

# TRAK & ASSOCIATES

## Chartered Accountants

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### **Independent Auditor's Report to the Board of Directors of Orient Green Power Europe B.V**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of **Orient Green Power Europe B.V** which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its Profit, Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We do not find any key audit matters to report, which are of high risk and most significant in the audit which require audit judgments in the areas of financial statements. Hence, there are no key audit matters to be communicated

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 4 of the Companies (Indian Accounts Standards) Rules, 2015. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibility for the Standalone Financial Statements**

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

**Basis of Accounting and Restriction on Distribution and Use:**

Without Modifying our opinion, the standalone financial statements are prepared to assist the Company to meet the requirements of the Annual Performance Review which has to be filed with the Reserve Bank of India. As a result, the standalone financial statements may not be suitable for another purpose. Our report is intended solely for the purpose of enabling the Company meet its reporting requirements mandated by the Foreign Exchange Management (Transfer or Issue of any Foreign Security) (Amendment) Regulations,2004 and should not be distributed or used for any other purpose other than what it is meant for.

**For T R A K & ASSOCIATES**  
**Chartered Accountants**  
**FRN: 017290S**

**Place: Chennai**  
**Date: 12.04.2023**  
**UDIN: 23240937BGVBSM5122**

**D.Aswani Kumar**  
**Partner**  
**M.No.240937**

**ORIENT GREEN POWER (EUROPE) B.V.**  
**STANDALONE BALANCE SHEET AS AT 31 MARCH, 2023**

(In Euros)

Particulars	Note No.	As at 31 March, 2023	As at 31 March, 2022
<b>ASSETS</b>			
1 <b>Non - current Assets</b>			
(a) Financial Assets			
(i) Investments	3	7,51,000	7,51,000
(ii) Loans & Advances	4	37,68,428	39,95,495
2 <b>Current Assets</b>		-	-
<b>TOTAL</b>		<b>45,19,428</b>	<b>47,46,495</b>
<b>EQUITY AND LIABILITIES</b>			
1 <b>Equity</b>			
(a) Equity Share Capital	5	54,33,000	54,33,000
(b) Other Equity	6	(36,29,556)	(36,38,730)
2 <b>Liabilities</b>			
<b>(I) Non-current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	7	17,72,435	19,52,435
(ii) Other financial liability	8	9,43,099	9,99,340
<b>(II) Current Liabilities</b>			
(a) Other Current Liabilities	9	450	450
<b>TOTAL</b>		<b>45,19,428</b>	<b>47,46,495</b>

Subject to our report of even date

For T R A K & ASSOCIATES  
Chartered Accountants  
Firm Registration Number : 017290S

For and on Behalf of the Board

D.Aswani kumar  
Partner  
Membership Number: 240937

T Shivaraman  
Director

Place: Chennai  
Date : April 12, 2023

**ORIENT GREEN POWER (EUROPE) B.V.**  
**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2023**

(In Euros)

Particulars		Note No	For the Year Ended 31 March 2023	For the Year Ended 31 March 2022
1	Revenue from operations		-	-
2	Other income	10	1,39,932	1,05,121
3	<b>Total revenue (1+2)</b>		<b>1,39,932</b>	<b>1,05,121</b>
4	<b>Expenses</b>			
	(a) Finance costs	11	73,758	92,876
	(b) Other expenses	12	57,000	64,982
	<b>Total expenses</b>		<b>1,30,758</b>	<b>1,57,858</b>
5	<b>Profit/(Loss) before tax and exceptional items (3 - 4)</b>		9,174	(52,737)
6	Exceptional items		-	-
7	<b>Profit/(Loss) before tax (5 - 6)</b>		9,174	(52,737)
8	<b>Tax expense:</b>			
	(a) Current tax expense		-	-
	(b) Deferred tax		-	-
9	<b>Profit/(Loss) after tax for the year (7-8)</b>		<b>9,174</b>	<b>(52,737)</b>
10	<b>Other Comprehensive Income</b>			
	Exchange difference on Foreign operations translation		-	-
	<b>Total comprehensive income for the year</b>		<b>9,174</b>	<b>(52,737)</b>
11	<b>Earnings per share of Euro 1 each</b>	14		
	(a) Basic		0.00	(0.01)
	(b) Diluted		0.00	(0.01)

Subject to our report of even date

**For T R A K & ASSOCIATES**  
Chartered Accountants  
Firm Registration Number : 017290S

**For and on Behalf of the Board**

**D.Aswani kumar**  
Partner  
Membership Number: 240937

**T Shivaraman**  
Director

Place : Chennai  
Date : April 12, 2023

## **ORIENT GREEN POWER (EUROPE) B.V.**

### **Notes forming part of Financial Statements**

#### **SIGNIFICANT ACCOUNTING POLICIES**

##### **1. Corporate information:**

Orient Green Power (Europe) B.V. (OGPE) is in the Business of engineering and contracting of power plants and generating power from renewable sources.

##### **2. Significant Accounting Policies:**

a. The financial statements have been prepared under the historical cost convention on accrual basis and in accordance with the accounting principles generally accepted in India and comply with mandatory Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies(Accounts) Rules, 2014 and relevant provisions of the Companies Act, 2013. The accounting policies are consistent with those used in the previous year. The financial statements are prepared on a going concern basis, which assumes that the company will continue to operate as a going concern in the foreseeable future.

##### **b. Use of Estimates :**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during and at end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Differences between actual results and estimates are recognised in the period in which the results are known or materialised.

##### **c. Revenue Recognition :**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

##### **d. Taxes on Income:**

Provision for Current tax is made based on the liability computed in accordance with the relevant tax rates and tax laws.

Provision for deferred tax is made for timing differences arising between the taxable incomes and accounting income computed using the tax rates and the laws that have been enacted or substantively enacted as of the balance sheet date.

##### **e. Foreign Currencies:**

The functional currency of the Company is Euros which represents the currency of the primary economic environment in which it operates.

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in Statement of profit and loss in the period in which they arise except for:

(i) exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

##### **f. Provisions, Contingent Liabilities and Contingent Assets:**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events. It is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

**ORIENT GREEN POWER (EUROPE) B.V**

**Notes forming part of Financial Statements for the year ended 31 March, 2023**

(All amounts are in Euro, except share data or as stated)

**Note 3: Investments**

Particulars	As at 31 March 2023	As at 31 March 2022
<b>Unquoted</b>		
Investment in equity shares of subsidiaries	7,54,200	7,54,200
Less: Provision for Diminution in Investments	(3,200)	(3,200)
<b>TOTAL</b>	<b>7,51,000</b>	<b>7,51,000</b>

**Note 4 : Loans and Advances**

Particulars	As at 31 March 2023	As at 31 March 2022
(a) Loans Receivables considered good - Secured	-	-
(b) Loans Receivables considered good - Unsecured	37,68,428	39,95,495
(c) Loans Receivables which have significant increase in Credit Risk	-	-
(d) Loans Receivables - credit impaired	1,34,386	1,34,386
Less: Impairment Allowance	(1,34,386)	(1,34,386)
<b>TOTAL</b>	<b>37,68,428</b>	<b>39,95,495</b>

**Note 6 : Other Equity**

Particulars	As at 31 March 2023	As at 31 March 2022
<b>Profit and Loss Surplus</b>		
- Opening Balance	(36,38,730)	(35,85,993)
- Add/(Less) : Current Year Transfer	9,174	(52,737)
- Closing Balance	(36,29,556)	(36,38,730)
<b>TOTAL</b>	<b>(36,29,556)</b>	<b>(36,38,730)</b>

**Note 7 : Long-term borrowings**

Particulars	As at 31 March 2023	As at 31 March 2022
<b>(a) Term loans</b>		
From Banks - Secured	-	-
<b>(b) Loans taken from related parties</b>		
From Holding Company - Unsecured	17,72,435	19,52,435
<b>TOTAL</b>	<b>17,72,435</b>	<b>19,52,435</b>

**Note 8: Other financial liability**

Particulars	As at 31 March 2023	As at 31 March 2022
Interest Payable on Unsecured borrowings	9,43,099	9,99,340
<b>TOTAL</b>	<b>9,43,099</b>	<b>9,99,340</b>

**Note 9 : Other Current Liabilities**

Particulars	As at 31 March 2023	As at 31 March 2022
Expenses Payable	450	450
<b>TOTAL</b>	<b>450</b>	<b>450</b>

**ORIENT GREEN POWER (EUROPE) B.V.****Notes forming part of financial statements for the year ended 31 March, 2023**

(All amounts are in Euro, except share data or as stated)

**Note 5 : (i) Share capital**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number of shares	Amount in Euro	Number of shares	Amount in Euro
(a) Authorised 66,65,000 Equity shares of Euro 1/- each	66,65,000	66,65,000	66,65,000	66,65,000
(b) Issued 54,33,000 (Previous year 54,33,000) Equity shares of Euro 1/- each	54,33,000	54,33,000	54,33,000	54,33,000
<b>Total</b>	<b>54,33,000</b>	<b>54,33,000</b>	<b>54,33,000</b>	<b>54,33,000</b>

**(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2023			
- Number of shares	54,33,000	-	54,33,000
- Amount (Euro)	54,33,000	-	54,33,000
Year ended 31 March, 2022			
- Number of shares	54,33,000	-	54,33,000
- Amount (Euro)	54,33,000	-	54,33,000

**(iii) Details of shares held by the Holding Company**

Name of the Subsidiary	Equity Voting shares with voting rights
As at 31 March, 2023 Orient Green Power Company Limited	54,33,000
As at 31 March, 2022 Orient Green Power Company Limited	54,33,000



**ORIENT GREEN POWER (EUROPE) B.V.****Notes forming part of Standalone Financial Statements for the year ended 31 March, 2023**

(All amounts are in Euro, except share data or as stated)

**Note 10 : Other Income**

<b>Particulars</b>	<b>For the year ended 31 March 2023</b>	<b>For the year ended 31 March 2022</b>
(a) Interest Income - Group Companies	1,38,330	1,05,121
(b) Net gain on foreign currency transactions and translation	1,602	-
<b>Total</b>	<b>1,39,932</b>	<b>1,05,121</b>

**Note 11 : Finance Costs**

<b>Particulars</b>	<b>For the year ended 31 March 2023</b>	<b>For the year ended 31 March 2022</b>
Interest expense on:		
(i) Term Loans	-	-
(ii) Group Companies	73,758	92,876
<b>Total</b>	<b>73,758</b>	<b>92,876</b>

**Note 12 : Other expenses**

<b>Particulars</b>	<b>For the year ended 31 March 2023</b>	<b>For the year ended 31 March 2022</b>
(a) Legal and professional	57,000	54,290
(b) Forex losses	-	10,692
<b>Total</b>	<b>57,000</b>	<b>64,982</b>

**ORIENT GREEN POWER (EUROPE) B.V.****Notes forming part of financial statements for the year ended 31 March, 2023**

(All amounts are in Euro, except share data or as stated)

**Note 13 : Related Party Disclosure****Details of related parties:**

Description of relationship	Names of related parties
Holding Company	Orient Green Power Company Limited, India
Key Management Personnel (KMP) of Holding company	Mr. T. Shivaraman, Managing Director Ms. J Kotteswari, Chief Financial Officer Ms. M Kirithika, Company Secretary
Subsidiary	Vjetroelektrana Crno Brdo d.o.o, Croatia Orient Green Power d.o.o, Macedonia
Fellow subsidiary	Bharath Wind Farm Limited, India Beta Wind Farm Private Limited, India Gamma Green Power Private Limited, India Orient Green Power (Maharashtra) Private Limited, India Amrit Environmental Technologies Private Limited, India
Entities exercising significant influence	SVL Limited Janati Bio Power Private Limited

**Note:** Related parties have been identified by the Management.**Details of related party transactions during the year ended 31 March, 2023 and balances outstanding as at 31 March, 2023:**

Description	Name of the Related Party	Relationship	Amount in Euros	
			For the year ended 31, March 2023	For the year ended 31, March 2022
Interest Income	Vjetroelektrana Crno Brdo d.o.o, Croatia	Subsidiary	1,38,330	1,05,121
Interest Expense	Orient Green Power Company Limited, India	Holding Company	73,758	92,876
Payables	Orient Green Power Company Limited, India	Holding Company	27,15,534	29,51,775
Receivables	Vjetroelektrana Crno Brdo d.o.o, Croatia	Subsidiary	37,68,428	39,95,495

**Note 14 : Earnings Per Share**

Particulars	For the year ended 31, March 2023	For the year ended 31, March 2022
<b>Earnings per share (Basic and Dilutive)</b>		
Profit/(Loss) for the year - In Euros	9,174	(52,737)
Weighted average number of equity shares - Numbers	54,33,000	54,33,000
Par value per share - Euros	1.00	1.00
Earnings per share - Basic - Euros	0.00	(0.01)
Earnings per share - Diluted - Euros	0.00	(0.01)

**ORIENT GREEN POWER (EUROPE) B.V.**

**Notes forming part of financial statements for the year ended 31 March, 2023**

(All amounts are in Euro, except share data or as stated)

15. The Board of Directors of the Company has reviewed the realisable value of all the current assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognized in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long-term investments in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on April 13, 2023.

**Subject to our report of even date**

**For T R A K & ASSOCIATES**  
**Chartered Accountants**  
**Firm Registration Number : 017290S**

**For and on Behalf of the Board**

**D.Aswani kumar**  
**Partner**  
**Membership Number: 240937**

**T Shivaraman**  
**Director**

**Place: Chennai**  
**Date : April 12, 2023**