singh**  
Company Secretary  
Membership no : F4231  
Place: Noida  
Date: 20 May 2022

Place: Gurugram  
Date: 20 May 2022

# Notes to the Financial Statements

for the year ended 31 March 2022

(All figures in ₹ million, except share data and unless otherwise stated)

## 1. Corporate and General Information

GE T&D India Limited ('GETDIL' or 'the Company') is a publicly listed Company, incorporated on 13 March 1957 in India under the provisions of the Indian Companies Act.

The Company is in the business of building power transmission and distribution infrastructure. It has a portfolio of products, solutions and services, comprising the entire range of transmission equipment up to Extra and Ultra High Voltages (765 kV and beyond), including air-insulated switchgear (AIS) and locally manufactured power transformers and gas-insulated switchgear (GIS). It also provides power electronics solutions and offers advanced power management Smart Grid solutions for transmission and distribution including renewable energies integration.

## 2. Summary of significant accounting policies

### 2.1 Basis of preparation

#### 2.1.1 Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment thereafter.

These Financial Statements are approved by the Company's Board of Directors on 20 May 2022.

#### 2.1.2 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to millions and one decimal thereof, unless otherwise indicated.

#### 2.1.3 Basis of Measurement

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities (including derivative instruments) - measured at fair value
- Net defined benefit (asset)/ liability - fair value of plan assets less present value of defined benefit obligations
- Other financial assets and liabilities- measured as amortised cost.

### 2.1.4 Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

#### Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Note 2.2.13— Revenue recognition: whether revenue from sale of product and services is recognised overtime or at a point of time;
- Note 2.2.10 — Financial instruments;
- Note 2.2.1— Useful lives of property, plant and equipment and intangible assets;
- Note 2.1.4.(x) and 2.2.6 — Lease classification;
- Note 2.2.7 — Measurement of defined benefit obligation; key actuarial assumptions;
- Note 2.2.12 — Provision for income taxes and related tax contingencies and evaluation of recoverability of deferred tax assets.
- Note 2.2.16 - Provision for warranty and product related settlements
- Note 2.2.16 – Provision for site restoration costs

#### Assumptions and estimation uncertainties

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

#### i). Recognition of deferred tax assets - note 6

The Company has recognized deferred tax assets and concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the experience and future projections. The Company is expected to generate adequate taxable income for liquidating these assets in due course of time.

**ii). Write-down of inventories - note 9**

Inventories are measured at the lower of cost and net realizable value. Write-down of inventories are calculated based on an analysis of foreseeable changes in demand, technology or market conditions to determine obsolete or excess inventories.

**iii). Impairment of trade receivables - note 10 and note 34**

The impairment provisions for trade receivables disclosed are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

**iv). Estimation of provision for contract losses - note 18**

Provision for contract losses is created for the difference between total estimated revenue and total estimated costs to complete that may arise during the performance on a project based on technical evaluation (including cost of rework and inflation etc) and historical trends. Accordingly, based on the historical as well as recent trend, the management has estimated the expected settlement date of such losses.

**v). Provision for employee benefits - note 18 and note 35**

The measurement of obligations and assets related to defined benefit / other long term benefits plans makes it necessary to use several statistical and other factors that attempt to anticipate future events. These factors include assumptions about the discount rate, the rate of future compensation increases, withdrawal, mortality rates etc. The management has used the past trends and future expectations in determining the assumptions which are used in measurements of obligations.

**vi). Estimation of provision for warranty and product related settlements- note 18**

The Company generally offers three to five years warranties for its transformer products and two to three years warranties for switchgear products.

Management estimates the related provision for future warranty claims based on certain percentages of revenue. The provision is based on historical warranty claim information, as well as recent trends, costs of rectification, technical evaluation and global experience, provided for on a best estimate basis.

The assumptions made in relation to the current period are consistent with those in the prior year. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives.

**vii). Cost of raw material, components consumed and project related costs - note 25**

A portion of payment pertaining to material cost (retention money) to be made to the vendors is retained by the Company at the time of making the payment, which is released by the Company at the future date. Contractual maturity represents the expected date of payment of retention money. Accordingly, the Company discounts the related retention money over the contractual maturity period to reduce cost of raw material, components consumed and project bought outs, which is recognised as finance cost over the contractual maturity period.

**viii). Provision for litigation- note 18 and note 39**

Due to uncertainty associated with litigations, there is a possibility that on the conclusion, the final outcome may differ significantly. Though the management determines the estimated probability of outcome of any litigation based on its assessment supported by technical advice on the litigation matters, wherever required.

**ix). Property, plant and equipment - note 3**

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**x). Leases - Estimating the lease term and incremental borrowing rate - note 3**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment.

The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

**xi). Provision for site restorations costs -note 18**

The Company has recognized a provision to clean up historically contaminated waste sites and bear the costs thereof. In estimating the provisions, the Company have made assumptions regarding the interpretation of the legislation and have estimated costs based on currently available information about the likely extent of contamination and potential clean-up techniques. Due to the associated uncertainty, it is possible that estimates may need to be revised during the next years as the extent of contamination and potential approaches to clean up are assessed in more detail.

### 2.1.5 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The Company regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 2.1.6 Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by the Ministry of Corporate Affairs.

An asset is classified 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 classified as 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 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 are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities, except for projects business. The projects business comprises long-term contracts which have an operating cycle exceeding one year. For classification of current assets and liabilities related to projects business, the Company uses the duration of the individual life cycle of the contract as its operating cycle.

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

## 2.2 Significant accounting policies

### 2.2.1 Property, plant and equipment

#### *Recognition and measurement*

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less

accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

The cost of property, plant and equipment not ready for their intended use is recorded as capital work-in-progress before such date. Cost of construction that relate directly to specific property, plant and equipment and that are attributable to construction activity in general and can be allocated to specific property, plant and equipment are included in capital work-in-progress.

*Depreciation methods, estimated useful lives and residual value*

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the Statement of Profit and Loss.

Based on technical evaluation and assessment of useful lives, the estimated useful lives of certain plant and equipment, furniture and fittings, office equipment and motor vehicles are lower as compared to the useful lives as prescribed under Part C of Schedule II to the Act, which management believes is the representative of useful lives of these fixed assets. Estimated useful lives of the assets are as follows:

Assets Category	Estimated useful lives (in years)	Lives as per schedule II of Companies Act, 2013
Buildings (including Roads)	10/30	30
Plant and equipment	3 / 6 / 10	3 / 6 / 15
Furniture and fittings	4 / 10	10
Office equipment	4 / 5 / 10	5
Motor vehicles	4	8

Freehold land is not depreciated.

Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets for review and adjusted residual life prospectively.

## 2.2.2 Intangible assets

Intangible assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any.

*Amortization methods, estimated useful lives and residual value*

Intangible assets are amortised on a straight-line basis over their estimated useful lives which is assumed to be 3 years. The amortisation period, residual value and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

## 2.2.3 Impairment of assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

## 2.2.4 Cash and cash equivalents

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 statement of cash flows, cash and cash equivalents consist of cash and cheque at hand / remittance in transit and cash and deposit with bank.

## 2.2.5 Inventories

Inventories comprising raw materials and components, work-in-progress and finished goods are valued at lower of cost and net realisable value. The cost of inventories

comprises cost of purchase (net of recoverable taxes where applicable), cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost of purchased inventory are determined after deducting rebates and discounts. The cost of various categories of inventories is arrived at as follows:

- Raw materials and components - at cost determined on weighted average cost method except for Air/ Gas Insulated Switchgears related raw materials on first in first out basis.
- Work-in-progress and finished goods - based on weighted average cost of production, including appropriate proportion of costs of conversion.
- Packing materials, loose tools and consumables, being immaterial in value terms, and also based on there being purchased mostly on need basis, are expensed to the Statement of Profit and Loss at the point of purchase.

Contracts work-in-progress are valued at cost or net realisable value, whichever is lower. Cost includes direct materials, labour and appropriate proportion of overheads including depreciation.

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

Provisions/write-downs for obsolescence, damaged and slow-moving inventory are made, wherever necessary and inventory is stated net of such provisions/write-downs.

## 2.2.6 Leases

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from

the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset in the statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Lease liability and ROU asset have been separately presented in the Balance Sheet. The principal portion of the lease payments have been disclosed under cash flow from financing activities.

## 2.2.7 Employee benefits

### (i) Short-term obligations

Short-term employee benefit obligations are measured on an undiscounted basis and are

expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., wages and salaries, short-term cash bonus, etc, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### (ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

**Provident Fund:** The Company makes specified monthly contributions towards Government administered provident fund scheme in respect of certain employees. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

**Superannuation Fund:** Contributions are made to a scheme administered by the Life Insurance Corporation of India to discharge superannuating liabilities to the employees, a defined contribution plan, and the same is expensed to the Statement of Profit and Loss. The Company has no liability other than its annual contribution.

#### (iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised

in other comprehensive income (OCI). The Company determines the net interest expense / (income) on the net defined benefit liability / (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability / (asset), taking into account any changes in the net defined benefit liability / (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

**Gratuity:** The Company funds gratuity benefits for its employees within the limits prescribed under The Payment of Gratuity Act through contributions to a Scheme administered by the Life Insurance Corporation of India ('LIC').

In case of managerial employees, in addition to the ceiling defined under the Gratuity Act, certain additional amounts are paid depending upon the period served. This additional gratuity liability is also determined on the basis of its actuarial valuation based on the projected unit credit method as on the Balance Sheet date, changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Such liability is not funded.

**Provident fund:** In respect of certain employees, Provident Fund contributions are made to a Trust administered by the Company, which is a defined benefit plan.

#### (iv) Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurements gains or losses are recognised in profit or loss in the period in which they arise.

**Long term compensated absences:** Long term compensated absences are provided for on the basis of its actuarial valuation as per the projected unit credit method as on the Balance Sheet date.

#### (v) Share based compensation

The Company recognizes compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share-Based Payment. The estimated fair value of awards is

charged to income on a graded vesting basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding account.

### 2.2.8 Non-current assets (or disposal groups) held for sale

Non-current assets, or disposal groups comprising assets and liabilities are classified as held for sale, if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable.

These are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets, which are specifically exempt from this requirement. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

### 2.2.9 Foreign currency

#### Foreign currency transactions

##### Initial recognition and settlement

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions are generally recognised in profit or loss.

##### Subsequent recognition

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

### 2.2.10 Financial instruments

#### (i) Recognition and initial measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit

and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

#### (ii) Classification and subsequent measurement

##### Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

##### Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held



at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash

flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

*Financial assets: Subsequent measurement and gains and losses*

*Financial assets at FVTPL*

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

*Financial assets at amortised cost*

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

*Equity investments at FVOCI*

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

*Financial liabilities: Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is

probable that some or all of the facility will be drawn down.

### (iii) Derecognition

*A financial asset is derecognised only when:*

- the Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

### (iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### (v) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at

amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer; or
- a breach of contract such as a default or being past due.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Measurement of impairment - expected credit losses  
Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Company does not track changes in credit risk for individual customers. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates and delays in realisations over the expected life of the trade receivable and is adjusted for forward looking estimates. At every balance sheet date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

*Presentation of allowance for expected credit losses in the balance sheet*

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

*Write-off*

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

**(vi) Derivative financial instruments**

The Company uses derivative financial instruments, such as forward currency contracts to hedge its certain foreign currency risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

**2.2.11 Borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid

on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

*Borrowing costs*

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs).

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

## 2.2.12 Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income. The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for applicable jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

### *Current tax*

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company and its branches operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

### *Deferred tax*

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Current and deferred tax is recognised in Statement of Profit or Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses,

the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

## 2.2.13 Revenue

Revenue is recognised, when or as control over distinct goods or services is transferred to the customer; i.e. when the customer is able to direct the use of the transferred goods or services and obtains substantially all of the remaining benefits, provided a contract with enforceable rights and obligations exists and amongst others collectability of consideration is probable, taking into account customer's credit-worthiness. Revenue is the transaction price expected to be entitled to.

Amounts due in respect of price escalation claims including those linked to published indices and/or contract modification including variation in contract work are recognised, only if the contract allows for such claims or variations and /or there is evidence that the customer has accepted it and it is probable that these will result in revenue and are capable of being reliably measured. Variable consideration is included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once uncertainties are resolved.

If a contract contains more than one distinct good or service, the transaction price is allocated to each performance obligation. Revenue is recognized for each performance obligation either at a point in time or over time.

Amounts disclosed as revenue are exclusive of Goods and Service Tax and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

### *Revenue from sale of goods*

Revenues are recognized at a point in time when control of the goods passes to the buyer, generally upon delivery of the goods.

### *Revenue from sale of services*

Sale of services (other than long term contracts) are recognised in the period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided (percentage of completion method) or on a completed service method, as applicable.

### *Revenue from long term (construction type) contracts and other customised products*

Revenues are recognized over time under the percentage-of-completion method, based on the percentage of costs incurred to date compared to total estimated costs. An expected loss on the contract is recognized as an expense immediately. The differences between the timing of our revenue recognised (based on costs incurred) and customer billings (based on contractual terms) results in changes to revenue in excess of billing or billing in excess of revenue.

The percentage-of-completion method places considerable importance on accurate estimates to the extent of progress towards completion and may involve estimates on the scope of deliveries and services required for fulfilling the contractually defined obligations. These significant estimates include total estimated costs, total estimated revenues, contract risks, including technical, political and regulatory risks, and other judgments. Under the percentage-of-completion method, changes in estimates may lead to an increase or decrease of revenue.

In case of other customised products, the measurement takes into account the timing of customisation of the products during the manufacturing process and as the right to payment for work performed is obtained.

Liquidated damages/penalties are provided for, based on management's assessment of the estimated liability, as per contractual terms, technical evaluation, past experience and/or acceptance.

#### **Other income**

##### *Interest income*

Interest income is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. 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.

##### *Export benefits*

Export benefits are accounted for to the extent there is reasonable certainty of utilisation/realisation of the same.

##### *Sale/Transfer of Business under common control*

Sale/Transfer of business under common control includes transferred business to entities which are ultimately/intermediately controlled by the same party or parties both before and after the business transfer and the control is not transitory. In absence of guidance in Ind -AS 113, "Business Combination" appendix -C on accounting treatment under such sale/transfer of business under

common control transaction, all the assets and liabilities are transferred at the carrying values and difference between the sale consideration and the net assets transferred is credited/debited to Statement of Profit and Loss, when the sale consideration is received in cash and the business transferred is at fair value in accordance with Ind AS 113 Fair Value Measurement and determined by an independent fair value specialist, approved by the board of directors, and by the majority of the non-controlling shareholders.

#### **2.2.14 Dividend / Distribution**

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

#### **2.2.15 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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 is adjusted for the effects of all dilutive potential equity shares.

#### **2.2.16 Provisions and contingent liabilities**

##### *Provisions*

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

##### *Warranty and product related settlements*

A provision for warranty and products related settlements is recognised when the underlying products or services are sold. The provision is based on technical evaluation, global experience, historical warranty and product related settlements data and a weighting of all possible outcomes by their associated probabilities.

### *Onerous contracts*

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract

### *Contingent liabilities*

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

### *Provision for site restorations costs*

The Company has recognized a provision to clean up historically contaminated waste at sites and bear the costs thereof. In estimating the provisions, the Company have estimated costs based on currently available information about the likely extent of contamination and potential clean-up techniques. Due to the associated uncertainty, it is possible that estimates may need to be revised during the next years as the extent of contamination and potential approaches to clean up are assessed in more detail.

## 2.2.17 Segment reporting

An operating segment is a component that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the other components, and for which discrete financial information is available. The Company is engaged in the business relating to products, projects and services for electricity transmission and related activities, which has been defined as one business segment. Accordingly, the Company's activities/business is reviewed regularly by the Company's Managing Director / Chief Executive Officer assisted by an executive committee from an overall business perspective, rather than reviewing its products/services as individual standalone components.

Based on the dominant source and nature of risks and returns of the Company, management has identified its business segment as its primary reporting format.

## 2.2.18 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of

transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## 2.2.19 Recent pronouncements

**MCA notify new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 23 March 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 01 April 2022, as below:**

- a) Ind AS 103 - Reference to Conceptual Framework: The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.
- b) Ind AS 16 - Proceeds before intended use: The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the group is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in statement of profit or loss. The Company is in the process of analysing and evaluating the he Company does not expect the amendment to have any significant impact in its financial statements.
- c) Ind AS 37- Provisions, Contingent Liabilities and contingent assets: The amendment specifies that the cost of fulfilling a contract comprises the costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April1,2022, although early adoption is permitted. The Company is in the process of analysing and evaluating the impact in its financial statements.

### 3. Property, plant and equipment, capital work-in-progress and intangible assets

Assets	Freehold land	Leasehold land	Buildings	Plant and equipment	Furniture and fittings	Office equipment	Total	Capital work-in-progress	Intangible assets
<b>31 March 2022</b>									
<b>Gross carrying amount</b>									
Balance as at 1 April 2021	495.0	0.1	2,949.4	4,674.6	61.7	199.6	8,380.4	216.6	30.7
Additions	(4.4)	-	8.2	412.7	-	3.0	419.5	292.5	1.5
Disposals / adjustments	-	-	(3.0)	(75.3)	(1.7)	(3.9)	(83.9)	(419.5)	-
Reclassified to Investment Property *	(65.4)	-	(44.9)	-	-	-	(110.3)	-	-
Assets transferred under slump sale #	-	-	(236.2)	(0.4)	(0.4)	(23.8)	(260.4)	-	(2.6)
Assets classified as Asset held for sale**	-	-	(267.3)	(95.0)	-	-	(362.3)	-	-
<b>Balance as at 31 March 2022</b>	<b>425.2</b>	<b>0.1</b>	<b>2,642.4</b>	<b>4,680.8</b>	<b>59.6</b>	<b>174.9</b>	<b>7,983.0</b>	<b>89.6</b>	<b>29.6</b>
<b>Accumulated depreciation / impairment</b>									
Balance as at 1 April 2021	-	0.1	859.7	3,277.5	57.1	156.1	4,350.5	-	22.8
Depreciation/amortization charge during the year	-	-	97.2	284.2	0.6	22.4	404.4	-	6.3
Disposals / adjustments	-	-	(2.5)	(72.6)	(1.6)	(3.9)	(80.6)	-	-
Reclassified to Investment Property *	-	-	(33.5)	-	-	-	(33.5)	-	-
Assets transferred under slump sale #	-	-	(168.9)	(0.4)	(0.4)	(16.6)	(185.9)	-	(0.8)
Reversal of impairment loss**	-	-	(267.3)	(95.0)	-	-	(362.3)	-	-
<b>Balance as at 31 March 2022</b>	<b>-</b>	<b>0.1</b>	<b>653.6</b>	<b>3,225.2</b>	<b>55.7</b>	<b>158.0</b>	<b>4,092.6</b>	<b>-</b>	<b>28.3</b>
<b>Net carrying amount as at 31 March 2022</b>	<b>425.2</b>	<b>-</b>	<b>1,988.8</b>	<b>1,455.6</b>	<b>3.9</b>	<b>16.9</b>	<b>3,890.4</b>	<b>89.6</b>	<b>1.3</b>
<b>31 March 2021</b>									
<b>Gross carrying amount</b>									
Balance as at 1 April 2020	495.0	0.1	2,943.4	4,519.8	61.7	183.7	8,203.7	121.3	30.4
Additions	-	-	6.0	198.8	-	16.0	220.8	316.1	0.3
Disposals / adjustments	-	-	-	(44.0)	-	(0.1)	(44.1)	(220.8)	-
<b>Balance at 31 March 2021</b>	<b>495.0</b>	<b>0.1</b>	<b>2,949.4</b>	<b>4,674.6</b>	<b>61.7</b>	<b>199.6</b>	<b>8,380.4</b>	<b>216.6</b>	<b>30.7</b>
<b>Accumulated depreciation / impairment</b>									
Balance as at 1 April 2020	-	0.1	754.5	2,983.6	55.2	121.8	3,915.2	-	16.7
Depreciation/amortization charge during the year	-	-	105.2	335.1	1.9	34.4	476.6	-	6.1
Disposals / adjustments	-	-	-	(41.2)	-	(0.1)	(41.3)	-	-
<b>Balance at 31 March 2021</b>	<b>-</b>	<b>0.1</b>	<b>859.7</b>	<b>3,277.5</b>	<b>57.1</b>	<b>156.1</b>	<b>4,350.5</b>	<b>-</b>	<b>22.8</b>
<b>Net carrying amount as at 31 March 2021</b>	<b>495.0</b>	<b>-</b>	<b>2,089.7</b>	<b>1,397.1</b>	<b>4.6</b>	<b>43.5</b>	<b>4,029.9</b>	<b>216.6</b>	<b>7.9</b>

#### Notes:

- Renewal of lease agreement (for which the Company has an option) in respect of 4.84 acre of land at Chennai (which expired on 13 September 1989) is still under process. The Company has contested the hike in rent by state government and the matter is sub-judice. An application of the Company for specific performance of the Lease Agreement was rejected by High Court, and the Company has preferred an appeal against the said Judgment, which is pending, before the Supreme Court.
- Capital work-in progress (CWIP) ageing schedule

Projects in progress	31-Mar-22				31-Mar-21			
	< 1 year	1-2 years	2-3 years	Total	< 1 year	1-2 years	2-3 years	Total
	71.9	17.7	-	89.6	213.2	3.4	-	216.6

# relating to assets transferred of Global Engineering Operating Division (Engineering division) (GEOD business). Refer Note 44 (c)

\* relates to land and building for management has not determined any future use and accordingly reclassified to Investment Property.

\*\* Refer Note 15(a) and 44 (a)

**3 (a). Right of use assets**

	Right of use buildings	Right of use vehicles	Total
<b>Gross carrying amount</b>			
<b>Balance as at 1 April 2021</b>	1,127.8	98.6	1,226.4
Additions/ modifications during the year	32.9	9.3	42.2
Reclassification	29.7	-	29.7
Disposal / derecognized during the year	(206.8)	(40.3)	(247.1)
<b>Balance as at 31 March 2022</b>	<b>983.6</b>	<b>67.6</b>	<b>1,051.2</b>
<b>Balance as at 1 April 2020</b>	1,127.8	117.2	1,245.0
Additions/ modifications during the year	-	5.2	5.2
Disposal / derecognized during the year	-	(23.8)	(23.8)
<b>Balance as at 31 March 2021</b>	<b>1,127.8</b>	<b>98.6</b>	<b>1,226.4</b>
<b>Accumulated depreciation</b>			
<b>Balance as at 1 April 2021</b>	268.5	59.7	328.2
Depreciation expense	144.3	23.6	167.9
Disposal / derecognized during the year	(7.5)	(36.3)	(43.8)
<b>Balance as at 31 March 2022</b>	<b>405.3</b>	<b>47.0</b>	<b>452.3</b>
<b>Balance as at 1 April 2020</b>	130.5	39.5	170.0
Depreciation expense	138.0	36.7	174.7
Disposal / derecognized during the year	-	(16.5)	(16.5)
<b>Balance as at 31 March 2021</b>	<b>268.5</b>	<b>59.7</b>	<b>328.2</b>
<b>Net carrying amount as at 31 March 2022</b>	<b>578.3</b>	<b>20.6</b>	<b>598.9</b>
<b>Net carrying amount as at 31 March 2021</b>	<b>859.3</b>	<b>38.9</b>	<b>898.2</b>

**3 (b). Lease liabilities**

	Lease liabilities buildings	Lease liabilities vehicles	Total
<b>Balance as at 1 April 2021</b>	895.0	53.0	948.0
Additions/ modifications during the year	32.9	9.3	42.2
Accrual of finance cost	72.2	5.4	77.6
Payments	(188.2)	(27.6)	(215.8)
Adjustment for termination of leases	(221.5)	(5.8)	(227.3)
<b>Balance as at 31 March 2022</b>	<b>590.4</b>	<b>34.3</b>	<b>624.7</b>
Current	100.3	13.2	113.5
Non-current	490.1	21.1	511.2
<b>Balance as at 1 April 2020</b>	1,008.9	82.1	1,091.0
Additions/ modifications during the year	-	5.2	5.2
Accrual of finance cost	85.9	11.0	96.9
Payments	(188.5)	(41.9)	(230.4)
Adjustment for termination of leases	(11.3)	(3.4)	(14.7)
<b>Balance as at 31 March 2021</b>	<b>895.0</b>	<b>53.0</b>	<b>948.0</b>
Current	109.7	18.8	128.5
Non-current	785.3	34.2	819.5



**Amounts recognised in statement of profit and loss**

	As at 31 March 2022	As at 31 March 2021
Depreciation on right of use assets (refer note no. 29)	167.9	174.7
Interest on lease liabilities (refer note no. 28)	77.6	96.9
Expense relating to low value assets (refer note no. 30)	115.3	101.1
Expense relating to short term leases (refer note no. 30)	6.8	6.7
	<b>367.6</b>	<b>379.4</b>

**The details of contractual maturities of lease liabilities as at March 31, 2022 on an undiscounted basis are as follows:**

	As at 31 March 2022	As at 31 March 2021
Less than one year	160.4	213.4
One to five years	582.2	954.1
More than five years	12.0	60.2
	<b>754.6</b>	<b>1,227.7</b>

**The following table summarizes the impact at the end of the reporting period arising on account of an increase or decrease in discounting rate assumption by 100 basis points on RoU and lease liability.**

	Year ended 31 March 2022		Year ended 31 March 2021	
	ROU	Lease liability	ROU	Lease liability
Impact of increase in 100 bps (in percentage)	(3.0%)	(2.3%)	(3.4%)	(2.6%)
Impact of increase in 100 bps (in ₹ million)	(17.3)	(14.1)	(30.2)	(25.1)
Impact of decrease in 100 bps (in percentage)	3.1%	2.4%	3.5%	2.8%
Impact of decrease in 100 bps (in ₹ million)	<b>18.1</b>	<b>14.7</b>	<b>31.8</b>	<b>26.2</b>

ROU recognised at 6.5% and 9% weighted average incremental borrowing rate.

Lease payments during the year ₹ 215.8 million (31 March 2021 ₹ 230.4 million)

**3 (c). Investment Property**

	Freehold land	Buildings	Total
<b>Gross carrying amount</b>			
<b>Balance as at 1 April 2021</b>	-	-	-
Reclassified*	65.4	44.9	110.3
Disposal / derecognized during the year	-	-	-
<b>Balance as at 31 March 2022</b>	<b>65.4</b>	<b>44.9</b>	<b>110.3</b>
<b>Accumulated depreciation</b>			
<b>Balance as at 1 April 2021</b>	-	-	-
Reclassified*	-	33.5	33.5
Depreciation expense	-	-	-
Disposal / derecognized during the year	-	-	-
<b>Balance as at 31 March 2022</b>	<b>-</b>	<b>33.5</b>	<b>33.5</b>
<b>Net carrying amount as at 31 March 2022</b>	<b>65.4</b>	<b>11.4</b>	<b>76.8</b>
<b>Net carrying amount as at 31 March 2021</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* Assets reclassified from property, plant and equipment as at 31 March 2022.

## 4. Non-current investments

	As at 31 March 2022	As at 31 March 2021
<b>Investment in equity instruments (fully paid-up)</b>		
<b>Unquoted</b>		
1,000 (31 March 2021: 1,000) equity shares of ₹ 10/- each fully paid up in The English Electric Company Employees' Co.-operative Stores Limited*	-	-
4,555 (31 March 2021: 4,555) equity shares of ₹ 10/- each fully paid up in Woodlands 'Multispeciality Hospital Limited*	0.1	0.1
<b>Aggregate amount of unquoted investments</b>	<b>0.1</b>	<b>0.1</b>

\*The total amount of investments in absolute value is ₹ 33,500 (31 March 2021 ₹ 33,500), but for reporting purpose rounded up to ₹ 0.1 million.

## 5. Other non current financial assets

	As at 31 March 2022	As at 31 March 2021
<b>Unsecured considered good, unless otherwise stated</b>		
Security deposits	97.4	111.8
	<b>97.4</b>	<b>111.8</b>

## 6. Deferred tax assets (net)

	As at 31 March 2022	As at 31 March 2021
<b>Deferred tax assets arising on timing differences on account of:</b>		
Allowances taken on payment under protest (net of disallowances under Section 43B of the Income Tax Act, 1961)	486.1	72.4
Warranty and other product related settlements	-	428.3
Provision for sales tax and other forms	344.7	482.2
Business loss carry forward*	346.3	-
Provision for loss allowance (including expected credit loss)	456.2	471.4
	<b>1,633.3</b>	<b>1,454.3</b>
<b>Deferred tax liabilities on account of:</b>		
Difference between WDV of property, plant and equipment, other intangible asset as per books and under Income Tax Act, 1961 and ROU assets	129.2	101.1
Other fair valuation adjustments (net of unwinding) (net)	4.4	66.3
Others	30.2	38.9
	<b>163.8</b>	<b>206.3</b>
	<b>1,469.5</b>	<b>1,248.0</b>

**Movement in deferred tax assets / (liabilities)**

	Allowances taken on payment under protest (net of disallowances under Section 43B of the Income Tax Act, 1961)	Warranty and other product related settlements	Provision for sales tax and other forms	Business loss carry forward*	Provision for loss allowance (including expected credit loss)	Difference between WDV of property, plant and equipment, other intangible asset as per books and under Income Tax Act, 1961 and ROU assets	Other fair valuation adjustments (net of unwinding) (net)	Others	Total
<b>At 1 April 2020</b>	(14.0)	420.3	444.9	459.1	494.9	(277.7)	(48.8)	23.6	1,502.2
(Charged)/credited:									
- to profit or loss	123.0	8.0	37.3	(196.7)	(23.5)	(85.8)	(17.5)	(62.5)	(217.8)
- Reclassification	-	-	-	(262.4)	-	262.4	-	-	-
- Other comprehensive income	(36.6)	-	-	-	-	-	-	-	(36.6)
<b>At 31 March 2021</b>	<b>72.4</b>	<b>428.3</b>	<b>482.2</b>	<b>-</b>	<b>471.4</b>	<b>(101.1)</b>	<b>(66.3)</b>	<b>(38.9)</b>	<b>1,248.0</b>
(Charged)/credited:									
- to profit or loss	438.0	(428.3)	(137.5)	346.3	(15.2)	(28.1)	61.9	8.7	245.8
- Other comprehensive income	(24.3)	-	-	-	-	-	-	-	(24.3)
<b>At 31 March 2022</b>	<b>486.1</b>	<b>-</b>	<b>344.7</b>	<b>346.3</b>	<b>456.2</b>	<b>(129.2)</b>	<b>(4.4)</b>	<b>(30.2)</b>	<b>1,469.5</b>

\* As at March 31, 2022, the Company has carry forward tax losses of ₹ 874.4 million (with expiry in financial year 2029-30) and unabsorbed depreciation of ₹ 501.7 million (March 31, 2021 ₹ Nil) with no expiry on which the Company has recognized deferred tax asset(net) of ₹ 346.3 million it is considered probable by the management that there will be future taxable profits available against which such deferred tax assets can be realized.

**7. Non current tax assets (net) / Current tax liabilities (net)**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Non current tax assets (net of provision ₹ 6,310.6 million (31 March 2021: ₹ 6,248.4 million))	1,718.4	1,536.2
Current tax (liabilities) (net of advance tax ₹ 4,154.9 million (31 March 2021: ₹ 4,154.9 million))	(212.1)	(212.2)

**8. Other non-current assets**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Balances with government authorities and courts (including ₹ 1,778.2 million (₹ 1,863.7 million for 31 March 2021) deposits under protest)	2,470.1	2,564.9
	<b>2,470.1</b>	<b>2,564.9</b>

**9. Inventories**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Raw material and components [including ₹ 82.8 million (₹ 72.8 million for 31 March 2021) lying with third parties and Goods in transit ₹ 197.9 million (₹ 220.1 million 31 March 2021)]	2,172.7	2,549.9
Work-in-progress (including projects work-in-progress) [including ₹ 52.9 million (₹ Nil million for 31 March 2021) lying with third parties]	3,481.5	2,676.4
Finished goods	571.6	569.7
	<b>6,225.8</b>	<b>5,796.0</b>

The above inventories is net off provision amounting to ₹ 434.7 million as at 31 March 2022 (₹ 580.3 million as at 31 March 2021) on account of slow moving items/obsolescence. The write down and reversals are included in Cost of raw material, components consumed and project related costs.

## 10. Trade receivables

	As at 31 March 2022	As at 31 March 2021
<b>Trade receivables</b>		
Unsecured, considered good	15,627.2	19,050.4
Credit impaired	1,361.4	1,423.9
Less: Loss allowance	(1,361.4)	(1,423.9)
<b>Net trade receivables</b>	<b>15,627.2</b>	<b>19,050.4</b>

(i) At 31 March 2022, trade receivables includes retention receivables of ₹ 9,172 million (31 March 2021: ₹ 8,395 million) relating to projects.

(ii) Refer note. 38 for payable to related parties

(iii) The Company's exposure to credit and currency risks and loss allowances related to trade receivables are disclosed in Note 34 (A).

### (iv) Ageing of Trade Receivable

	Year ended 31 March 2022					Year ended 31 March 2021				
	Undisputed, considered good	Undisputed, considered credit impaired	Disputed, considered good	Disputed, considered credit impaired	Total	Undisputed, considered good	Undisputed, considered credit impaired	Disputed, considered good	Disputed, considered credit impaired	Total
Not Due	3,413.3	104.9	12.9	0.4	3,531.5	5,983.8	136.2	21.3	0.5	6,141.8
< 180 days	4,421.7	152.0	12.5	0.4	4,586.6	4,757.2	107.9	27.0	0.6	4,892.7
180-365 days	2,108.6	115.2	2.5	0.1	2,226.4	1,699.7	125.1	78.4	5.4	1,908.6
1-2 years	2,705.7	189.3	93.0	6.5	2,994.5	2,346.5	221.4	4.9	0.4	2,573.2
2-3 years	1,190.9	149.7	0.8	0.1	1,341.5	1,969.5	146.4	35.4	2.4	2,153.7
More than 3 year	1,662.6	641.8	2.7	1.0	2,308.1	2,087.0	668.0	39.7	9.6	2,804.3
	<b>15,502.8</b>	<b>1,352.9</b>	<b>124.4</b>	<b>8.5</b>	<b>16,988.6</b>	<b>18,843.7</b>	<b>1,405.0</b>	<b>206.7</b>	<b>18.9</b>	<b>20,474.3</b>

## 11. Cash and cash equivalents

	As at 31 March 2022	As at 31 March 2021
Balances with banks		
- in current accounts	673.8	465.0
- in EEFC accounts	26.4	16.9
- deposits with original maturity of less than three months	7.8	7.6
	<b>708.0</b>	<b>489.5</b>

## 12. Cash and cash equivalents

	As at 31 March 2022	As at 31 March 2021
Earmarked balances with bank (Unclaimed dividend bank account)	15.1	18.9
Bank balance in deposit accounts (having original maturity of more than 3 months but less than 12 months from reporting date)	100.9	93.6
	<b>116.0</b>	<b>112.5</b>

\* Term deposits includes ₹ 1.4 million (31 March 2021: 1.4 million) being deposits pledged with various government authorities.

### 13. Other financial assets

	As at 31 March 2022	As at 31 March 2021
Interest accrued on term deposits	1.5	4.6
Unrealised gain on derivatives	307.5	136.6
Security deposit	27.2	16.2
Others	141.5	68.2
	<b>477.7</b>	<b>225.6</b>

### 14. Other current assets

	As at 31 March 2022	As at 31 March 2021
Contract assets (refer note 23)	1,626.3	2,650.3
Balance with government authorities	1,839.6	1,262.6
Advance to contractors and vendors	134.9	186.6
Advance to employees	7.0	29.4
Prepayments	103.4	91.0
Earnest money deposits	32.8	183.2
	<b>3,744.0</b>	<b>4,403.1</b>

### 15(a). Assets held for sale (lower of cost and fair value)\*

	As at 31 March 2022	As at 31 March 2021
Buildings	267.3	-
Plant and equipment	95.0	-
	<b>362.3</b>	<b>-</b>

### 15(b). Liabilities held for sale\*

	As at 31 March 2022	As at 31 March 2021
Other financial liabilities #	293.6	-
	<b>293.6</b>	<b>-</b>

# includes cost of settlement compensation to workmen of ₹ 186.2 million.

\* Refer Note 44 (a)

### 16. Equity share capital

#### Authorised equity share capital

	Number of shares	Amount
<b>As at 1 April 2020</b>	<b>627,500,000</b>	<b>1,255.0</b>
Movement during the year	-	-
<b>As at 31 March 2021</b>	<b>627,500,000</b>	<b>1,255.0</b>
Movement during the year	-	-
<b>As at 31 March 2022</b>	<b>627,500,000</b>	<b>1,255.0</b>

**(i) Movement in equity share capital of face value of ₹ 2 each, fully paid up**

	Number of shares	Equity share capital (par value)
<b>Issued capital</b>		
<b>As at 1 April 2020</b>	256,049,135	512.1
Add: Movement during the year	-	-
<b>As at 31 March 2021</b>	256,049,135	512.1
Add: Movement during the year	-	-
<b>As at 31 March 2022</b>	256,049,135	512.1
<b>Subscribed and paid up share capital</b>		
<b>As at 1 April 2020</b>	256,046,535	512.1
Add: Movement during the year	-	-
<b>As at 31 March 2021</b>	256,046,535	512.1
Add: Movement during the year	-	-
<b>As at 31 March 2022</b>	256,046,535	512.1

**Terms and rights attached to equity shares**

The Company has a single class of equity shares having a par value of ₹ 2/- per share fully paid up. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shares are entitled to receive dividends as declared from time to time. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

**(ii) Number of equity shares of ₹ 2 each fully paid up, held by immediate holding company, ultimate holding company and their subsidiaries**

	As at 31 March 2022	As at 31 March 2021
<b>Equity shares:</b>		
Grid Equipments Private Limited (Immediate Holding Company)	175,492,524	175,492,524
GE Grid Alliance B. V., Netherlands (Intermediate Holding Company)	16,542,377	16,542,377
	<b>192,034,901</b>	<b>192,034,901</b>

**(iii) Details of shareholders holding more than 5% shares in the Company**

	Year ended 31 March 2022		Year ended 31 March 2021	
	Number of shares (in actuals)	% holding	Number of shares (in actuals)	% holding
Grid Equipments Private Limited	175,492,524	68.5%	175,492,524	68.5%
GE Grid Alliance B. V., Netherlands	16,542,377	6.5%	16,542,377	6.5%
SBI through its various schemes	24,214,669	9.5%	20,030,181	7.8%
Nippon Life India trustee through its various schemes	11,363,314	4.4%	13,088,725	5.1%

**(iv) No share issued for consideration other than cash during last 5 years.**

## 17 (a). Other equity

	Year ended 31 March 2022	Year ended 31 March 2021
<b>a. Securities premium</b>		
As at the beginning and at the end of the year	2,717.6	2,717.6
<b>b. General reserve</b>		
As at the beginning and at the end of the year	828.6	828.6
<b>c. Deemed Equity/ Capital reserve</b>		
As at the beginning and at the end of the year	26.5	26.5
<b>d. Retained earnings</b>		
Opening balance	7,142.0	6,430.1
Transferred to items of other comprehensive income	72.9	-
Add: Profit / (Loss) in statement of profit and loss	(496.2)	603.2
Transferred from items of other comprehensive income	-	108.7
<b>Closing balance</b>	<b>6,718.7</b>	<b>7,142.0</b>
<b>e. Items of other comprehensive income - remeasurements of the net defined benefit liability (net of taxes)</b>		
Opening balance		
Other comprehensive income	72.3	108.7
Transferred to retained earnings	(72.9)	(108.7)
<b>Closing balance</b>	<b>(0.6)</b>	<b>-</b>
	<b>10,290.8</b>	<b>10,714.7</b>

### Nature and description of reserves :

#### Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

#### General reserve

Free reserve to be utilised as per provisions of the Companies Act, 2013.

#### Deemed equity/ Capital reserve

Represents equity contribution by the ultimate holding company under employee stock option/RSU scheme by way of issuing ESOPs/RSUs to the employees of the Company.

## 17 (b). Capital management

### (i) Risk management

The Company's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- maintain an optimal capital structure to reduce the cost of capital.

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain the future development of the business.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt, consistent with others in the industry. The Company monitors capital using a gearing ratio, which is calculated as:

Net debt (total borrowings net of cash and cash equivalents) divided by "Total equity" (as shown in the Balance Sheet).

The gearing ratios were as follows:

	As at 31 March 2022	As at 31 March 2021
Net debt	943.8	1,731.0
Total equity	10,802.9	11,226.8
<b>Net debt to equity ratio</b>	<b>0.09</b>	<b>0.15</b>

Short term borrowings decrease due to repayment of borrowings from cash generated during the year. The Company has unutilized credit lines as explained in Note 34 (B).

## 18. Provisions

	Year ended 31 March 2022		Year ended 31 March 2021	
	Non-current	Current	Non-current	Current
<b>Provision for employee benefits (refer note 35)</b>				
Compensated absences	210.4	83.6	263.5	64.7
Provident fund	35.1	19.0	104.3	-
Gratuity	301.3	-	294.8	-
Provision towards shortfall in provident fund trust	-	251.0	-	251.0
<b>Other provisions:</b>				
Warranty and other product related settlements	483.2	769.5	727.8	2,330.6
Contract losses	-	2,038.9	-	550.9
Litigations	-	2,381.4	-	2,260.5
Provision towards site restoration (refer note 44(b))	-	231.6	-	33.2
	<b>1,030.0</b>	<b>5,775.0</b>	<b>1,390.4</b>	<b>5,490.9</b>

### (i) Information about other provisions and significant estimates

**Warranty and other product related settlements** - Warranty and other product related settlement costs are estimated on the basis of contractual agreement and after considering recent historical trends, costs of rectification, technical evaluation and past experience. The timing of outflows is expected to be as per warranty periods as specified in various contracts. Further, estimates, wherever required, are made on a best estimate basis.

It includes provision on the basis of the Company's best estimate to settle potential liability arising out of some weaknesses detected by the Company in carrying out certain testing procedures in respect of certain products in the past.

The management had taken corrective steps to strengthen these procedures.

The above estimates made on the basis of generally accepted accounting principles involve assumptions made by management and are subject to uncertainties/ sensitivities in terms of amount and timing of outflows. Actual amounts of expense/ settlement could be different than the estimates.

**Contract losses** - Provision for contract losses are based on difference between total estimated revenues and total estimated costs. This is an application of the prudence concept under which anticipated losses are recognized immediately in the Statement of Profit and Loss. The timing of outflows is expected over the period specified in various contracts.

**Litigations** - Provision for litigation represents estimates made mainly for probable claims arising out of litigations / disputes pending with authorities under various statutes (i.e. Duty of Excise, Service Tax, Value Added Tax, Sales Tax, etc.) and relating to property matters. The timing of outflows is determinable only on receipt of judgment / decisions pending with various forums / authorities.

**Provision towards site restoration** - Provision for site restoration represents provision for site restoration as per Company's policy and applicable requirements.



The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts (including derivative contracts) has been made in the books of account. Refer note 44 (b).

## (ii) Movement in other provisions

Movements in each class of provision during the financial year, are set out below:

	Warranty and other product related settlements	Contract losses	Litigations	Provision towards shortfall in provident fund trust	Provision towards site restoration
<b>As at 1 April 2020</b>	<b>3,160.4</b>	<b>316.9</b>	<b>1,772.7</b>	<b>197.5</b>	<b>42.0</b>
Charged/(credited) to profit and loss					
- provisions recognised	261.6	792.7	461.3	53.5	-
- unused amounts reversed	(322.1)	(31.1)	(80.9)	-	-
Unwinding of discounting	4.6	(46.6)	-	-	-
Reclassifications	-	-	107.4	-	-
Amounts applied/ settled/ used during the year	(46.1)	(481.0)	-	-	(8.8)
<b>As at 31 March 2021</b>	<b>3,058.4</b>	<b>550.9</b>	<b>2,260.5</b>	<b>251.0</b>	<b>33.2</b>
<b>As at 1 April 2021</b>	<b>3,058.4</b>	<b>550.9</b>	<b>2,260.5</b>	<b>251.0</b>	<b>33.2</b>
Charged/(credited) to profit and loss					
- provisions recognised	298.0	2,356.5	291.8	-	198.4
- unused amounts reversed	(968.8)	(172.0)	-	-	-
Reclassifications	-	-	51.4	-	-
Amounts applied/ settled/ used during the year	(1,134.9)	(696.5)	(222.3)	-	-
<b>As at 31 March 2022</b>	<b>1,252.7</b>	<b>2,038.9</b>	<b>2,381.4</b>	<b>251.0</b>	<b>231.6</b>

The Company made provisions towards warranty and other product related settlements in earlier years, which included provision on the basis of the Company's best estimate to settle potential liability arising out of some weaknesses detected by the Company in carrying out certain testing procedures in respect of certain products in the past. The management had taken corrective steps to strengthen these procedures.

During the current year 31 March 2022, the Company finalised the above potential liability and reassessed the reserves towards warranty and other product related settlements and accordingly reversed the excess reserve of ₹ 592.1 million.

## 19. Borrowings

	As at 31 March 2022	As at 31 March 2021
<b>Unsecured</b>		
Loan from banks *	164.6	250.0
Loan from related parties *	1,487.2	1,970.5
<b>Total current borrowings</b>	<b>1,651.8</b>	<b>2,220.5</b>
Less: interest accrued but not due (included in note 21)	17.4	7.7
	<b>1,634.4</b>	<b>2,212.8</b>

\*includes interest accrued but not due (net of tax deducted at source)

The Company's exposure to liquidated risks and market risk are disclosed in Note 34 (B) and (C).

**A. Terms and repayment schedule**

Terms and conditions of outstanding borrowings are as follows:

	Year of maturity	As at 31 March 2022	As at 31 March 2021
Unsecured bank loan / bank overdraft	On demand	164.6	250.0
Unsecured loan from related parties (excluding interest accrued)	On demand	1,469.8	1,962.8
		<b>1,634.4</b>	<b>2,212.8</b>
Nominal interest rate on bank loan		2.4% - 6.1%	2.8% - 7.1%
Nominal interest rate on related parties loan		4.9% - 5.6%	5.3% - 7.1%

**B. Reconciliation of movements of liabilities to cash flows arising from financing activities**

	As at 31 March 2022	As at 31 March 2021
<b>Balance as at the beginning of the year - Borrowings and lease liabilities</b>	3,160.8	5,988.1
Movement due to payments (received) / made	(794.2)	(2,914.7)
Movement due to non cash transactions in lease liabilities:		
- Addition	42.2	5.2
- Accrual of finance cost	77.6	96.9
- Adjustment for pretermination of leases	(227.3)	(14.7)
<b>Balance as at the end of the year - Borrowings and lease liabilities</b>	<b>2,259.1</b>	<b>3,160.8</b>

- C.** The Company participates in the cash pool arrangement with GE India Industrial Pvt. Ltd. (GEIPL) to borrow/invest short term funds based upon the requirement/ availability of working capital on daily basis. Pursuant to the arrangement, during the year, the Company has borrowed loan (from time to time) aggregating to ₹ 11,896.3 million and granted loan (for two days) amounting to ₹ 142.9 million at the stipulated rate of interest from/in the cash pool account. Outstanding balance of loan borrowed and invested as at 31 March 22 is ₹ 1,469.8 million and ₹ Nil, respectively.
- D.** Further, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

**20. Trade payables**

	As at 31 March 2022	As at 31 March 2021
Trade payables (refer notes below)		
total outstanding dues of micro enterprises and small enterprises (refer note 42)	470.7	1,011.1
total outstanding dues of creditors other than micro enterprises and small enterprises	10,639.5	10,150.8
	<b>11,110.2</b>	<b>11,161.9</b>

- (i) Includes retention payables amounting to ₹ 555.07 million for 31 March 2022 (₹ 671.5 million for 31 March 2021).
- (ii) Also, refer note. 38 for payable to related parties

**(iii) Ageing of Trade Payable**

	Year ended 31 March 2022						Year ended 31 March 2021					
	Not Due	< 1 year	1-2 years	2-3 years	More than 3 years	Total	Not Due	< 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed outstanding dues of micro enterprises and small enterprises	-	299.8	107.2	26.0	37.7	470.7	637.1	203.1	79.8	34.3	56.8	1,011.1
Undisputed outstanding dues of other than micro enterprises and small enterprises	5,210.2	4,227.9	333.9	292.0	525.3	10,589.3	4,906.5	4,133.8	272.1	351.0	436.7	10,100.1
Disputed outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-	-	-	-
Disputed outstanding dues of other than micro enterprises and small enterprises	-	-	-	-	50.5	50.5	-	-	-	-	50.7	50.7
	<b>5,210.2</b>	<b>4,527.7</b>	<b>441.1</b>	<b>318.0</b>	<b>613.5</b>	<b>11,110.5</b>	<b>5,543.6</b>	<b>4,336.9</b>	<b>351.9</b>	<b>385.2</b>	<b>544.2</b>	<b>11,161.9</b>

**(iv). Relationship with Struck off companies**

Name of struck off company	Nature of transaction	Relationship	Transactions during the year ended		Balance outstanding	
			For the year ended	For the year ended	As at	As at
			31 March 2022	31 March 2021	31 March 2022	31 March 2021
Bhilai Steel Private Limited	Services rendered	Customer	-	-	3.5	3.5
National Hydroelec. Power Corp. Limited	Services rendered	Customer	0.1	-	0.1	-
Centurian Exports	Services rendered	Customer	-	(0.6)	-	-
Quasar Infotek Private Limited	Services received	Vendor	-	-	-	-
N&D Technical Services Private Limited	Services rendered	Customer	-	-	(0.1)	(0.1)
Pyrotech Electronics Private Limited	Services received	Vendor	(45.3)	(46.8)	(1.5)	(31.5)
Oriental Engineering Works Private Limited	Services received	Vendor	(0.4)	(0.3)	-	-

**21. Other financial liabilities**

	As at 31 March 2022	As at 31 March 2021
Employee benefits payable	234.4	332.3
Unclaimed dividends*	15.1	18.9
Interest accrued but not due on borrowings	17.4	7.7
Employee stock option payable (refer note 37)	58.5	41.8
Capital creditors	48.7	3.4
	<b>374.1</b>	<b>404.1</b>

\* There are no amounts which are required to be transfer to Investor Education & Protection Fund as at 31 March 2022.

**22. Other current liabilities**

	As at 31 March 2022	As at 31 March 2021
Deferred income	3,689.8	5,278.4
Advances from customers	1,968.3	2,179.5
Statutory dues payable	138.0	151.4
Interest accrued but not due on advances	20.4	34.3
	<b>5,816.5</b>	<b>7,643.6</b>

## 23. Revenue from operations

	For the year ended 31 March 2022	For the year ended 31 March 2021
Sale of products	14,201.9	13,417.2
Revenue from execution of contracts for projects and services	15,191.2	19,980.2
Sale of services	1,129.9	994.3
Other operating income	136.5	132.0
	<b>30,659.5</b>	<b>34,523.7</b>

### Disclosure relating to revenue from contracts with customers

#### a) Disaggregated revenue information

	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Revenue by Geography</b>		
India	22,929.0	26,877.9
Other countries*	7,730.5	7,645.8
	<b>30,659.5</b>	<b>34,523.7</b>
*Exports to any single country are not material to be disclosed		
<b>Revenue by offerings</b>		
Sale of products	14,201.9	13,417.2
Revenue from execution of contracts for projects and services	15,191.2	19,980.2
Sale of services	1,129.9	994.3
Other operating income	136.5	132.0
	<b>30,659.5</b>	<b>34,523.7</b>

#### b) Contract balances

	For the year ended 31 March 2022	For the year ended 31 March 2021
Trade receivables	15,627.2	19,050.4
Advance from customers (contract liabilities)	1,968.3	2,179.5
Deferred income	3,689.8	5,278.4
Contract assets *	1,626.3	2,650.3
	<b>22,911.6</b>	<b>29,158.6</b>

\* Contract asset is a right that is conditioned on something other than the passage of time therefore a contract asset is not a financial instrument. In Company's contracts with customers, since the contractual right to payment arises only upon achievement of milestones specified in the contract, it is believed that the performance completed until the achievement of a particular milestone should be recorded as a contract asset under non-financial assets. In 31 March 2022, ₹ 157.9 million (31 March 2021: ₹ 163.5 million) was recognised as provision for expected credit losses on contract assets.

#### c) Performance obligation

Information about the company's performance obligations are summarised below:

##### Execution of long term contract for projects

- Long term (Construction type) contracts- The long term contracts are ordinarily presumed to consist of combined obligations which are not distinct in the context of the contract (i.e., single performance obligation). This is highly attributed to the long-term construction-nature of the projects, whereby deliverables are typically highly interrelated and combined. The typical scope of long term contracts arrangements includes Engineering, manufacturing, shipment, delivery installation, testing, erection and commissioning and civil works. Although there are several components to the overall scope of the contract, the turnkey contracts are generally considered one performance obligation.
- Products manufacturing and erection, commissioning and installation contracts- These contracts comprising of one performance obligations of supply of products and erection and commissioning thereof. When the manufacturing stage is complete, factory acceptance testing procedures are performed to ensure the equipment meets customer specifications and may involve the customer physically observing the testing procedures. Revenue from contracts, where the performance obligations are satisfied over time and other consideration, is recognized as per the percentage of completion method. The Company uses the percentage of completion method based on the efforts or costs expended to the date as a proportion of the total efforts or costs to be expended.

- c) The Company as part of its contracts, provides warranties of the equipment for defects arising out of poor workmanship, inferior material or manufacturing. Such warranty provided is in the nature of assurance warranty and is not accounted for as a separate performance obligation.

**d) Remaining performance obligations**

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue.

The aggregate value of performance obligations that are completely or partially unsatisfied as at 31 March 2022 is in excess of ₹ 37,200 million (31 March 2021 ₹ 45,000 million). The conversion to revenue is highly dependent on meeting the delivery schedules, contractual terms and conditions with customers, availability of customer sites, changes/ variation in scope/ prices etc. In view of these, it is not practical to define the accurate percentage of conversion to revenue.

- e) There was no revenue recognised in the current year ended 31 March 2022 from performance obligations satisfied (or partially satisfied) in previous periods due to no significant changes in transaction price.

## 24. Other income

	For the year ended 31 March 2022	For the year ended 31 March 2021
Interest on deposits with banks	4.8	8.4
Interest income from financial instruments at amortised cost	14.1	49.5
Provisions / liabilities no longer required written back	10.3	256.1
Bad debts recovered	-	22.4
Net foreign exchange gain <sup>#</sup>	202.5	293.8
Gain on termination of lease	24.0	-
Miscellaneous income	1.7	27.4
	<b>257.4</b>	<b>657.6</b>

<sup>#</sup> includes gain on mark to market of derivative financial instrument amounting ₹ 170.9 million (31 March 2021 ₹ 142.4 million)

## 25. Cost of raw material and components consumed and project related costs

	For the year ended 31 March 2022	For the year ended 31 March 2021
Raw materials and components consumed and related direct costs	15,143.1	14,248.8
Project related bought-outs and other project costs*	9,406.2	10,553.0
	<b>24,549.3</b>	<b>24,801.8</b>

\* Includes ₹ 145.6 million gain (31 March 2021 ₹ 36.3 million gain) (net) on account of provision for slow moving items / obsolescence made during the year.

## 26. Changes in inventories of finished goods and work-in-progress

	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Work-in-progress</b>		
Opening stock	2,676.4	2,820.0
Less: Closing stock	3481.5	2,676.4
(Increase) / decrease in work-in-progress	(805.1)	143.6
<b>Finished goods</b>		
Opening stock	569.7	1,009.1
Less: Closing stock	571.6	569.7
(Increase) / decrease in finished goods	(1.9)	439.4
<b>Total changes in inventories of work-in-progress and finished goods</b>	<b>(807.0)</b>	<b>583.0</b>

## 27. Employee benefits expense

	For the year ended 31 March 2022	For the year ended 31 March 2021
Salaries, wages and bonus	3,407.1	3,329.6
Contribution to provident fund and other funds <sup>#</sup>	347.0	366.9
Employee stock options expense (refer note 37)	31.4	47.6
Staff welfare	312.0	275.1
	<b>4,097.5</b>	<b>4,019.2</b>

<sup>#</sup> Also refer note 35 (D) (ii) (e))

## 28. Finance costs

	For the year ended 31 March 2022	For the year ended 31 March 2021
Interest expense on financial instruments and provisions measured at amortised cost	36.3	85.9
Interest on loans	139.2	257.0
Interest on lease liabilities	77.6	96.9
Interest on others	133.4	153.8
	<b>386.5</b>	<b>593.6</b>

## 29. Depreciation and amortization

	For the year ended 31 March 2022	For the year ended 31 March 2021
Depreciation of property, plant and equipment	404.4	476.6
Depreciation on right of use assets	167.9	174.7
Amortization of intangible assets	6.3	6.1
	<b>578.6</b>	<b>657.4</b>

## 30. Other expenses

	For the year ended 31 March 2022	For the year ended 31 March 2021
Consumption of stores and spare parts	113.8	120.1
Power and fuel	264.0	240.4
Rent <sup>#</sup>	6.8	6.7
Rates and taxes	377.6	131.4
Repairs and maintenance	374.1	342.2
Technology license fee	241.5	231.1
Freight and octroi	859.8	740.1
Travelling	250.6	159.8
Postage and telephone	10.7	12.2
Auditors remuneration (refer note 30 (a))	17.0	18.4
Bank charges	199.0	251.0
Bad debts and unbilled receivables written off (net)	428.9	233.9
Provision for doubtful debts (net)	(62.5)	-
Trade mark fees and research and development services	260.7	423.4
Data management charges <sup>##</sup>	259.0	288.6
Corporate social responsibility expenses (refer note 31)	2.5	23.3
Loss on sale of property, plant and equipment / assets written off	3.2	2.1
Warranty and other product related settlements (refer note 18)	(670.8)	-
Legal and professional	308.3	352.7
Corporate Head quarter charges	498.5	-
Miscellaneous**	165.8	90.1
	<b>3,908.5</b>	<b>3,667.5</b>

\*\* includes ₹ 77.1 million incurred towards pre-termination of lease for a property.

<sup>#</sup> relates to short term leases.

<sup>##</sup> includes impact of ₹ 115.3 million on account of lease of low value assets (31 March 2021 ₹ 101.1 million)

**30(a). Details of payments to auditors**

	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Payment to auditors (excluding GST)</b>		
<b>As auditor:</b>		
Audit	7.6	9.7
Tax audit	2.0	2.0
Quarterly reviews	4.5	4.5
<b>In other capacity</b>		
Certification fees / others	2.4	1.0
<b>Re-imburement of expenses</b>	0.5	1.2
	<b>17.0</b>	<b>18.4</b>

**31. Corporate social responsibility expenses**

	For the year ended 31 March 2022	For the year ended 31 March 2021
Amount required to be spent by the Company during the year	2.5	23.3
Amount spent during the year on		
i) Construction / acquisition of assets	-	-
ii) On purposes other than (i) above	2.5	23.3
	<b>2.5</b>	<b>23.3</b>

**Note:** The Company has spent ₹ 4.5 million during the financial year ended March 31, 2022 as CSR expenditure for the activities specified in the Corporate Social Responsibility Policy of the Company, against the amount prescribed under section 135 of the Companies Act, 2013 ("Act") and CSR budget of ₹ 2.5 million. Excess spent amount of ₹ 2.0 million is being carried forward to be set-off in next three financial years as per Act read with rules made thereunder.

**32. Income tax expense**

This note provides an analysis of the Company's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions.

**(a) Income tax expense**

	For the year ended 31 March 2022	For the year ended 31 March 2021
Current tax on profits for the year	-	(3.2)
Adjustments for current tax of earlier periods	(47.2)	(69.4)
<b>Total current tax expense</b>	<b>(47.2)</b>	<b>(72.6)</b>
Deferred tax		
Adjustments for deferred tax of earlier periods	60.1	(9.7)
Increase / (decrease) in deferred tax assets	203.3	(23.2)
(Increase) / decrease in deferred tax liabilities	(17.6)	(184.6)
<b>Total deferred tax credit / (charge)</b>	<b>245.8</b>	<b>(217.6)</b>
<b>Income tax credit / (expense)</b>	<b>198.6</b>	<b>(290.2)</b>

**(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**

	For the year ended 31 March 2022	For the year ended 31 March 2021
(Loss) / profit before income tax expense	(694.8)	893.4
Enacted tax rates in India	25.168%	25.168%
<b>Computed expected tax credit / (expense)</b>	<b>174.9</b>	<b>(224.8)</b>
Tax effect of amounts which are not deductible/ taxable in calculating taxable income:		
Corporate social responsibility expense	(0.6)	(5.9)
Micro, small and medium enterprise interest	(11.6)	(17.0)
Adjustments for current and deferred tax of earlier periods (refer note 32(a) above)	12.9	(79.1)
Other comprehensive income	24.3	36.6
Others	(1.3)	-
<b>Income tax credit / (expense)</b>	<b>198.6</b>	<b>(290.2)</b>

Also refer to note 6.

**33. Financial instruments and fair value measurements****A. Accounting classifications and fair values**

The Company's assets and liabilities which are measured at amortised cost for which fair value are disclosed at 31 March 2022.

**(i) Fair value hierarchy**

	Year ended 31 March 2022		Year ended 31 March 2021	
	FVTPL	(Amortised cost)	FVTPL	(Amortised cost)
<b>Financial assets*</b>				
Trade receivables		15,627.2		19,050.4
Cash and cash equivalents		708.0		489.5
Bank balances other than cash and cash equivalents		116.0		112.5
Other financial assets (current and non-current)		267.6		200.8
Derivative financial assets	307.5	-	136.6	-
Investments		0.1		0.1
<b>Total financial assets</b>	<b>307.5</b>	<b>16,718.9</b>	<b>136.6</b>	<b>19,853.3</b>
<b>Financial liabilities*</b>				
Borrowings		1,634.4		2,212.8
Trade payables		11,110.2		11,161.9
Lease liabilities		624.7		948.0
Derivative financial liability	-	-	-	-
Other financial liabilities		374.1		404.1
<b>Total financial liabilities</b>	<b>-</b>	<b>13,743.4</b>	<b>-</b>	<b>14,726.8</b>

	Level 1	Level 2	Level 3	Total
<b>Financial assets at fair value through profit and loss</b>				
Derivative financial assets (refer note 13)- As at 31 March 2022	-	307.5	-	307.5
Derivative financial assets (refer note 13)- As at 31 March 2021	-	136.6	-	136.6

\* The Company has not disclosed the fair values for financial instruments such as trade receivables, cash and cash equivalents, Bank balances other than cash and cash equivalents, loans (security deposit), other financial assets and investments, because their carrying amounts are a reasonable approximation of fair value.

# The Company has not disclosed the fair value for financial instruments such as short term borrowings, trade payables and other financial liabilities, because their carrying amounts are a reasonable approximation of fair value.

There were no transfers between Level 1, Level 2 and Level 3 during the year.



**(ii) Valuation technique used to determine fair value**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the Indian accounting standard.

The following methods and assumptions have been used to estimate the fair values: The Company enters into derivative financial instruments with banks. The valuation technique used to determine the fair value of forward contracts (used for hedging purposes) is the net present value technique which is the estimated amount that a bank would receive or pay to terminate the forward contracts at the reporting date, taking into account current interest rates and current exchange rates.

**34. Financial risk management**

The Company's activities expose it to the following risks arising from the financial instruments-

- market risk
- liquidity risk
- credit risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

<b>Risk</b>	<b>Exposure arising from</b>	<b>Measurement</b>	<b>Management</b>
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Aging analysis	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and other liabilities	Cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (₹) and future commercial transactions	Cash flow forecasting Sensitivity analysis	Forward Foreign Currency Contracts

**Risk Management Framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. The Company's risk management is carried out by a central treasury team department under policies approved by the board of directors.

The Company's audit committee oversees how management monitors compliance with Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risk faced by the Company.

**(A) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial asset fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and other deposits etc.

The carrying amounts of financial assets represent the maximum credit risk exposure.

**(i) Credit risk management**

The Company considers the probability of default upon initial recognition of an asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period on annual basis. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

The Company's exposure to credit risk for trade receivables by related and other than related parties are as follows:

	For the year ended 31 March 2022	For the year ended 31 March 2021
Receivables from related party	1,251.2	1,624.4
Receivables from other than related party	15,737.4	18,849.9
	<b>16,988.6</b>	<b>20,474.3</b>

## (ii) Provision for expected credit losses

### a. Security deposit, contract assets and other advances

With regards to security deposit and other advances ₹ 575.1 million (31 March 2021 : ₹ 337.4 million), management believes the parties to which these deposits have been made have strong capacity to meet the obligations and risk of default is negligible or nil and accordingly no provision for expected credit loss has been provided for.

In respect of Contract assets amounting to ₹ 1,626.3 million (31 March 2021: ₹ 2,650.3 million), the Company recognised ₹ 157.9 million (31 March 2021 ₹ 163.5 million) as provision for expected credit loss on account of delay in receiving the amount from customers.

### b. Trade receivables (Expected credit loss (ECL) for trade receivables under simplified approach)

Trade receivables consists of a large number of customers spread across diverse industries and geographical areas. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default and delay rates over the expected life of the trade receivable. At year end, the historical observed default and delay rates are updated and analyzed.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

The reconciliation of ECL is as follows:

	For the year ended 31 March 2022	For the year ended 31 March 2021
Balance at the beginning of the year	1,423.9	1,516.6
Add: (Utilisation) / addition of ECL provision (net)	(62.5)	(92.7)
<b>Balance at the year end</b>	<b>1,361.4</b>	<b>1,423.9</b>

### Other financial assets

- The Company has given security deposits to Government departments for rental deposit for securing services from them. As these are well established organisations and have strong capacity to meet the obligations, risk of default is negligible or nil.
- All the export benefits (included in other financial assets) are receivable from Government and therefore expected probability of default is negligible or nil.

The Company's exposure to credit risk for financial assets is as follows:

	For the year ended 31 March 2022	For the year ended 31 March 2021
Investments	0.1	0.1
Other financial assets (includes unrealised gain on derivatives ₹ 312.3 million (31 March 2021: ₹ 136.6 million)	575.1	337.4
	<b>575.2</b>	<b>337.5</b>

**(B) Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Considering the business requirements, the treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn working capital facilities) and cash and cash equivalents on the basis of expected cash flows.

**(i) Financing arrangements**

The Company had access to the following undrawn financing facilities at the end of the reporting period:

	For the year ended 31 March 2022	For the year ended 31 March 2021
- Amount un-used (funded facility)	5,935.4	5,850.0
- Amount un-used (non-funded facility)	15,274.6	9,429.0

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice.

**(ii) Maturities of financial liabilities**

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities, and net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities	Less than 1 year	More than 1 year	Total
<b>31 March 2022</b>			
<b>Non-derivatives</b>			
Borrowings <sup>#</sup>	1,634.4	-	1,634.4
Trade payables	11,110.2	-	11,110.2
Lease liabilities	160.4	594.2	754.6
Other financial liabilities	374.1	-	374.1
<b>Total non-derivative liabilities</b>	<b>13,279.1</b>	<b>594.2</b>	<b>13,873.3</b>
<b>31 March 2021</b>			
<b>Non-derivatives</b>			
Borrowings #	2,212.8	-	2,212.8
Trade payables	11,161.9	-	11,161.9
Lease liabilities	213.4	1,014.3	1,227.7
Other financial liabilities	404.1	-	404.1
<b>Total non-derivative liabilities</b>	<b>13,992.2</b>	<b>1,014.3</b>	<b>15,006.5</b>

<sup>#</sup> Exclude interest payment

**(C) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes deposits, derivative financial instruments, trade receivables, trade payables and other financial liabilities.

The Company uses derivative to manage market risks. All such transactions are carried out within the guideline as prescribed in the Company's risk management policy.

**(i) Foreign currency risk**

The Company's policy is to hedge all material firm currency exposure at inception to the extent possible. Individual foreign currency exposures and the hedges obtained against these individual exposures are reported and monitored.

The Company's exposure to foreign currency risk at the end of the reporting period on balance sheet are as follows:

	As at 31 March 2022			As at 31 March 2021		
	Amount in INR in respect of USD contracts	Amount in INR in respect of EURO contracts	Amount in INR in respect of Other currencies contracts	Amount in INR in respect of USD contracts	Amount in INR in respect of EURO contracts	Amount in INR in respect of Other currencies contracts
<b>Financial liabilities</b>						
Trade payables	653.5	1,327.3	449.6	839.4	1,433.0	291.5
<b>Net exposure to foreign currency risk</b>	<b>653.5</b>	<b>1,327.3</b>	<b>449.6</b>	<b>839.4</b>	<b>1,433.0</b>	<b>291.5</b>
<b>Financial assets</b>						
Trade receivables	1,079.6	453.9	557.6	1,440.8	338.5	166.7
<b>Net exposure to foreign currency risk</b>	<b>1,079.6</b>	<b>453.9</b>	<b>557.6</b>	<b>1,440.8</b>	<b>338.5</b>	<b>166.7</b>

**(ii) Unhedged in foreign currency exposure**

	Currency	As at 31 March 2022		As at 31 March 2021	
		Amount in foreign currency	Amount in INR	Amount in foreign currency	Amount in INR
<b>(a). Trade payable</b>	EUR	4.4	372.5	4.6	397.9
	USD	4.2	319.1	6.1	446.0
	GBP	0.3	28.9	1.4	145.3
	Others	83.7	145.9	85.3	109.7
<b>(b). Trade receivables</b>	EUR	3.0	251.9	3.1	262.7
	USD	5.5	413.2	10.6	773.9
	GBP	0.2	23.8	0.9	93.0
	Others	484.5	457.2	92.2	73.8

**(iii) Derivative instruments**

	AS at 31 March 2022	AS at 31 March 2021
(a) Forward contract for export debtors outstanding	1,024.6	773.2
(b) Forward contract for import creditors outstanding	1,630.0	1,508.3
(c) Forward cover for expected future sales / (purchases)	3,142.4	5,012.7

**(iv) Significant forward contracts outstanding as at 31 March 2022**

Foreign currency	Amount in foreign currency (million)	Amount in INR
<b>Imports</b>		
Euro (EUR)	25.4	2,243.9
	(16.1)	(1,435.8)
US Dollar (USD)	12.34	955.15
	(20.1)	(1,480.6)
Swiss Franc (CHF)	2.7	228.9
	(0.5)	(41.7)
Swedish Krona (SEK)	11.7	106.0
	-	-
British pound sterling (GBP)	2.9	304.5
	-	-
Chinese yuan (CNY)	14.4	171.8
	-	-
<b>Exports</b>		

Foreign currency	Amount in foreign currency (million)	Amount in INR
Euro (EUR)	38.8	3,857.7
	(43.1)	(4,121.4)
US Dollar (USD)	29.8	2,393.6
	(38.4)	(2,911.3)
Australian Dollar (AUD)	-	-
	(3.6)	(203.0)
British pound sterling (GBP)	2.8	296.1
	-	-

**Note:** Figures in brackets are for the previous year

### Sensitivity analysis

The sensitivity of profit or loss to change in the exchange rates arises mainly from foreign currency denominated financial instruments. The impact on profit/ loss before tax is as below:

	As at 31 March 2022	As at 31 March 2021
<b>USD sensitivity</b>		
Increase of INR/USD by 1% net (gain)	(0.9)	(3.3)
Decrease of INR/USD by 1% net loss	0.9	3.3
<b>EURO sensitivity</b>		
Increase of INR/EUR by 1% net loss	1.2	1.4
Decrease of INR/EUR by 1% net (gain)	(1.2)	(1.4)
<b>Other currency</b>		
Increase of INR/ other currency by 1% net (gain) / loss	(3.1)	(0.8)
Decrease of INR/ other currency by 1% net loss / (gain)	3.1	0.8

The following significant exchange rates were applied at the year end:

	As at 31 March 2022	As at 31 March 2021
INR/ USD	75.8	73.1
INR/ Euro	84.2	85.8

### (i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

### Exposure to Interest rate risk

The Company has the following exposure in interest bearing borrowings as on reporting date:

	As at 31 March 2022	As at 31 March 2021
Fixed interest borrowings	164.6	250.0
Variable interest borrowings	1,469.8	1,962.8
<b>Total borrowings</b>	<b>1,634.4</b>	<b>2,212.8</b>

The Company's fixed rate borrowings are carried at amortised cost. There is no interest rate risk on fixed borrowings since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Variable interest borrowings include loan from banks which carry MCLR/ LIBOR based interest rate.

## Sensitivity analysis

A reasonably possible change of 0.5% in interest rate at the reporting date, would have affected profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	As at 31 March 2022	As at 31 March 2021
Interest rate increase by 0.5%	(6.1)	(7.9)
Interest rate decrease by 0.5%	6.1	7.9

For the purpose of sensitivity analysis, it has been assumed that borrowings will be constant over the next year.

## (D) Ratio Analysis

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% change	Reason for variance
Current ratio	Current Assets	Current Liabilities	1.07	1.10	(2.6%)	No significant variance
Debt- Equity Ratio	Borrowings	Shareholder's Equity	0.15	0.20	(23.2%)	No significant variance
Debt Service Coverage ratio	Earnings for debt service = Net profit before tax + Interest on borrowings	Borrowings	(1.01)	0.50	(301.1%)	Lower profitability in current year due to reduction in volumes and increased cost of raw material majorly driven by commodity price inflation
Return on Equity ratio	Net Profits after taxes	Shareholder's Equity	(0.05)	0.05	(185.5%)	Lower profitability in current year due to reduction in volumes and increased cost of raw material majorly driven by commodity price inflation
Inventory Turnover ratio	Cost of goods sold	Inventory	3.81	4.38	(12.9%)	No significant variance
Trade Receivable Turnover Ratio	Revenue from operations	Trade Receivable	1.96	1.81	8.3%	No significant variance
Trade Payable Turnover Ratio	Purchases+Other expenses	Trade Payables	2.49	2.60	(4.4%)	No significant variance
Net Capital Turnover Ratio	Revenue from operations	Working capital = Current assets – Current liabilities	16.46	12.23	34.6%	Reduction in receivable balances has lead to reduced working capital
Net Profit ratio	Net Profits before taxes	Revenue from operations	(2.3%)	2.6%	(187.6%)	Lower profitability in current year due to reduction in volumes and increased cost of raw material majorly driven by commodity price inflation
Return on Capital Employed	Earnings before finance cost and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	(0.07)	0.16	(142.6%)	Lower profitability in current year due to reduction in volumes and increased cost of raw material majorly driven by commodity price inflation

## 35. Provision for employee benefits

### (A) Liability for compensated absences

The liability for compensated absences cover the Company's liability for privilege leave (as per Company policy).

	As at 31 March 2022		As at 31 March 2021	
	Non-current	Current	Non-current	Current
Compensated absences	210.4	83.6	263.5	64.7

### (B) Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed four years and one ninety days or more of service gets a gratuity on departure at 15 days salary (last drawn basic salary including dearness allowance [if any]) for each completed year of service. The plan is funded with an insurance company in the form of a qualifying insurance policy.

The above defined benefit plan exposes the Company to following risks:

#### Interest rate risk:

The defined benefit obligation calculated using a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

#### Salary inflation risk:

Higher than expected increases in salary will increase the defined benefit obligation.

#### Demographic risk:

This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

The following tables summarise the components of net employee benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the respective plans.

#### i). Reconciliation of present value of defined benefit obligation and present value of plan assets

	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2020</b>	<b>909.9</b>	<b>476.7</b>	<b>433.2</b>
Current service cost	73.0	-	73.0
Past service cost	-	-	-
Interest expense/(income)	50.9	(26.0)	24.9
<b>Total amount recognised in profit or loss</b>	<b>123.9</b>	<b>(26.0)</b>	<b>97.9</b>
<i>Remeasurements</i>			
Return on plan assets, excluding amounts included in interest expense/ (income)	-	7.5	(7.5)
(Gain)/loss from change in demographic assumptions	1.5	-	1.5
(Gain)/loss from change in financial assumptions	(66.5)	-	(66.5)
Experience (gains)/losses	(21.6)	-	(21.6)
<b>Total amount recognised in other comprehensive income</b>	<b>(86.6)</b>	<b>7.5</b>	<b>(94.1)</b>
Employer contributions	-	142.3	(142.3)
Liabilities assumed / (settled)	-	-	-
Benefit payments	(106.4)	(106.5)	-
<b>31 March 2021</b>	<b>840.8</b>	<b>546.0</b>	<b>294.8</b>
<b>01 April 2021</b>	<b>840.8</b>	<b>546.0</b>	<b>294.8</b>
Current service cost	66.0	-	66.0
Past service cost	-	-	-
Interest expense/(income)	52.3	33.9	18.40
<b>Total amount recognised in profit or loss</b>	<b>118.3</b>	<b>33.9</b>	<b>84.4</b>
<i>Remeasurements</i>			
Return on plan assets, excluding amounts included in interest expense/ (income)	-	(1.5)	1.5
(Gain)/loss from change in demographic assumptions	(5.4)	-	(5.4)
(Gain)/loss from change in financial assumptions	(99.0)	-	(99.0)
Experience (gains)/losses	66.2	-	66.2
<b>Total amount recognised in other comprehensive income</b>	<b>(38.2)</b>	<b>(1.5)</b>	<b>(36.7)</b>
Employer contributions	-	4.0	(4.0)
Liabilities assumed / (settled)	-	-	-
Benefit payments	(97.8)	(97.8)	-
Transferred under slump sale (refer note 44(c))	(37.2)	-	(37.2)
<b>31 March 2022</b>	<b>785.9</b>	<b>484.6</b>	<b>301.3</b>

**ii). Amount recognised in Balance Sheet**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Present value of funded obligations	785.9	840.8
Fair value of plan assets	484.6	546.0
Net funded obligation	301.3	294.8
<b>Net defined benefit liability recognised in balance sheet</b>	<b>301.3</b>	<b>294.8</b>

**iii). Expense recognised in profit or loss**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Current service cost	66.0	73.0
Interest cost	18.4	24.9
	<b>84.4</b>	<b>97.9</b>

**iv). Remeasurements recognised in other comprehensive income (OCI)**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Actuarial loss / (gain) on defined benefit obligation	(38.2)	(86.5)
Return on plan assets excluding interest income	1.5	(7.5)
<b>Total (gain) / loss recognised in OCI outside profit and loss account</b>	<b>(36.7)</b>	<b>(94.0)</b>

**v). The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:**

	<b>As at 31 March 2022</b>		<b>As at 31 March 2021</b>	
	<b>Unquoted</b>	<b>in %</b>	<b>Unquoted</b>	<b>in %</b>
<b>Investment funds</b>				
Investment with Insurer under cash accumulation scheme	484.6	100%	546.0	100%

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

**vi). Actuarial assumptions for gratuity:**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Expected rate of return on plan assets	6.9%	6.8%
Salary growth rate	7% to 9.5%	8% to 9%
<b>Attrition rate</b>		
PB + LPB of all ages	9.8%	9.1%
SPB & Above of all ages	7.6%	9.7%
Others of all ages	4.8%	3.1%

Future mortality rate is based on published rates under the Indian Assured Lives Mortality (2012-14) Ult table.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The employees of the Company are assumed to retire at the age of 60 years.

The expected contribution payable to the plan next year is ₹ 50.0 million (31 March 2021: ₹ 50.0 million)



**Projected plan cash flow**

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date :

Maturity profile	As at 31 March 2022	As at 31 March 2021
Expected benefits for the year 1	157.7	144.6
Expected benefits for the year 2	88.3	95.2
Expected benefits for the year 3	104.2	78.6
Expected benefits for the year 4	84.2	91.7
Expected benefits for the year 5	75.7	75.5
Expected benefits for the year 6	77.9	76.1
Expected benefits for the year 7	72.4	71.9
Expected benefits for the year 8	62.4	66.2
Expected benefits for the year 9	64.8	59.8
Expected benefits for the year 10 and above	<b>660.3</b>	<b>829.0</b>

The weighted average duration to the payment of these cash flow is 6.50 years (31 March 2021 : 7.31 years).

**vii). Sensitivity analysis**

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate.

The following table summarizes the impact in percentage terms on the reported defined benefit obligation (DBO) at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

	Year ended 31 March 2022		Year ended 31 March 2021	
	Discount Rate	Salary Escalation Rate	Discount Rate	Salary Escalation Rate
Impact of increase in 100 bps on DBO (in percentage)	(6.1%)	6.8%	(6.8%)	7.7%
Impact of increase in 100 bps on DBO (in ₹ million)	(48.0)	53.8	(57.4)	64.7
Impact of decrease in 100 bps on DBO ( in percentage)	6.9%	(6.2%)	7.9%	(6.9%)
Impact of decrease in 100 bps on DBO (in ₹ million)	54.5	(48.4)	66.1	(57.6)

These sensitivities, as per the information available and disclosed by the Company, have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous year in the methods and assumptions used in preparing the sensitivity analyses.

**(D). Provident fund****i) Provident fund - defined contribution plan**

The Company contributes Provident Fund for certain eligible employees to the Regional Provident Fund Commissioner. The amounts debited to the Statement of Profit and Loss in this regard during the current year were ₹ 31.1 million (31 March 2021 ₹ 28.2 million).

**ii) Provident fund - defined benefit plan**

The Company also contributes Provident Fund for other employees into a recognised Provident Fund Trust set up for the Company and contributions to the Trust are expensed to the Statement of Profit and Loss when such amounts are due. The Company has an obligation to make good the shortfall of income on investments earned by the Trust, if any, with regard to the interest due on contributions as per the rate notified by the Government.

The details of actuarial valuation as per the certificate furnished by independent actuary are given below:

**a). Reconciliation of present value of defined benefit obligation and present value of plan assets**

	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2020</b>	<b>2,589.6</b>	<b>2,442.7</b>	<b>146.0</b>
Current service cost	91.7	91.7	-
Interest expense/(income)	153.2	144.5	-
<b>Total amount recognised in profit or loss</b>	<b>244.9</b>	<b>236.2</b>	<b>8.7</b>
<i>Remeasurements</i>			
Actual return on plan assets less interest on plan assets	-	(135.5)	135.5
Actuarial (gain)/loss on obligations	-	-	-
(Gain)/loss from change in financial assumptions	(42.6)	-	(42.6)
Experience (gains)/losses	53.3	-	53.3
<b>Total amount recognised in other comprehensive income</b>	<b>10.7</b>	<b>(135.5)</b>	<b>146.2</b>
Employees contributions	219.5	219.5	-
Liabilities assumed / (settled)	(35.0)	(35.0)	-
Benefit payments	(294.4)	(294.4)	-
<b>31 March 2021</b>	<b>2,735.3</b>	<b>2,433.5</b>	<b>301.8</b>
<b>01 April 2021</b>	<b>2,735.3</b>	<b>2,433.5</b>	<b>301.8</b>
<b>Current service cost</b>	95.5	95.5	-
Interest expense/(income)	186.4	165.9	20.5
<b>Total amount recognised in profit or loss</b>	<b>281.9</b>	<b>261.4</b>	<b>20.5</b>
<i>Remeasurements</i>			
Actual return on plan assets less interest on plan assets	-	72.3	(72.3)
Actuarial (gain)/loss on obligations	-	-	-
(Gain)/loss from change in financial assumptions	128.5	-	128.5
Experience (gains)/losses	(73.4)	-	(73.4)
<b>Total amount recognised in other comprehensive income</b>	<b>55.1</b>	<b>72.3</b>	<b>(17.2)</b>
Employees contributions	222.3	222.3	-
Liabilities assumed / (settled)	(54.4)	(54.4)	-
Benefit payments	(250.3)	(250.3)	-
<b>31 March 2022</b>	<b>2,989.9</b>	<b>2,684.8</b>	<b>305.1</b>

**b). Actuarial assumptions**

	For the year ended 31 March 2022	For the year ended 31 March 2021
Discount rate	6.9%	6.8%
Expected rate of return on plan assets	7.6%	8.4%
<b>Attrition Rate</b>		
PB + LPB of all ages	9.8%	9.1%
SPB & Above of all ages	7.6%	9.7%
Others of all ages	4.8%	3.1%
Yield on assets based on the market value	7.6%	8.0%
Outstanding term of the liabilities	8.81 years	8.25 years
Interest rate guarantee	8.1%	8.5%
Mortality table	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Normal retirement age	60 years	60 years

**c).** Total contribution charged to the Statement of Profit and Loss for the aforesaid scheme amounts to ₹ 129.0 million (31 March 2021 ₹ 127.5 million).

**d). Sensitivity analysis**

The following table summarizes the impact in percentage terms on the reported defined benefit obligation (DBO) at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
	<b>Interest rate guarantee</b>	<b>Interest rate guarantee</b>
Impact of increase in 50 bps on DBO (in percentage)	(2.2%)	(1.9%)
Impact of increase in 50 bps on DBO (in ₹ million)	(64.3)	(52.2)
Impact of decrease in 50 bps on DBO (in percentage)	2.1%	3.0%
Impact of decrease in 50 bps on DBO (in ₹ million)	61.3	81.0

These sensitivities, as per the information available and disclosed by the Company, have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous year in the methods and assumptions used in preparing the sensitivity analyses.

**Notes:**

- (i) The composition of plan assets are as per the Provident Fund scheme and Act of 1952.
- (ii) The excess of the plan assets over the liability for the benefit obligation has not been recognised in the books in line with the principle of prudence.

**e). Others**

The Company is liable to fund any shortfall in its recognized Provident Fund trust "Alstom T&D India Limited Employee's Provident Fund Trust" (the Trust), as it is a defined benefit plan. The Trust's investments include ₹ 251 million (both secured and unsecured) in bonds of IL&FS group of entities. There was a default of interest payment by these entities to the Trust during the previous year. Cumulative provision as of 31 March 2022 stands at ₹ 251 million towards expected shortfall in the Provident Fund Trust.

**(E) Other information**

In respect of other defined contribution plans, the Company has recognized the following amounts in the Statement of Profit and Loss:

- (i) Employer's Contribution to Superannuation Fund ₹ 58.2 million (31 March 2021 ₹ 70.8 million)
- (ii) Employer's Contribution to ESI ₹ 1.6 million (31 March 2021 ₹ 1.5 million)

**36. Segment information**

An operating segment is a component that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the other components, and for which discrete financial information is available. The Company is engaged in the business relating to products, projects and services for electricity transmission and related activities. Accordingly, the Company's activities/business is reviewed regularly by the Company's Managing Director / Chief Executive Officer assisted by an executive committee from an overall business perspective, rather than reviewing its products/services as individual standalone components. Thus, the Company has only one operating segment, and has no reportable segments in accordance with Ind AS - 108 'Operating Segments'.

**(i) The entity wide disclosures as required by Ind AS-108 are as follows:**

<b>Description</b>	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Sale of products	14,201.9	13,417.2
Revenue from execution of contracts for projects and services	15,191.2	19,980.2
Sale of services	1,129.9	994.3
Other operating income	136.5	132.0
<b>Revenue from operations</b>	<b>30,659.5</b>	<b>34,523.7</b>

**(ii) Geographical information**

Revenue from external customers	For the year ended 31 March 2022	For the year ended 31 March 2021
India	22,929.0	26,877.8
Other countries*	7,730.5	7,645.9
	<b>30,659.5</b>	<b>34,523.7</b>

\*Exports to any single country are not material to be disclosed

None of the customer account for more than 10% of Company's total revenue from operations.

Non-current assets**	As at 31 March 2022	As at 31 March 2021
India	8,845.5	9,253.7
Other countries	-	-

\*\* Non-current assets exclude financial assets and deferred tax assets.

**37. Share based payments****A) Employee share purchase plan (ESPP)**

Under the globally designed employee share purchase plan (Plan), all the permanent employees of the Company get an opportunity to buy a stake in the General Electric Co, USA (being the ultimate holding Company). An employee can invest upto a maximum of 25% of their monthly salary (eligible for provident fund) in the shares of General Electric Co, USA. The Company makes a matching contribution of 15% on every purchase made by the employee. All share are bought at market price on the transaction date. The fair value of the share granted under the plan is determined on the basis of market value of the shares on the grant date. During the year, the following numbers of shares were purchased at the below mentioned weighted average fair value:

The following table summarizes information about shares purchased under ESPP

Month	As at 31 March 2022		As at 31 March 2021	
	No of shares	Weighted average fair value per share (₹)	No of shares	Weighted average fair value per share (₹)
April	753	986	1,133	519
May	721	1,031	1,252	498
June	737	999	1,059	521
July	96	7,728	1,204	455
August	88	7,835	1,149	476
September	97	7,621	1,169	459
October	93	7,876	963	547
November	108	7,085	692	757
December	111	7,066	659	797
January	108	7,077	718	781
February	114	7,135	651	913
March	109	6,985	657	956

Weighted average value per share at which the shares were purchased during the year is ₹ 2,873 (31 March 2021 ₹ 597).

**B) Employees stock options**

The employees are entitled to shares of General Electric Co., USA, the ultimate holding company. Details of these plan is given below.

The ultimate holding company (General Electric Co., USA) grant stock options, restricted stock units to employees under the 2007 Long-Term Incentive Plan post approval of Board of directors of ultimate holding company. Incentive stock options can be granted only to employees.

As restricted stock units (RSU's) and stock options have been granted at the fair value of option on the grant date, therefore the Company measure and disclose the employee's compensation expenses relating to restricted stock option units and stock options using the fair value.

The employees' compensation expense for stock options and RSU's during the year ended 31 March 2022 amounts to ₹ 31.4 million as included under salaries and wages, treated as cash settled during the year. Further, the Ultimate Holding Company will raise charge to the Company for both stock options and RSUs at the time awards are exercised or lapsed by employees.

The options become exercisable over the vesting period (typically three or five years) and expire 10 years from the grant date if not exercised. Restricted stock units (RSU) provide an employee with the right to receive shares of GE stock when the restrictions lapse over the vesting period.

Details of stock options and RSU's issued (Equity settled) during the year are given below:

Type of arrangement	Date of grant	Options/ RSU granted	Fair value on the grant date (USD)	Weighted average remaining contractual life (years)
RSU	1-Apr-21	4,429	106.04	9.0
RSU	1-Jun-21	423	113.78	9.2
RSU	1-Sep-21	890	104.36	9.4
RSU	1-Mar-22	13,226	93.97	9.9
		<b>18,968</b>		

A summary of activity under the Option plan is given below:

Stock options	As at 31 March 2022		As at 31 March 2021	
	Average exercise price per share option (USD)	Number of options	Average exercise price per share option (USD)	Number of options
Outstanding at the beginning of the year*	15.68	133,487	17.74	97,428
Granted during the year	-	-	6.41	36,161
Transfer during the year	20.65	(9,613)	19.27	29,193
Exercised during the year	81.52	(13)	-	-
Cancelled during the year	142.88	(391)	15.08	(29,295)
<b>Outstanding at the end of the year</b>	<b>123.02</b>	<b>19,709</b>	<b>15.68</b>	<b>133,487</b>
Exercisable at the end of the year	147.14	14,055	19.31	107,892

\* During the year there is adjustment impact of 1-for-8 reverse stock split effective July 30, 2021

Share options outstanding at the end of the year have the following expiry date and exercise prices:

#### As at 31 March 2022

Options		RSUs	
No. of shares	Weighted average remaining contractual life (years)	No. of shares	Weighted average remaining contractual life (years)
19,709	5.5	15,622	8.8

#### As at 31 March 2021

Options		RSUs	
No. of shares	Weighted average remaining contractual life (years)	No. of shares	Weighted average remaining contractual life (years)
171,341	6.4	120,307	8.9

The estimated fair value of each stock option granted in the option plan is USD 97.71 (31 March 2020 USD 3.67). The estimation of fair value on the date of the grant was made using the Black Scholes option pricing model with the following assumptions:

Particulars	As at 31 March 2022	As at 31 March 2021
Strike Price	USD 123.02	USD 13.1
Expected lives	6.2	6.1
Expected volatility*	40%	36%
Dividend yield *	0.30%	0.40%
Risk-free interest rate *	1.1%	1.0%

\* Risk free interest rate reflect the yield on zero-coupon U.S. Treasury securities. Expected dividend yields presume a set dividend rate. Expected volatilities are based on implied volatilities from traded options and historical volatility of General Electric Company, USA stock.

## 38. Related party transactions

Names of related parties and nature of relationship:

### (i) Parties with whom control exist:

General Electric Company, United States	Ultimate Holding Company
GE Albany Global Holdings BV, Netherlands	Intermediate Holding Company
GE Power Global B.V. (formerly know as ALSTOM B.V., Netherlands (w.e.f 20 December 2018)	Intermediate Holding Company
GE Grid Alliance B.V., Netherlands	Intermediate Holding Company
Grid Equipments Private Limited, India	Immediate Holding Company

### (ii) Key managerial personnel

Mr. Mahesh Shrikrishna Palashikar (Non-Executive Director & Chairman w.e.f. 1 March 2021)  
 Mr. Vishal K Wanchoo (Non-Executive Director & Chairman upto 28 February 2021)  
 Mr. Pitamber Shivnani (Chief Executive Officer w.e.f. 15 January 2020 and Managing Director & CEO w.e.f. 1 July 2020)  
 Mr. Sushil Kumar (Chief Financial Officer upto December 31, 2021. Whole-time Director & CFO w.e.f. January 1, 2022)  
 Mr. Emanuel Esteban Nicolas Bertolini (Non-executive Director w.e.f. March 1, 2021, ceased to be Non-Executive Director w.e.f. October 1, 2021)  
 Mr. Gaurav Manohar Negi (ceased to be Non-executive Director w.e.f. November 1, 2021)  
 Mr. Rajendra Sheshadri Iyer (Non-Executive Director w.e.f. October 1, 2021. Ceased w.e.f. May 2, 2022)  
 Mr. Nagesh Tilwani (Whole-time Director upto 28 February 2021)  
 Mr. Kirit S Parikh (Independent Director)  
 Mr. Rakesh Nath (Independent Director)  
 Ms. Neera Saggi (Independent Director)  
 Mr. Sanjay Sagar (Independent Director w.e.f. 1 July 2020)

### (iii) Fellow subsidiaries with whom transactions have taken place:

GE Grid Australia Pty Ltd	Australia	Grid Solutions SAS, succursale au Mali	Mali
Grid Solutions SAS - Bahrein Branch	Bahrain	GE Grid Solutions, S.A. de C.V.	Mexico
General Electric International, Inc. - Branch - BA	Bahrain	GE Grid Solutions Maroc	Morocco
Grid Solutions Belgium	Belgium	Grid Solutions SAS - Nepal Branch	Nepal
GE Digital Energy do Brasil Ltda	Brazil	GE Nederland BV	Netherlands
GE Energias Renovaveis Ltda	Brazil	General Electric International (Benelux) B.V.	Netherlands
Grid Solutions Transmissao de Energia Ltda	Brazil	General Electric International, Inc. - Branch - NL	Netherlands
GE Multilin	Canada	GE Energy (New Zealand) Limited	New Zealand
General Electric Canada	Canada	General Electric Philippines, Inc.	Phillippines
Grid Solutions Canada ULC	Canada	GE Energy Colombia S.A. Sucursal del Peru	Peru
GE Grid (Shanghai) Co., Ltd	China	GE Power Sp.z.o.o.	Poland
GE High Voltage Switchgear (Suzhou) Co., Ltd.	China	Grid Solutions Portugal, Lda.	Portugal
GE High Voltage Equipment (Wuhan) Co., Ltd	China	Grid Solutions SAS - Qatar Branch	Qatar

GE (China) Co., Ltd	China	Grid Solutions Romania Srl	Romania
GE Energy Colombia S.A.	Colombia	General Electric International, Inc.	Saudi Arabia
Grid Solutions for Electrical Networks S.A.E.	Egypt	Cogelex	Saudi Arabia
Grid Solutions Oy	Finland	Grid Solutions Arabia Ltd Co	Saudi Arabia
GE Steam Power Electronics France	France	GE Grid Solutions Pte. Ltd	Singapore
GE Digital Services Europe	France	General Electric International, Inc - Branch - SG	Singapore
GE Energy Products France SNC	France	General Electric South Africa (Pty) Ltd	South Africa
GE Renewable Management	France	Kelman Distributors Africa (Pty) Ltd	South Africa
GE Energy Power Conversion Group	France	GE Grid Solutions S.A.	Spain
GE IS&T SAS	France	GE Power Management, S.L.	Spain
GE Support France	France	GE Energy Spain SL	Spain
Grid Solutions SAS	France	GE Global Parts & Products GmbH	Switzerland
GE Grid GmbH	Germany	GE Grid (Switzerland) GmbH	Switzerland
GE Grid Messwandler GmbH	Germany	General Electric (Switzerland) GmbH	Switzerland
GE Intelligent Platforms GmbH	Germany	General Electric Technology GmbH	Switzerland
GE Energy Germany GmbH	Germany	General Electric Company DaTan Project Office	Taiwan
GE Wind Energy GmbH	Germany	Grid Solutions (Thailand) Ltd	Thailand
Grid Solutions Hellas S.A. Electrical Commercial and Construction Company	Greece	General Elektrik Ticaret ve Servis A.S.	Turkey
GE Grid Solutions (UK) Ltd	Hungary	Grid Solutions Enerji Endustrisi A.S.	Turkey
FieldCore Service Solutions International India Pvt Ltd	India	General Electric International Operations Company	UAE
GE India Industrial Pvt Ltd	India	Grid Solutions Middle-East (FZE)	UAE
GE Power Conversion India Pvt Ltd	India	Grid Solutions SAS - Dubai Branch	UAE
GE Power India Ltd	India	GE Digital UK Ltd	United Kingdom
GE Power Services (India) Pvt Ltd	India	GE Energy Power Conversion UK Ltd	United Kingdom
GE Power Systems India Pvt Ltd	India	GE Smallworld	United Kingdom
Wipro GE Healthcare Private Limited	India	GE Grid Solutions (UK) Ltd	United Kingdom
Meridium Services and Labs Pvt Ltd	India	UK Grid Solutions Ltd (General Electric Energy UK Ltd)	United Kingdom
PT Grid Solutions Indonesia	Indonesia	General Electric International, Inc - Branch UK	United Kingdom
PT Unelec Indonesia	Indonesia	GE Digital LLC	USA
GE Industrial Hedging Services Unlimited Company	Ireland	GE Grid Solutions, LLC	USA
Grid Solutions S.p.A.	Italy	GE Packaged Power, LLC	USA
Grid Solutions Côte D'Ivoire Sarlu	Ivory Coast	GE Renewables Grid LLC	USA
GE Grid Solutions Japan K.K.	Japan	GE Working Capital Solutions, LLC	USA
General Electric International Operations Company, Inc. - JO	Jordan	General Electric International, Inc	USA
GE Grid GmbH - Almaty Branch	Kazakhstan	Instrument Transformers, LLC	USA
GRID Solutions SAS - Kuwait Branch	Kuwait	GE MDS LLC	USA
GRID Solutions SAS - Lebanon Branch	Lebanon	GE Energy Management Services, LLC	USA
GE Power Services (Malaysia) Sdn. Bhd	Malaysia	Grid Solutions Vietnam Co., Ltd	Vietnam

#### (iv) Employee benefit trusts where control exists:

ALSTOM T&D India Limited (Pallavaram PF, Trust)
GE T&D India Limited Employees Gratuity Fund
GE T&D India Limited Senior Staff Superannuation Fund

## Related party transactions and balances:

Description	For the year ended 31 March 2022						For the year ended 31 March 2021					
	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts
<b>Revenue from operations</b>												
Grid Solutions SAS, France			966.2									
UK Grid Solutioud Ltd (General Electric Energy UK Ltd.) United Kingdom			688.1									
General Electric Technology Gmb, Switzerland			254.7									
Grid Solutions Portugal, Lda., Portugal			236.8									
GE Power Services (Malaysia) Sdn. Bhd, Malaysia			233.3									
GE Grid Solutions LLC, USA			207.9									
GE Grid Australia Pty Ltd, Australia			199.1									
GE Grid Solutions Japan K.K., Japan			184.9									
GE Global Parts & Products GmbH, Switzerland			173.9									
GE Power India Ltd, India			153.5									
GE Power Conversion India Pvt. Ltd, India			133.6									
GRID Solutions S.p.A., Italy			122.5									
GE Grid Solutions Pte Ltd, Singapore			104.9									
GE High Voltage Switchgear (Suzhou), China			95.5									
Grid Solutions Transmissao de Energia Ltda, Brazil			92.5									
GE Power Systems India Private Ltd, India			71.5									
Grid Solutions Hellas S.A. Electrical, Greece			66.0									
GE Multilin, Canada			63.4									
GE Grid Solutions, S.A. de C.V., Mexico			38.4									
GE Grid (Switzerland) GmbH, Switzerland			3.6									
GE Grid GmbH, Germany			-									
Grid Solutions SAS, UAE			-									
PT Grid Solutions Indonesia			-									
COGELEX, Saudi Arabia			-									
Others			405.0									
<b>Purchase of raw material, components consumed and project related costs</b>												
Grid Solutions SAS, France			284.6									
GE Multilin, Canada			185.9									
Grid Solutions Enerji Endustrisi A.S., Turkey			163.8									
UK Grid Solutioud Ltd (General Electric Energy UK Ltd.) United Kingdom			142.1									



Description	For the year ended 31 March 2022						For the year ended 31 March 2021					
	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts
Grid Solutions Transmissao de Energia Ltda, Brazil			126.4						61.5			
GE Grid Solutions (UK) Ltd, United Kingdom			86.9					137.2				
GE Power Management S.L., Spain			66.5					71.7				
GE Grid (Switzerland) GmbH, Switzerland			47.1					109.9				
GRID Solutions Sp.A., Italy			45.7					128.2				
GE Steam Power Electronics France			40.4					47.6				
GE High Voltage Switchgear (Suzhou), China			5.4					335.5				
Others			66.5					171.5				
<b>Sale of Global engineering operating division</b>												
GE India Industrial Private Ltd, India			1,406.0					-				
<b>Other expenses</b>												
Grid Solutions SAS, France			602.5					405.0				
GE India Industrial Private Ltd, India			409.5					254.7				
Others			53.0					31.6				
<b>Purchase of property, plant and equipment</b>												
GE High Voltage Equipment (Wuhan) Co., Ltd., Wuhan			15.8					0.3				
Grid Solutions SAS, France			4.5					5.1				
GE Grid (Switzerland) GmbH, Switzerland			1.0					21.0				
UK Grid Solutions Ltd ( General Electric Energy UK Ltd), United Kingdom			0.2					0.6				
GE Power Systems India Private Ltd, India			0.2									
Grid Solutions Transmissao de Energia Ltda, Brazil			-					0.9				
GE Multilin, Canada			-					0.4				
<b>Technology license fee and others</b>												
General Electric Technology GmbH, Switzerland			241.5					231.1				
UK Grid Solutions Ltd ( General Electric Energy UK Ltd), United Kingdom			137.7					143.1				
Grid Solutions SAS, France			-					18.8				
<b>Trade mark fees</b>												
General Electric Company, USA	260.7						283.1					
<b>Interest- Expense</b>												
Grid Equipments Pvt Ltd, India								97.5				
GE India Industrial Pvt Ltd, India			63.8					53.1				
<b>Interest- Income</b>												
GE India Industrial Pvt Ltd, India			0.04					1.5				

Description	For the year ended 31 March 2022						For the year ended 31 March 2021					
	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts
<b>Employee stock options expense</b>												
General Electric Company, USA	31.4						47.6					
<b>Borrowings availed</b>												
Grid Equipments Pvt Ltd, India			-					4,000.0				
GE India Industrial Pvt Ltd, India			11,896.3							17,176.5		
<b>Borrowings repaid</b>												
Grid Equipments Pvt Ltd, India			-					5,330.0				
GE India Industrial Pvt Ltd, India			12,391.2							16,780.0		
<b>Loan granted</b>												
GE India Industrial Pvt Ltd, India			143.0									
<b>Loan repaid</b>												
GE India Industrial Pvt Ltd, India			143.0									
<b>Key management personnel remuneration (refer note (i) &amp; (ii) below)</b>												
Pitamber Shivnani <sup>###</sup>				21.2							31.0	
Sushil Kumar <sup>###</sup>				11.0							8.7	
Nagesh Tilwani				-							7.5	
<b>Key management personnel compensation</b>												
Short-term employee benefits				30.6							44.8	
Post-employment benefits				1.6							2.3	
Sitting fees to independent / non-executive directors (Short-term employee benefits)										11.4		9.8
Commission to Independent / non-executive directors (refer note (i) below)										4.6		4.3
<b>Contribution to employee related trusts</b>												
Alstom T&D India Limited (Palavaram PF Trust) <sup>*</sup>											95.6	91.7
GE T&D India Limited Employees Gratuity Fund <sup>*</sup>											0.0	141.3
GE T&D India Limited Senior Staff Superannuation Fund <sup>*</sup>											58.2	65.8
<b>Closing balances</b>												
Trade receivables												
GE Power Systems India Private Ltd, India			319.2								333.0	
Grid Solutions SAS, France			124.6								330.9	
Grid Solutions Portugal, Lda., Portugal			112.7								46.6	
GE Power India Ltd, India			94.0								37.7	

Description	For the year ended 31 March 2022						For the year ended 31 March 2021					
	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts
UK Grid Solutions Ltd (General Electric Energy UK Ltd), United Kingdom			89.6						96.9			
Grid Solutions Transmissao de Energia Ltda, Brazil			70.8						31.0			
GE Renewables Grid LLC, USA			70.5						60.5			
GRID Solutions S.p.A., Italy			66.6						22.3			
GE Grid Australia Pty Ltd, Australia			54.5						21.1			
GE High Voltage Switchgear (Suzhou), China			37.6						17.1			
GE Power Services (Malaysia) Sdn. Bhd, Malaysia			35.6						85.7			
PT Grid Solutions Indonesia			28.8						28.7			
General Electric Technology GmbH, Switzerland			20.2						316.1			
Grid Solutions Enerji Endustrisi A.S., Turkey			10.2						26.2			
GE Grid Solutions, S.A., Spain			-						26.0			
GE Grid Solutions (UK) Ltd, United Kingdom			-						19.0			
Others			116.3						144.6			
<b>Advance from customer</b>												
GE Power Conversion India Pvt Ltd, India			52.3						-			
<b>Trade payables</b>												
Grid Solutions SAS, France			1,002.7						862.5			
General Electric Company, USA	314.0						313.2					
General Electric Technology GmbH, Switzerland			235.3						229.5			
GE India Industrial Private Ltd, India			182.5						191.5			
UK Grid Solutions Ltd (General Electric Energy UK Ltd), United Kingdom			153.7						132.4			
GE Multilin, Canada			141.9						47.9			
General Electric International, Inc, USA			96.2						85.8			
GE Power India Ltd, India			70.2						46.1			
GE Grid GmbH, Germany			67.5						67.6			
GE Grid Solutions (UK) Ltd, United Kingdom			54.4						36.0			
GE Renewables Grid LLC (GRID Solutions (U.S.) LLC), USA			50.9						55.7			
Grid Solutions Transmissao de Energia Ltda, Brazil			46.0						19.8			
GE Digital Services Europe			38.6						26.6			
GRID Solutions S.p.A., Italy			24.8						82.1			
GE Working Capital Solutions, LLC, USA			23.6						37.4			
GE Grid (Switzerland) GmbH, Switzerland			20.0						35.6			

Description	For the year ended 31 March 2022						For the year ended 31 March 2021					
	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts	Ultimate Holding company	Immediate Holding company/ Intermediate Holding company	Fellow Subsidiaries	Key management personnel	Others	Employee benefit trusts
GE High Voltage Switchgear (Suzhou), China			7.5						70.4			
Others			150.2					179.0				
<b>Employee stock options payable</b>												
General Electric Company, USA	58.5						41.8					
<b>Borrowings Balance</b>												
GE India Industrial Pvt Ltd, India			1468.1					1,963.0				
<b>Interest accrued but not due on borrowings (other financial liability)</b>												
GE India Industrial Pvt Ltd, India			17.4					7.7				

- (i) The managerial remuneration (including contribution to provident fund, superannuation fund or annuity fund and Gratuity for the year, as applicable) paid/ payable to two executive directors amounts to ₹ 21.2 million and ₹ 2.8 million respectively, totaling to ₹ 24.0 million. In addition Board has approved Commission of ₹ 4.6 million for financial year 2021-22, which is payable upon approval from shareholders. In view of inadequacy of profits for the year, the total managerial remuneration and commission for the financial year exceeds the prescribed limits under Section 197 read with Schedule V to the Act by ₹ 7.4 million. As per the provisions of the Act, the excess remuneration/commission is subject to approval of the shareholders which the Company proposes to obtain in the forthcoming Annual general meeting.
- (ii) Does not include gratuity and compensated absences as these are provided in the books of accounts on the basis of actuarial valuation for the Company as a whole and hence individual amount cannot be determined.
- (iii) The Company has established a comprehensive system of maintaining information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. The law requires existence of such information and documentation to be contemporaneous in nature. Therefore, the Company is in the process of updating the documentation for the international/domestic transactions entered into with the associated enterprises during the financial year and expects such records to be in existence latest by the due date as required by law. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.
- (iv) All related party transactions entered during the financial year were on arm's length basis and were in the ordinary course of business.

### 39. Contingent liabilities

	As at 31 March 2022	As at 31 March 2021
(a) Contingent liabilities		
(i) Demands relating to		
Sales tax matters	3,579.2	3,287.4
Direct tax matters	123.5	-
Custom, excise duty and service tax matters	1,169.5	794.2
(ii) Claims against the Company not acknowledged as debts pertaining to legal cases	308.0	278.4

#### Notes:

- Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timing of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgment / decisions pending with various forums / authorities.
- The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material adverse effect on its financial position. The Company does not expect any reimbursements in respect of above contingent liabilities.
- The Company is directly or indirectly involved in other lawsuits, claims and proceedings, which arise in the ordinary course of business. The Company have challenged these litigation with respective authorities. Based on the facts currently available, management believes that likelihood of outflow of resources is remote and hence the Company has not recognised these litigations under contingent liability as well.
- Amount mentioned above excludes an amount of ₹ 53.6 million and ₹ 370.4 million related to Service Tax/ Excise and Sales Tax/ VAT related matters respectively pertaining to pre-demerger of Distribution business from erstwhile Company called Areva T&D India Limited and therefore borne by the de-merged entity i.e. Schneider Electric. This has also been confirmed by the Schneider Electric.
- There are no lease contracts which have been entered into but not yet commenced as at 31 March 2022.

### 40. Capital and other commitments

	As at 31 March 2022	As at 31 March 2021
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for in these accounts	170.3	165.4
	<b>170.3</b>	<b>165.4</b>

### 41. Earnings/(loss) per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic earnings per share calculation are as follows:

#### (a) Basic/diluted earnings per share

	For the year ended 31 March 2022	For the year ended 31 March 2021
(Loss) / earnings attributable to the equity holders of the Company	(496.2)	603.2
Weighted average number of equity shares	256,046,535	256,046,535
Total basic/ diluted earnings per share attributable to the equity holders of the Company	(1.9)	2.4

The Company does not have any potential diluted equity share and therefore Basic and Diluted EPS are the same.

## 42. Micro, Small and Medium Enterprises Development Act, 2006 (“MSMED”)

	As at 31 March 2022	As at 31 March 2021
The Company has amounts due to suppliers under MSMED Act. The disclosure pursuant to the said Act is as under:		
(i) The principal amount and the interest due thereon remaining unpaid to any supplier		
Principal amount	324.4	910.8
Interest thereon	146.3	100.4
(ii) The amount of interest paid by the buyer in terms of section 18, along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iii) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
(iv) The amount of interest accrued and remaining unpaid	146.3	100.4
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small investor	-	-

**Note:** The information relates to such vendors identified as micro and small enterprises, on the basis of information available with the Company.

**43.** The Management, have evaluated the impact of the pandemic on its business operations under various scenarios. The Company currently has a strong order book in excess of ₹ 37,200 million, leading to a clear visibility of revenue over the next 12-15 months. The Company has adequate fund-based credit facilities available from banks and other parties. The Company through the lockdown period and even subsequently has been able to maintain adequate control of its assets and there have been no significant changes to its control environment during the period.

The Company has also assessed the impact of any delays and inability to meet contractual commitments and has taken actions such as engaging with the customers in light of current crisis, and invoking of force-majeure clause to ensure that revenue recognition in such cases reflect realisable values. Further, the Company has evaluated the impact of COVID-19 on the financial results and made adequate provisions, wherever required, such as expected credit loss, estimated project costs etc. Any further impact till the date of report, if any, of COVID 19 on current year financial statement is not expected to be material.

**44 (a).** The Company had entered into a business transfer agreement (BTA) dated 23 December 2019 to sell its manufacturing facility at Naini, Allahabad (identified as disposal group) to a third party at a revised proposed consideration (net of transaction cost) of ₹ 362.3 million. The proposed sale consists of the Company's rights in the leased land at the facility, identified movable and immovable properties and assumed liabilities. The validity period of the BTA has been further extended.

The Company has entered into a settlement agreement with unionized staff for one time compensation to each workers who agrees to join / get transferred to new management once the sale of the undertaking consummates. Total cost of settlement compensation to all workmen is approx. ₹ 160 million.

Subsequent to the year end, basis the conditions agreed with the purchaser as part of BTA amendment, the net gain of ₹ 68.7 million arrived by reducing the cost incurred / to be incurred from the selling price has been shown as exceptional items in P&L. Accordingly assets held for sale of ₹ 362.3 million and liabilities held for sale of ₹ 293.6 million is recorded.

**44 (b).** During the year, management has created a provision of ₹ 198.4 million for site restoration based on present assessment of expenditure for activities related to earlier years and the same is reported under exceptional items.

**44 (c).** During the year, the Company has transferred its Global Engineering Operating Division (Engineering division) (GEOD) to GE India Industrial Private Limited (GEIPL) a fellow subsidiary together with the assets and manpower comprised therein on a slump sale basis for a total cash consideration of ₹ 1,406 million. GEOD is engaged in providing Engineering, designing, R&D and other related services to its GE fellow subsidiaries on a cost plus markup basis. The transfer of the GEOD business represents a strategic sale out to GEIPL for the purpose of integrating existing engineering resources within GEIPL and developing advanced grid technologies and accelerate the energy transition.

The consideration for the transfer was determined basis a fair valuation by an independent third party valuation specialist.

The excess of consideration received over the GEOD's carrying value of net assets amounting to ₹ 1,231.4 million, has been recognized as gain on sale of the division and included in the profit and loss account. The above transaction was approved by the non-controlling shareholders.

In the absence of any explicit guidance regarding accounting treatment to be followed in common control transactions in the books of the transferor in Appendix C to Ind-AS 103 on "Business Combination", the Company has adopted an accounting policy choice and has recognized such gains in the Statement of Profit and Loss.

## 45. Other statutory information

- a. The Company have not traded in Crypto currency or Virtual currency during the financial year.
- b. The Company does not have any transaction which is not recorded in the books of accounts and has been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provision of the Income Tax Act, 1961)
- c. The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company.
- d. The Company do not have any charges or satisfaction of charge which is yet to register with the ROC beyond statutory period.
- e. The Company has complied with the number of layers prescribed under clause 87 of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

**46.** The comparative financial information of the Company for the year ended/as at March 31, 2021, were reviewed/audited by the BSR & Associates LLP, Chartered Accountants, the predecessor auditor who have expressed an unmodified conclusion/opinion.

**47.** Previous year figures have been re-grouped or reclassified to conform to such current year classification

As per our report of even date attached

For **Deloitte Haskins & Sells**  
Chartered Accountants  
ICAI Firm Registration Number: 015125N

**Vijay Agarwal**  
Partner  
Membership no: 94468

Place: Gurugram  
Date: 20 May 2022

For and on behalf of the Board of Directors of **GE T&D India Limited**

**Sushil Kumar**  
Whole-time Director & Chief Financial Officer  
DIN : 08510312  
Place: Noida  
Date: 20 May 2022

**Pitamber Shivnani**  
Managing Director & Chief Executive Officer  
DIN: 05187407  
Place: Noida  
Date: 20 May 2022

**Manoj Prasad Singh**  
Company Secretary  
Membership no : F4231  
Place: Noida  
Date: 20 May 2022

# GLOSSARY

AC	Alternating Current
ADB	Asian Development Bank
AGM	Annual General Meeting
AIS	Air Insulated Switchgear
AMI	Advanced Metering Infrastructure
APM	Asset Performance Management
AT&C	Aggregate Technical & Commercial
ATL	Adani transmissison Limited
BCU	Bay control unit
BPC	Bhutan Power Company
CCS	Conventional Control Systems
CDSL	Central Depository Services (India) Limited
CRP	Control & Relay Panel
CSR	Corporate Social Responsibility
DC	Direct Current
DCS	Digital Control Systems
DDYGJY	Deen Dayal Upadhyay Gram Jyoti Yojana
DISCOMS	Distribution Companies
DPIIT	Department for Promotion of Industry and Internal Trade
EBOP	Electrical balance of Plants
EESL	Energy Efficiency Services Limited
EHS	Environment, Health and Safety
EHV	Extra High Voltage
EMS	Energy Management Systems
Evs	Electrical Vehicals
FACTS	Flexible Alternating Current Transmission Systems
GBS	Gross Budgetary Support
GDP	Gross Domestic Product
GE	General Electric
GEC	Green Energy Corridor
GIS	Gas Insulated Switchgear
GIS	Geospatial Information systems
GOI	Government of India
GST	Goods and Service Tax
GW	Giga Watt
HPPTCL	Himachal Pradesh Power Transmission Company Limited
HV	High Voltage
HVDC	High Voltage Direct Current
HVAC	Heating, Ventilation, and Air Conditioning
ICT	Interconnected Transformer
IEPF	Investor Education and Protection Fund
InSTS	Intra State Transmission Scheme
IPDS	Integrated Power Distribution Scheme
IREDA	Indian Renewable Energy Development Agency
ISTS	Inter State Transmission Scheme
KPTCL	Karnataka Power Transmission Company Limited

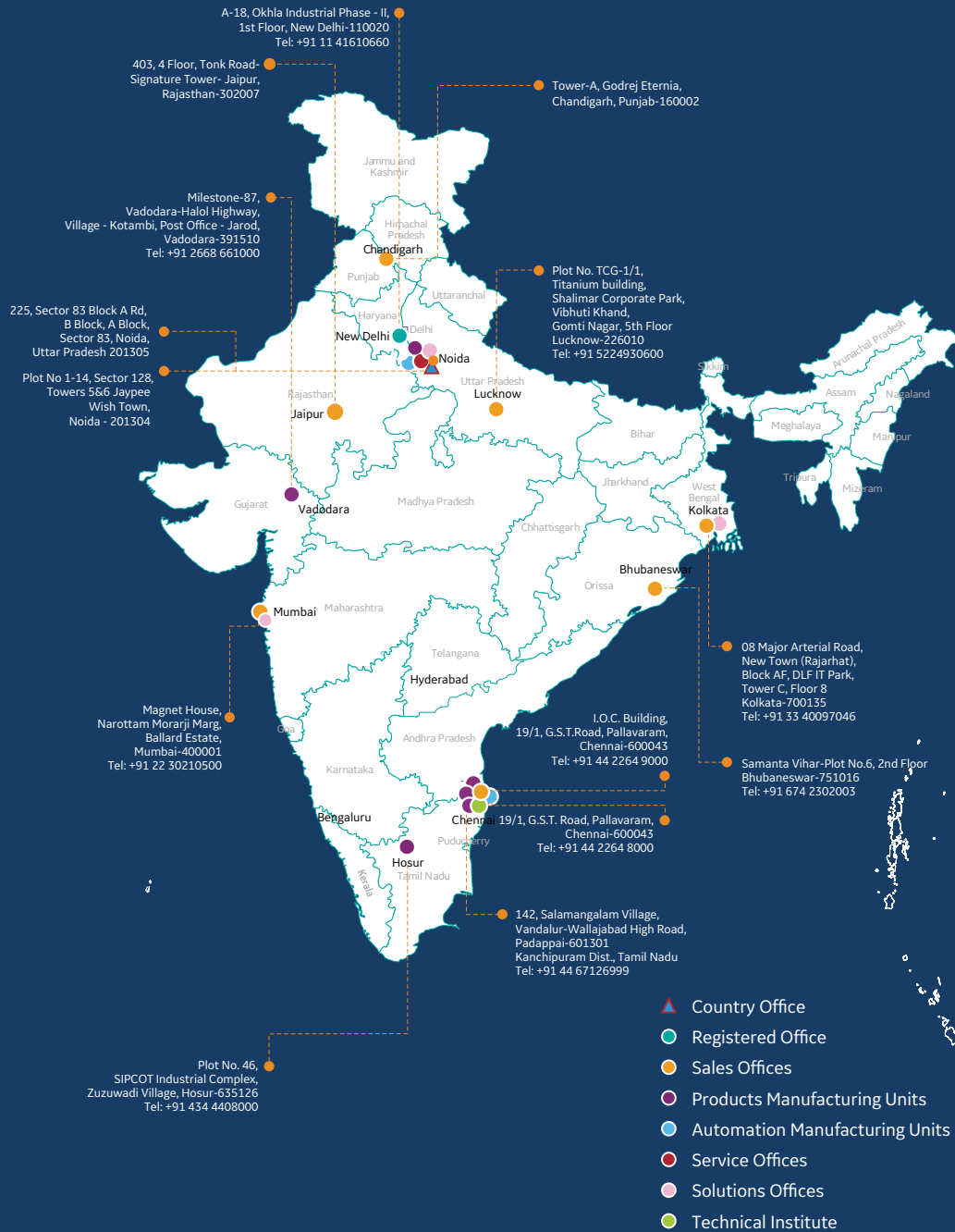
KSEB	Kerala State Electricity Board
kV	Kilo Volt
kW	Kilo Watt
kWp	Kilo Watt peak
LCC	Line Commutated Converter
LED	Light Emitting Diode
MII	Make In India
MINR	Million Indian Rupees
MNRE	Ministry of New and Renewable Energy
MSETCL	Maharashtra State Electricity Transmission Corporation Limited
MV	Mega Volt
MVA	Mega Volt Amp
MW	Mega Watt
NEA	Nepal Electric Agency
NPA	Non-Performing Assets
NSDL	National Depository Services Limited
NTPC	NTPC Limited
OPTCL	Odisha Power Transmisison Company Limited
PAT	Profit After Tax
PD	Performance Development
PFC	Power Finance Corporation Limited
PGCIL	Powergrid Corporation of India Limited
PLI	Production Linked Incentives
POSH	Prevention of Sexual Harassment
PPA	Power Purchase Agreement
PSDF	Power System Development Fund
REMC	Renewable Energy Monitoring Centre
RDSS	Revamped Distribution Sector Scheme
RME	Renovation Modernization and Extension
S/s	Substation
SCADA	Supervisory Control and Data Acquisition
SDG	Sustainable Development Goal
SEBI	Securities and Exchange Boards of India
SECI	Solar Energy Corporation of India Ltd
SERC	State Electricity Regulator Commission
T&D	Transmission and Distribution
TBCB	Tariff Based Competitive Bidding
TBS	Twin Balance Sheet
TPSODL	Tata Power Southern Odisha Power Limited
TPWODL	Tata Power Western Odisha Power Limited
TOCODL	Tata Power Central Odisha Power Limited
UPPTCL	Uttar Pradesh Power Transmission Corporation Ltd.
UJALA	Unnat Jyoti by Affordable LEDs for All
VSC	Voltage Source Converter
WBSETCL	West Bengal State Electricity Transmission Company Limited







# OUR GEOGRAPHICAL SPREAD ACROSS INDIA



Map not to scale - for illustrative purposes only.



GE T&D India Limited

**Registered Office**

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Okhla Industrial Area

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Tel. No. 91 11 41610660

