

Limited Review Report

Review Report to
The Board of Directors of
Orient Green Power Company Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of Orient Green Power Company Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiary together referred to as "the Group") for the quarter ended June 30, 2018 ('the Statement') attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. These financial results are the responsibility of the Company's Management and have been approved by the Board of Directors. Our responsibility is to issue a report on these financial results based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. The Statement includes consolidation of Results pertaining to the entities listed in Annexure.
4. We have not reviewed the results of 6 subsidiaries included in the statement, whose financial information for three months ended June 30, 2018 reflects total income of Rs. 1,258.72 lakhs, total profit after tax of Rs. 152.51 lakhs and total comprehensive income of Rs. 187.74 lakhs after elimination of inter group transactions, as considered in the Statement.

The results for these subsidiaries have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries are based solely on the reports of the other auditors.

5. Based on our review conducted as above and based on the consideration of the review reports of the other auditors referred to in Para 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements)



Regulations, 2015 including the manner in which it is to be disclosed or that it contains any material misstatements.

6. We further draw attention to following matters:

- (i) As stated in Note No.5 to the Statement, no provision is required to the capital advances amounting to Rs. 11,379.76 lakhs pertaining to Phase III of proposed wind farm projects in Andhra Pradesh as the management is in the process of organising fresh loans and these advances will be utilised on execution of project in near future.
- (ii) As stated in Note No. 6 to the Statement, considering the stay granted by the Supreme Court of India on the order issued by Central Electricity Regulatory Commission ('CERC') on reduction of floor price of Renewable Energy Certificates, no provision is considered necessary for trade receivables of Rs. 2,071.49 lakhs pertaining to Renewable Energy Certificates.
- (iii) As stated in Note No. 7, the Statement includes total income of Rs. Nil, total loss after tax of Rs.110.27 lakhs and total comprehensive loss of Rs. 110.27 lakhs for quarter ended June 30, 2018, after elimination, in respect of one subsidiary viz. Amrit Environmental Technologies Limited whose financial statements were prepared by the Management on the basis other than that of going concern. In earlier years, the group has recognised impairment loss of Rs. 2,523.22 lakhs to bring down the carrying value of fixed assets to their net realisable value of Rs. 1,597.70 lakhs. The Board of Directors of the Company, in its meeting held on January 24, 2018 accorded its approval to sell the investments in the aforesaid subsidiary subject to approvals from secured creditors and other regulators.

Our conclusion is not modified in respect of the matters described in above paragraphs.

For G.D. Apte & Co.
Chartered Accountants
Firm Registration Number 100 515W



U. S. Abhyankar
Partner
Membership Number 113 053
Chennai, July 26, 2018.



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Annexure

Annexure referred to in Paragraph 3 of our Limited Review Report on the unaudited consolidated financial results of Orient Green Power Company Limited for the Quarter ended June 30, 2018

Sr. No.	Name of the Subsidiaries
1	Amrit Environmental Technologies Private Limited
2	Beta Wind Farm Private Limited - Consolidated Financial Statements including its following subsidiary: a. Beta Windfarm (Andhra Pradesh) Private Limited
3	Bharath Wind Farm Limited - Consolidated Financial Statements including its following subsidiary: a. Clarion Wind Farm Private Limited
4	Gamma Green Power Private Limited
5	Orient Green Power (Europe) B.V. - Consolidated Financial Statements including its following subsidiary: a. Vjetro Elektrana Crno Brdod.o.o b. Orient Green Power d.o.o.
6	Statt Orient Energy Private Limited
7	Biobijlee Green Power Limited
8	Orient Green Power Company (Maharashtra) Private Limited





ORIENT GREEN POWER COMPANY LIMITED

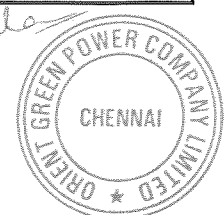
ORIENT GREEN POWER COMPANY LIMITED					
Registered office: Fourth floor, sigapi achi building, 18/3 Rukmani Lakshmi pathi Road, Egmore, Chennai-600008					
Corporate Identity Number: L40108TN2006PLC061665					
Statement of Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2018					
(Rs.in Lakhs)					
S. No	Particulars	Quarter ended			Year Ended
		30-Jun-18	31-Mar-18	30-Jun-17	31-Mar-18
		Unaudited	Audited	Unaudited	Audited
A	CONTINUING OPERATIONS				
1	Revenue from Operations	9,428.28	3,427.87	12,729.33	35,697.53
2	Other Income	511.92	990.60	576.83	4,166.92
3	Total Income (1 + 2)	9,940.20	4,418.47	13,306.16	39,864.45
4	Expenses				
	(a) Employee Benefits Expense	329.12	305.28	362.98	1,350.33
	(b) Finance Costs	4,874.16	4,997.98	5,445.17	21,135.31
	(c) Depreciation and Amortisation Expense	2,852.07	2,950.75	3,137.92	12,359.20
	(d) Other Expenses	1,947.52	1,975.24	2,212.18	8,538.16
	Total Expenses	10,002.87	10,229.25	11,158.25	43,383.00
5	Profit/(Loss) Before Tax (3 - 4)	(62.67)	(5,810.78)	2,147.91	(3,518.55)
6	Tax Expense:				
	- Current Tax Expense	15.00	137.19	-	196.71
	- Deferred Tax	-	-	-	-
7	Profit/(Loss) for the period from Continuing Operations (5 - 6) (after tax)	(77.67)	(5,947.97)	2,147.91	(3,715.26)
B	DISCONTINUED OPERATIONS				
8	Profit/(Loss) from discontinued operations before tax	(221.69)	(1,346.77)	(1,238.19)	(3,427.73)
9	Gain / (Loss) on disposal of assets / settlement of liabilities attributable to the discontinued operations	-	-	-	-
10	Less: Tax expense of discontinued operations	-	-	-	-
11	Profit/(Loss) from discontinued operations (8+9-10) (after tax)	(221.69)	(1,346.77)	(1,238.19)	(3,427.73)
12	Profit/(Loss) for the period (7+11)	(299.36)	(7,294.74)	909.72	(7,142.99)
13	Other Comprehensive Income				
A.	i. Items that will not be reclassified to profit and loss				
	- Remeasurement of defined benefit obligation	6.09	30.84	(2.30)	23.92
	ii. Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-
B.	i. Items that will be reclassified to profit and loss				
	- Deferred gains/(losses) on cash flow hedge	(147.26)	(53.29)	-	(53.29)
	- Exchange Differences on translation of foreign operation	35.10	65.51	469.14	849.97
	ii. Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income/(Loss) (A+B)	(106.07)	43.06	466.84	820.60
14	Total Comprehensive Income/(Loss) for the period (12+13)	(405.43)	(7,251.68)	1,376.56	(6,322.39)

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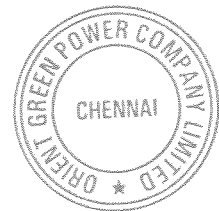


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S. No	Particulars	Quarter ended			Year Ended
		30-Jun-18	31-Mar-18	30-Jun-17	31-Mar-18
		Unaudited	Audited	Unaudited	Audited
15	Profit/(Loss) for the period attributable to:				
	-Owners of the Company	(325.62)	(7,671.36)	979.61	(7,311.98)
	-Non-controlling Interests	26.26	376.62	(69.89)	168.99
		(299.36)	(7,294.74)	909.72	(7,142.99)
	Other comprehensive Income/(Loss) for the period attributable to:				
	-Owners of the Company	(106.07)	43.06	466.84	820.60
	-Non-controlling Interests	-	-	-	-
		(106.07)	43.06	466.84	820.60
	Total Comprehensive Income/(Loss) for the period attributable to:				
	-Owners of the Company	(431.69)	(7,628.30)	1,446.45	(6,491.38)
	-Non-controlling Interests	26.26	376.62	(69.89)	168.99
		(405.43)	(7,251.68)	1,376.56	(6,322.39)
16	Paidup Equity Share Capital(Face value of Rs. 10 each)	75,072.40	75,072.40	73,979.97	75,072.40
17	Earnings per equity share of Rs. 10/- each				
	(a) Basic				
	(i) Continuing operations	(0.01)	(0.80)	0.29	(0.50)
	(ii) Discontinued Operations	(0.03)	(0.18)	(0.17)	(0.46)
	Total Operations	(0.04)	(0.98)	0.12	(0.96)
	(b) Diluted				
	(i) Continuing operations	(0.01)	(0.80)	0.29	(0.50)
	(ii) Discontinued Operations	(0.03)	(0.18)	(0.17)	(0.46)
	Total Operations	(0.04)	(0.98)	0.12	(0.96)

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Orient Green Power Company Limited**Notes to the Statement of Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2018**

1. The above consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on July 26, 2018 and were subjected to a 'Limited Review' by the Statutory Auditors of the Company.
2. The Group operates under a single segment which is "Generation of power through renewable sources "which is consistent with reporting to the Chief Operating Decision Maker. The operations of the group are seasonal in nature and the performance of any quarter may not be representative of the annual performance.
3. The Board of Directors of the Company, at their meeting held on June 30, 2017, approved the sale of Company's biomass business including investments in 8 Biomass subsidiaries to M/s. Janati Bio Power Private Limited, Subsidiary of M/s. SVL Limited (Promoter Company). The Board of Directors also approved the sale of one Biomass power undertaking located at Sookri Village, Narasingpur District, Madhya Pradesh and investments in its subsidiary Biobjilee Green Power Limited to its promoter company M/s. SVL Ltd. and/or its subsidiaries/ associates. During the previous year ended March 31, 2018, the shareholders of the Company approved the above disinvestments.
4. During the previous year, the Company transferred the control of 8 Biomass subsidiaries with effect from September 07, 2017. In accordance with IND AS 110 - "Consolidated Financial Statements", the said biomass subsidiaries have been considered in preparation of these consolidated financials till September 07, 2017 and subsequently derecognized.

Further, the transfer of one biomass power undertaking under a slump sale is under progress awaiting secured creditors approval.

The Company entered into an MOU with M/s. Padmashri Dr. D. Y. Patil Sahakari Sakhar Karkhana Ltd (PDDPSSKL), for sale of the Biomass Power Generation Plant of the Company located in Kolhapur. PDDPSSKL being a party to the Built, Own, Operate and Transfer (BOOT) agreement in developing the said Power generation plant, has the right under the BOOT Agreement to purchase the plant. In this context the Board of the Company approved the sale of the said unit to PDDPSSKL. Further, the Board approved the cancellation of the Business Transfer Agreement with its subsidiary, Orient Green Power (Maharashtra) Private Limited (OGPML) dated August 02, 2016 for transferring aforesaid biomass plant, by way of a slump sale. Accordingly, The slump sale agreement has been executed on March 26, 2018 at a consideration of Rs.8,100.00 lakhs.

The financial details relating to the aforesaid biomass business identified for sale, as estimated and determined by the Management, has been included under results for discontinued operations.

Accordingly, the comparative figures for the previous periods are not comparable.

5. Phase III of the windmill project in one of the subsidiaries namely, Beta Wind Farm Private Limited (BETA) has been deferred due to delay in sanctioning of loans by the consortium of bankers. As at June 30, 2018, capital advances aggregating to Rs. 11,379.76 lakhs has been paid to various third parties towards this project. The Management of BETA is in the process of organizing fresh loans for this project and the said amount of capital advances paid towards the project would be utilized on execution of the project in near future. Accordingly, provision for doubtful advances is not required as at June 30, 2018.

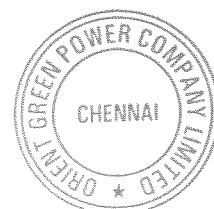
The above item has been highlighted as an Emphasis of matter in the Statutory Auditors Limited Review Report on the Consolidated Audited Financial Results.

6. The Central Electricity Regulatory Commission ('CERC') in its order dated March 30, 2017 reduced the floor price of Renewable Energy Certificates (REC) from Rs. 1,500/ REC to Rs.1,000/REC with effect from April 01, 2017. Considering the stay granted by the Hon'ble Supreme Court of India on May 8, 2017 on the said order, the Company has not made any provision on REC Receivables of Rs. 2,071.49 lakhs accrued till March 31, 2017.

However, Appellate Tribunal for Electricity, New Delhi in its order dated April 12, 2018 upheld the order of CERC. Accordingly, revenue recognized for difference of Rs.500/REC amounting to Rs. 1,380.08 lakhs has been derecognized during Quarter ended March 2018 to restate the revenue recognized by the Company during the year 2017-18. The Company currently accrues the revenue on RECs at Rs.1,000/REC.



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Orient Green Power Company Limited
Notes to the Statement of Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2018

The revenue recognized for difference of Rs.500/REC during Quarter ended June 2017 amounts to Rs. 416.12 lakhs. Accordingly, the revenue for the comparative period presented in these results is not comparable.

The above item has been highlighted as an Emphasis of matter in the Statutory Auditors Limited Review Report on the Consolidated Audited Financial Results.

7. The Financial results includes total income of Rs. Nil, total loss after tax of Rs. 110.27 lakhs and total comprehensive loss of Rs.110.27 lakhs for the period ended June 30 2018, after elimination, in respect of one subsidiary viz. Amrit Environmental Technologies Pvt. Ltd., whose financial statements were prepared by the Management on the basis other than that of going concern. In earlier years, the group has recognised impairment loss of Rs. 2,523.22 lakhs to bring down the carrying value of fixed assets to their net realisable value of Rs. 1,597.70 lakhs. The Board of Directors of the Company, in its meeting held on 24th January 2018 accorded its approval to sell the investments in the aforesaid subsidiary subject to approvals from secured creditors and other regulators.

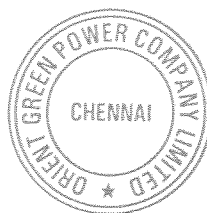
The above item has been highlighted as an Emphasis of matter in the Statutory Auditors Limited Review Report on the Consolidated Audited Financial Results.

8. In July 2018, M/s. Orient Green Power Pte Ltd (OGPPL), Singapore, a Promoter of the Company entered into a Scheme of Compromise and Arrangement with M/s. Shriram EPC (Singapore) Pte Ltd, Singapore and Shriram Ventures Pte Ltd, Singapore whereby the shares of the Company held by OGPPL shall be distributed to the shareholders of OGPPL. Accordingly, M/s. SVL Limited, one of the promoters of the Company being a shareholder of OGPPL received shares aggregating to 12.93% of the Company's Equity share capital. Pursuant to the said arrangement, the revised Promoter's shareholding in the Company is 48.73%.
9. Effective April 01, 2018, the Company adopted INDAS 115, 'Revenue from Contracts with Customers'. Application of this standard does not have any impact on the revenue recognition and measurement.
10. The figures for previous year/ period have been regrouped wherever necessary to conform to the classification of the current period.
11. Financial Results of the Company – Standalone

(Rs. in Lakhs)

Particulars	Quarter ended			Year Ended
	30-Jun-18	31-Mar-18	30-Jun-17	31-Mar-18
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Profit / (Loss) Before Tax	(1,086.22)	(1,852.37)	(858.11)	(13,157.63)
Profit / (Loss) After Tax	(1,086.22)	(1,852.37)	(858.11)	(13,157.63)

Place: Chennai
 Date: July 26, 2018



On behalf of the Board of Directors

Venkatachalam

Venkatachalam Sesha Ayyar
 Managing Director

