

Greenko Wind Projects (Mauritius) Limited (Restricted Group V)

US\$ 750,000,000 5.50% Senior Notes due 2025

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Independent Practitioner's Review Report

To the Board of Directors of Greenko Wind Projects (Mauritius) Ltd

We have reviewed the accompanying combined condensed interim financial statements of the Restricted Group V which consists of Greenko Wind Project (Mauritius) Ltd ("the Company") and Greenko AP01 IREP Private Limited, entities under the common control of the Greenko Energy Holdings ("the Parent"), (collectively known as "the Restricted Group V"), which comprise the condensed combined statement of financial position as at September 30, 2024, the condensed combined statement of profit or loss and other comprehensive income, the condensed combined statement of changes in net parent investment and the condensed combined statement of cash flows for the six months period then ended, and selected explanatory notes (collectively known as the "condensed combined interim financial statements"). These combined condensed interim financial statements have been prepared by the Management of the Company in accordance with the basis of preparation as set out in note 3 to the combined condensed interim financial statements.

Management's responsibility for the condensed combined interim financial statements

Management is responsible for the preparation and presentation of these condensed combined interim financial statements in accordance with the basis of preparation set out in note 3. These condensed combined interim financial statements contain an aggregation of financial information relating to Restricted Group V entities. Management's responsibility includes determining the acceptability of the basis of preparation in the circumstances and for such internal control as management determines is necessary to enable the preparation of condensed combined interim financial statements that are free from material misstatement, whether due to error or fraud.



Independent Practitioner's Review Report to the Board of Directors of Greenko Wind Projects (Mauritius) Ltd (continued)

Practitioner's responsibility

Our responsibility is to express a conclusion on the accompanying condensed combined interim financial statements based on our review. We conducted our review in accordance with Standard on review Engagements (SRE) 2400 (Revised), "Engagements to Review Historical Financial Statements". SRE 2400 (Revised) requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements, taken as a whole, are not prepared in all material respects in accordance with the applicable financial reporting framework. This Standard also requires us to comply with relevant ethical requirements.

A review of financial statements in accordance with SRE 2400 (Revised) is a limited assurance engagement. The practitioner performs procedures, primarily consisting of making inquiries of the management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with the standards on Auditing. Accordingly, we do not express an audit opinion on these condensed combined interim financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that these accompanying condensed combined interim financial statements as at and for the six months period ended September 30, 2024, are not prepared, in all material aspects in accordance with the basis of preparation described in note 3.



Independent Practitioner's Review Report to the Board of Directors of Greenko Wind Projects (Mauritius) Ltd (continued)

Emphasis of Matter

We draw attention to Note 2 and 3 to the condensed combined interim financial statements, which describes that the Restricted Group V has not formed a separate legal group of entities, which also describes the basis of preparation, including the approach to and the purpose for preparing them. Consequently, the Restricted Group V's condensed combined interim financial statements may not necessarily be indicative of the financial performances and financial position of the Restricted Group V that would have occurred if it had operated as a separate standalone group of entities during the periods presented, nor may they be indicative of the results of operations of the Restricted Group V for any future period. The condensed combined interim financial statements have been prepared solely to comply with financial reporting requirements under the indenture governing the Senior Notes as described in Note 2 to the condensed combined interim financial statements. As a result, the condensed combined interim financial statements may not be suitable for another purpose.

Our conclusion is not modified in respect of this matter.

for **akasam & associates**

Chartered Accountants

ICAI Firm Registration Number: 005832S



S Ravi Kumar

Partner

Membership number: 028881

ICAI UDIN No.: 24028881BKCBPH7312

Place: Hyderabad

Date: December 13, 2024

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)
(All amounts in US Dollar millions unless otherwise stated)
Interim condensed combined statement of financial position

	Notes	As at 30 September 2024	As at 31 March 2024
Assets			
Non-current assets			
Property, plant and equipment	6	1,554.46	1,210.15
Bank deposits		-	6.34
Investment in subsidiaries	7	0.00	0.00
Derivative financial assets	13	-	53.76
Other receivables		3.94	-
		1,558.40	1,270.25
Current assets			
Other receivables		4.15	5.01
Derivative financial assets	13	58.63	-
Bank deposits	9	120.89	6.25
Taxation receivable		1.91	1.32
Cash and cash equivalents	8	180.32	216.47
		365.90	229.05
Total assets		1,924.30	1,499.30
Equity and liabilities			
Equity			
Net parent investment		295.78	295.85
Total equity		295.78	295.85
Liabilities			
Non-current liabilities			
Retirement benefit obligations		0.78	0.85
Borrowings	10	382.21	1,021.61
Deferred income tax liabilities		0.04	0.02
Other financial liabilities		-	9.31
		383.03	1,031.79
Current liabilities			
Trade and other payables		124.78	79.71
Borrowings	10	967.48	-
Other financial liabilities		18.68	18.28
Borrowings from unrestricted group	12	134.55	73.67
		1,245.49	171.66
Total liabilities		1,628.52	1,203.45
Total equity and liabilities		1,924.30	1,499.30

The explanatory notes are an integral part of these interim condensed combined financial statements.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)*(All amounts in US Dollar millions unless otherwise stated)***Interim condensed combined statement of profit or loss and other comprehensive income**

	Notes	Six months ended 30 September 2024	Six months ended 30 September 2023
Other expenses		(0.57)	(0.13)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		(0.57)	(0.13)
Depreciation and amortisation		(0.14)	(0.13)
Operating loss		(0.71)	(0.26)
Finance income		4.90	2.41
Finance costs		(0.23)	(0.71)
Profit before tax		3.96	1.44
Income tax expense		(2.40)	(2.42)
Profit / (Loss) for the period		1.56	(0.98)
Other comprehensive income			
Items that will be reclassified subsequently to profit or loss			
Exchange differences on translating foreign operations		(1.63)	(2.08)
Total other comprehensive income/ (loss)		(1.63)	(2.08)
Total comprehensive income/(loss)		(0.07)	(3.06)

The explanatory notes are an integral part of these interim condensed combined financial statements.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)*(All amounts in US Dollar millions unless otherwise stated)***Interim condensed combined statement of changes in net parent investment**

	Six months ended 30 September 2024	Six months ended 30 September 2023
Opening for the period	295.85	189.39
Profit /(Loss) for the period	1.56	(0.98)
Exchange differences on translating foreign operations for the period *	(1.63)	(2.08)
Closing for the period	295.78	186.33

* Movement in currency translation reserve:

	Six months ended 30 September 2024	Six months ended 30 September 2023
Opening for the period	(48.99)	(46.27)
Other comprehensive income/(loss):		
Exchange differences on translating foreign operations for the period	(1.63)	(2.08)
Closing for the period	(50.62)	(48.35)

The explanatory notes are an integral part of these interim condensed combined financial statements.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed combined financial statements****Interim condensed Combined statement of cash flow**

	Six months ended 30 September 2024	Six months ended 30 September 2023
A. Cash flows from operating activities		
Profit before tax	3.96	1.46
<i>Adjustments for</i>		
Depreciation and amortisation	0.14	0.13
Finance income	(4.90)	(2.41)
Finance costs	0.23	0.71
<i>Changes in working capital</i>		
Trade and other receivables	(3.12)	(0.15)
Trade and other payables	0.35	(0.83)
<i>Cash generated from operations</i>	(3.34)	(1.09)
Taxes paid	(0.59)	(0.38)
Net cash flows used in operating activities	(3.93)	(1.47)
B. Cash flows from investing activities		
Purchase of property, plant and equipment and capital expenditure	(261.73)	(196.84)
Maturity of / (investment in) bank deposits	(108.61)	71.58
Interest received	4.63	3.99
Net cash flows used in investing activities	(365.71)	(121.27)
C. Cash flows from financing activities		
Proceeds from borrowings	327.15	97.87
Proceeds through borrowings from unrestricted group	61.39	27.98
Premium paid on derivative contracts	(9.12)	(9.25)
Interest paid	(45.13)	(6.01)
Net cash flows from financing activities	334.29	110.59
Net decrease in cash and cash equivalents	(35.35)	(12.15)
Cash and cash equivalents at the beginning of the period	216.47	49.21
Exchange loss on cash and cash equivalents	(0.80)	(0.07)
Cash and cash equivalents at the end of the period	180.32	36.99

The explanatory notes are an integral part of these interim condensed combined financial statements.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

1. General information

Greenko Wind Projects (Mauritius) Ltd (“Greenko Wind Projects” or “the Company”) was incorporated on 18 June 2021 under the Mauritius Companies Act 2001 as a Private Company with Limited liability by shares and holds Global Business Licence issued by the Financial Services Commission and has its registered office at C/o IQ EQ Corporate Services (Mauritius) Ltd, 33, Edith Cavell Street, Port Louis 11324, Mauritius.

Greenko Energy Holdings, Mauritius (“Greenko” or “the Parent”) is the Ultimate Holding Company of Greenko Wind Projects. The Parent together with its subsidiaries (“Greenko Group”) is in the business of owning and operating clean energy facilities in India.

Greenko AP01 IREP Private Limited (“Greenko AP01 IREP”) is wholly owned subsidiary of Greenko Energy Holdings and Greenko AP01 IREP is engaged in development of 1,680 MW of pumped storage project in the Pinnapuram village, in the Kurnool district of Andhra Pradesh, India (“Storage Project”). The Storage Project is also connected with 1,500 MWAC/ 2,100 MWDC solar PV plant (“Solar Project”) connected with a central evacuation system being developed by the Greenko AP01 IREP. The Greenko AP01 IREP will utilize the power generation from the Solar Project as input power for the Storage Project as well as for supply under the SECI PPAs. Greenko Group is developing Storage Project and Solar Project within Greenko AP01 IREP Private Limited legal entity.

The interim condensed combined financial statements of the Restricted Group V for the six months ended 30 September 2024 were authorised for issue in accordance with approval by the Board on 13 December 2024.

2. Purpose of the interim condensed combined financial statements

The Company has issued Senior Notes to institutional investors on 6 April 2022 and is listed on Singapore Exchange Securities Trading Limited (SGX-ST). Greenko Wind Projects has infused the funds through rupee debt in Greenko AP01 IREP for development of the Storage Project. Greenko Wind Projects and Greenko AP01 IREP have been considered as a group for the purpose of financial reporting and is referred hereinafter as “Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)” or “the Restricted Group V”. Entities which are the part of Restricted Group V are individually called as a ‘restricted entity’ and collectively as ‘the restricted entities’. These restricted entities are under common control of Parent.

Restricted Group V does not constitute a separate legal entity. The interim condensed combined financial statements have been prepared for the purpose of complying with financial reporting requirements under the indenture governing the Senior Notes. The indenture governing the Senior Notes requires Greenko Wind Projects to prepare combined financial statements of Greenko Wind Projects and restricted entities for the purpose of submission to the bond holders.

3. Basis of preparation of the interim condensed combined financial statements

These interim condensed combined financial statements have been prepared in accordance with the basis of preparation using the accounting principles under IFRS Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and in accordance with the principles of International Accounting Standard (IAS) 34 “Interim Financial Reporting” on a carve-out basis taking into account the specifics to be considered in preparing interim condensed combined financial statements. Whilst the financial information included in these interim condensed combined financial statements is in accordance with basis of preparation using IFRS Accounting Standards, however, these interim condensed combined financial statements do not include all of the information and disclosures required under for a complete set of interim financial statements under IAS 34.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

The financial information for the period from 1 April 2024 to 30 September 2024 and 1 April 2023 to 30 September 2023 are unaudited and have been reviewed. The comparatives as at 31 March 2024 were audited and have been extracted from the audited combined financial statements for the year ended 31 March 2024.

These interim condensed combined financial statements have been prepared using top-down approach on carve out basis from its parent's interim condensed consolidated financial statements using the historical results of operations, assets and liabilities attributable to restricted entities and Greenko Wind Projects.

The restricted entities and Greenko Wind Projects are under the common control of the Parent. The following are the restricted entities forming part of Restricted Group V along with the Company:

Entity	30 September 2024	31 March 2024	30 September 2023
Greenko Wind Projects (Mauritius) Ltd	100%	100%	100%
Greenko AP01 IREP Private Limited	100%	100%	100%

These interim condensed combined financial statements are not necessarily indicative of the financial performance, financial position and cash flows of the Restricted Group V that would have occurred if it had operated as a separate stand-alone group of entities during the period presented nor of the Restricted Group V's future performance. The interim condensed combined financial statements include the operations of entities in the Restricted Group V, as if they had been managed together for the periods presented.

These interim condensed combined financial statements have been prepared on carve out basis from Parent's interim condensed consolidated financial statements using the historical results of operations, assets and liabilities attributable to the Restricted Group V entities. This is referred as top-down basis of preparation of carve-out financial statements.

These interim condensed combined financial statements have been prepared in accordance principles explained in the basis of preparation note on a carve-out basis. As IFRS Accounting Standards, which underlines the principles, do not provide guidance for the preparation of combined financial statements, certain accounting conventions commonly used for the preparation of financial information have been applied in preparing these interim condensed combined financial statements. The application of the specific carve-out conventions impacting the preparation of these interim condensed combined financial statements, the areas involving a high degree of judgment or where estimates and assumptions are significant to the interim condensed combined financial statements have been described in the audited combined financial statements for the year ended 31 March 2024 and has followed the same in preparation of these interim condensed combined financial statements.

These interim condensed combined financial statements have been prepared on a going concern basis under the historical cost convention, except for financial assets and financial liabilities (including derivative instruments) measured at fair value through profit or loss. All intercompany transactions and balances within the Restricted Group V entities have been eliminated in full. Transactions between the Restricted Group V and other entities of Greenko Group (hereinafter referred to as "the Unrestricted Group") that are eliminated in the interim condensed consolidated financial statements of Greenko have been reinstated in these interim condensed combined financial statements.

Transactions that have taken place with the Unrestricted Group have been disclosed in accordance with the principles of IAS 24, Related Party Disclosures.

The Restricted Group V entities operate on its own and there are no material common expenses incurred by the Parent which require allocation to this Restricted Group V.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

As these interim condensed combined financial statements have been prepared on a carve-out basis and the Restricted Group V does not have share capital, it is not meaningful to show share capital or present statement of changes in equity in the interim condensed combined financial statements. Net parent investment, therefore, represents the difference between the assets and liabilities pertaining to combined businesses. Share capital of Restricted Group V entities is ultimately held by the Parent. Earnings Per Share have not been presented in these interim condensed combined financial statements, as Greenko Wind Projects did not meet the applicability criteria as specified under IAS 33 – Earnings Per Share.

4. Material accounting policies

The interim condensed combined financial statements have been prepared in accordance with the accounting policies adopted in the Restricted Group V audited combined financial statements for the year ended 31 March 2024. The presentation of the interim condensed combined financial statements is consistent with the audited combined financial statements.

The Restricted Group V has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Several amendments and interpretations apply for the first time in the fiscal year ending 31 March 2025, but do not have significant impact on the interim condensed combined financial statements.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

In January 2020 and October 2022, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced whereby an entity must disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments had no impact on the Restricted Group V's interim condensed consolidated financial statements, and detailed disclosure related to covenants will be presented in the year end combined financial statements.

5. Use of estimates and judgements

The preparation of interim financial statements in conformity with IFRS Accounting Standards requires management to make judgments, 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. In preparing these interim condensed combined financial statements, the significant judgments made by management in applying the Restricted Group V's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the audited combined financial statements as at and for the year ended 31 March 2024.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

6. Property, plant and equipment

	Land	Buildings	Plant and Machinery	Furniture and equipment	Vehicles	Capital work-in-progress	Total
Cost							
At 1 April 2023	7.18	0.14	0.43	0.67	0.50	776.24	785.16
Additions	0.19	-	0.03	0.15	0.21	440.76	441.34
Exchange differences	(0.10)	(0.00)	(0.01)	(0.01)	(0.01)	(15.73)	(15.86)
At 31 March 2024	7.27	0.14	0.45	0.81	0.70	1,201.27	1,210.64
Additions	-	-	-	0.10	-	342.41	342.51
Exchange differences	(0.04)	(0.00)	(0.00)	(0.00)	(0.00)	1.98	1.94
At 30 September 2024	7.23	0.14	0.45	0.91	0.70	1,545.66	1,555.09
Accumulated depreciation							
At 1 April 2023	-	-	0.02	0.13	0.07	-	0.22
Charge for the year	-	0.01	0.01	0.17	0.08	-	0.27
Exchange differences	-	(0.00)	(0.00)	(0.00)	(0.00)	-	(0.00)
At 31 March 2024	-	0.01	0.03	0.30	0.15	-	0.49
Charge for the period	-	0.00	0.01	0.10	0.03	-	0.14
Exchange differences	-	(0.00)	(0.00)	(0.00)	(0.00)	-	(0.00)
At 30 September 2024	-	0.01	0.04	0.40	0.18	-	0.63
Net book value							
At 30 September 2024	7.23	0.13	0.41	0.51	0.52	1,545.66	1,554.46
At 31 March 2024	7.27	0.13	0.42	0.51	0.55	1,201.27	1,210.15

Borrowings at project level are secured against the present and future moveable and immovable assets of the Project. The Restricted Group V has capitalised borrowing costs amounting to US\$ 51.31 million for the six months ended 30 September 2024 on qualifying assets during construction. Note 11 provide details of capital commitments outstanding as at 30 September 2024.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed combined financial statements****7. Investment in subsidiaries**

	As at 30 September 2024	As at 31 March 2024
Greenko AP01 IREP Solar 2 Private Limited	0.00	0.00
Greenko AP01 IREP Wind Private Limited	0.00	0.00
	0.00*	0.00*

* Rounded off to nearest million in two decimals.

Investment in these subsidiaries are valued at cost and Greenko AP01 is holding 100% equity interest in these subsidiaries.

8. Cash and cash equivalents

	As at 30 September 2024	As at 31 March 2024
Cash on hand	-	-
Cash at bank	180.32	216.47
	180.32	216.47

Cash at bank includes US\$32.50 million (31 March 2024: US\$33.61 million) in currencies other than INR (i.e., in US\$).

9. The Restricted Group V holds balances in deposit accounts with banks. Fixed deposits with original maturity of more than three months and less than 12 months from the reporting date amounting to US\$ 120.89 million (31 March 2024: US\$ 6.25 million) are classified as 'bank deposits' and disclosed under current assets. Bank deposits aggregating to US\$ 119.47 million (31 March 2024: US\$ 12.59 million) have been given as security against debt service coverage, guarantees and letter of credits.

10. Borrowings

The carrying amount of Restricted Group V 's borrowings, net of unamortised transaction costs/issue expenses, are as follows:

	As at 30 September 2024	As at 31 March 2024
Non-current – Financial liabilities measured at amortised cost		
5.50% Senior Notes {Refer Note 10.1}	-	745.63
Term loans from banks	-	220.00
Term loan from financial institution	382.21	55.98
	382.21	1,021.61
Current – Financial liabilities measured at amortised cost		
5.50% Senior Notes {Refer Note 10.1}	747.75	-
Term loans from banks	219.73	-
	967.48	-
Total borrowings	1,349.69	1021.61

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

Storage Project:

- 10.1** On 06 April 2022, Greenko Wind Projects (Mauritius) Ltd, raised funds to the tune of US\$ 750 million by issuing 5.50% US\$ Senior Notes due 2025 from institutional investors for repayment of existing project rupee debt and for further capital expenditure in relation to the standalone pumped storage project being developed by Greenko AP01 IREP Private Limited. The interest on the Senior Notes is payable on a semi-annual basis in arrears. These Senior Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). The Senior Notes are secured by corporate guarantee from Parent. Non-convertible debentures issued to Greenko Wind Projects (Mauritius) Ltd by Greenko AP01 IREP Private Limited are secured by pledge of assets of Greenko AP01 IREP Private Limited through an Indian trustee. Further, as per the terms of the senior notes, the Company has an option for early redemption subject to the conditions specified in the instrument. The Restricted Group V has initiated the process for refinancing of this loan facility on maturity.
- 10.2** Term loans from banks are secured by way of hypothecation of all immovable properties including plant and machinery, all other movable properties and current assets present and future of Storage Project on a Pari passu basis with Non-convertible debentures issued by Greenko AP01 IREP Private Limited. Loans from banks are also secured by corporate guarantee from Parent and pledge over shares of Greenko AP01 IREP Private Limited on a Pari passu basis with the lenders of Solar Project. Term loans from banks mature on 24 April 2025 and bear rates of interest in the range of 9.86% to 10.90%. The Restricted Group V has initiated the process for refinancing of this loan facility on maturity.

Solar Project:

- 10.3** Term loans from financial institution are secured against first charge by way of hypothecation of all immovable properties including plant and machinery, all other movable properties and current assets present and future of Solar Project. Term loan from financial institution is also secured by corporate guarantee from Greenko Energies Private Limited and pledge over shares of Greenko AP01 IREP Private Limited on a Pari passu basis with the lenders of Storage Project. Term loans from financial institution mature between 2026 to 2044 and bear rate of 9.45%.
- 10.4** The carrying amounts of the Restricted Group V's borrowings are denominated in the following currencies:

	30 September 2024	31 March 2024
Indian rupee ("INR")	601.94	275.98
US Dollar ("US \$")	747.75	745.63
	1,349.69	1,021.61

- 10.5** The carrying amounts of the Restricted Group V's borrowings based on interest are denominated in the following nature:

	30 September 2024	31 March 2024
Fixed rate of interest	798.61	745.63
Variable rate of Interest	551.08	275.98
	1,349.69	1,021.61

- 10.6** Reconciliation of liabilities arising from financing activities:

	As at 1 April 2024	Net cash flows	Non-cash changes		As at 30 September 2024
			Foreign exchange movements	Transaction costs	
Borrowings	1,021.61	327.15	(1.38)	2.31	1,349.69
Borrowings from unrestricted group	73.67	61.39	(0.51)	-	134.55
Other financial liabilities	27.59	(9.12)	-	0.21	18.68

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed combined financial statements**

	As at 1 April 2023	Net cash flows	Non cash changes		As at 31 March 2024
			Foreign exchange movements	Transaction costs	
Borrowings	741.58	277.07	(1.93)	4.89	1,021.61
Borrowings from unrestricted group	0.66	73.53	(0.52)	-	73.67
Other financial liabilities	45.45	(18.54)	-	0.68	27.59

11. Commitments and contingencies

Capital expenditure contracted for as at 30 September 2024 but not yet incurred aggregated to US\$ 392.98 million (31 March 2024: US\$ 76.17 million), of which US\$ 328.03 million related to Solar Project.

12. Related-party transactions

The Restricted Group V is controlled by Greenko Energy Holdings. The Restricted Group V entities have certain transactions with Greenko Energy Holdings and its subsidiaries which are not covered under Restricted Group V (Unrestricted Group entities).

- a. The details of the related party transactions with the Unrestricted Group are as follows:

	Six months ended 30 September 2024	Six months ended 30 September 2023
Receipt of inter-company loans	61.39	27.98
Purchase of materials and services	12.57	8.18
Advance paid/ (recovered) against work orders	(5.64)	(5.98)

- b. The details of advance/ (payable) balances outstanding with Unrestricted Group:

	As at 30 September 2024	As at 31 March 2024
Borrowings from Unrestricted Group ⁽¹⁾	(134.55)	(73.67)
Creditors payable	(2.59)	(4.41)
Advance against work orders ⁽²⁾	20.27	26.03

⁽¹⁾ The borrowings from unrestricted group are in the form of interest free inter-company loans and repayable on demand.

⁽²⁾ Part of Capital work-in-progress.

- c. The Parent has given corporate guarantee for the Senior Notes aggregating to US\$750.00 million and term loan facility of US\$ 219.73 million. Greenko Energies Private Limited has given corporate guarantee for term loan facility of US\$ 382.21 million.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

13. Fair value measurement of financial instruments

Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position of the Restricted Group V are grouped into three levels of the fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value hierarchy of assets and liabilities of the Restricted Group V:

30 September 2024

	Level 1	Level 2	Level 3	Total
Financial assets:				
Measured at fair value				
Derivative financial assets	-	58.63	-	58.63
Financial liabilities:				
Measured at amortised cost				
Fixed rate borrowings (including current)	743.37	50.86	-	794.23
Floating rate borrowings	-	551.08	-	551.08
Other financial liabilities	-	-	18.68	18.68

31 March 2024

	Level 1	Level 2	Level 3	Total
Financial assets				
Derivative financial assets	-	53.76	-	53.76
Financial liabilities				
Fixed rate borrowings (including current)	731.15	-	-	731.15
Floating rate borrowings	-	275.98	-	275.98
Other financial liabilities	-	-	27.59	27.59

The carrying amounts reported in the condensed combined interim statement of financial position for cash and cash equivalents, bank deposits, trade and other receivables, trade and other payables approximate their respective fair values due to short-term nature.

The Greenko Group's finance team performs valuations of financial instruments for financial reporting purposes in consultation with third party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information.

The valuation techniques used for financial instruments categorised in Level 1,2,3 are described below:

Derivative financial assets

The Restricted Group V entered into forward options to mitigate the foreign currency risks for debt investments in India. The derivative asset associated with these contracts are recognised at fair value at inception. Subsequent changes to the fair value of the financial asset from the date of inception till 30 September 2024, have been charged to profit or loss.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

The fair value of derivative instruments are accounted for based on the difference between the contractual price and the current market price. The fair value of these derivative instruments indicates the amounts that the Restricted Group is expected to receive or pay to terminate the swap counterparties at the balance sheet date.

The fair value estimate has been determined using Black-Scholes model considering inputs that include other than quoted prices of similar assets/industry that are indirect observables like interest rates, yield curves, implied volatilities and credit spreads.

The following table gives details in respect of the notional amount of outstanding foreign exchange derivative contracts.

Instrument	Currency	Cross currency	Notional amount	Fair value as at 30 September 2024	Fair value as at 31 March 2024
Forward options	USD	INR	750.00	58.63	53.76

Other financial liabilities:

Other financial liabilities consists of premium payable on above derivative instruments. Financial liability towards premium payable is initially measured at fair value and are subsequently measured at amortised cost using the effective interest method.

Borrowings:

The fair value of long-term borrowings having floating rate of interest approximate the carrying amount of those loans as there was no significant change in the Restricted Group V's own credit risk during the current period/year.

The fair value of Senior notes for disclosure purpose is estimated using bond valuation method and the yield curve of the instrument listed on Singapore Stock Exchange (Refer note 10). The valuation model considers the present value of expected payment, discounted using risk-adjusted discount rate based on market yield curve.

Greenko Wind Projects (Mauritius) Ltd (Restricted Group V)

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed combined financial statements

14. Component financial information:

The Company has issued Senior Notes to institutional investors on 06 April 2022 and invested the issue proceeds in Non-Convertible Debentures (“NCDs”) issued by Greenko AP01 IREP Private Limited (“Greenko AP01 IREP”) for development of 1,680 MW of pumped storage project being developed by Greenko AP01 IREP in the Pinnapuram village, in the Kurnool district of Andhra Pradesh, India (“Storage Project”). Proceeds of Senior Notes are being utilized for development of Storage Project.

Greenko AP01 IREP Private Limited is also developing a solar energy generation project with 1,500 MWAC/ 2,100 MWDC capacity (“Solar Project”) connected with a central evacuation system being developed by the Storage Project. The Greenko AP01 IREP will utilize the power generation from the Solar Project as input power for the Storage Project as well as for supply under the SECI PPAs.

Greenko AP01 IREP Private Limited is developing both Storage Project and Solar Project within the same legal entity. The set of lenders are different for Storage Project and Solar Project. For the purpose of submission of the bond holders, the Company has presented the component wise key financial information in these interim condensed combined financial statements.

Component wise financial position

Financial components	Storage Project	Solar Project
Property, plant and equipment	1,259.64	294.82
Derivative financial assets	58.63	-
Bank deposits	7.49	113.40
Cash and cash equivalents	36.73	143.59
Net parent investment	(182.41)	(113.37)
Borrowings	(967.48)	(382.21)
Other financial liabilities	(18.68)	-
Net working capital	(75.00)	(40.60)
Borrowings from unrestricted group	(118.91)	(15.64)

15. Subsequent events

There have been no other significant events after the reporting date which requires disclosures or amendments to the combined financial statements.

GREENKO ENERGY HOLDINGS
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024

GREENKO ENERGY HOLDINGS
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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GREENKO ENERGY HOLDINGS

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Greenko Energy Holdings ("the Group") which comprise the interim condensed consolidated statement of financial position as at 30 September 2024 and related interim condensed consolidated statement of profit or loss and other comprehensive income, interim condensed consolidated statement of changes in equity and interim condensed consolidated statement of cash flows for the six month period then ended, and explanatory notes. Management is responsible for the preparation and fair presentation of these interim condensed consolidated financial statements in accordance with IAS 34, Interim Financial Reporting. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity." A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements as at 30 September 2024 are not prepared, in all material respects, in accordance with IAS 34, Interim Financial Reporting.

Ernst & Young

ERNST & YOUNG
Ebène, Mauritius

David Ng Man Chuen

DAVID NG MAN CHUEN, F.C.C.A
Licensed by FRC

Date: 13 December 2024

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Interim condensed consolidated statement of financial position

	Notes	As at 30 September 2024	As at 31 March 2024
Assets			
Non-current assets			
Property, plant and equipment	6	6,040.82	5,541.51
Intangible assets and goodwill	7	987.20	1,023.70
Equity-accounted investees	19	168.06	189.12
Trade receivables	8	13.23	24.82
Bank deposits	10	68.24	28.13
Derivative financial assets	17	348.55	303.85
Other investments		0.34	0.34
Other receivables		30.66	20.52
		7,657.10	7,131.99
Current assets			
Inventories		13.93	13.65
Trade receivables	8	358.40	268.52
Other receivables		74.43	66.56
Derivative financial assets	17	110.75	51.12
Other investments		0.13	0.13
Bank deposits	10	357.46	203.30
Taxation receivable		12.24	14.78
Cash and cash equivalents	9	520.48	537.45
		1,447.82	1,155.51
Total assets		9,104.92	8,287.50
Equity and liabilities			
Equity			
Share capital	11	2,971.03	2,890.95
Currency translation reserve		(894.16)	(881.44)
Other reserves		(2.76)	(2.76)
Accumulated losses		(140.78)	(173.33)
Equity attributable to owners of the Company		1,933.33	1,833.42
Non-controlling interests		14.39	12.36
Total equity		1,947.72	1,845.78
Liabilities			
Non-current liabilities			
Borrowings	12	4,119.95	3,948.73
Retirement benefit obligations		8.67	8.47
Other financial liabilities		129.36	109.40
Deferred tax liabilities, net		542.16	528.00
Trade and other payables		7.12	7.07
Lease liabilities		10.95	11.25
		4,818.21	4,612.92
Current liabilities			
Borrowings	12	1,763.21	1,297.04
Trade and other payables		462.37	440.55
Other financial liabilities		105.11	88.76
Lease liabilities		1.32	1.70
Taxation payable		6.98	0.75
		2,338.99	1,828.80
Total liabilities		7,157.20	6,441.72
Total equity and liabilities		9,104.92	8,287.50

The explanatory notes are an integral part of these interim condensed consolidated financial statements.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Interim condensed consolidated statement of profit or loss and other comprehensive income

	Notes	Six months ended 30 September 2024	Six months ended 30 September 2023
Revenue	13	404.40	436.02
Other operating income		28.58	10.17
Cost of material and power generation expenses		(48.70)	(46.36)
Employee benefits expense		(19.27)	(20.40)
Other expenses		(13.02)	(22.33)
Impairment loss on trade receivables	8	(10.39)	(9.77)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		341.60	347.33
Depreciation and amortization	6 & 7	(105.83)	(106.85)
Operating profit		235.77	240.48
Finance income		39.17	14.43
Finance costs		(178.61)	(165.69)
		96.33	89.22
Share of (loss)/ profit from equity-accounted investees, net of tax		(20.71)	48.26
Profit before tax		75.62	137.48
Income tax expense		(41.04)	(40.77)
Profit for the period		34.58	96.71
Profit for the period attributable to:			
Owners of the Company		32.55	96.47
Non – controlling interests		2.03	0.24
		34.58	96.71
Other comprehensive income			
Items that will be reclassified subsequently to profit or loss in subsequent periods			
Exchange differences on translating foreign operations		(12.72)	(30.53)
Total other comprehensive income/ (loss)		(12.72)	(30.53)
Total comprehensive income		21.86	66.18
Total comprehensive income attributable to:			
Owners of the Company		19.83	65.94
Non-controlling interests		2.03	0.24
		21.86	66.18

The explanatory notes are an integral part of these interim condensed consolidated financial statements.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Interim condensed consolidated statement of changes in equity

Six months ended 30 September 2024:

	Ordinary shares	Currency translation reserve	Other reserves	Accumulated losses	Total attributable to owners of Company	Non- controlling interests	Total equity
At 1 April 2024	2,890.95	(881.44)	(2.76)	(173.33)	1,833.42	12.36	1,845.78
Issue of ordinary shares	80.08	-	-	-	80.08	-	80.08
Transactions with owners of the Company	80.08	-	-	-	80.08	-	80.08
Profit for the period	-	-	-	32.55	32.55	2.03	34.58
Other comprehensive income/ (loss)	-	(12.72)	-	-	(12.72)	-	(12.72)
Total comprehensive income	-	(12.72)	-	32.55	19.83	2.03	21.86
At 30 September 2024	2,971.03	(894.16)	(2.76)	(140.78)	1,933.33	14.39	1,947.72

Six months ended 30 September 2023:

	Ordinary shares	Currency translation reserve	Other reserves	Accumulated losses	Total attributable to owners of Company	Non- controlling interests	Total equity
At 1 April 2023	2,513.99	(844.78)	(2.76)	(122.74)	1,543.71	8.94	1,552.65
Profit for the period	-	-	-	96.47	96.47	0.24	96.71
Other comprehensive income / (loss)	-	(30.53)	-	-	(30.53)	-	(30.53)
Total comprehensive income	-	(30.53)	-	96.47	65.94	0.24	66.18
At 30 September 2023	2,513.99	(875.31)	(2.76)	(26.27)	1,609.65	9.18	1,618.83

The explanatory notes are an integral part of these interim condensed consolidated financial statements.

Greenko Energy Holdings
(All amounts in US Dollar millions unless otherwise stated)
Interim condensed consolidated statement of cash flows

	Notes	Six months ended 30 September 2024	Six months ended 30 September 2023
A. Cash flows from operating activities			
Profit before tax		75.62	137.48
<i>Adjustments for</i>			
Depreciation and amortisation	6&7	105.83	106.85
Finance income		(39.17)	(14.43)
Finance costs		178.61	165.69
Impairment loss on trade receivables	8	10.39	9.77
Profit on sale of investment in subsidiary	16(iv)	(12.27)	-
Share of loss/(profit) from equity-accounted investees	19	20.71	(48.26)
<i>Changes in working capital</i>			
Inventories		(0.35)	(1.43)
Trade and other receivables		(102.75)	(36.49)
Trade and other payables		(20.54)	13.42
<i>Cash generated from operations</i>		216.06	332.60
Taxes paid, net of refunds		(6.20)	(12.82)
Net cash flows from operating activities		209.86	319.79
B. Cash flows from investing activities			
Purchase of property, plant and equipment and capital expenditure		(483.22)	(284.21)
Consideration paid towards business combinations		(0.58)	(14.55)
Proceeds from sale of investment in subsidiary, net of cash disposed	16(iv)	11.86	-
Investment in bank deposits		(197.03)	(29.26)
Interest received		16.70	16.73
Net cash flows used in investing activities		(652.27)	(311.29)
C. Cash flows from financing activities			
Proceeds from issue of shares		80.08	-
Proceeds from borrowings	12.6	1,211.29	422.62
Repayment of borrowings	12.6	(618.80)	(283.15)
Payment of lease liabilities	12.6	(1.25)	(1.13)
Interest paid		(215.35)	(148.97)
Premium paid on derivative contracts	12.6	(44.39)	(44.37)
Net cash flows from/ (used in) financing activities		411.58	(55.00)
Net decrease in cash and cash equivalents		(30.83)	(46.51)
Cash and cash equivalents at the beginning of the period		537.45	312.34
Net foreign exchange difference		13.86	(2.53)
Cash and cash equivalents at the end of the period		520.48	263.30

The explanatory notes are an integral part of these interim condensed consolidated financial statements.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

1. General information

Greenko Energy Holdings (“the Company” or “Parent”) is a company domiciled in Mauritius and registered as a company limited by shares under company number C130988 pursuant to the provisions of the Mauritius Companies Act 2001. The registered office of the Company is at 33, Edith Cavell Street, Port Louis, Mauritius. The Company was incorporated on 12 June 2015.

The principal activity of the company is that of investment holding. The Company together with its subsidiaries hereinafter referred to as “the Group”.

The Company together with its subsidiaries and equity-accounted investees are in the business of owning and operating clean energy facilities in India. All the energy generated from these plants is sold to state utilities, captive consumers, direct sales to private customers and other electricity transmission and trading companies in India through a mix of long-term power purchase agreements (“PPA”), short-term power supply contracts and spot markets of energy exchanges. The Group holds licence to trade up to 4,000 million units of electricity per annum in the whole of India. The Group is also a part of the Clean Development Mechanism (“CDM”) process and generates and sells emissions reduction benefits such as Certified Emission Reductions (“CER”) and Renewable Energy Certificates (“REC”).

The interim condensed consolidated financial statements of the Group for the six months ended 30 September 2024 were authorised for issue in accordance with a resolution of the directors on 13 December 2024.

2. Basis of preparation

The interim condensed consolidated financial statements for the six months ended 30 September 2024 are presented in US Dollar millions unless otherwise stated. The interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34 (IAS 34) “Interim Financial Reporting” and do not include all the information and disclosures required in annual financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 March 2024.

The interim condensed consolidated financial statements have been prepared for the purpose of complying with financial reporting requirements under the indentures governing the Senior Notes issued by its wholly owned subsidiaries. Greenko Energy Holdings is the Parent Guarantor for Senior Notes. The financial information for the period from 1 April 2024 to 30 September 2024 and 1 April 2023 to 30 September 2023 are unaudited and have been reviewed. The comparatives as at 31 March 2024 were audited and have been extracted from the audited consolidated financial statements for the year ended 31 March 2024.

3. Material accounting policies

The interim condensed consolidated financial statements have been prepared in accordance with the accounting policies adopted in the Group’s last audited annual financial statements for the year ended 31 March 2024. The presentation of the interim condensed consolidated financial statements is consistent with the audited consolidated financial statements.

The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in the fiscal year ending 31 March 2025, but do not have significant impact on these interim condensed consolidated financial statements of the Group.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

3. Material accounting policies (continued)

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

In January 2020 and October 2022, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced whereby an entity must disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments had no impact on the Group's interim condensed consolidated financial statements, and detailed disclosure related to covenants will be presented in the year end consolidated financial statements.

4. Use of estimates and judgements

The preparation of interim condensed consolidated financial statements in conformity with IFRS Accounting Standards requires management to make judgments, 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. In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the audited consolidated financial statements as at and for the year ended 31 March 2024.

5. Going concern

As at 30 September 2024, the Group had net current liabilities of US\$ 891.17 million (31 March 2024: US\$ 673.29 million).

The Directors have considered the financial position of the Group, its cash position, refinancing opportunities and forecast cash flows for the 12 months period from the date of these interim condensed consolidated financial statements. The Directors have, at the time of approving the interim condensed consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue their operational existence for a foreseeable future. The Group has secured the credit facilities to refinance loan obligations due for payment within the next 12 months. Thus they continue to adopt the going concern basis of accounting in preparing these interim condensed consolidated financial statements.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

6. Property, plant and equipment

	Land	Buildings	Plant and machinery	Furniture and equipment	Vehicles	Right -of -use assets	Capital work-in-progress	Total
Cost								
As at 1 April 2023	103.38	359.45	3,894.99	14.78	6.03	28.07	1,225.68	5,632.38
Acquisition through business combination	0.13	73.20	100.70	1.22	0.08	5.18	-	180.51
Additions	5.27	0.24	7.77	1.83	0.85	2.88	784.79	803.63
Disposals/ discards/capitalisation	-	-	(7.93)	-	(0.32)	-	(18.70)	(26.95)
Exchange differences	(1.46)	(5.78)	(53.92)	(0.22)	(0.09)	(0.41)	(22.19)	(84.07)
As at 31 March 2024	107.32	427.11	3,941.61	17.61	6.55	35.72	1,969.58	6,505.50
Additions	9.54	-	2.54	0.74	0.68	0.76	592.88	607.14
Disposals/ capitalisation	-	(5.03)	(3.03)	(0.01)	(0.13)	(0.99)	(12.33)	(21.52)
Exchange differences	(0.58)	(2.14)	(19.72)	(0.09)	(0.03)	(0.18)	3.02	(19.72)
As at 30 September 2024	116.28	419.94	3,921.40	18.25	7.07	35.31	2,553.15	7,071.40
Accumulated depreciation								
As at 1 April 2023	-	60.35	743.75	8.35	2.71	5.41	-	820.57
Charge for the year	-	11.90	140.90	1.69	0.61	2.29	-	157.39
Disposals	-	-	(1.47)	-	(0.09)	-	-	(1.56)
Exchange differences	-	(0.92)	(11.23)	(0.13)	(0.04)	(0.09)	-	(12.41)
As at 31 March 2024	-	71.33	871.95	9.91	3.19	7.61	-	963.99
Charge for the period	-	6.39	65.51	0.94	0.33	1.24	-	74.41
Disposals	-	(1.59)	(0.77)	-	(0.10)	(0.37)	-	(2.83)
Exchange differences	-	(0.37)	(4.51)	(0.05)	(0.02)	(0.04)	-	(4.99)
As at 30 September 2024	-	75.76	932.18	10.80	3.40	8.44	-	1,030.58
Net book values								
As at 30 September 2024	116.28	344.18	2,989.22	7.45	3.67	26.87	2,553.15	6,040.82
As at 31 March 2024	107.32	355.78	3,069.66	7.70	3.36	28.11	1,969.58	5,541.51

Borrowings at project level are secured against the present and future moveable and immovable assets of the project. The Group has capitalised borrowing costs amounting to US\$ 84.27 million for the six months ended 30 September 2024 (year ended 31 March 2024: US\$ 117.15 million) on qualifying assets during construction. The weighted average rate used to determine the amount of borrowing costs eligible for capitalisation was 7.87%, which is the effective interest rate of the specific borrowing. Note 14(g) provides details of capital commitments outstanding as at 30 September 2024.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

7. Intangible assets and goodwill

	Licences	Electricity PPAs	Development fees	Goodwill	Total
As at 1 April 2023	107.64	893.89	37.48	217.57	1,256.58
Acquisition through business combination	-	27.37	-	24.53	51.90
Additions	5.40	-	-	-	5.40
Exchange differences	(1.48)	(12.39)	(0.52)	(3.03)	(17.42)
As at 31 March 2024	111.56	908.87	36.96	239.07	1,296.46
Additions	-	-	-	-	-
Exchange differences	(0.53)	(4.56)	(0.19)	(1.20)	(6.48)
As at 30 September 2024	111.03	904.31	36.77	237.87	1,289.98
Accumulated amortisation and impairment					
As at 1 April 2023	21.07	174.56	7.64	23.75	227.02
For the year	7.50	40.13	1.56	-	49.19
Exchange differences	(0.31)	(2.69)	(0.12)	(0.33)	(3.45)
As at 31 March 2024	28.26	212.00	9.08	23.42	272.76
For the period	10.31	20.33	0.78	-	31.42
Exchange differences	(0.12)	(1.11)	(0.05)	(0.12)	(1.40)
As at 30 September 2024	38.45	231.22	9.81	23.30	302.78
Net book values					
As at 30 September 2024	72.58	673.09	26.96	214.57	987.20
As at 31 March 2024	83.30	696.87	27.88	215.65	1,023.70

Goodwill arising on business combinations is not amortized but is tested for impairment at least annually, or more frequently if there is any indication that the cash generating unit to which goodwill is allocated is impaired.

Goodwill acquired through business combination has been allocated to each individual power generation unit as a cash generating unit ("CGU"). The recoverable amount of a CGU is determined based on value-in-use calculations. As the Group has long-term power purchase agreements with customers, these calculations use pre-tax cash flow projections prepared by management based on balance life of the project.

The Group undertook the impairment testing of Goodwill assigned to each CGU as at 31 March 2024 applying value in use approach across all the CGUs. The following were the key assumptions used in calculation of value-in-use for each cash generating unit:

- Projected revenues** - The Group has determined the revenues for the balance life of the project based on average plant load factor (PLF) and energy production study reports obtained by the Group from third party technical consultants, the existing Power Purchase Agreements (PPA) with the transmission companies and other customers. The PPA is a long-term contract with agreed price per unit of power sold and the growth rates used are consistent with those contracts. In case of short-term PPAs and open access sale agreements, the growth rate does not exceed the long-term average growth rate for the business in which the CGU operates.
- Other operating costs** - These costs are estimated using the historical performance and plant maintenance activity. The estimates of other operating costs used in value-in-use calculations are consistent with those used in the Group's approved business plan. The growth rate applied to other operating costs fully reflects the expected operating lives of the power projects.
- Discount rates** - The discount rate used is pre-tax and reflects the specific risks associated with the respective projects and are in the range of 9.80% to 10.50%.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****7. Intangible assets and goodwill (continued)**

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

As on 30 September 2024, there are no impairment indicators and there are no significant changes in assumptions and conditions from the impairment testing conducted as at 31 March 2024.

8. Trade receivables

	30 September 2024	31 March 2024
Gross trade receivables	477.76	389.58
Less: Allowance for expected credit loss	(106.13)	(96.24)
Total trade receivables	371.63	293.34
Less: Non-current portion*	(13.23)	(24.82)
Current portion	358.40	268.52

* Net of discounting.

All trade receivables are classified as financial assets measured at amortised cost. Trade receivables include unbilled receivables for passage of time of US\$ 30.15 million (31 March 2024: US\$ 12.79 million) and not past due US\$ 159.31 million (31 March 2024: US\$ 89.93 million). Trade receivables that are outstanding beyond the due date are considered as past due.

The ageing of trade receivables and expected credit loss are given below:

	30 September 2024	31 March 2024
Current	189.46	102.72
1 to 6 months	24.28	17.05
6 to 9 months	6.92	7.78
9 to 12 months	9.68	6.61
Beyond 12 months	247.42	255.42
Gross trade receivables	477.76	389.58
Less: Allowance for expected credit loss	(106.13)	(96.24)
Total trade receivables	371.63	293.34

The Group's trade receivables are significantly concentrated among Government entities (both Central and State-owned), with a smaller proportion attributable to corporates and private parties. The maximum exposure to credit risk at the reporting date is the carrying value of receivables mentioned above. The Group does not hold any collateral as security.

The Ministry of Power, Govt. of India on 03 June 2022 has issued Electricity (Late Payment Surcharge and Related Matters) Rules, 2022 (LPS Rules) to liquidate the outstanding dues of DISCOMs. Under these LPS Rules, our customers such as Madhya Pradesh, Tamil Nadu & Karnataka DISCOMs have agreed to clear their past due receivables between 34 – 48 months from August 2022. Installments that are due beyond 12 months from the balance sheet date are considered part of the non-current portion.

The Group has a provision in place to set aside allowances to cover potential impairment and non-payment of trade receivables. An Expected Credit Loss provision has been calculated on trade receivables in accordance with IFRS 9 at each reporting date using a provision matrix under simplified approach. The calculation reflects the probability weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, ageing, current conditions and forecasts of future economic conditions and adjusted for forward looking information. The movements on the allowance for expected credit losses of trade receivables is shown below:

	30 September 2024	31 March 2024	30 September 2023
As at the beginning of the period/year	96.24	77.97	77.97
Charge for the period / year	10.39	19.48	9.77
Exchange differences	(0.50)	(1.21)	(0.86)
Closing as at the end of period/year	106.13	96.24	86.88

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

9. Cash and cash equivalents

	30 September 2024	31 March 2024
Cash on hand	0.31	0.29
Cash at bank	520.17	537.16
	520.48	537.45

Cash at bank of the Group includes US\$ 162.42 million (31 March 2024: US\$ 53.82 million) in currencies other than INR (i.e., in US\$, JPY, GBP, SGD and EURO).

10. Bank deposits

The Group holds balances in deposit accounts with banks. All fixed deposits with original maturity of more than three months and less than 12 months from the reporting date amounting to US\$ 357.46 million (31 March 2024: US\$ 203.30 million) are classified as 'bank deposits' and disclosed under current assets. Deposits with remaining maturity date beyond 12 months from the reporting date amounting to US\$ 68.24 million (31 March 2024: US\$ 28.13 million) are disclosed under non-current assets. Bank deposits aggregating to US\$ 238.05 million (31 March 2024: US\$ 60.07 million) have been given as security against debt service coverage, guarantees and letter of credits.

Bank deposits include US\$ 74.49 million (31 March 2024: US\$ 11.20 million) in currencies other than INR (i.e., in US\$).

11. Share capital

	30 September 2024	31 March 2024
Issued and fully paid with no par value		
1,353,879,123 (31 March 2024: 1,322,048,547) Class A shares	2,971.03	2,890.95
3,522,000 (31 March 2024: 3,522,000) Class B2 Performance shares	0.00	0.00
Total	2,971.03	2,890.95

Shareholders holding Class A ordinary shares are entitled to dividends as declared from time to time. Holders of Class A shares are entitled to one vote per share at the general meetings of the Company. Class B2 performance shares are not entitled for dividends and are also not entitled for voting rights. Further Class B2 performance shareholders are not entitled to participate in the net assets on liquidation of the Company.

- During May 2019 (as amended in March 2021) the Company has entered into definitive agreements ("Amended and Restated Rights Issue Deed") with its shareholders Cambourne Investment Pte Limited, Platinum Rock B 2014 RSC Limited and Greenko Ventures Limited for subscription of 404,628,335 Class A ordinary shares at subscription price and drawdown contemplated in Amended and Restated Rights Issue Deed. Cambourne Investment Pte Limited and Green Rock B 2014 Limited have subscribed to 269,976,994 rights shares till 31 March 2024. During the period, the shareholders has subscribed to 31,830,576 Class A ordinary shares.
- During May 2019, the Company granted a right to subscribe 101,634,576 Class A ordinary shares to Greenko Ventures Limited ("GVL") at any time during the warrant period at the price contemplated in warrant deed entered between the shareholders of the Company. GVL has subscribed to 32,311,786 shares and has assigned 28,405,863 shares to ORIX Corporation.
- During March 2023 the Company entered into a new rights issue deed with its shareholders Cambourne Investment Pte Limited, Platinum Rock B 2014 RSC Limited, ORIX Corporation, Greenko Ventures Limited, GVL Management Services Limited and Horizontes Capital Partners Limited for subscription of 170,731,707 Class A ordinary shares at subscription price and drawdown contemplated in rights issue deed. The Company has received subscription for 36,097,561 rights shares till 30 September 2024.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****12. Borrowings**

The carrying amount of Group's borrowings, net of unamortised transaction costs/issue expenses, is as follows:

	30 September 2024	31 March 2024
Non-current – Financial liabilities measured at amortised cost		
Term loans from banks	14.27	237.35
Term loans from financial institutions and others	1,262.06	781.02
Corporate loan {Refer Note 12.5 (c)}	708.37	-
3.85% Senior Notes {Refer Note 12.5 (a)}	811.31	824.81
5.95% Senior Notes {Refer Note 12.5 (b)}	532.32	531.62
4.30% Senior Notes {Refer Note 12.5 (d)}	791.62	828.30
5.50% Senior Notes {Refer Note 12.5 (e)}	-	745.63
	4,119.95	3,948.73
Current – Financial liabilities measured at amortised cost		
Term loans from banks	329.41	176.44
Term loans from financial institutions and others	64.87	57.52
3.85% Senior Notes {Refer Note 12.5 (a)}	28.20	28.20
4.30% Senior Notes {Refer Note 12.5 (d)}	70.00	65.00
5.55% Senior Notes {Refer Note 12.5 (b)}	499.38	498.51
5.50% Senior Notes {Refer Note 12.5 (e)}	747.75	-
Corporate loan {Refer Note 12.5 (c)}	-	424.39
Working capital loans	23.60	46.98
	1,763.21	1,297.04
Total borrowings	5,883.16	5,245.77

12.1 Term loans from banks and financial institutions mature over the financial years 2025 to 2052 and carries interest rate in the range of 9.30% to 15.50%.

12.2 Term loans from banks, financial institutions and others are secured against first charge by way of hypothecation of all immovable properties including plant and machinery and all other movable properties present and future of respective subsidiaries. Some of the loans are also secured by pledge of shares of subsidiaries and corporate guarantees within the Group. Working capital loans are secured by trade receivables. Additionally, the borrowings are also secured by lien on bank deposits amounting to US\$ 86.43 million (31 March 2024: US\$ 23.86 million).

12.3 The carrying amounts of the Group's borrowings are denominated in the following currencies:

	30 September 2024	31 March 2024
Indian Rupee (INR)	1,694.21	1,299.32
US Dollar (US\$)	3,628.27	3,946.45
Japanese yen (JPY)	560.68	-
	5,883.16	5,245.77

12.4 The carrying amounts of the Group's borrowings based on interest are denominated in the following nature:

	30 September 2024	31 March 2024
Fixed rate of interest	4,057.35	4,165.07
Variable rate of Interest	1,825.81	1,080.70
	5,883.16	5,245.77

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

12 Borrowings (continued)

12.5 Notes and Senior Notes

- a) In March 2021, Greenko Dutch B.V., issued 3.85% US\$ Senior Notes to the tune of US\$940.00 million with maturity on 29 March 2026 (the Senior Notes) for refinancing the existing debt and listed these Senior Notes on Singapore Exchange Securities Trading Limited (SGX-ST). Greenko Dutch B.V. invested the earlier issue proceeds in non-convertible debentures of certain Indian subsidiaries. For this purpose, Greenko Dutch B.V. is duly registered as a Foreign Portfolio Investor under the Indian law. The interest on the Senior Notes is payable on a semi-annual basis in arrears along with 1.5% of mandatory amortisation redemption on semi-annual basis upto March 2026. The Senior Notes are secured by corporate guarantee of the Company and pledge of shares of Greenko Dutch B.V. owned by Greenko Mauritius. Non-convertible debentures issued to Greenko Dutch B.V. by Indian subsidiaries are secured by pledge of assets of those subsidiaries through an Indian trustee. Further, as per the terms of the senior notes, Greenko Dutch B.V. has an option for early redemption subject to the conditions specified in the instrument.
- b) In July 2019, Greenko Solar (Mauritius) Limited (“GSML”), raised funds of US\$500.00 million and US\$535.00 million by issuing 5.55% and 5.95% US\$ Senior Notes (the Senior Notes) respectively from institutional investors. The interest on the Senior Notes is payable on a semi-annual basis in arrears and the principal amount is payable on 29 January 2025 and 29 July 2026 respectively. These Senior Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). In accordance with the terms of the issue and as permitted under law, Greenko Solar (Mauritius) Limited invested issue proceeds, net of issue expenses, in non-convertible debentures of certain Indian subsidiaries to enable repayment of existing Rupee debt. For this purpose, Greenko Solar (Mauritius) Limited is duly registered as a Foreign Portfolio Investor under the Indian law. The Senior Notes are secured by corporate guarantee of the Company and pledge of shares of Greenko Solar (Mauritius) Limited owned by Greenko Mauritius. Non-convertible debentures issued to Greenko Solar (Mauritius) Limited by Indian subsidiaries are secured by pledge of assets of those subsidiaries through an Indian trustee. Further, as per the terms of the senior notes, the Company has an option for early redemption subject to the conditions specified in the instrument. The Group has initiated the process for refinancing of this loan facility on maturity.
- c) During Feb 2023, Greenko Mauritius has availed a loan facility of US\$425.00 million from different financial institutions. These loan facilities were secured by corporate guarantee of the Company. These loan facilities were refinanced in the month of August 2024 through JPY loan facility of JPY 80.10 billion (carrying amount as of 30 September 2024 is US\$ 560.68 million) availed from different financial institutions with maturity of 36 months after the utilisation date. The interest on the loan facility is payable on quarterly basis at margin of 3.60% p.a. plus bank reference rate. These loan facilities are secured by corporate guarantee of the Company.

During the period, Greenko Power Project (Mauritius) Limited has availed a loan facility of US\$ 150 million from a financial institution to fund the strategic acquisitions and meet capital expenditure requirements with maturity of 60 months. The interest on the loan facility is payable on half-yearly basis at margin of 3.55% p.a. plus reference rate. The loan facility is secured by corporate guarantee of the Company.

- d) In December 2021, Greenko Power II Limited (“GPIL”), raised funds to the tune of US\$1,000.00 million by issuing 4.30% US\$ Senior Notes due 2028 (the Senior Notes) from institutional investors for repayment of existing Rupee debt of certain Indian operating subsidiaries. The interest on the Senior Notes is payable on a semi-annual basis in arrears along with structured mandatory amortisation redemption on semi-annual basis. These Senior Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). The Senior Notes are secured by corporate guarantee of the Company and pledge of shares of GPIL owned by Wind Power Projects (Mauritius) Ltd. Rupee Denominated Bonds issued to GPIL by Indian subsidiaries are secured by pledge of assets of those subsidiaries through an Indian trustee. Further, as per the terms of the senior notes, the Company has an option for early redemption subject to the conditions specified in the instrument.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****12 Borrowings (continued)****12.5 Notes and Senior Notes (continued)**

- e) On 06 April 2022, Greenko Wind Projects (Mauritius) Ltd, raised funds to the tune of US\$ 750 million by issuing 5.50% US\$ Senior Notes due 2025 from institutional investors for repayment of existing project rupee debt and for further capital expenditure in relation to the standalone pumped storage project being developed by Greenko AP01 IREP Private Limited. The interest on the Senior Notes is payable on a semi-annual basis in arrears. These Senior Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). The Senior Notes are secured by corporate guarantee of the Company. Non-convertible debentures issued to Greenko Wind Projects (Mauritius) Ltd by Greenko AP01 IREP Private Limited are secured by pledge of assets of Greenko AP01 IREP Private Limited through an Indian trustee. Further, as per the terms of the senior notes, the Company has an option for early redemption subject to the conditions specified in the instrument. The Group has initiated the process for refinancing of this loan facility on maturity.

12.6 Reconciliation of liabilities arising from financing activities:

	As at 1 April 2024	Proceeds during the period	Repayment during the period	Additions	Non-cash changes		As at 30 September 2024
					Foreign Exchange movements	Transact ion costs/ accrued	
Borrowings	5,245.77	1,211.29	(618.80)	-	39.22	5.68	5,883.16
Lease liabilities	12.95	-	(1.25)	-	(0.06)	0.63	12.27
Other financial liabilities	198.16	-	(44.39)	77.89	0.03	2.78	234.47

	As at 1 April 2023	Proceeds during the year	Repayment during the year	Added in business combinati on	Non-cash changes		As at 31 March 2024
					Foreign Exchange movements	Transaction costs/ accrued	
Borrowings	4,790.20	820.38	(540.38)	173.45	(13.87)	15.99	5,245.77
Lease liabilities	13.33	0.91	(2.44)	-	(0.18)	1.33	12.95
Other financial liabilities	281.02	-	(88.72)	-	-	5.86	198.16

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****13. Revenue**

The Group derives revenue from generation and sale of electricity. Revenues from sale of renewable energy certificates and generation based incentives are arising as a part of generation and supply of electricity.

	30 September 2024	30 September 2023
Sale of power	392.48	418.24
Sale of renewable energy certificates	-	0.23
Generation based incentive	11.92	17.55
	404.40	436.02

All the power generation facilities of the Group are located in India and earn its revenues from customers located in India. The Group deals in a single type of product i.e. power which is sold directly to customers, largely to Government (State utilities), within India under long-term power purchase agreements (PPA).

The Group has identified supply of power over the term of PPA as a single performance obligation and revenue is recognised over time for units of power supplied in accordance with terms of PPA. There are no separate pending performance obligations as at the balance sheet date to which a portion of the transaction price needs to be allocated.

Breakdown of revenue by source of generation is given below:

	30 September 2024	30 September 2023
Revenue from wind assets	242.56	268.64
Revenue from solar assets	89.43	96.08
Revenue from hydro assets	72.41	71.30
Total	404.40	436.02

Breakdown of revenue by concentration is given below:

	30 September 2024	30 September 2023
Revenue from Government bodies	342.18	356.04
Revenue from other than Government bodies*	62.22	79.98
Total	404.40	436.02

* Revenue from other than Government bodies includes sale of power to industrial consumers and open access sale.

Revenue is mainly derived from a customer who has contributed for more than 10% of total revenue of the Group and account for 24.82% (30 September 2023: 24.11%).

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

14. Commitments and contingencies

I) The contingencies of the Group are:

- a) A few of the Group's power generating units in India have income tax disputes, indirect tax disputes, cess and water tax disputes with authorities. The Group has appealed against the orders at appropriate levels. The Group has been successful in obtaining favourable orders in few cases. The tax authorities have appealed against these orders. Based on assessment of these claims, the management is confident of ultimate favourable outcome. The amount involved in these claims are US\$ 26.99 million (31 March 2024: US\$ 25.25 million).
- b) Greenko Budhil Hydro Power Private Limited (Greenko Budhil), one of the subsidiaries of the Company, had received demand notices aggregating to US\$ 5.58 million (31 March 2024: US\$ 5.60 million) from various government authorities in relation to duty drawback and common costs for transmission lines for the period November 2011 to May 2012. Greenko Budhil has contested these demands at various levels. Pending disposal of these matters, based on internal assessment and based on legal opinion taken in previous year, the Group is confident of favourable outcomes in these matters. Further, the promoters/erstwhile seller-shareholders are responsible and obligated to the Group to settle these disputes.
- c) Everest Power Private Limited (EPPL), one of the subsidiaries of the Company, has received demand notices aggregating to US\$ 8.83 million from Himachal Pradesh Power Transmission Corporation Limited (HPPTCL) towards common charges for transmission of power for the period from December 2019 to November 2021. EPPL has contested these demands at Himachal Pradesh Electricity Regulatory Commission (HPERC) as HPPTCL charged for 100% capacity of transmission line instead of proportionate share of EPPL.

During pendency of the above issue, HPERC passed an order dated 27 November 2021, which is contrary its own order dated 10 August 2021 and directed EPPL to pay 35% of demand raised by HPPTCL. Aggrieved by the said order, EPPL filed a Writ Petition before the High Court of Himachal Pradesh (HPHC) and HPHC vide its order dated 10 December 2021 stayed the order of HPERC subject to submission of a bank guarantee for US\$ 0.61 million and the same has been complied with. HPHC directed the EPPL to file the appeal before APTEL against the order of HPERC and CERC order dated 04 May 2023 for classification of transmission line as intrastate transmission line. HPERC disposed the petition of EPPL and directed to pay the transmission charges for 100% capacity of the transmission line. EPPL paid 35% of demand raised by HPPTCL under protest. EPPL filed the appeal against the order of HPERC with APTEL and are pending in APTEL. Pending disposal of these matters, based on internal assessment and based on legal opinion, the Group is confident of favourable outcome in this matter. Further, transmission charges are reimbursable from customer i.e. Punjab State Power Corporation Limited under the terms of long-term power purchase agreement.

- d) Himachal Sorang Power Private Limited (HSPPL) has entered into a Bulk Power Transmission Agreement (BPTA) with Power Grid Corporation of India Limited (PGCIL) for power transmission. HSPPL has given a letter to PGCIL for relinquishment of BPTA on 21 October 2017 and the relinquishment was granted on 31 October 2017. Further PGCIL has issued a notice on 30 December 2019 for demanding US\$ 5.27 million towards its claim for relinquishment charges. HSPPL has filed the appeal with APTEL and the matter is pending with APTEL. In similar appeal filed by another long-term customer of PGCIL, APTEL vide its order dated 28 February 2020 held that invoices would be raised only after determination of the petition before the CERC and notice given to appellant should not consider as invoice/demand. Based on the facts and events and based on the legal opinion of an independent counsel, the management believes that the Group has a strong case and outflow of economic resources is not probable.
- e) The Group have acquired private lands for setting up wind, solar and hydro power plants. In certain cases, these acquisitions have been challenged on grounds such as unauthorised encroachment, inadequate compensation, seller not entitled to transact and/or consideration has not been paid to all legal/ beneficial owners. In these cases, the Group has not received any demand for additional payment and these cases are pending at District Court/High Court Level. The management believes that the Group have a strong case on merits and outflow of economic resources is not probable.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

14. Commitments and contingencies (continued)

- f) In addition to matters mentioned above, the Group is subject to claims and litigations which have arisen in the ordinary course of business. Based on facts, hearings, evidences and based on legal assessments, the management believes that outflow of economic resources are not probable against these claims and litigations. It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of various litigations against which resolution is pending and it is determinable only on receipt of judgements/decisions pending with various forums/authorities.
- II) The commitments of the Group are:
- g) Capital expenditure contracted for as at 30 September 2024 but not yet incurred aggregated to US\$ 1,640.04 million (31 March 2024: US\$ 1,098.64 million).

15. Other disputes

Receivables from APDISCOM

During the financial year 2019-20, the Government of Andhra Pradesh vide Government Order (GO) dated 1 July 2019 constituted a High Level Negotiating Committee for review and negotiation of tariff for all wind and solar energy projects in the state of Andhra Pradesh. The Southern Power Distribution Company of Andhra Pradesh Limited ("APDISCOM") had issued unilateral notices on 12 July 2019 for all wind and solar companies having Power Purchase Agreements ("PPAs") with APDISCOM for arbitrary reduction of PPA tariffs to Rs. 2.44 per unit from original agreed tariffs in the range of Rs. 4.70 to Rs. 4.84 per unit. Indian Wind Power Association and several Wind and Solar Generating companies including certain subsidiaries of the Group having PPAs with APDISCOM had approached the Hon'ble High Court of Andhra Pradesh ("AP HC").

The AP HC, vide its final judgement dated 15 March 2022, has directed the APDISCOM to release all the pending payments at the rate mentioned in the PPA within a period of six weeks from the order date. APDISCOM has filed a special leave petition ("SLP") in the Supreme Court of India against the AP HC's order which was dismissed by the Hon'ble Supreme Court of India.

In the meantime, the Ministry of Power, Govt. of India dated 03 June 2022 has issued Electricity, (Late Payment Surcharge and Related Matters) Rules, 2022 (LPS Rules) for clearance of outstanding dues by DISCOMs in India. APDISCOM vide its letters dated 4 August 2022 has informed the subsidiaries of the Group to settle the outstanding dues upto May 2022 in 12 instalments from August 2022. In accordance with the same, the Group has received the stated amounts in 12 instalments by 5th July 2023 subject to certain deductions/reconciliation which are outstanding. The Management is confident of recovery of outstanding dues based on above favourable orders and as per terms of PPAs.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****16. Related-party transactions**

Cambourne Investment Pte Limited, an affiliate of GIC Private Limited (“GIC”) is considered as the Holding Company of the Group and GIC is the Ultimate Holding Company. Cambourne Investment Pte Limited, Abu Dhabi Investment Authority (“ADIA”) and Orix Corporation, Japan held the shareholding of 57.98%, 14.55% and 20.00%, respectively as on 30 September 2024. Further, Greenko Ventures Limited, GVL Management Services Limited and Horizons Capital Partners Limited, in which Anil Kumar Chalamalasetty and Mahesh Kolli (Non-Executive Directors) have a beneficial interest, holds 7.47% shareholding of the Company as on 30 September 2024.

The following transactions were carried out with related parties:

(i) Key management compensation

	30 September 2024	30 September 2023
Short-term employee benefits		
Mr. Om Prakash Bhatt	0.13	0.13
Mr. Kunnasagaran Chinniah	0.04	0.04
Mr. Nassereddin Mukhtar Munjee	0.04	0.04
Mr. Mark Gainsborough	-	0.04
	0.21	0.25

(ii) Greenko Foundation, a non-profit organisation in which key management personnel are members of governing body:

	30 September 2024	30 September 2023
Contribution for corporate social responsibility activities	1.62	0.54

(iii) Ace Urban Infocity Limited, entity in which Non-Executive Directors have beneficial ownership:

	30 September 2024	30 September 2023
Corporate office lease rent	1.20	1.16

(iv) AM Green Ammonia (India) Private Limited, entity in which shareholders have beneficial ownership:

	30 September 2024	30 September 2023
Sale of investment in subsidiary*	12.27	-

* During the previous year, Greenko Energies Private Limited entered into a share purchase agreement with AM Green Ammonia (India) Private Limited for the sale of Greenko ZeroC Private Limited (“Greenko ZeroC”). The Group had determined not to progress further into the green molecules products business at this time and to restrict its operations to power generation and storage business. The conditions precedent to the sale of Greenko ZeroC were satisfied during the year, and accordingly, the sale was concluded in June 2024.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****17. Fair value measurement of financial instruments****Fair value hierarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

The following table summarizes financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required):

30 September 2024

	Level 1	Level 2	Level 3	Total
Financial assets:				
Measured at fair value				
Other investments	0.13	-	0.34	0.47
Derivative financial assets	-	459.30	-	459.30
Financial liabilities:				
Measured at amortised cost for which fair values are disclosed				
Fixed rate borrowings (including current)	3,393.79	576.76	-	3,970.55
Floating rate borrowings (including current)	-	1,825.81	-	1,825.81
Other financial liabilities	-	-	234.47	234.47

31 March 2024

	Level 1	Level 2	Level 3	Total
Financial assets:				
Measured at fair value				
Other investments	0.13	-	0.34	0.47
Derivative financial assets	-	354.97	-	354.97
Financial liabilities:				
Measured at amortised cost for which fair values are disclosed				
Fixed rate borrowings (including current)	3,368.95	643.00	-	4,011.95
Floating rate borrowings (including current)	-	1,080.70	-	1,080.70
Other financial liabilities	-	-	198.16	198.16

There were no transfers between Level 1 and Level 2 for both the periods, and no transfers into or out of Level 3.

The carrying amounts reported in the interim condensed consolidated statement of financial position for cash and cash equivalents, bank deposits, trade and other receivables, trade and other payables approximate their respective fair values due to short-term in nature.

The Group's finance team performs valuations of financial instruments for financial reporting purposes in consultation with third party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****17. Fair value measurement of financial instruments (continued)**

The valuation techniques used for financial instruments categorised in Level 1,2,3 are described below:

Derivative financial assets

The Group entered into forward options and contracts to mitigate the foreign currency risks for debt investments in India. The derivative asset associated with these contracts are recognised at fair value at inception. Subsequent changes to the fair value of the financial asset from the date of inception till 30 September 2024, have been charged to profit or loss.

The fair value estimate has been determined using Black-Scholes model considering inputs that include other than quoted prices of similar assets/industry that are indirect observables like interest rates, yield curves, implied volatilities and credit spreads.

The following table gives details in respect of the notional amount of outstanding foreign exchange derivative contracts.

Instrument	Currency	Cross currency	Notional amount as at 30 September 2024	Notional amount as at 31 March 2024	Fair value as at 30 September 2024	Fair value as at 31 March 2024
Forward	US\$	INR	3,022.50	3,022.50	382.52	354.97
options	JPY	INR	563.22	-	76.78	-

Other investments:

The fair values of investments in mutual fund units (debt instruments) is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

Other financial liabilities:

Other financial liabilities consists of premium payable on forward contracts and options. Financial liability towards premium payable is initially measured at fair value and are subsequently measured at amortised cost using the effective interest method. Contractual undiscounted cash flows and maturities of premium payables are disclosed in note 18.3.

Borrowings:

The fair value of long-term borrowings having floating rate of interest approximate the carrying amount of those loans as there was no significant change in the Group's own credit risk during the current period/year.

The fair value of Senior notes for disclosure purpose is estimated using bond valuation method and the yield curve of the instrument listed on Singapore Stock Exchange (Refer note 12.5). The valuation model considers the present value of expected payment, discounted using risk-adjusted discount rate based on market yield curve.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

18. Financial risk management

The Group's activities expose it to a variety of financial risks; market risk, credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The financial instruments of the Group, other than derivatives, comprise borrowings, cash and cash equivalents, bank deposits, trade and other receivables, other investments, trade and other payables and lease liabilities.

18.1 Market risk

Market risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of volatility of prices in the financial markets. Market risk can be further segregated into: a) Foreign exchange risk and b) Interest rate risk

a) Foreign exchange risk

Foreign exchange risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The operations of the Group are conducted in functional currency of its subsidiaries. The Indian entities having INR as functional currency has no significant transactions in currency other than INR. The Group's foreign exchange risk arises from debt investments made in Indian operations. Consequently, the Group uses derivative financial instruments such as foreign exchange options and forward contracts to mitigate the risk of changes in foreign currency exchange rates. Refer note 17 for derivative financial instruments.

The translation of INR subsidiaries into US\$ for the consolidated financial statements of Group is only for the purpose of converting the financial statements into presentation currency and the currency differences are taken to OCI. This does not impact the Group's cash flow and does not expose the Group to foreign exchange risk.

b) 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. As the Group has no significant variable interest-bearing assets other than investment in bank deposits, the Group's income and operating cash flows are substantially independent of changes in market interest rates. The Group considers the impact of fair value interest rate risk on investments in bank deposits are not material. The Group's interest rate risk arises from borrowings. A significant portion the Group's borrowing carries fixed rate of interest, however, as these debts are carried at amortised cost, there is no fair value interest rate risk to the Group. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. The interest rate profile of the Group's interest bearing borrowings are given in note 12.

A reasonably possible change of variable interest rates on borrowings by 50 basis points higher or lower, the post-tax profit/loss for the period would have been lower or higher by US\$ 2.98 million. This analysis assumes that all other variables remain constant.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

18. Financial risk management (continued)

18.2 Credit risk

Credit risk is the risk that a counter-party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities primarily for trade receivables, and from its financing activities, including deposits with banks, trade and other financial assets. The carrying amount's of financial assets represent the maximum credit exposure.

Trade receivables

The Group's credit risk arises from trade receivable balances on sales to customers. In respect of trade receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty (non-government) or any group of counterparties having similar characteristics. Significant portion of the Group's revenue is derived from sales to state owned utilities and corporations under long-term power purchase agreements and hence, potential risk of default by the State utilities is remote. The Group also has lesser portion of trade receivables due from private parties. The Group is paid monthly by the customers for electricity sales. The Group assesses the credit quality of the purchaser based on its financial position and other information. The Group also establishes an allowance for impairment that represents its estimate of expected credit losses in respect of trade receivables. (Refer Note 8 for details of trade receivables and expected credit losses).

Other financial assets/ derivative assets

Financial instruments that are subject to concentrations of credit risk, principally consist of cash and cash equivalents, bank deposits and derivative financial assets.

Credit risk on cash and cash equivalents, bank balances, bank deposits and derivative assets are limited as the Group generally invests in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Given the high credit ratings of these banks and financial institution, the Group does not expect these banks and financial institutions to fail in meeting their obligations and hence the expected credit loss is not material.

Credit risk arising from investment in mutual funds (debt instruments) is limited and there is no collateral held against these because the counterparties are recognised financial institutions with high credit ratings assigned by the various credit rating agencies. The investments in mutual funds are valued at market price prevailing at reporting date which represents the fair value.

The fair value of derivative instruments are accounted for based on the difference between the contractual price and the current market price. The fair value of these derivative instruments are the indicative amounts that the Group is expected to receive or pay to terminate the swap counterparties at the balance sheet date

18.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents and maintaining adequate credit facilities.

In respect of its existing operations, the Group funds its development activities primarily through long-term loans secured against each power plant with appropriate equity contribution. The Group's objective in relation to its existing operating business is to maintain sufficient funding to allow the plants to operate at an optimal level and to ensure sufficient liquidity to meet liabilities when they are due. In respect of projects under construction, the Group ordinarily seeks to fund these projects by appropriate mix of debt and equity.

In respect of acquisitions, the Group prepares a model to evaluate the necessary funding required. The Group's strategy is to primarily fund such acquisitions by assuming debt in the acquired companies. In relation to the payment towards equity component of companies to be acquired, the Group ordinarily seeks to fund this by the injection of external funds by debt or equity.

Greenko Energy Holdings*(All amounts in US Dollar millions unless otherwise stated)***Notes to the interim condensed consolidated financial statements****18. Financial risk management (continued)****18.3 Liquidity risk (continued)**

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The Group manages their liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities and the data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below.

The amounts disclosed in the table represent the maturity profile and are the contractual undiscounted cash flows.

As at 30 September 2024:

	Carrying value	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
Borrowings						
- Principal	5,883.16	1,768.45	1,465.25	1,800.73	881.14	5,915.57
- Interest	101.03	401.64	249.00	409.09	736.60	1,796.33
Trade and other payables*	360.87	360.87	-	-	-	360.87
Lease liabilities	12.27	2.38	2.52	7.56	4.09	16.55
Other financial liabilities	234.47	104.69	69.63	63.72	-	238.04
Total	6,591.80	2,638.03	1,786.40	2,281.10	1,621.83	8,327.36

* Trade and other payables that are not financial liabilities (deferred income) amounting to US\$ 7.59 million are not included in maturity profile of contractual cashflows.

As at 31 March 2024:

	Carrying value	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
Borrowings						
- Principal	5,245.77	1,300.18	1,926.94	1,558.05	494.81	5,279.98
- Interest	120.44	410.50	205.01	276.17	420.74	1,312.42
Trade and other payables*	319.55	319.55	-	-	-	319.55
Lease liabilities	12.95	2.45	2.78	8.32	4.23	17.78
Other financial liabilities	198.16	88.65	62.87	53.33	-	204.85
Total	5,896.87	2,121.33	2,197.60	1,895.87	919.78	7,134.58

* Trade and other payables that are not financial liabilities (deferred income) amounting to US\$ 7.63 million are not included in maturity profile of contractual cashflows.

The entities forming part of the group, generate their own independent cash flows and while determining projected net cash flows, management used certain assumptions based on its current and future operations. The projected cash flows of these entities are based on the capacity utilisation and net cash generated from the existing projects, technical report for wind, hydro and solar and long-term power purchase agreements entered for the projects which in the process of commencement of commercial operations.

The net cash flows expected to be generated from the projects shall be sufficient to meet the Group's operating and finance costs for the next 12 months. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has secured the credit facilities to refinance loan obligations due for payment within the next 12 months.

Greenko Energy Holdings

(All amounts in US Dollar millions unless otherwise stated)

Notes to the interim condensed consolidated financial statements

19. Equity-accounted investees

(i) Share of profit/(loss) for the period ended 30 September 2024:

The Company through its wholly owned subsidiaries holds 34.31% shareholding of Sikkim Urja Limited (earlier Teesta Urja Limited), which has the underlying operating asset of 1,200 MW of Hydro power project ("Teesta III") in North Sikkim, India. As of 30 September 2024, the carrying value of the Company's investment in Sikkim Urja Limited ("SUL") is US\$ 168.02 million and the share of loss for the period ended 30 September 2024 is US\$ 20.71 million.

Consequent to a flash flood on the intervening night of 03 October 2023 and 4 October 2023, SUL has suffered damages to various operating assets, resulting in complete stoppage of the generation of the power w.e.f. 4 October 2023. SUL is focusing on restoration activities, reconstruction of dam and is in the process of obtaining necessary regulatory clearances in this regard, to resume power generation at the earliest. SUL has notified its insurers of the matter and has submitted the preliminary estimate for material damage and business interruption loss. The surveyors appointed by the insurers has submitted the initial status report to insurers on the damage, reinstatement status, adjustments to the provisional estimate submitted by SUL. The claim by SUL is subject to root cause of the incident and the factors leading the flash flood is under evaluation by the committee appointed by the insurers. SUL has decapitalised the net carrying value of assets damaged by the flash flood and the recognition of insurance claim income will be based upon confirmation from the insurers. SUL is confident of recovery of major portion of revival costs and revenue loss from insurance company.

(ii) Proposed acquisition of 60.08% of SUL:

The Company through its wholly owned subsidiaries, Greenko Energies Private Limited ("GEPL") and Asian Genco TUL Pte. Ltd, holds 34.31% shareholding of Sikkim Urja Limited. Sikkim Power Investment Corporation Limited ("SPICL"), which holds 60.08% in SUL is owned by the Government of Sikkim ("GoS"). Pursuant to the share purchase agreements of SUL, the Group have a right of first offer ("RoFO") to purchase the remaining interest in SUL, if the remaining interest in SUL is to be sold to any third-party.

As part of divestment and reconstruction plan, and in accordance with the terms of the RoFO, the GoS has given GEPL notice of its intent to sell the shares of SUL held by SPICL after the same was approved by the State Cabinet of GoS subject to certain terms and conditions.

During the previous year, GEPL entered into a share purchase agreement with GoS and SPICL, for acquisition of 60.08% of SPICL's shareholding in SUL. The proposed acquisition of SPICL's interest in SUL by GEPL is subject to various conditions, regulatory approvals, and lenders approval. The Group has received the necessary approvals, and the remaining conditions precedent for completing the transaction are expected to be satisfied prior to 31 March 2025.

20. Subsequent events

There have been no material events after the period end which would require disclosures or adjustments to the interim condensed consolidated financial statements for the period ended 30 September 2024.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion should be read in conjunction with, and is qualified in its entirety by reference to, (i) the Interim Condensed Consolidated Financial Statements and the related notes thereto of Greenko Energy Holdings ("Parent Guarantor") and (ii) the Interim Condensed Combined Financial Statements and the related notes thereto of Greenko Dutch B.V. ("Restricted Group I"), Greenko Solar (Mauritius) Limited ("Restricted Group III"), Greenko Power II Limited ("Restricted Group IV") and Greenko Wind Projects (Mauritius) Limited (Restricted Group V) for the six months period ended 30 September 2024.

Overview

As of 30 September 2024, our portfolio of wind, solar and hydro assets consisted of 5,460.4 MW, comprising 28 operational hydropower projects with a total installed capacity of 750.5 MW, 58 operational wind energy projects with a total installed capacity of 3,172.0 MW and 53 operational solar energy projects with a total installed capacity of 1,537.9 MW.

We are also developing standalone pump storage projects (SPSPs) with a total capacity of 7,200 MW across four states of India. Currently, the Pinnapuram SPSP of 1,680 MW in the state of Andhra Pradesh and Gandhi Sagar SPSP of 1,680 MW in the state of Madhya Pradesh are under active construction and Saundatti SPSP and Shahpur SPSP in the states of Karnataka and Rajasthan respectively, are in the pre-construction phase with a total capacity of 3,840 MW. The SPSPs are expected to be connected to the national grid forming a cloud storage network and providing access to services which help harness the power of solar and wind resources with digitally connected storage infrastructure to provide scheduled and flexible power. The Pinnapuram SPSP is expected to be completed and become operational during FY2025. The Gandhisagar SPSP is expected to be completed and become operational in FY2026. We are also developing 1,500 MWAC/ 2,100 MWDC solar PV plant connected with a central evacuation system being developed at our Pinnapuram SPSP project.

The Group is holding 34.31% shareholding of Sikkim Urja Limited ("SUL") (formerly Teesta Urja Limited), which has the underlying operating asset of 1,200 MW of Hydro power project ("Teesta III") in North Sikkim, India. Consequent to a flash flood on the intervening night of 03 October 2023 and 4 October 2023, SUL has suffered damages to various operating assets, resulting in complete stoppage of the generation of the power w.e.f. 4 October 2023. Further details of SUL are given in note 19 of the interim condensed consolidated financial statements.

Factors Affecting our Results of Operations

Impact of Weather and Seasonality

The performance of each of our projects is measured by its average plant load factor ("PLF"), which is the project's actual generation output as a percentage of its installed capacity over a period of time.

Weather conditions can have a significant effect on our power generating activities. The profitability of a wind energy project is directly correlated with wind conditions at the project site. Variations in wind conditions occur as a result of fluctuations in wind currents on a daily, monthly and seasonal basis and, over the long term, as a result of more general changes in climate. In particular, wind conditions are generally tied to the monsoon season in India and are impacted by the strength of each particular monsoon season. The monsoon season in India runs from June to September and we generate approximately 60.0% of our annual production of wind power energy during this period. The wind performance of wind projects in different areas of India are correlated to a certain extent, as at times weather patterns across the whole of India are likely to have an influence on wind patterns and, consequently, on revenues generated by wind projects across the whole of India.

Hydroelectric power generation is dependent on the amount of rainfall, snow melt and glacier melt in the regions in which our hydropower projects are located, which vary considerably from quarter to quarter and from year to year. Our hydropower projects in the Himachal Pradesh, Uttarakhand and Sikkim northern clusters are dependent on rainfall, snow melt and glacier melt. Our hydropower projects in the Karnataka southern cluster are situated on rivers that are primarily monsoon-dependent and are expected to run at full capacity during the four-month wet season, which is usually from June to September, and generate negligible amounts of power during the remaining period of the year. Any reduction in seasonal rainfall, snow melt or glacier melt, a weak monsoon season or change from the expected timing could cause our hydropower projects to run at a reduced capacity and therefore produce less electricity, impacting our profitability. Conversely, if hydrological conditions are such that too much rainfall occurs at any one time, water may flow too quickly and at volumes in excess of a particular hydropower project's designated flood levels, which may result in shutdowns. Where rainfall levels are in the normal range in terms of overall quantum for the year but a substantial portion is concentrated for a shorter period of time, our hydropower projects will generate less power in the course of the year and consequently, this will impact the revenues derived from our hydropower projects.

Unlike the resources for our wind projects and hydropower projects which are concentrated in specific regions and sensitive to the monsoon season, solar power generation is viable across India throughout most of the year as India ranks among the highest irradiation-receiving countries in the world. The energy output performance of our solar projects is dependent in part on the amount of sunlight and the ambient temperatures.

As a result, our revenue in the past has been impacted by rains and sunlight. Our solar energy output decreases in monsoon seasons due to less sunlight whereas it increases during winter and summer months. Typically, our revenue attributable to our solar projects is the lowest from June to September and highest from January to March of any given fiscal year.

We are also subject to the effects of the weather on demand for electricity in India and consequently, our results of operations are affected by variations in general weather conditions. Generally, demand for electricity peaks in winter and summer. Typically, when winters are warmer than expected and summers are cooler than expected, demand for energy is lower than forecasted. Significant variations from normal weather where our projects are located could have a material impact on our results of operations to the extent we are not protected from exposures to variation in demand through long-term contracts.

Our assets portfolio consists of wind, hydro and solar spread across the geography in India. Hence our revenues are constant over the period irrespective of seasonality and weather conditions.

Natural Disaster events may reduce energy production below our expectations.

A natural disaster, severe weather conditions or an accident that damages or otherwise adversely affects any of our operations could have a material adverse effect on our business, cash flows, financial condition and results of operations. Severe flooding, lightning strikes, earthquakes, extreme wind conditions, severe storms, wildfires, and other unfavorable weather conditions (including those from climate change) or natural disasters could impact water flows of the rivers on which our operations depend, damage our property and assets or require us to shut down our turbines, solar panels or related equipment and facilities, impeding our ability to maintain and operate our projects and decreasing electricity production levels and revenues. Any of these events, to the extent not fully covered by insurance, could have a material adverse effect on our business, cash flows, financial condition and results of operations. Our assets portfolio is covered under Industrial All Risk Policies.

We have insurance policies covering certain risks associated with our business. Our insurance policies do not, however, cover losses as a result of force majeure, terrorist attacks or sabotage, among other things. We generally do not maintain insurance for certain environmental risks, such as environmental contamination. Certain risks relating to natural events are not insurable. In addition, our insurance policies are subject to annual review and renewal by our insurers and may not be renewed on similar or favorable terms or at all. A serious uninsured loss or a loss significantly exceeding the limits of our insurance policies could have a material adverse effect on our business, cash flows, financial condition and results of operations. Following recent damages to hydro projects, insurers have imposed caps on loss coverage for hydro projects. Consequently, the renewal of insurance policies for few of our hydro projects are currently under negotiation with insurance providers to secure broader coverage.

Significant Recent Growth

We have significantly expanded our installed base of operational projects. In recent years, we have made a number of acquisitions to increase the total generating capacity of our projects with a focus on acquiring operational and advanced construction projects near our existing and upcoming project clusters. We have also developed and are continuing to develop a number of projects. Our rapid growth makes it difficult to compare our consolidated results from period to period.

In the years ended March 31, 2024, 2023, 2022 and 2021, we generated 11.6 GWh, 11.8 GWh, 11.4 GWh and 9.75 GWh of power, respectively.

As our business has grown, we have increased our expenditures on general and administrative functions necessary to support this growth and support our operations. As part of our efforts to reduce risks in our business, although we currently outsource the operations and maintenance of our OEM turbines to suppliers, we are also actively developing in-house skills concurrently to oversee and back-up the operations and maintenance of our wind energy turbines, a model which is different from that generally adopted by our competitors. As of 30 September 2024, the operation and maintenance of approximately 1,434.5 MW of our wind projects was being undertaken in-house. In addition, we perform in-house operation and maintenance for all our hydro and solar assets, taking our in-house operation and maintenance capacity to approximately 3,600 MW.

A key driver of our results of operations is our ability to bring new projects into commercial operation successfully. As of September 30, 2024, we had wind, solar and hydro operational projects with a combined installed capacity of 5,460.4 MW. We are also developing SPSPs with a total capacity of 7,200 MW across four states of India. Currently, the Pinnapuram SPSP of 1,680 MW in the state of Andhra Pradesh and Gandhi Sagar SPSP of 1,680 MW are under construction and Saundatti SPSP and Shahpur SPSP in the states of Kamataka and Rajasthan respectively, are in the pre-construction phase with a total capacity of 3,840 MW. The SPSPs are expected to be connected to the national grid forming a cloud storage network and providing access to services which help harness the power of solar and wind resources with digitally connected storage infrastructure to provide scheduled and flexible power. The Pinnapuram SPSP is expected to be completed and become operational during FY2025. The Gandhi Sagar SPSP is expected to be completed and become operational in FY2026. We are also developing 1,500 MWAC/ 2,100 MWDC solar PV plant connected with a central evacuation system being developed at our Pinnapuram SPSP project.

Our operating results will, in part, depend upon our ability to transition these projects into commercial operations in accordance with our existing construction budgets and schedules.

Operation of Our Projects

Our results of operations are materially influenced by the degree to which we operate our projects in order to achieve maximum generation volumes. We intend to achieve growth by improving the availability and capacity of our projects while minimizing planned and unplanned project downtime. The number and length of planned outages, undertaken in order to perform necessary inspections and testing to comply with industry regulations and to permit us to carry out any maintenance activities, can impact operating results. When possible, we seek to schedule the timing of planned outages to coincide with periods of relatively low demand for power at the relevant project. Likewise, unplanned outages can negatively affect our operating results, even if such outages are covered by insurance.

In addition, when we purchase turbines, our contracts with suppliers typically include comprehensive O&M service for a period of five to seven years (with free service, in some cases, for the first two years), a warranty in respect of the turbines for a minimum period of two years from the earlier of the date of commissioning or the date of supply, a power curve guarantee which assures optimum operational performance of the turbines as well as a guaranteed performance commitment in the form of a minimum availability guarantee of 97% during the wind season which assures the turbines' availability to generate electricity for a specified percentage of the time with liquidated damages calculated by way of revenue loss subject to a cap.

Power Purchase Agreements

One of the key factors which affects our results of operations is our ability to enter into long-term PPAs for our generated power, thereby enhancing the security and long-term visibility of our revenues and limiting the impact of market price variability on our revenues. Almost all of our generated power is sold under PPAs to state and central government utilities, industrial and commercial consumers and captive consumers. While these PPAs reduce exposure to volatility in the market price for power, the predictability of our operating results and cash flows vary by project based on the negotiated terms of these agreements, in particular the tariffs.

We expect the revenue structure of our SPSPs will be fixed on a per MW storage capacity basis.

Our diversified mix of revenue streams balances certainty in revenue and upside potential to underpin a certain level of revenue growth. Our existing revenue model offers strong earnings visibility as a majority of our PPAs are based on FITs, with further upside from direct third party sales through our PPAs with commercial offtakers linked to commercial tariff escalations and inflation as well as future merchant sales.

Capital Expenditure Costs

Demand for qualified labor and components in our industry have increased over the last few years. This has led to increases in the costs of construction and maintenance of power generation projects. Capital expenditures are necessary to construct, maintain and/or improve the operating conditions of our projects and meet prudential operating standards. Future costs will be highly dependent on the cost of components and availability of contractors that can perform the necessary work to construct, maintain and/or improve our projects.

Exchange Rate Fluctuations

The interim condensed consolidated financial statements and the Restricted Group interim condensed combined financial statements are presented in U.S. dollars. We have raised equity and significant portion of our debt outside India which is always in U.S. dollar and the functional currency of our operating subsidiaries in India is Indian Rupees and they generate revenues in Indian Rupee. Accordingly, the results of operations of the Parent Guarantor and the Restricted Groups will be impacted by the strength of the U.S. dollar as measured against the Indian Rupee due to translational effects. To the extent that the Indian Rupee strengthens or weakens against the U.S. dollar, the Parent Guarantor's consolidated and the Restricted Group's combined, results of operations presented in U.S. dollar will improve or decline, respectively. In addition, we have made borrowings denominated in U.S. dollars and we invested the same in Indian operating entities, in respect of which we are exposed to foreign currency exchange risk. The results of operations of the Parent Guarantor and the Restricted Group may be affected if there is significant fluctuation among those currencies.

Government Policies and Initiatives

We depend in part on government policies and initiatives that support clean energy and enhance the economic feasibility of developing clean energy projects. For several years, India has adopted policies and subsidies actively supporting clean energy. Although we do not directly receive government subsidies, preferential tariffs for clean energy have been established in many states, ranging from approximately Rs.2.50/kWh to Rs.7.01/kWh. In addition, the Generation Based Incentive ("GBI") scheme, which provides an incremental incentive of Rs. 0.5/kWh capped at Rs.10 million per MW, was reinstated in April 2013 for new wind projects commissioned on or by March 31, 2017. For solar energy, the tariff is generally determined through a competitive bidding process.

These regulatory initiatives have contributed to demand for clean energy generally and therefore for power generated by our clean energy projects. Regulation also contributes to the revenue received for the power our projects generate. The support for clean energy has been strong in recent years, and the Government of India has periodically reaffirmed its desire to sustain and strengthen that support with a target to achieve net zero by 2070. Central Electricity Authority released the revised National Electricity Plan which targets a total installed capacity of 900 GW by 2031-32, more than double from the current capacity of 418 GW. Of this solar, wind and PSP are expected to contribute 40% (364 GW), 14% (122 GW) and 3% (27 GW), respectively.

Additional regulatory requirements could contribute to increases in demand for clean energy and/or to increases in power prices. For example, the aim of the Government of India is for 62% of India's energy requirements to be derived from renewable energy sources by FY2030 and the renewable purchase obligation ("RPO") is one of the regulatory measures implemented to ensure the achievement of this goal.

To this end, distribution companies of a state, open access consumers and captive consumers are obligated to purchase a certain percentage of their power from renewable sources under the RPO rules. Further, the distribution companies are also obligated to purchase a certain percentage of their power from hydropower sources under the HPO rules, which can be met through purchase of power through SPSPs.

The MoP, pursuant to the order dated January 29, 2021, regularized Hydro Power Obligation ("HPO") in which it revised the trajectory of non-solar RPOs. In case DISCOMs are unable to meet these HPO obligations, they will be required to purchase the corresponding amount of Hydro Energy Certificates ("HEC") capping price of Rs. 5.50 per unit of electrical energy with effect from March 8, 2019 to March 31, 2021 and with annual escalation of 5% thereafter for compliance.

The MoP has issued Carbon Credit Trading Scheme, 2023, which aims to decarbonize the Indian economy by pricing GHG emissions through trading of Carbon credits. The scheme will align with the International Carbon registries. This provides a good platform for establishing carbon credits for our Pumped Storage Projects (PSPs).

A failure to continue, extend or renew the several regulatory incentives and programs currently in place in India could have a material adverse impact on our business, results of operations, financial condition and cash flows.

Financing Requirements

Energy project development and construction are capital intensive. We incur costs and expenses for the purchase of turbines, the purchase of land, feasibility studies and construction and other development costs. As a result, our ability to access financing is crucial to our growth strategy. While we expect to fund the construction and development of our projects with a combination of cash flows from operations, debt financing and equity financings, our ability to arrange for such financing remains subject to factors affecting the macro-economic environment.

Principal Statement of profit or loss and other comprehensive income items

The following is a brief description of the principal line items that are included in the statement of profit or loss and other comprehensive income in the interim condensed consolidated financial statements and interim condensed combined financial statements:

Revenue

Our revenue consists of the sale of power, the sale of renewable energy certificates (“RECs”) and Generation Based Incentive (“GBI”).

Revenue from the sale of electricity is recognized over time for number of units of electricity exported in accordance with joint meter readings undertaken with transmission companies at the rates prevailing on the date of export as determined by the power purchase agreement/feed-in-tariff policy/market rates as applicable less the wheeling and banking charges applicable if any. Claims for delayed payment charges and other claims, if any, are recognized as per the terms of power purchase agreements only when it is probable that we will collect the same.

Revenue from sale of RECs is recognized after registration of the project with central and state government authorities, generation of power and execution of a contract for sale through recognized energy exchanges in India.

Revenue from GBI is recognized based on the number of units exported and if the eligibility criteria is met in accordance with the guidelines issued by regulatory authority for GBI Scheme. Electricity, RECs and GBI are treated as joint products, as they are generated simultaneously.

Other Operating Income

Other operating income refers to income from activities other than normal business operations and includes profit or loss on sale and disposal of assets, claims against OEM contractors, insurance claims, amortization of grants and fees incidental to business.

Revenue from a contract to provide services is recognised over time based on output method where direct measurements of value to the customer based on survey's of performance completed to date.

Cost of Material and Power Generation Expenses

Cost of material and power generation expenses generally include the consumption of stores and spares, operation and maintenance expenses, insurance costs and plant-related direct expenses.

Employee Benefits Expense

Employee benefits expense comprises salaries and wages, employee welfare expenses, contributions towards defined contribution plans, and a group gratuity plan with Life Insurance Corporation of India and compensation for employee absences and share based payments.

Other Expenses

Other expenses include office administration, rent for short-term leases, travelling expenses, professional charges, communication, internet, stationary, rates and taxes.

Impairment Loss on Trade Receivables

In accordance with IFRS 9, we have implemented the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets. Financial assets at amortized cost include trade receivables including unbilled receivables, other receivables, security deposits, bank deposits and cash and cash equivalents.

Allowance for ECL has been calculated in line with requirements under IFRS 9. Our trade receivables have no significant financing component, so we have used the simplified method for providing for these under IFRS 9. Therefore, the impairment loss is measured at lifetime ECL. An impairment analysis was performed at each reporting date using a provision matrix to measure ECL and adjusted for forward looking information. The calculation reflects the probability weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, ageing, current conditions and forecasts of future economic conditions.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

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 we determine that the debtor does not have assets or sources of income that could generate sufficient cash flows or intention to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under our recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognized in profit or loss.

Impairment of Non-Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually at yearend, or more frequently when there is an indication that the asset may be impaired. Assets that are subject to amortization and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Value-in-use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of the money and risk specific to the asset or cash generating unit. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Depreciation and Amortization

Depreciation in value of tangible assets

Property, plant and equipment is stated at historical cost less accumulated depreciation and any impairment. Freehold land is not depreciated. Historical cost includes expenditure that is directly attributable to the acquisition of the items and borrowing costs during the construction period. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with them will flow to us and the cost of the item can be measured reliably. All repairs and maintenance expenditure are charged to statement of profit or loss during the period in which they are incurred. Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:

Asset Category	Useful Life
Buildings.....	25-40 years
Plant and machinery.....	15-40 years
Furniture, fixtures and equipment.....	5-10 years
Vehicles.....	5-10 years

Amortization and impairment in value of intangible assets

Intangible assets acquired individually, with a group of other assets or in a business combination are carried at cost less accumulated amortization and any impairment. The intangible assets (other than goodwill) are amortized over their estimated useful lives in proportion to the economic benefits consumed in each period. The estimated useful lives of the intangible assets (other than goodwill) are as follows:

Asset Category	Useful Life
Licenses	14-40 years
Development fee.....	25 years
PPAs.....	5-33 years

Finance Income

Finance income comprises of interest income, dividend income, the net gain on financial assets at FVTPL and the foreign currency gain on financial assets and financial liabilities (including derivative assets and liabilities). Dividend income is recognized in profit or loss on the date on which the our right to receive payment is established.

Finance Costs

Finance costs comprises of interest expense, finance cost on lease liabilities, the net loss on financial assets at fair value through profit or loss and the foreign currency loss on financial assets and financial liabilities (including derivative assets and liabilities). Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale.

Share of Profit/(Loss) from Equity-Accounted Investees

Share of profit/(loss) from equity-accounted investees represents our share of profit or loss attributable to the entities for which we hold a minority interest.

Income tax expense

Income tax expense represents the provision of income tax for our subsidiaries in India towards current and deferred taxes. Substantially all of our operations are based in India and are taxable as per Indian Income Tax Act, 1961. A majority of our Indian subsidiaries qualify for deduction from taxable income under section 80-IA of the Indian Income Tax Act, 1961. The exemption is only available to the projects completed on or before March 31, 2017. The tax holiday period under the Indian Income Tax Act is for 10 consecutive tax assessment years out of a total of 15 consecutive tax assessment years from the tax assessment year in which commercial operations commenced. However, these subsidiaries are still liable to pay minimum alternate tax which is calculated on the book profits of the relevant subsidiary.

Results of Operations

Six Months Ended September 30, 2024 (H1 of FY 2025) Compared to Six Months Ended September 30, 2023 (H1 of FY 2024)

The interim condensed consolidated financial statements are presented in U.S. dollars. Income and expenses for each item in statement of profit or loss of our operating subsidiaries in India are translated at average exchange rates. The average exchange rate of H1 of FY 2025 was 83.60 US\$/INR and H1 of FY 2024 was 82.44 US\$/INR.

Revenue

Our revenue decreased by US\$31.6 million, or 7.3%, to US\$404.4 million in the six months ended September 30, 2024 from US\$436.0 million in the six months ended September 30, 2023. Generation decreased by 2.7% to 7,485.0 GWh in the six months ended September 30, 2024 from 7,694.2 GWh in the six months ended September 30, 2023. The capacity of our operational projects increased from 5,350.4 MW as at September 30, 2023 to 5460.4 MW as at September 30, 2024.

The tables below set forth the breakdown of our revenue for the indicated periods by type and asset class.

	Six months ended 30 September 2024	Six months ended 30 September 2023
	(US\$ in millions)	
Sale of power	392.5	418.3
Sale of renewable energy certificates	-	0.2
Generation Based Incentive	11.9	17.5
Installed capacity at beginning of period (MW)	5,460.4	5,299.3
Installed capacity at end of period (MW)	5,460.4	5,350.4
Generation (GWh)	7,485.0	7,694.2
	Six months ended 30 September 2024	Six months ended 30 September 2023
	(US\$ in millions)	
Revenues from wind assets	242.6	268.5
Revenues from hydro assets	72.4	71.4
Revenues from solar assets	89.4	96.1
Total	404.4	436.0

Revenue from wind energy projects decreased by US\$25.9 million, or 9.7%, to US\$242.6 million in the six months ended September 30, 2024 compared to US\$268.5 million in the six months ended September 30, 2023. The capacity of our operational wind energy projects was 3,172.0 MW as at September 30, 2024 and September 30, 2023. Our wind power projects delivered an average PLF of 31.1% in the six months ended September 30, 2024 compared to 33.4% in the six months ended September 30, 2023.

Revenue from solar projects decreased by US\$6.7 million, or 6.9%, to US\$89.4 million in the six months ended September 30, 2024 compared to US\$96.1 million in the six months ended September 30, 2023. The capacity of our operational solar energy projects was 1,537.9 MW as at September 30, 2024 and September 30, 2023. Our solar projects delivered an average PLF of 22.0% in the six months ended September 30, 2024 compared to 23.4% in the six months ended September 30, 2023.

Revenue from hydropower projects increased by US\$1.0million, or 1.4%, to US\$72.4 million in the six months ended September 30, 2024 compared to US\$71.4 million in the six months ended September 30, 2023. The capacity of our operational hydropower energy projects increased to 750.5 MW as at September 30, 2024 compared to 640.5 MW as at September 30, 2023. Our hydropower projects delivered an average PLF of 60.6% in the six months ended September 30, 2024 compared to 55.0% in the six months ended September 30, 2023.

On 30 March 2024, we acquired 110 MW of hydro power project located in Sikkim, India operating by GI Hydro Private Limited ("GI Hydro"). The results of the GI Hydro have been included in our consolidated results from the date of its acquisition and have generated revenue of US\$ 10.6 million.

Following a flash flood on the intervening night of 03 October 2023 and 4 October 2023, powerhouse of 94 MW of our Sikkim hydropower project was submerged, causing damage to several operational assets and resulting in a complete halt in power generation from 4 October 2023 onwards. Power generation resumed in November 2024.

Due to flash floods in August 2023 in Himachal Pradesh, the switchyard of our 100 MW Malana hydropower project was washed away, resulting in a complete halt in power generation from August 1, 2024, onwards. The Group has initiated actions to restore power generation by the middle of FY 2026.

In addition, we recognized GBIs (Rs. 0.50/kWh capped at Rs. 10 million/MW) for our wind energy projects pursuant to the GBI scheme which was reinstated in April 2013 and recorded revenue of US\$11.9 million in the six months ended September 30, 2024 compared to US\$17.5 million in the six months ended September 30, 2023.

Our sales of REC certificates were Nil in the six months ended September 30, 2024 compared to US\$0.2 million in the six months ended September 30, 2023.

Other operating income

Other operating income was US\$ 28.6 million in the six months ended September 30, 2024 compared to US\$10.2 million in the six months ended September 30, 2023. We received income of US\$15.3million in the six months ended September 30, 2024 compared to US\$ 9.6 million in the six months ended September 2023 towards support services in projects being developed by the renewable energy developers in pump storage projects. Other operating income for the six months ended September 30, 2024, also includes gain of US\$12.3 million from sale of investment in the subsidiary, Greenko ZeroC Private Limited, which was engaged in the development of Green Molecules business.

During the previous year, Greenko Energies Private Limited entered into a share purchase agreement with AM Green Ammonia (India) Private Limited for the sale of Greenko ZeroC Private Limited ("Greenko ZeroC"). The Group had determined not to progress further into the green molecules products business at this time and to restrict its operations to power generation and storage business. The conditions precedent to the sale of Greenko ZeroC were satisfied during the year, and accordingly, the sale was concluded in June 2024

Cost of material and power generation expenses

Cost of material and power generation expenses was US\$48.7 million in the six months ended September 30, 2024 compared to US\$46.4 million in the six months ended September 30, 2023. We have incurred cost of US\$13.7 million in the six months ended September 30, 2024 compared to US\$ 7.9 million in the six months ended September 2023 towards execution of support service works awarded to us by the renewable energy developers at our Pinnapuram SPSP project as explained in the "Other operating income" section above. Otherwise our cost of material and power generation expenses would have been 8.7% of revenue in the six months ended September 30, 2024 compared to 8.8% of revenue in the six months ended September 30, 2023.

Employee benefits expense

Employee benefits expense was US\$19.3 million in the six months ended September 30, 2024 compared to US\$20.4 million in the six months ended September 30, 2023. The largest component of employee benefits expense was salaries and wages.

Other expenses

Other expenses was US\$13.0 million in the six months ended September 30, 2024 compared to US\$22.3 million in the six months ended September 30, 2023. Other expenses include office administration, rent against short-term leases, travelling expenses, professional charges, communication, internet, stationary, rates and taxes. Other expenses for the six months period ended September 30, 2023, includes US\$ 6.9 million of additional provisions.

Impairment loss on trade receivables

Impairment loss on trade receivables was US\$10.4 million in the six months ended September 30, 2024 compared to US\$9.8 million in the six months ended September 30, 2023. Increase in charge was on account of increase in ageing of receivables which are outstanding for more than 12 months causing a higher charge.

Depreciation and amortization

Depreciation and amortization was US\$105.8 million in the six months ended September 30, 2024 compared to US\$106.4 million in the six months ended September 30, 2023.

Finance income

Finance income was US\$39.2 million in the six months ended September 30, 2024 compared to US\$14.4 million in the six months ended September 30, 2023. Finance income for the six months ended September 30, 2024, include a US\$25.7 million fair value gain on derivative contracts.

Finance cost

Finance costs were US\$178.6 million in the six months ended September 30, 2024 compared to US\$165.7 million in the six months ended September 30, 2023, which was primarily attributable to interest on our borrowings. We capitalized the borrowing costs of US\$84.3 million in the six months ended September 30, 2024. Finance cost for the six months ended September 30, 2024, include a US\$ 37 million exchange conversion loss on restatements of JPY loan availed by Greenko Mauritius into US\$ for reporting purpose.

Share of profit/(loss) from equity-accounted investees

We recognized share of loss from equity-accounted investees of US\$20.7 million in the six months ended September 30, 2024 attributable to share of loss pertaining to Sikkim Urja Limited (*earlier Teesta Urja Limited*) compared to profit share of US\$ 48.3 million in the six months ended September 30, 2023. Due to flash flood on 4 October 2023, rock filled dam of Teesta III breached and power generation was completely stopped from 4 October 2023.

SUL is focusing on restoration activities, reconstruction of dam and is in the process of obtaining necessary regulatory clearances in this regard, to resume power generation at the earliest. SUL has notified its insurers of the matter and has submitted the preliminary estimate for material damage and business interruption loss. The surveyors appointed by the insurers has submitted the initial status report to insurers on the damage, reinstatement status, adjustments to the provisional estimate submitted by SUL. The claim by SUL is subject to root cause of the incident and the factors leading the flash flood is under evaluation by the committee appointed by the insurers. SUL has decapitalised the net carrying value of assets damaged by the flash flood and the recognition of insurance claim income will be based upon confirmation from the insurers. SUL is confident of recovery of major portion of revival costs and revenue loss from insurance company.

Profit before tax

For the reasons discussed above, we had profit before tax of US\$75.6 million in the six months ended September 30, 2024 compared to profit before tax of US\$137.5 million in the six months ended September 30, 2023. Decrease in profit before tax is primarily attributable to share of loss from equity-accounted investee i.e. Sikkim Urja Limited.

Income Tax Expense

Income Tax Expense was US\$41.0 million in the six months ended September 30, 2024 compared to US\$40.8 million in the six months ended September 30, 2023.

Our subsidiaries in India which are engaged in power generation benefited from a tax holiday from the standard Indian corporate tax. The tax holiday period under the Indian Income Tax Act is for 10 consecutive tax assessment years out of a total of 15 consecutive tax assessment years from the tax assessment year in which commercial operations commenced. However, these companies are still liable for Minimum Alternate Tax which is calculated on the book profits of the relevant entity and is currently at a rate of 15% plus applicable surcharge and cess.

Profit for the period

As a result of the foregoing, we had profit of US\$34.6 million in the six months ended September 30, 2024 compared to profit of US\$96.7 million in the six months ended September 30, 2023. Decrease in profit for the period is primarily attributable to share of loss from equity-accounted investee i.e. Sikkim Urja Limited.

Liquidity and Capital Resources

Overview

As of September 30, 2024, our consolidated bank deposits were US\$425.7 million and our cash and cash equivalents were US\$520.5 million. Bank deposits aggregating US\$238.0 million were restricted as of September 30, 2024, have been given as security against debt service coverage, guarantees and letter of credits.

As of September 30, 2024, we have net current liabilities position of US\$ 891.2 million (31 March 2024: US\$ 673.3 million). The Group has secured the credit facilities to refinance loan obligations due for payment within the next 12 months.

Our principal financing requirements are primarily for:

- construction and development of new projects;
- maintenance and operation of projects;
- funding our working capital needs;
- potential investments in new acquisitions; and
- general corporate purposes.

We fund our operations and capital requirements primarily through cash flows from operations and borrowings under credit facilities from banks and other financial institutions, issuances of debt securities as well as equity raising at the Parent Guarantor level. We believe that our credit facilities, together with cash generated from our operations, cash from offerings of debt securities and cash from investment by our shareholders will be sufficient to finance our working capital needs for the next 12 months. We expect that cash flow from operations and our credit facilities will continue to be our principal sources of cash in the medium term.

We evaluate our funding requirements periodically in light of our net cash flow from operating activities, the progress of our various under-construction and under-active development projects, acquisition opportunities, refinancings and market conditions. We expect to incur significant capital expenditures in upcoming years as we develop and construct new projects and expand our operations.

We have considered the financial position of the Group, its cash position, refinancing opportunities and forecast cash flows for the 12 months period from the date of these consolidated financial statements. We accordingly, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue their operational existence for a foreseeable future. The Group has secured the credit facilities to refinance loan obligations due for payment within the next 12 months.

Cash Flows

Our summarized statement of consolidated cash flows is set forth below:

Consolidated Statement of Cash Flow Information

	Six months ended 30 September, 2024	Six months ended 30 September, 2023
	(US\$ in millions)	
Consolidated Cash Flow Statement		
Net cash from operating activities	209.9	319.8
Net cash used in investing activities	(652.3)	(311.3)
Net cash from/(used in) financing activities	411.6	(55.0)
Cash and cash equivalents at the beginning of the period	537.4	312.3
Cash and cash equivalents at the end of the period	520.5	263.3

Net cash from operating activities

During the six months ended September 30, 2024, the net cash from operating activities was US\$209.9 million. This net cash inflow was primarily attributable to (i) profit before tax of US\$75.6 million and positive non-cash adjustment for finance cost of US\$178.6 million, depreciation and amortization of US\$105.8 million, and share of loss from equity-accounted investees of US\$ 20.7 million, offset by finance income of US\$ 39.2 million and profit from sale of investment in subsidiary of US\$ 12.3 million (ii) decrease by changes in working capital of US\$123.6 million, primarily comprised of an increase in trade and other receivables of US\$102.7 million and a decrease in trade and other payables of US\$20.6 million and (iii) taxes paid of US\$6.2 million.

During the six months ended September 30, 2023, the net cash from operating activities was US\$319.8 million. This net cash inflow was primarily attributable to (i) profit before tax of US\$137.5 million and positive non-cash adjustment for finance cost of US\$165.7 million and depreciation and amortization of US\$106.9 million, offset by share of profit from equity-accounted investees of US\$ 48.3 million (ii) decrease by changes in working capital of US\$24.5 million, primarily comprised of an increase in trade and other receivables of US\$36.5 million and a increase in trade and other payables of US\$13.4 million and (iii) taxes paid of US\$12.8 million.

Net cash used in investing activities

During the six months ended September 30, 2024, our net cash used in investing activities of US\$652.3 million primarily consisted of (i) US\$483.2 million in purchase of property, plant and equipment, capital expenditure primarily relating to our projects under construction or development and settlement of project vendors and (ii) US\$197.0 million investment in bank deposits, partially offset by interest received of US\$16.7 million and sale of investment in subsidiary of US\$11.9 million

During the six months ended September 30, 2023, our net cash used in investing activities of US\$311.3 million primarily consisted of (i) US\$284.2 million in purchase of property, plant and equipment, capital expenditure primarily relating to our projects under construction or development and settlement of project vendors, (ii) US\$29.3 million investment in bank deposits and (iii) Consideration paid towards business combinations of US\$14.6million, , partially offset by interest received of US\$16.7 million.

Net cash (used in)/from financing activities

During the six months ended September 30, 2024, our net cash from financing activities of US\$411.6 million was primarily attributable to US\$1,211.3 million from proceeds from borrowings and proceeds from issue of shares of US\$80.1 million, offset by US\$618.8 million used in repayment of borrowings, US\$215.4 million in interest paid and US\$44.4 million in premium paid on derivative contracts.

During the six months ended September 30, 2023, our net cash used in financing activities of US\$55.0 million was primarily attributable to US\$422.6 million from proceeds from borrowings, offset by US\$283.2 million used in repayment of borrowings, US\$149.0 million in interest paid and US\$44.4 million in premium paid on derivative contracts.

Greenko Wind Projects (Mauritius) Ltd Combined Financial Statements

Storage Project:

Greenko Wind Projects (Mauritius) Ltd issued Senior Notes to the tune of US\$ 750 million on 06 April 2022, the proceeds of which were invested in Greenko AP01 IREP Private Limited (“Pinnapuram SPSP Company”) for development of 1,680 MW of standalone pumped storage project (“Pinnapuram SPSP” or “Storage Project”).

The Pinnapuram SPSP is expected to be one of India’s largest energy storage facilities and will provide long duration energy storage to India’s grid. The Pinnapuram SPSP balances the intermittent generation profile of wind and solar-based renewable energy that feeds into the grid and to customers.

The Pinnapuram SPSP is anticipated to meet the dynamic needs of distribution companies, state transmission utilities and large industrial customers. It can cater to round the clock, peak and flexible energy contracts and provide storage as a service for energy shifting. The Indian energy markets continue to face peak hour deficits and growth of in-firm renewable generation. This has led to significant demand creation for storage.

The total Project Cost, till commissioning, is expected to be US\$ 1,300 million. The Project Cost will continue to be funded in the Debt : Equity Ratio of 75:25.

The first three turbines have been commissioned and balance five turbines are expected to be fully commissioned by Q4 FY 25. The progress of the other components as of the date of this announcement is as follows:

- All the works in the lower reservoir have completed and the water filling has been initiated. Upper reservoir works are in final stages.
- In the powerhouse, civil works for all eight turbine units have been completed, of which six turbines have already been fully boxed up.
- 400 kV Central Pooling Substation (CPSS) station is fully erected, and the CEA inspection has been completed.

Solar Project:

Pinnapuram SPSP Company is developing a 1,500 MWAC/ 2,100 MWDC solar PV plant (the “Solar Project”) connected to the central evacuation system. The Pinnapuram SPSP Company will utilize the power generated from the Solar Project to fulfill power purchase agreements with the Solar Energy Corporation of India (“SECI PPA”). The SECI PPA supply will be serviced by power from the Solar Project and supported by the Storage Project for non-solar hours. This project is expected to commission in line with the Storage Project.

Greenko Wind Projects (Mauritius) Ltd obtained the consent from Senior Notes holders in the month of March 2024, for development of Solar Project within Pinnapuram SPSP Company.

The estimated cost of the Solar Project is INR 75,299.1 million, of which INR 18,824.8 million funded by the Pinnapuram SPSP Company in the form of equity and INR 56,474.3 million financed by the Power Finance Corporation Limited (“PFC”).

Results of Operations — Greenko Wind Projects (Mauritius) Ltd (Restricted Group V) interim condensed combined financial statements (“Restricted Group”)

Six months ended 30 September 2024

Restricted Group’s Cash Flows, Liquidity, Capital Expenditure and Contingent Liabilities

On 06 April 2022, Greenko Wind Projects, raised funds to the tune of US\$ 750.00 million by issuing 5.50% US\$ Senior Notes due 2025 (the Senior Notes) from institutional investors for capital expenditure in relation to Storage Project being developed by Greenko AP01 IREP Private Limited.

During the period ended 30 September 2024, the Restricted Group had received US\$327.2 million net proceeds from borrowings, US\$261.7 million used in purchase of property, plant and equipment and capital expenditure, US\$54.3 million in payment of interest and premium paid for derivative contracts, US\$108.6 million invested in bank deposits.

Greenko AP01 IREP Private Limited has availed an additional INR term loan facilities equivalent of US\$ 220 million from banks towards additional capex of Storage Project. These additional term loans from banks mature between April 2025 to May 2025. Greenko AP01 IREP Private Limited has availed INR term loan facility equivalent of US\$ 382.2 million from a financial institution for development of Solar Project.

During the period ended 30 September 2023, the Restricted Group had received US\$97.9 million net proceeds from borrowings, US\$196.8 million used in purchase of property, plant and equipment and capital expenditure, US\$15.3 million in payment of interest and premium paid for derivative contracts, US\$71.6 million received from maturity of bank deposits.

As of Sep 30, 2024, our bank deposits were US\$120.9 million and our cash and cash equivalents were US\$180.3 million.

We estimate that the capital cost including costs during the development phase of Storage Project is approximately US\$ 1,300 million for development of 1,680 MW capacity. Through 30 Sep 2024, the Restricted Group has spent US\$ 1,259.6 million, including costs capitalized and advances against work orders towards Storage Project and US\$ 294.8 million towards Solar Project. As of 30 Sep 2024, the Restricted Group’s capital expenditure contracted for but not yet incurred aggregated to US\$ 393.0 million, of which US\$ 328.0 million related to Solar Project. Key financial information of Storage Project and Solar Project on component wise are presented in note 14 of the interim condensed combined financial statements.