NOTICE OF TENTH (10^{TH}) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Tenth (10^{th}) Annual General Meeting of ReNew Akshay Urja Limited (Formerly known as ReNew Akshay Urja Private Limited) will be held on Tuesday, 30^{th} day of September, 2025 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 the Registered Office of the Company to transact the following businesses:

ORDINARY BUSINESS:

1. **To consider and adopt the audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon**

*To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolution**:*

"RESOLVED THAT the audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. **To appoint Mr. Gaurav Wadhwa (DIN: 07641926), Director who retires by rotation and being eligible, offers himself for re-appointment**

*To consider and, if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**:*

"RESOLVED THAT Mr. Gaurav Wadhwa (DIN: 07641926) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as the Director of the Company whose office shall be liable to retirement by rotation".

SPECIAL BUSINESS:

3. **To ratify the remuneration of Cost Auditors for the Financial Year 2025-26**

*To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration (plus applicable service tax and out of pocket expenses) finalized by the Board of Directors to M/s. Sanjay Arya & Associates (Firm Registration No. 102619), who have been appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company, for the Financial Year 2025-2026.**"**

4. **To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company**

*To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to Section 204(1) of the Companies Act, 2013 ('Act') and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions (if any) of the said Act (including any statutory modification or re-enactment thereof, for the time being in force), consent of the members be and are hereby accorded to appoint Jayesh Parmar & Associates, Practicing Company Secretary as Secretarial Auditors for a period of 5 (Five) consecutive years beginning from FY 2025-26 till 2029-2030 to conduct Secretarial Audit of the Company.

RESOLVED FURTHER THAT all the Directors of the Company and Company Secretary ("Authorised Signatories") be and are hereby jointly and / or severally authorized to negotiate, finalize, agree on the terms of the engagement with Jayesh Parmar & Associates, Practicing Company Secretary including fixing of remuneration and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By order of the Board
For ReNew Akshay Urja Limited

Sachin Kumar
Company Secretary
M. No.: A31353

Place: Gurugram
Date: 05th September, 2025

ReNew

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed**.**

4. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.

5. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days up to and including the date of meeting.

6. Route map and land mark details for the venue of general meeting is annexed to the notice**.**

ReNew

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

To ratify the remuneration of Cost Auditors for the Financial Year 2025-26

In accordance with the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint Cost Auditors to audit the cost records of the applicable products of the Company relating to its business.

The Board has appointed M/s. Sanjay Arya & Associates as the Cost Auditors of the Company for the Financial Year 2025-26 on remuneration as may be mutually decided by the Directors of the Company plus applicable Service tax and out of pocket expenses that may be incurred.

In terms of Section 148 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to the Cost Auditors has to be approved / ratified by the shareholders of the Company.

The concern or interest, financial or otherwise in respect of agenda no. 3 under Special Business of:

i. Director and Manager	- None
ii. Every other Key Managerial Personnel	- None
iii. Relatives of persons mentioned in (i) and (ii)	- None

Your Directors recommend the Resolution at Item No. 3. as an Ordinary Resolution, for your approval.

ITEM NO. 4

To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company

In accordance with the provisions of Section 204(1) of the Companies Act, 2013 ('Act') and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is required to appoint Secretarial Auditors to conduct Secretarial Audit of the Company.

In line with the SEBI Regulations, the Board, subject to the approval of the Shareholders, proposes to appoint M/s. Jayesh Parmar & Associates, as Secretarial Auditor of the Company from the conclusion of 10th AGM till the conclusion of 15th AGM, to carry out the Secretarial Audit for a period of five consecutive financial years i.e., from FY 2025-26 to FY 2029-30, as set out at Item No.4 of the accompanying Notice.

M/s. Jayesh Parmar & Associates, have confirmed and disclosed that:
- they meet the criteria of independence and that they are eligible for appointment as Secretarial Auditor.
- they are not disqualified for appointment as per the Companies Secretaries Act, 1980 and rules & regulations made thereunder and the Auditing Standards issued by ICSI.
- they have further confirmed that the proposed appointment is within the limits laid down by ICSI and that they do not have any conflict of interest in providing the services of Secretarial Audit, to the Company in terms of the ICSI Auditing Standard on Audit Engagement.

Based on the recommendations of the Audit Committee, Board has opined that M/s. Jayesh Parmar & Associates, Practicing Company Secretaries, fulfil the conditions/criteria for their appointment as Secretarial Auditor of the Company and accordingly, Board recommends the said appointment to the Shareholders, for their approval.

The concern or interest, financial or otherwise in respect of agenda no. 4 under Special Business of:

i.	Director and Manager	- None
ii.	Every other Key Managerial Personnel	- None
iii.	Relatives of persons mentioned in (i) and (ii)	- None

Your Directors recommend the Resolution at Item No. 4. as an Ordinary Resolution, for your approval.

By order of the Board
For ReNew Akshay Urja Limited

Sachin Kumar

Sachin Kumar
Company Secretary
M. No.: A31353

Place: Gurugram
Date: 05th September, 2025

ReNew

ANNEXURE TO ITEM NO. 2 OF THE NOTICE

Pursuant to the Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India, below mentioned are the details of Directors seeking appointment/ re-appointment at the 10th Annual General Meeting.

Name of the Director	Mr. Gaurav Wadhwa
Directors Identification Number	07641926
Date of Birth	05/04/1977
Qualification	MBA Finance and BE Power Electronics & Communications from IETE Delhi
Experience	Mr. Gaurav Wadhwa is an MBA Finance and BE Power Electronics & Communications from IETE Delhi. He is working as Vice President Design - Solar Utility Scale at ReNew Private Limited. Previously he had worked with Moser Baer Solar Limited as Head of Engineering & Product Development and with Onida as the Head of Design Engineering - lnvertor and UPS Division.
Date of first appointment	28/06/2017
Shareholding in the Company	NIL
Terms and Conditions of appointment/ reappointment	Director (Non-Executive Director) liable to retire by rotation without remuneration.
Remuneration last drawn (including sitting fees, if any)	No remuneration was drawn in capacity of Director of the Company
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during F.Y. 2024-25	4 (Four)
List of Directorship in other Companies	1. Star Solar Power Private Limited 2. ReNew Solar Energy (Telangana) Private Limited 3. Sungold Energy Private Limited 4. Symphony Vyapaar Private Limited 5. Lexicon Vanijya Private Limited 6. ReNew Solar Energy (TN) Private Limited 7. ReNew Wind Energy (Rajasthan Four) Private Limited
Membership/ Chairmanship of Committees of other Boards	NIL (No membership and chairmanship of committees of boards are held for other entities)

RENEW AKSHAY URJA LIMITED)
(FORMERLY KNOWN AS RENEW AKSHAY URJA PRIVATE LIMITED)
CIN: U40300DL2015PLC275651
(Registered office: 138, Ansal Chamber – II, Bikaji Cama Place, New Delhi-110 066)

ANNUAL GENERAL MEETING
ATTENDANCE SLIP

Name of the Attending Member/Proxy (in Block Letters): ________________________

Folio No.: __________________ No. of shares: __________________

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company being held on Tuesday, 30th day of September, 2025 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066.

....
Signature of the Attending Member/Proxy/ Authorised Representative

Notes:
1. A Member/Proxy/ Authorised representative attending the meeting must fill in and sign this Attendance Slip and hand it over at the entrance.
2. Member intending to appoint a proxy, should complete the Proxy Form given below and deposit it at the Company's Registered Office before the commencement of the Meeting.

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	U40300DL2015PLC275651
Name of the company:	ReNew Akshay Urja Limited
Registered office:	138, Ansal Chamber – II, Bikaji Cama Place, New Delhi-110066

Name of the member(s):
Registered address:
Email Id:
Folio No./Client Id:
DP ID:

I/We, being the member (s) of ………… shares of the above-named company, hereby appoint

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

2.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

3.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Tuesday, 30th day of September, 2025 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars
1.	Adoption of Financial Statements of the Company
2.	To appoint Mr. Gaurav Wadhwa (DIN: 07641926) Director who retires by rotation and being eligible, offers himself for re-appointment
3.	To ratify the remuneration of Cost Auditors for the Financial Year 2025-26
4.	To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company

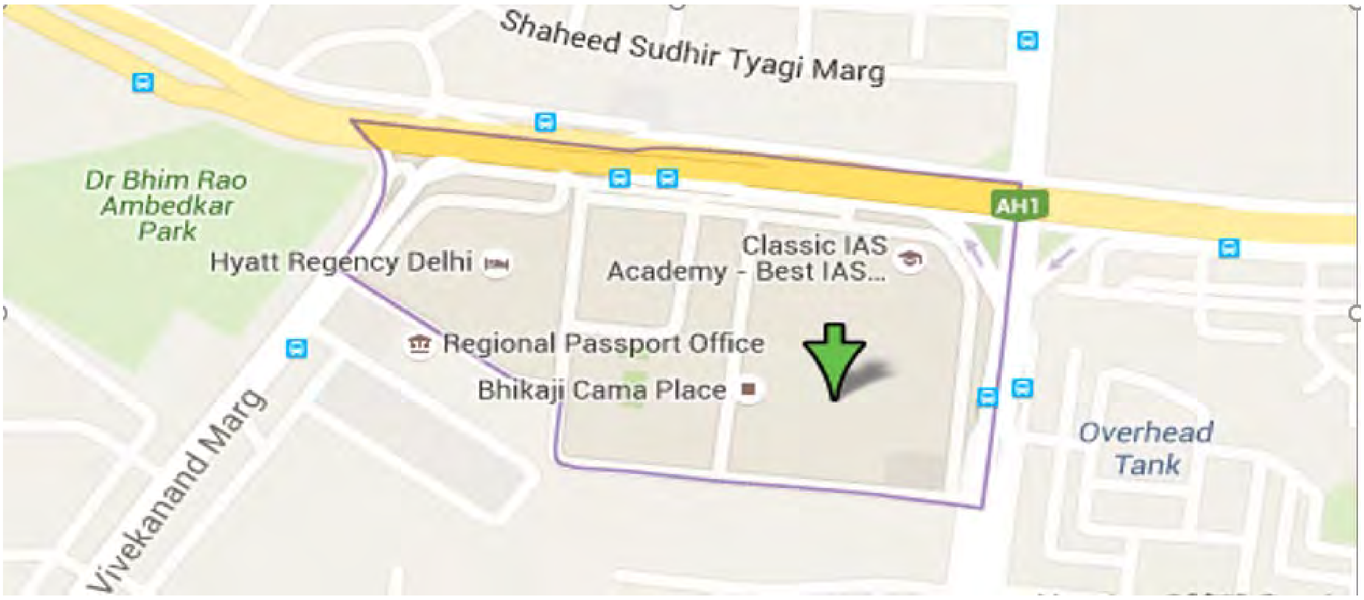
Signed this…… day of……… 20….

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

Route Map



Shaheed Sudhir Tyagi Marg
Dr Bhim Rao Ambedkar Park
Hyatt Regency Delhi
Classic IAS Academy - Best IAS...
AH1
Regional Passport Office
Bhikaji Cama Place
Overhead Tank
Vivekanand Marg

ReNew

BOARD'S REPORT

To
The Members,

On behalf of the Board of Directors of your Company, i.e., ReNew Akshay Urja Limited **('Company')**, it is our pleasure to present the 10th Board's Report along with the Audited Financial Statement of Accounts together with the Auditors' Report for the financial year ended March 31, 2025 and share with you the highlights of our performance during the year.

FINANCIAL SUMMARY/ HIGHLIGHTS

A. Financial Summary

The performance of the Company for the financial year ended March 31, 2025 is summarized below:

(Amount in INR millions)

Particulars	**Standalone For the Financial Year ended March 31**	
	2025	**2024**
Income		
Revenue from operations	1,410	1,494
Other Income	240	357
Total Revenue (I)	**1,650**	**1,851**
Expenses		
Cost of goods sold	-	-
Employee benefit expense	-	-
Other expenses	125	117
Total Expense	**125**	**117**
Earnings/(loss) before interest, tax, depreciation and amortization (EBITDA) (I) - (II)	1,525	1,734
Depreciation and amortization expense	235	235
Finance cost	526	597
Profit for the year before tax	**764**	**902**
Current tax		
Deferred tax	172	252
Earlier year tax		
Profit after tax	**592**	**650**
Other comprehensive income for the year, net of tax		
Total comprehensive income for the year		
Transfer to Debenture Redemption Reserve#		
Closing Debenture Redemption Reserves	**306**	**303**
Net Worth*	**5,581**	**4,989**

As per rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014, the Company is required to create a Debenture Redemption Reserve (DRR) from profits available for dividend and accordingly the Company had created a reserve of INR 306 million.

* Net Worth has been taken as Total Equity as per Balance Sheet

B. Performance Review

During the year under review, the Company's total revenue decreased by 5.62% from INR 1,494 Million (Previous year) to INR 1,410 Million (Current year)

During the year under review, the company's total profits decreased by 8.92% from INR 650 Million (Previous year) to INR 592 Million (Current year).

C. Transfer to Reserves

During the year under review, there was no transfer to Reserves.

DIVIDEND

No dividend is being recommended by the Board of your Company.

OPERATIONS

The Company has the following operational and commissioned projects in the state of Telangana:

S.No.	Name of Project	Capacity of Project in MW(s)	District	State of India
1	Mehbubnagar -1	100	Mahabubnagar	Telangana
2	Sadashivpet	24	Sangareddy	Telangana
	TOTAL	**124**		

There has been no change in the nature of business of the Company during the year.

HOLDING SUBSIDIARY RELATIONSHIP

As on March 31, 2025, Company is a wholly owned subsidiary of ReNew Solar Power Private Limited and the Company does not have any subsidiary.

PUBLIC DEPOSITS

The Company has not accepted any deposit during the year under review which fall under Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

SHARE CAPITAL

A. Authorized Share Capital

The Authorised share capital of the Company as on March 31, 2025 was INR 25,00,00,000/- (Rupees Twenty- Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lacs) Equity shares of INR 10/- (Ten) each.

B. Paid up Share Capital

The issued and paid-up share capital of the Company as on March 31, 2025 was INR 13,30,35,710/- (Rupees Thirteen Crore Thirty Lacs Thirty-Five Thousand Seven Hundred and Ten Only) divided into 1,33,03,571 (One Crore Thirty-Three Lacs Three Thousand Five Hundred and Seventy-One) Equity shares of INR 10/- (Ten) each.

During the year under review there was no change in the capital structure of the Company.

DEBT STRUCTURE

Your Company during the financial year(s) 2015-16 and 2017-18 had issued Compulsory Convertible Debentures and listed, secured, Non- Convertible Debentures (`NCDs') respectively. The NCDs continues to be listed on the Wholesale Debt Market (`WDM') segment of National Stock Exchange of India Ltd. It provides NCD holders a trading platform and marketability to the instrument. Catalyst Trusteeship Limited continues to be the Debenture Trustee for the benefit of the NCD holders. The complete details of secured and unsecured debt availed by your Company is provided in the financial statements annexed to the Annual Report and corresponding Notes.

During the year under review, the Company has not issued any debentures.

CREDIT RATINGS

Credit rating received from CARE Ratings Limited for its Non-Convertible debentures was reaffirmed to Care AA+ (CE) Stable.

AUDITORS

A. Statutory Auditors

M/s S.R Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) have been appointed as the Statutory Auditor of the Company to hold office for a term of four years beginning from the conclusion of the 7th Annual General Meeting till the conclusion of the 11th Annual General Meeting of the Company to be held in F.Y. 2025-26.

The Auditors' Report is self- explanatory and do not call for any explanation and comments.

During the financial year 2024-25, the statutory auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134(3) (ca) of the Act.

B. Secretarial Auditors

M/s. Jayesh Parmar & Associates, Company Secretaries, have been appointed to conduct the Secretarial Audit of the Company for the Financial Year 2024-25 as required under Section 204 of the Act and Rules made thereunder. The Secretarial Audit Report for the Financial Year 2024-25 is annexed herewith as '**Annexure A**' forming part of the Board's Report.

The Secretarial Auditor has no observations and qualifications.

The Auditors' Report is self- explanatory in all other respects and does not call for any further explanation and comments.

Subject to the approval of shareholders in the ensuing Annual General Meeting, it is proposed to appoint M/s. Jayesh Parmar & Associates, Practising Company Secretary as Secretarial Auditors for a period of 5 (Five) consecutive years beginning from F.Y. 2025-26 till 2029-2030 to conduct Secretarial Audit of the Company

C. Internal Auditors

Internal Audit for the year 202-25 was conduct by Ms. Neha Puri, Chartered Accountants.

Ms. Neha Puri, Chartered Accountants has been re-appointed to conduct the Internal Audit of the Company for the Financial year 2025-26 as required under Section 138 of the Act.

D. Cost Auditors

In terms of the Section 148 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Act.

In terms of aforesaid provisions and pursuant to the recommendation of Audit Committee, M/s Sanjay Arya & Associates, Cost Accountants (Firm Registration No. 102619) has been re-appointed as Cost Auditors of the Company to audit the cost records for the Financial Year 2025-26 at a remuneration as may be decided by the Board. The remuneration of the Cost Auditor is subject to the ratification by the shareholders in the ensuing Annual General Meeting.

Accordingly, the Board recommends ratification of remuneration of Cost Auditors at the ensuing Annual General Meeting.

ANNUAL RETURN

As required under section 92(3) read with section 134(3)(a) of the Act, the Annual Return as on March 31, 2025 will be available on website at https://renewpower.in/renew-akshay-urja-limited/ .

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

As required under Section 134(3)(m) of the Act read with rule 8 of Companies (Accounts) Rules 2014, details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. Conservation of energy:

Energy conservation is an area of priority and the Company has made all efforts to ensure continuous monitoring and improvement in energy consumption in all its offices.

B. Technology absorption:

Being in the business of providing clean energy, the Company is constantly looking at innovation and technology absorption to increase production efficiency in its business.

C. Foreign exchange earnings and outgo

During the year under review, there was no Foreign Exchange Earnings and outgoings.

BOARD OF DIRECTORS / KEY MANAGERIAL PERSON (KMP)

The Board plays the most pivotal role in overseeing the management, governance, performance, long-term success of business as a whole and protecting the long-term interests of all the stakeholders. The Board is entrusted with reviewing and approving the management's strategic plan & business objectives and monitoring the Company's strategic direction. The Board also ensures adherence to the highest standards of Corporate Governance and complete transparency in the functioning of the Company.

The Board of your Company has a good and diverse mix of Executive, Non-Executive and Independent Directors and the same are also in line with the applicable provisions of the Act. As on March 31, 2025, the Board consists of 4 Directors comprising 1 Executive, 1 Non-Executive, and 2 Independent Directors. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business.

The composition of Board of Directors as on March 31, 2025 was as follows:

S. No	Name of the Director	Designation
1	Mr. Gaurav Wadhwa	Director
2	Ms. Parul Agrawal	Managing Director
3	Mr. Kannan Natraj Sharma	Independent Director
4	Mr. Varun Chugh	Independent Director

Independent Directors Declaration

In terms of Section 149(7) of the Act, the Company has received declarations from all the Independent Directors of the Company confirming that

a) they meet the criteria of independence as specified under Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as Independent Directors.
b) they have registered their names in the Independent Director's Databank.
c) they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act.
d) they have complied with the Code of Conduct of Directors and Senior Management

Terms- Terms of the appointment of Independent Director is available on our website under the link- https://renewpower.in/renew-akshay-urja-limited/

ReNew

Key Managerial Personnel

Mr. Anand Jaisinghani is holding position of CFO as on 31st March, 2025.

During the year under review, Mr. Sachin Kumar was appointed as Company Secretary and Compliance Officer of the Company w.e.f. May 13, 2024.

RE-APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION

Mr. Gaurav Wadhwa, Director, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Brief particulars and expertise of directors seeking appointment / re-appointment together with their other directorships and committee memberships have been given in the annexure to the Notice of the AGM in accordance with the requirements of the Secretarial Standards.

NUMBER OF MEETING OF BOARD OF DIRECTORS

Board Meetings are governed by structured agenda. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Company Secretary in consultation with the executive directors prepares the detailed agenda for the meetings.

Agenda papers and notes on agenda are circulated to the Directors, in advance. All material information's are being circulated along with agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda.

The Board of Directors of the Company duly met 5 (Five) times during the year under review in respect of which proper notices were given and the proceedings were properly recorded. The necessary quorum was present in all the meetings. The details of meetings and attendance are mentioned below:

S. No.	Date of Meeting	Attended by			
		Gaurav Wadhwa	**Kannan Natraj Sharma**	**Parul Agrawal**	**Varun Chugh**
1	13-05-2024	Yes	No	Yes	Yes
2	24-05-2024	Yes	Yes	No	Yes
3	13-08-2024	Yes	Yes	Yes	Yes
4	13-11-2024	No	Yes	Yes	Yes
5	10-02-2025	Yes	Yes	No	Yes
Total		**4**	**4**	**3**	**5**

DIRECTORS RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your directors make the following statements in terms of section 134(3)(c) of the Act:

a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) The directors had prepared the annual accounts on a going concern basis; and

e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

BOARD COMMITTEES

The Sub-Committees of the Board play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities as mandated by applicable regulations. These Committees are set up by the formal approval of the Board to carry out clearly defined roles under their respective Charters. The minutes of the meeting of all Sub-Committees are placed before the Board for noting.

During the year, all recommendations of the Committees of the Board which were mandatorily required have been accepted by the Board.

AUDIT COMMITTEE

Audit Committee is one of the main pillars of the Corporate Governance mechanism in any Company and is established with the aim of enhancing confidence in the integrity of an organization's processes and procedures relating to internal control and corporate reporting including financial reporting.

The Company has constituted its Audit Committee in accordance with the provisions of Section 177 of the Act and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The primary objective of the Audit Committee is to monitor and provide effective supervision of the financial reporting; the effectiveness of the system of risk management and robustness of internal financial controls. The Audit Committee is responsible for the oversight of the quality and integrity of the Company's accounting and financial reporting process.

The Composition of the Committee as on March 31, 2025 was as follows:

S. No.	Name of the Member	Designation
1.	Mr. Varun Chugh	Independent Director, Chairman
2.	Mr. Kannan Natraj Sharma	Independent Director
3.	Mr. Gaurav Wadhwa	Director

The Scope of Audit Committee shall be as per the applicable provisions of Companies Act 2013 and Part C of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under review, the meetings of Audit Committee were held and attended by members as follows:

S.No.	Date of Meeting	Attended by		
		Gaurav Wadhwa	Kannan Natraj Sharma	Varun Chugh
1	24-05-2024	Yes	Yes	Yes
2	13-08-2024	Yes	Yes	Yes
3	13-11-2024	No	Yes	Yes
4	10-02-2025	Yes	Yes	Yes
Total		**3**	**4**	**4**

NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted its Nomination and Remuneration Committee ('N&RC') in accordance with the provisions of Section 178 of the Act and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. N&RC is responsible for overseeing key processes through which it can make recommendations to the Board on the structure, size and composition of the Board, key management personnel & senior management, ensure that the appropriate mix of skills, experience, diversity and independence is present on the Board and senior level for it to function effectively. The NRC also leads the process for new Board appointments.

The Composition of the Committee as on March 31, 2025 was as follows:

S. No.	Name of the Member	Designation
1.	Mr. Kannan Natraj Sharma	Independent Director, Chairman
2.	Mr. Varun Chugh	Independent Director
3.	Mr. Gaurav Wadhwa	Director

The Scope of Nomination and Remuneration Committee shall be as per the applicable provisions of Companies Act 2013 and Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board has framed and adopted a Nomination, Remuneration and Board Diversity Policy in terms of the Section 178 of the Act. The policy, inter-alia, lays down the principles relating to appointment, cessation, remuneration and evaluation of Directors, Key Managerial Personnel and Senior Management Personnel of the Company. The Nomination, Remuneration and Board Diversity Policy of the Company is available on the website of the Company under the link-https://renewpower.in/renew-akshay-urja-limited/

During the financial year under review, the meeting of Nomination and Remuneration Committee was held and attended by members as follow:

S.No.	Date of Meeting	Attended by		
		Gaurav Wadhwa	Kannan Natraj Sharma	Varun Chugh
1	24-05-2024	Yes	Yes	Yes
2	13-08-2024	Yes	Yes	No
Total		**2**	**2**	**1**

RISK MANAGEMENT COMMITTEE

The Company has constituted its Risk Management Committee in compliance with Regulation 21 and any other applicable provisions of the SEBI Listing Regulations and any other applicable law or enactment for the time being in force to formulate a detailed risk management policy, to monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems, periodically reviewing the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity and to keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.

The Composition of the Committee as on March 31, 2025 was as follows:

S. No.	Name of the Member	Designation
1.	Mr. Gaurav Wadhwa	Non-Executive Director, Chairman
2.	Ms. Parul Agrawal	Executive Director
3.	Mr. Kannan Natraj Sharma	Independent Director

During the financial year under review, 2 meetings of Risk Management Committee were held and attended by members as follow:

S.No.	Date of Meeting	Attended by		
		Gaurav Wadhwa	Kannan Natraj Sharma	Ms. Parul Agrawal
1	10-05-2024	Yes	No	Yes
2	05-12-2024	Yes	Yes	Yes
Total		**2**	**1**	**2**

STAKEHOLDER RELATIONSHIP COMMITTEE

The Company has constituted its Stakeholders Relationship Committee in compliance with Section 178 the Companies Act, Regulation 20 and any other applicable provisions of the SEBI Listing Regulations and any other applicable law or enactment for the time being in force for resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of NCDs, non-receipt of annual report, general meetings, review of measures taken for effective exercise of voting rights by shareholders etc.

The Composition of the Committee as on March 31, 2025 was as follows:

S. No.	Name of the Member	Designation
1.	Mr. Gaurav Wadhwa	Non-Executive Director, Chairman
2.	Ms. Parul Agrawal	Executive Director
3.	Mr. Varun Chugh	Independent Director

During the financial year under review, One meeting of Committee was held and attended by members as follow:

S.No.	Date of Meeting	Attended by		
		Gaurav Wadhwa	Varun Chugh	Ms. Parul Agrawal
1	24-05-2024	Yes	Yes	No
Total		**1**	**1**	**0**

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

In accordance with the requirements of the Section 135 of the Act, the Board has constituted a Corporate Social Responsibility (CSR) Committee to assist the Board in setting the Company's CSR Policy and assessing its CSR performance.

Policy

CSR Policy is available on our website under the link https://renewpower.in/renew-akshay-urja-limited/

Composition of the CSR Committee

The Composition of the Committee as on March 31, 2025 was as follows:

S. No.	Name of the Member	Designation
1.	Mr. Kannan Natraj Sharma	Independent Director
2.	Ms. Parul Agrawal	Managing Director
3.	Mr. Gaurav Wadhwa	Director

During the financial year under review, the meeting of CSR Committee was held and attended by members as follow:

S.No.		Attended by

	Date of Meeting	Gaurav Wadhwa	Parul Agrawal	Kannan Natraj Sharma
1	24-05-2024	Yes	No	Yes
Total		**1**	**0**	**1**

Report on CSR Activities

The Annual Report on CSR activities as required under Section 135 of the Act read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as '**Annexure B**' forming part of the Boards' Report.

GENERAL MEETINGS

During the year under review, Shareholders of the Company met 1 (one) time as detailed below:

S.No.	Date of Meeting	Type of Meeting
1	30-09-2024	Annual General Meeting

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS UNDER SECTION 186

Particulars of loans given, investments made, guarantees given and securities provided are provided in the Financial Statement.

Further, the Company avails exemption under Section 186(11)(a) of the Act engaged in the business of carrying Infrastructure activities.

SIGNIFICANT AND THE MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

DISCLOSURE OF VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) and (10) of the Act, the Company has established Vigil Mechanism to report genuine concerns, which will be administered by the Audit Committee. Vigil Mechanism is available on the website of the Company under the link https://renewpower.in/renew-akshay-urja-limited/. During the period under review, the Company has not received any complaint under the Vigil Mechanism.

BOARD EVALUATION, POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company believes that an effective Governance Framework requires periodic evaluation of the functioning of the Board as a whole, its committees and individual Director's performance. The evaluation process facilitates transition from good to great Boards which can take governance to greater heights. It is a mechanism by which the Board members candidly reflect on how well the Board is meeting its responsibilities. The process lays the foundation for a high performing Board and regular Board evaluation is the core driver necessary to promote change and deliver best practice. Board Evaluation provides an opportunity to remind Directors of the importance of group dynamics and effective Board and Sub-Committee processes in fulfilling its responsibilities. It also improves teamwork by creating better understating of Board dynamics, Board-management relations and thinking as a group within the Board.

Pursuant to the provisions of the Companies act and SEBI LODR, the Board has carried out annual evaluation of its own performance and that of its Committees and individual Directors. Evaluation done was presented to the NRC and Board.

Section 149 read with Schedule IV of the Act, mandates that the Independent Directors of the Company shall hold at least one meeting in a year, without the presence of Non-Independent Directors and members of the management and requires all the Independent Directors to be present at such meeting. Independent Directors play a crucial role in ensuring an efficient and transparent work environment, hence all the Independent Directors of the Company separately met once during the FY 2024-25 without the presence of any of Non-Independent Directors and/or any of the members of the management on March 20, 2025.

Overall, the review determined that the Board as a whole has been functioning as a cohesive body which is well engaged with different perspectives. There is a good balance of skills and experience on the Board to ensure the delivery of stakeholder goals. The Committees are functioning well and besides the Committee's terms of reference as mandated by law, important issues are being brought up and discussed in the Meetings.

As on March 31, 2025, the Company has following KMPs, who are not in receipt of any remuneration from the Company:

i. Ms. Parul Agrawal, Managing Director
ii. Mr. Anand Jaisinghani, Chief Financial Officer

RELATED PARTY TRANSACTIONS

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material and which is required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Further, related party disclosures as per para-A of Schedule V of SEBI (LODR) Regulations 2015 are mentioned in the Note No. 25 to the financial statements.

RISK MANAGEMENT POLICY

The Ultimate Holding Company i.e., ReNew Energy Global Plc has an elaborate Risk Management Policy which has been adopted on a group level i.e., the same is also applicable on the Company. The said policy helps to identify, assess, respond to and monitor, on a real-time basis, risks that impact business objectives. Risk management is an integral component of the ReNew Group at large. Effective risk management with enhanced use of technology has improved the quality of business decisions.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE

FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year 2024-25 and the date of this report.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements.

In terms of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, the Company has appointed Ms. Neha Puri, Chartered Accountant, as the Internal Auditor of the Company for the financial year 2024-25.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

ReNew Private Limited ("Formerly known as ReNew Power Private Limited") (Intermittent Holding Company) has in place a prevention of sexual harassment Policy in line with the requirements of the sexual harassment of women at the workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassments at workplace. All women associates (permanent, temporary, contractual and trainees) as well as any woman visiting the Company's office premises or women service providers are covered under this Policy. Further, a Complaints Committee has been set up to redress complaints received.

The said Policy is applicable on every subsidiary Company of ReNew Private Limited.

Details of Complaints:

Number of complaints of sexual harassment received in the year	0
Number of complaints disposed off during the year	0
Number of cases pending for more than ninety days	0

There was no complaint received from any employee during the financial year 2024-25 and hence no complaint is outstanding as on March 31, 2025 for redressal.

Compliance of the provisions relating to the Maternity Benefit Act 1961

During the year under review, the Company has complied with the Maternity Benefit Act, 1961 & The Andhra Pradesh Maternity Benefit Rules, 1966 (for Telangana).

PERSONNEL

During the period under consideration no employee of the Company was in receipt of remuneration exceeding the sum prescribed under section 197 of the Act and thus no disclosures were required under Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

OTHERS

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- There has been no change in the nature of business of the Company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

Your Directors wish to take this opportunity to express their sincere thanks to all the investors, shareholders and stakeholders for the faith and confidence they have reposed in the Company. The directors also wish to place on record their deep appreciation for the employees for the hard work, commitment and dedication shown throughout the period.

For and on behalf of the Board
ReNew Akshay Urja Limited

Parul Agrawal Managing Director	**Gaurav Wadhwa**
	Director
DIN- 08452687	**DIN- 07641926**

Date – 12 August, 2025
Place –Gurugram

Jayesh Parmar & Associates
Practising Company Secretary
91+9899339796
E-mail – csjayeshparmar@gmail.com

ANNEXURE TO THE DIRECTORS' REPORT

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANICAL YEAR ENDED 31ST MARCH, 2025

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

To
The Members,
M/s. **ReNew Akshay Urja Limited**
138, Ansal Chamber – II, Bhikaji Cama Place,
New Delhi-110066

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **ReNew Akshay Urja Limited (Formerly known as ReNew Akshay Urja Private Limited** (hereinafter called "the Company") having CIN: U40300DL2015PLC275651. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the financial year ended **31st March, 2025**, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2025** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

(iii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

a) Securities and Exchange Board of India (LODR) Regulations, 2015;
b) Securities and Exchange Board of India (Prohibition of Insider

91+9899339796

E-mail – csjayeshparmar@gmail.com

Trading) Regulations, 2015;

c) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;
d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
g) SEBI (Debenture trustee) regulations
h) SEBI (Issue and listing of debt securities) regulations
i) SEBI (ICDR) Regulations
j) SEBI (Issue and listing of non-convertible securities) regulations and circulars/ guidelines issued thereunder

(iv) The management has identified and confirmed the following laws as applicable to the Company:

i. Environment Protection Act, 1989 and Rules;
ii. The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules;
iii. Batteries (Management and Handling), Amendments Rules, 2010;
iv. The Noise Pollution (Regulation and Control) Rules, 2000;
v. The Electricity Act, 2003 and the Rules & Regulations made there under by CERC, CEA and MERC;
vi. Employees Provident Fund & Miscellaneous Provisions Act, 1952;
vii. Employees' State Insurance Act, 1948 and Schemes;
viii. Payment of Wages Act, 1936 and Rules;
ix. Minimum Wages Act, 1948 and Rules;
x. The Contract Labour (Regulation & Abolition) Act, 1970 & the Rules;
xi. Payment of Bonus Act, 1965 and Rules;
xii. Payment of Gratuity Act, 1972 and Rules;
xiii. Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959;
xiv. Workman's Compensation Act, 1923 and Rules;

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India: ***Applicability of SS-1 and SS-2***;

(ii) The Listing Agreements entered into by the Company with National Stock Exchange (NSE);

(iii) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of foreign Direct Investment, ~~Overseas Direct Investment~~,

Jayesh Parmar & Associates
Practising Company Secretary
_91+9899339796_
E-mail – csjayeshparmar@gmail.com

~~External Commercial Borrowings~~;

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations;

We report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. There were no change in the composition of the Board of Directors during the year under review. However during the financial year under report, the following change took place in the position of KMP and the Company has duly complied with the provisions of the Act thereof:

1. Mr. Sachin Kumar has been appointed as the Company Secretary (CS) of the company w.e.f. 13.05.2024.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and on shorter notice with the consent of Directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

For **Jayesh Parmar & Associates**
Company Secretaries

JAYESH PARMAR ★ New Delhi ★ Company Secretary

Jayesh Parmar
(Proprietor)
ACS No.:27055
C.P No.:15007

Date: July 23, 2025
Place: New Delhi
UDIN: A027055G000841495
Peer Review No. 1055/2021

This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

Jayesh Parmar & Associates
Practising Company Secretary
91+9899339796
E-mail – csjayeshparmar@gmail.com

Annexure A

To
The Members
M/s. **ReNew Akshay Urja Limited**

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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

For **Jayesh Parmar & Associates**
Company Secretaries

JAYESH PARMAR ★ New Delhi ★ Company Secretary

Jayesh Parmar
(Proprietor)
ACS No.:27055
C.P No.:15007

Date: July 23, 2025
Place: New Delhi
UDIN: A027055G000841495
Peer Review No. 1055/2021

Format for the Annual Report on CSR Activities to be Included in the Board's Report For Financial Year Commencing on or After 1st Day of April, 2023

1. Brief outline on CSR Policy of the Company:

ReNew Akshay Urja Limited (“ReNew” or “Company”) recognises its responsibility towards the stakeholders as a good corporate citizen and believes in giving back to society. With a vision to “transform India via the ReNew India Initiative”, ReNew’s interventions are designed keeping in mind the needs of the communities and striking a balance with Sustainable Development Goals (SDGs). The company endeavours to work in the domains that uplift the lowest strata of the society by undertaking activities as specified in Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Gaurav Wadhwa	Director	1	1
2	Parul Agrawal	Director	1	NIL
3	Kannan Natraj Sharma	Independent Director	1	1

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

http://renewpower.in/renew-akshay-urja-limited/

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

Not applicable for the period under review.

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2023-24	2,28,154	2,28,154
	Total	2,28,154	2,28,154

6. Average net profit of the company as per section 135(5): INR 61,14,84,183

7. (a) Two percent of average net profit of the company as per section 135(5): INR 1,22,29,684

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

(c) Amount required to be set off for the financial year, if any: INR 2,28,154

(d) Total CSR obligation for the financial year (7a+7b-7c): INR 1,20,01,530

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

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
1,23,40,000	Not Applicable				

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
Not applicable												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/ No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1	Integrated Rural Development	X	No	Pan India		5,90,000	Yes		
2	Access to Digital Education	II	No	Pan India		1,17,50,000	Yes		
Total						1,23,40,000			

(d) Amount spent in Administrative Overheads: The cost has been included in the programme cost. No administrative overheads being claimed.

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): INR 1,23,40,000

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)

(i)	Two percent of average net profit of the company as per section 135(5)	1,22,29,684
(ii)	Total amount spent for the Financial Year*	1,25,68,154
(iii)	Excess amount spent for the financial year [(ii)-(i)]	3,38,470
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	3,38,470

* Total amount of Rs. 1,23,40,000 was spent for the Financial Year and amount of Rs. 2,28,154 available in FY 2023-24 has been considered for set-off against amount required to be spent in the FY 2024-25

9. (a) Details of Unspent CSR amount for the preceding three financial years: Not Applicable

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.							
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year- Not Applicable

(asset-wise details).

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). Not Applicable

For and on behalf of the Board
ReNew Akshay Urja Limited

Parul Agrawal
Managing Director
DIN- 08452687

Gaurav Wadhwa
Director
DIN- 07641926

Date – May 28, 2025
Place – Gurugram

S.R. BATLIBOI & CO. LLP
Chartered Accountants

67, Institutional Area
Sector 44, Gurugram - 122 003
Haryana, India

Tel: +91 124 681 6000

INDEPENDENT AUDITOR'S REPORT

To the Members of Renew Akshay Urja Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Renew Akshay Urja Limited ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information .

In our opinion and to the best of our information and according to the explanations given to us , the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("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, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. 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 Act 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 audit opinion on the financial statements.

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 for the financial year ended March 31, 2025.

We have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

S.R. BATLIBOI & CO. LLP
GURUGRAM

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 the 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 Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

S.R. BATLIBOI & CO LLP GURUGRAM

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for those matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g)

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account ;

S.R. BATLIBOI & CO LLP GURUGRAM

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) The observation to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under section 143(3)(b) and paragraph 2(i)(vi) below on reporting under Rule 11(g).

(g) With respect to the adequacy of the internal financial controls with reference to financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(h) The provisions of section 197 read with schedule V of the Act are not applicable to the Company for the year ended March 31, 2025.

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

iv. a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company

S.R. BATLIBOI & CO LLP * GURUGRAM *

vi. Based on our examination which included test checks, the Company has used accounting software (SAP S4 Hana) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention w.e.f. 28 March 2024 as audit trail feature was enabled at underlying application database w.e.f. 28 March 2024. Also, refer note 32 to the financial statements.

For S.R. Batliboi & Co LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Naman Agarwal
Partner
Membership Number: 502405
UDIN: 25502405BMLBTW1313
Place of Signature: Gurugram
Date: May 28, 2025

Annexure 1 referred to in paragraph 1 of our report of even date under the heading "Report on Other Legal and Regulatory Requirements"

Renew Akshay Urja Limited ("the Company")

In terms of the information and explanation sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(a) (B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) All Property, Plant and Equipment were physically verified by the management in the financial year 2022-23 in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in note 3 to the financial statements are held in the name of the Company. These immovable properties are pledged with Catalyst Trusteeship Limited, the Security Trustee as security for the lenders and their title deeds are not available with the Company. The same has not been independently confirmed by the Security Trustee and hence we are unable to comment on the same

Description of Property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of Company
Land	29,10,26,252	Renew Akshay Urja Limited	No	7-8 years	Mortgage to lender

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) during the year ended March 31, 2025. The Company has not capitalized any intangible assets in the books of the Company.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification.

(b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) During the year the Company has provided loans to its Holding Company as follows:

Particulars	Loans (in Rs. Million)*
Aggregate amount granted/ provided during the year - Holding Company	200
Balance outstanding as at balance sheet date in respect of above cases - Holding Company	1,170

*excluding interest

The Company has not provided advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties.

(b) During the year, the terms and conditions of the grant of all loans and advances in the nature of loans to its Holding Company are not prejudicial to the Company's interest. The Company has not made investments, provided guarantees or security during the year.

(c) The Company has granted loans to companies which are repayable on demand. For loans outstanding at year end, we are informed that company has not demanded repayment of any such loan during the year. The payment of interest has been regular.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) As disclosed in note 4 to the financial statements, during the year, the Company has granted loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies. Of these following are the details of the aggregate amount of loans or advances in the nature of loans granted to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013:

(in Rs. Million)

	All Parties	Promoters	Related Parties
Aggregate amount of loans/ advances in nature of loans - Repayable on demand	1,170	NA	1,170

S.R. BATLIBOI & CO. LLP GURUGRAM

Percentage of loans/ advances in nature of loans to the total loans	100%	NA	100%

(iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the generation of power, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) There are no dues of goods and services tax, cess, and other statutory dues which have not been deposited on account of any dispute.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b)The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f)The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

S.R. BATLIBOI & CO LLP GURUGRAM

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d)There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current financial year. The Company has not incurred cash losses in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

S.R. BATLIBOI & CO LLP GURUGRAM

(xix) On the basis of the financial ratios disclosed in note 38 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company.

We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 27 to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 27 to the financial statements.

For S.R. Batliboi & CO. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Naman Agarwal
Partner
Membership Number: 502405
UDIN: 25502405BMLBTW1313
Place of Signature: Gurugram
Date: May 28, 2025

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Renew Akshay Urja Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Renew Akshay Urja Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these financial statements.

Meaning of Internal Financial Controls With Reference to these Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide

S.R. BATLIBOI & CO LLP GURUGRAM

reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S.R. Batliboi & Co LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

S.R. BATLIBOI & CO. LLP GURUGRAM

per Naman Agarwal

Partner

Membership Number: 502405

UDIN: 25502405BMLBTW1313

Place of Signature: Gurugram

Date: May 28, 2025

ReNew Akshay Urja Limited
Balance Sheet as at 31 March 2025
(Amounts in INR million, unless otherwise stated)

	Notes	As at 31 March 2025	As at 31 March 2024
Assets			
Non-current assets			
Property, plant and equipment	3	6,859	7,100
Capital work in progress	3	4	-
Financial assets			
Others	4	4	4
Prepayments	6	0	0
Non-current tax assets (net)		35	22
Other non-current assets	7	10	11
Total non-current assets		**6,912**	**7,137**
Current assets			
Inventories	8	3	18
Financial assets			
Trade receivables	9	414	409
Cash and cash equivalents	10	177	93
Bank balances other than cash and cash equivalents	10	436	709
Loans	4	2,274	2,074
Others	4	999	859
Prepayments	6	21	25
Other current assets	7	6	7
Total current assets		**4,330**	**4,194**
Total assets		**11,242**	**11,331**
Equity and liabilities			
Equity			
Equity share capital	11A	133	133
Other equity			
Equity component of compulsory convertible debentures	12A	1,144	1,144
Securities premium	12B	1,200	1,200
Debenture redemption reserve	12C	306	303
Retained earnings	12D	2,798	2,209
Total equity		**5,581**	**4,989**
Non-current liabilities			
Financial liabilities			
Long Term Borrowings	13	4,446	4,888
Long term Provisions	14	20	26
Deferred tax liabilities (net)	5	631	459
Total non-current liabilities		**5,097**	**5,373**
Current liabilities			
Financial liabilities			
Short-term borrowings	15	442	419
Trade payables	16		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		99	462
Other current financial liabilities	17	9	74
Other current liabilities	18	14	14
Total current liabilities		**564**	**969**
Total liabilities		**5,661**	**6,342**
Total equity and liabilities		**11,242**	**11,331**

Summary of material accounting policies 2.2
The accompanying notes form an integral part of the Financial Statements

As per our report of even date attached
For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Naman Agarwal
Partner
Membership No.: 502405
Place: Gurugram
Date: 28 May 2025

For and on behalf of the board of ReNew Akshay Urja Limited

(Gaurav Wadhwa)
Director
DIN- 07641926
Place: Gurugram
Date: 28 May 2025

(Parul Agrawal)
Managing Director
DIN- 08452687
Place: Gurugram
Date: 28 May 2025

(Anand Jaisinghani)
Chief Financial Officer
Place: Gurugram
Date: 28 May 2025

(Sachin Kumar)
Company Secretary
Membership No. A31353
Place: Gurugram
Date: 28 May 2025

S.R. BATLIBOI & CO LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Statement of Profit and Loss for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income:			
Revenue from contracts with customers	19	1,410	1,494
Other income	20	240	357
Total income		**1,650**	**1,851**
Expenses:			
Other expenses	21	125	117
Total expenses		**125**	**117**
Earning before interest, tax, depreciation and amortization (EBITDA)		1,525	1,734
Depreciation expense	22	235	235
Finance cost	23	526	597
Profit before tax		**764**	**902**
Tax expense			
Deferred tax	5	172	252
Profit for the year	(a)	**592**	**650**
Other comprehensive income for the year, net of tax	(b)	-	-
Total comprehensive income for the year, net of tax	(a) +(b)	**592**	**650**
Earnings per share (in INR): (face value per share: INR 10)			
(1) Basic	24	25.93	28.46
(2) Diluted		25.93	28.46
Summary of material accounting policies	2.2		

The accompanying notes form an integral part of the Financial Statements

As per our report of even date attached
For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Naman Agarwal
Partner
Membership No. 502405
Place: Gurugram
Date: 28 May 2025

For and on behalf of the board of ReNew Akshay Urja Limited

(Gaurav Wadhwa)
Director
DIN- 07641926
Place: Gurugram
Date: 28 May 2025

(Parul Agrawal)
Managing Director
DIN- 08452687
Place: Gurugram
Date: 28 May 2025

(Anand Jaisinghani)
Chief Financial Officer

Place: Gurugram
Date: 28 May 2025

(Sachin Kumar)
Company Secretary
Membership No.: A31353
Place: Gurugram
Date: 28 May 2025

ReNew Akshay Urja Limited
Statement of Cash Flows for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Cash flow from operating activities		
Profit before tax	764	902
Adjustments for:		
Depreciation expense	235	235
Interest income	(226)	(173)
Provisions written back	(13)	-
Impairment allowance for financial assets	3	-
Unwinding of discount on provisions	1	2
Interest expense	483	541
Operating profit before working capital changes	**1,247**	**1,507**
Movement in working capital		
(Increase)/decrease in trade receivables	(9)	748
Decrease/(increase) in inventories	15	(8)
Decrease in other current assets	2	2
(Increase) in other non-current financial assets	(4)	(4)
(Increase) in other current financial assets	(49)	(11)
Decrease in prepayments	4	12
(Increase) in other non-current assets	1	-
(Decrease)/Increase in other current liabilities	(0)	11
(Decrease) in trade payables	(349)	(38)
Increase/(decrease) in other current financial liabilities	1	(1)
Cash generated from operations	**859**	**2,218**
Income tax paid (net)	(12)	(17)
Net cash generated from operating activities	**847**	**2,201**
Cash flow from investing activities		
Purchase of Property, Plant and Equipment including capital work in progress, capital creditors and capital advances	(20)	(31)
Net disposal/(investments) in bank deposits having residual maturity more than 3 months	273	(63)
Loan given to related parties	(200)	(970)
Interest received	135	166
Net cash generated from/(used in) investing activities	**188**	**(898)**
Cash flow from financing activities		
Repayment of long-term borrowings	(422)	(402)
Repayment of short-term borrowings	(2)	(287)
Interest paid	(527)	(539)
Net cash used in financing activities	**(951)**	**(1,228)**
Net increase in cash and cash equivalents	**84**	**75**
Cash and cash equivalents at the beginning of the year	**93**	**18**
Cash and cash equivalents at the end of the year	**177**	**93**
Components of cash and cash equivalents		
Balances with banks:		
- On current accounts	15	23
- On deposit accounts with original maturity of less than 3 months	162	70
Total cash and cash equivalents	**177**	**93**

Changes in liabilities arising from financing activities

Particulars	Opening balance as at 1 April 2024	Cash flows (net)	Other changes*	Closing balance as at 31 March 2025
Long-term borrowings (including current maturities and net of ancillary borrowings cost incurred)	5,305	(422)	5	4,888
Short-term borrowings	2	(2)		(0)
Total liabilities from financing activities	5,307	(424)	5	4,888

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Statement of Cash Flows for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Particulars	Opening balance as at 1 April 2023	Cash flows (net)	Other changes*	Closing balance as at 31 March 2024
Long-term borrowings (including current maturities and net of ancillary borrowings cost incurred)	5,700	(402)	7	5,305
Short-term borrowings	289	(287)	-	2
Total liabilities from financing activities	**5,989**	**(688)**	7	5,307

* other changes include reinstatement of foreign currency borrowing and amortisation of ancillary borrowing cost.

Summary of material accounting policies 3.1

Notes:
The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Naman Agarwal
Partner
Membership No.: 502405
Place: Gurugram
Date: 28 May 2025

S.R. BATLIBOI & CO LLP GURUGRAM

For and on behalf of the board of ReNew Akshay Urja Limited

(Gaurav Wadhwa)
Director
DIN- 07641926
Place: Gurugram
Date. 28 May 2025

(Parul Agrawal)
Managing Director
DIN- 08452687
Place: Gurugram
Date: 28 May 2025

(Anand Jaisinghani)
Chief Financial Officer

Place: Gurugram
Date: 28 May 2025

(Sachin Kumar)
Company Secretary
Membership No : A31353
Place: Gurugram
Date: 28 May 2025

ReNew Akshay Urja Limited
Statement of Changes in Equity for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Particulars	Attributable to the equity holders of the Company					Total equity
	Equity share capital	Equity component of compulsorily convertible debentures	Reserves and Surplus			
			Securities premium	Retained earnings	Debenture redemption reserve	
	(refer note 11A)	(refer note 11B)	(refer note 12B)	(refer note 12D)	(refer note 12C)	
As at 1 April 2023	133	1,144	1,200	1,622	239	4,338
Profit for the year	-	-	-	650	-	650
Total comprehensive income	-	-	-	650	-	650
Transfer to debenture redemption reserve	-	-	-	(64)	64	-
As at 31 March 2024	133	1,144	1,200	2,209	303	4,989
Profit for the year	-	-	-	592	-	592
Total Comprehensive Income	-	-	-	592	-	592
Transfer to debenture redemption reserve	-	-	-	(3)	3	-
As at 31 March 2025	133	1,144	1,200	2,798	306	5,581

The accompanying notes form an integral part of the Financial Statements

As per our report of even date attached
For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Naman Agarwal
Partner
Membership No.: 502405
Place: Gurugram
Date: 28 May 2025

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

For and on behalf of the board of ReNew Akshay Urja Limited

(Gaurav Wadhwa)
Director
DIN- 07641926
Place: Gurugram
Date: 28 May 2025

(Parul Agrawal)
Managing Director
DIN- 08452687
Place: Gurugram
Date: 28 May 2025

(Anand Jaisinghani)
Chief Financial Officer
Place: Gurugram
Date: 28 May 2025

(Sachin Kumar)
Company Secretary
Membership No.: A31353
Place: Gurugram
Date: 28 May 2025

1 General information

ReNew Akshay Urja Limited (Formerly known as ReNew Akshay Urja Private Limited) ('the Company') is a public limited company domiciled in India.The Company was converted into a public company with effect from 1 November 2017 and consequently the name of the Company has changed from ReNew Akshay Urja Private Limited to ReNew Akshay Urja Limited.

During financial year 2017-18, the Company issued and allotted 7,600 Non -Convertible Debentures at a face value of INR 1,000,000 each to (Total value INR 7,600,000,000) for the purpose of refinancing of existing term loans on 20 September 2017 and the same are listed under the Wholesale Debt Market Segment of National Stock Exchange with effect from 13 October 2017.

The registered office of the Company is located at 138, Ansal Chamber - II Bikaji Cama Place, New Delhi-110066 The Company is carrying out business activities relating to generation of power through non-conventional and renewable energy sources.

The Financial Statements of the Company were authorised for issue by the Company's Board of Directors on 28 May 2025.

2 Material accounting policies

2.1 Basis of preparation

The Company prepared its Financial Statements as per Ind AS prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended. The Financial Statements have been prepared using presentation and disclosure requirements of the Schedule III of Companies Act, 2013.

The Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:
- Derivative financial instruments
- Financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

2.2 Summary of material accounting policies

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is treated as current when it is:
- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is treated as current when it is:
- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets / liabilities are classified as non-current assets / liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation / settlement in cash and cash equivalents. The Company has identified twelve months as their operating cycle for classification of their current assets and liabilities.

b) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy. (Refer Note 28 and 29)

At each reporting date, the management of the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the accounting policies of the Company.

S.R. BATLIBOI & CO. LLP GURUGRAM

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

This note summarises the accounting policy for determination of fair value. Other fair value related disclosures are given in the relevant notes as following:
- Financial instruments (including those carried at amortised cost) (Refer Note 28)

c) Revenue recognition

(i) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of Power

Income from supply of power is recognised over time on the supply of units generated from plant to the grid as per terms of the Power Purchase Agreement ("PPA") entered into with the customers.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of power, the Company considers the effects of variable consideration and consideration payable to the customer (if any)

Transaction Price - Remaining Performance Obligation

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognised as at the end of the reporting period and an explanation as to when the Company expects to recognise these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts as the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date.

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods or service to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

- Rebates

In some PPAs, the Company provide rebates in invoice if payment is made before the due date. Rebates are offset against amounts payable by the customers. To estimate the variable consideration for the expected future rebate, the Company applies the most likely method.

(ii) Consideration payable to customers

In some PPAs, Company has to pay consideration to customers. Consideration payable to customers are offset against the revenue recognised as and when sale of power occurs.

(iii) Contract balances

Contract assets

A contract asset is the right to consideration in exchange for sale of power transferred to the customer. If the Company performs by transferring sale of power to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due)

Income from compensation for loss of revenue

Income from compensation for loss of revenue is recognised after certainty of receipt of the same is established.

Interest income

For all debt instruments measured at amortised cost through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the Statement of Profit and Loss.

d) Foreign currencies

The Company's financial statements are presented in Indian rupees (INR) which is also the functional currency and the currency of the primary economic environment in which the Company operates.

Transactions and balances

Transactions in foreign currencies are initially recorded by the company at their functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:
- Exchange differences arising on monetary items that are designated as part of the hedge of the Company's net investment of a foreign operation. These are recognised in OCI until the net investment is disposed of at which time, the cumulative amount is reclassified to profit or loss.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

e) Taxes

Tax expense comprises current tax expense and deferred tax

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Current income tax assets and liabilities are offset if a legally enforceable right exists to set off these.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

In situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961, enacted in India, no deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period. Deferred taxes in respect of temporary differences which reverse after the tax holiday period are recognised in the period in which the temporary differences originate. However, the Company restrict the recognition of deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

f) Property, plant and equipment

Construction work in progress is stated at cost, net of accumulated impairment loss, if any. Property, plant and equipment except freehold land is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit or loss as incurred. Freehold land is stated at cost net of accumulated impairment losses and is not depreciated.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (Note 31) and provisions (Note 14) for further information about the recognised decommissioning provision.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in statement of profit or loss as and when incurred.

Derecognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss when the asset is derecognised.
Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

g) Depreciation/amortization of PPE

Depreciation and amortisation are calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Category	Life (in years)
Plant and equipment	35
Office equipment	5
Furniture and fixture	10

Based on an external technical assessment, the management believes that the useful lives as given above and residual value of 0%-5%, best represents the period over which management expects to use its assets and its residual value. The useful life of plant and equipment is different from the useful life as prescribed under Part C of Schedule II of Companies Act, 2013

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja New Delhi

The residual values, useful lives and methods of depreciation and amortisation of property, plant and equipment and intangible assets are reviewed at each financial period end and adjusted prospectively, if appropriate

h) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing costs consist of interest, discount on issue, premium payable on redemption and other costs that an entity incurs in connection with the borrowing of funds (this cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs). The borrowing costs are amortised basis the Effective Interest Rate (EIR) method over the term of the loan. The EIR amortisation is recognised under finance costs in the statement of profit or loss. The amount amortised for the period from disbursement of borrowed funds upto the date of capitalisation of the qualifying assets is added to cost of the qualifying assets.

i) Impairment of non-financial assets

The Company assess, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimate the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre -tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a remaining life of the power purchase agreements of the project considering the long term fixed rate firm agreements available.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit or loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, reversal is treated as an increase in revaluation.

j) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Decommissioning liability

The Company considers constructive obligations and records a provision for decommissioning costs of the solar power plants. Decommissioning costs are provided for at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the relevant asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit or loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs, or in the discount rate applied, are added to or deducted from the cost of the asset.

k) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Unserviceable / damaged inventories are identified and written down based on technical evaluation.
Unserviceable/damaged inventories are identified and written down based on technical evaluation.

l) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial measurement, such financial assets are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit or loss.

Debt instruments at fair value through other comprehensive income
A 'debt instrument' is classified as at the fair value through other comprehensive income (FVTOCI) if both of the following criteria are met

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and
b) The asset's contractual cash flows represent solely payments of principal and interest

Debt instruments included within FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in OCI However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit or loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit or loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instruments at fair value through profit or loss
Fair value through profit or loss (FVTPL) is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within FVTPL category are measured at fair value with all changes recognised in the statement of profit or loss.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

Equity investments
All other equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at fair value through profit or loss. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within FVTPL category are measured at fair value with all changes recognised in the statement of profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:
- The rights to receive cash flows from the asset have expired, or
- The respective Group has transferred their rights to receive cash flows from the asset or have assumed the obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement, and
- Either the Company has transferred substantially all the risks and rewards of the asset, or has neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

When the Company has transferred it's rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the continuing involvement of Company. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets
In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.
The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

S.R. BATLIBOI & CO LLP GURUGRAM

The application of simplified approach does not require the Company to track changes in credit risk. Rather it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL. The Company considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

ECL impairment loss allowance (or reversal) during the period is recognised as income / expense in the statement of profit or loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.
The financial liabilities of the Company include trade and other payables, derivative financial instruments, loans and borrowings including bank overdraft.

Subsequent measurement

The measurement of financial liabilities depends on their classification as discussed below

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss. This category generally applies to borrowings.

Compound instruments - Compulsorily Convertible Debentures

Compulsorily Convertible Debentures (CCDs) are separated into liability and equity components based on the terms of the contract.

The Company recognises interest, dividends, losses and gains relating to such financial instrument or a component that is a financial liability as income or expense in the statement of profit or loss.

The present value of the liability part of the compulsorily convertible debentures classified under financial liabilities and the equity component is calculated by subtracting the liability from the total proceeds of CCDs.

Transaction costs that relate to the issue of a compound financial instrument are allocated to the liability and equity components of the instrument in proportion to the allocation of proceeds. Transaction costs that relate jointly to more than one transaction (for example, cost of issue of debentures, listing fees) are allocated to those transactions using a basis of allocation that is rational and consistent with similar transactions.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged / cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.
The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

m) Cash and bank balances

Cash and cash-equivalents

Cash and short-term deposits in the balance sheet comprise cash at banks and cash in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalent consist of cash and short term deposits, as defined above, net of bank overdrafts as they are considered an integral part of the Companys cash management.

Bank balances other than cash and cash equivalents

Bank balances other than cash and cash equivalents consists of deposits with an original maturity of more than three months but less than twelve months. Bank balances with an original maturity of more than twelve months are classified into current and non-current portions based on the remaining term of the deposit as at the reporting date.

n) Measurement of EBITDA

The Company has elected to present earnings before interest, tax, depreciation and amortisation (EBITDA) as a separate line item on the face of the Statement of Profit and Loss. The Company measure EBITDA on the basis of profit/ (loss) from continuing operations. In their measurement, the companies include interest income but do not include depreciation and amortisation expense, finance costs and tax expense.

o) Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

p) Earnings per equity share (EPS)

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares and instruments mandatorily convertible into equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.3 New standards, interpretations and amendments

2.3.1 New and amended standards and interpretations adopted by the Company

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning April 1, 2024 (unless otherwise stated) but do not have a material impact on the financial statements of the Company. The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

2.4 New standards, interpretations and amendments

2.4.1 Standards issued but not yet effective

There are no standards that are notified and not yet effective as on the date.

S.R. BATLIBOI & CO. LLP GURUGRAM

-------------------------This space has been left blank intentionally-------------------------

ReNew Akshay Urja Limited New Delhi

(Amounts in INR million, unless otherwise stated)

3 Property, Plant and Equipment

	Freehold Land #	Plant and equipment	Office equipment	Furniture and Fixtures	Computers	Total Property, Plant and	Capital work in progress
Cost							
As at 1 April 2023	291	9,252	1	0	0	9,545	10
Additions during the year	-	2	-	-	0	2	7
Capitalised during the year	-	-	-	-	-	-	(17)
Adjustment	-	(21)	-	-	-	(21)	-
As at 31 March 2024	291	9,233	1	0	1	9,526	-
Additions during the year	-	-	-	-	-	-	4
Adjustment*	-	(7)	-	-	-	(7)	-
As at 31 March 2025	291	9,226	1	0	1	9,519	4
Accumulated Depreciation							
As at 1 April 2023	-	2,190	0	0	0	2,190	-
Charge for the year (refer note 22)	-	234	1	0	0	235	-
As at 31 March 2024	-	2,424	1	0	0	2,425	-
Charge for the year (refer note 22)	-	234	0	0	1	235	-
As at 31 March 2025	-	2,658	1	0	1	2,660	-
Net book value							
As at 31 March 2024	291	6,809	1	0	1	7,100	-
As at 31 March 2025	291	6,568	0	0	0	6,859	4

(a) Mortgage and hypothecation on Property, plant and equipment:
Property, plant and equipment with a carrying amount of INR 6,859 (31 March 2024: INR 7,100) are subject to a pari passu first charge to respective lenders for project debentures as disclosed in Note 13.

* Adjustment during the year pertains to reassessment of asset retirement obligation adjusted under Plant and Equipment (refer note 14)

Title deeds of immovable properties included in property, plant and equipment are held in the name of company.

(b) Capital work in progress (CWIP) ageing schedule

As at 31 March 2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4	-	-	-	4
Total	4	-	-	-	4

———This Space has been left blank intentionally———

(Amounts in INR million, unless otherwise stated)

4 Financial assets	As at 31 March 2025	As at 31 March 2024
Non-current (unsecured, considered good unless stated otherwise)		
Others		
Security deposits	4	4
Total	4	4
Current (unsecured, considered good unless stated otherwise)		
Loans		
Loan to fellow subsidiaries - redeemable non cumulative preference shares (refer note 25)	1,104	1,104
Loans to related parties (refer note 25)*	1,170	970
Total	2,274	2,074
Others		
Bank deposits with remaining maturity for less than twelve months (refer note 10)	877	818
Recoverable from related parties (refer note 25)	5	15
Interest accrued on fixed deposits	9	10
Interest accrued on loans to related parties* (refer note 25)	108	16
Total	999	859

Loans and receivables are non-derivative financial assets which generate a fixed or variable interest income for the Company. The carrying value may be affected by changes in the credit risk of the counterparties.

*Unsecured loan to related party is recoverable on demand and carries interest at 9.50% (31 March 2024 : 8.00%).

Loans or advances to specified persons

Type of Borrower	As at 31 March 2025		As at 31 March 2024	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Related Parties	2,274	100%	2,074	100%

5 Deferred tax liabilities (net)		As at 31 March 2025	As at 31 March 2024
Deferred tax related to items recognised in statement of profit and loss:			
Deferred tax liabilities (gross)			
Difference in written down value (WDV) as per books of account and tax laws		1,603	1,646
Ancillary borrowing cost post commissioning		5	7
	(a)	1,608	1,653
Deferred tax assets (gross)			
Compound Financial Instruments		0	0
Unabsorbed depreciation available for offsetting against future taxable Income		965	1,181
Provision for decommissioning cost		5	7
Expected Credit Loss		7	6
	(b)	977	1,194
Deferred tax liabilities (net)	(c) = (a) - (b)	631	459

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:	For the year ended 31 March 2025	For the year ended 31 March 2024
Accounting profit before income tax	764	902
Effective Tax Rate	25.17%	25.17%
Tax at the India's statutory tax rate of 22% added applicable surcharge (10%) and cess (4%)	192	227
Compound Financial Instruments	(0)	(0)
Adjustment of tax relating to earlier years	(23)	25
Other non deductable tax expenses	3	0
At the effective income tax rate of 27.97% (previous year: 25.59%)	172	252
Deferred tax expense reported in the statement of profit and loss	172	252
	172	252

Particulars	Balance of DTA/(DTL) (net) as on 1 April 2024	Income/(expense) recognised in Statement of profit and loss	Income/(expense) recognised in OCI	Balance of DTA/(DTL) (net) as on 31 March 2025
Difference in WDV as per books of accounts and tax laws	(1,646)	43	-	(1,603)
Unabsorbed depreciation available for offsetting against future taxable Income	1,181	(216)	-	965
Ancillary borrowing cost - Post commissioning	(7)	2	-	(5)
Compound Financial Instruments	0	0	-	0
Provision for Decommissioning Cost	7	(2)	-	5
Expected Credit Loss	6	1	-	7
Total	(459)	(172)	-	(631)

Particulars	Balance of DTA/(DTL) (net) as on 1 April 2023	Income/(expense) recognised in profit and loss	Income/(expense) recognised in OCI	Balance of DTA/(DTL) (net) as on 31 March 2024
Difference in WDV as per books of accounts and tax laws	(1,642)	(4)	-	(1,646)
Business losses and unabsorbed depreciation available for offsetting against future taxable Income	1,426	(245)	-	1,181
Ancillary borrowing cost - Post commissioning	(8)	3	-	(7)
Compound Financial Instruments	0	0	-	0
Provision for Decommissioning Cost	11	(4)	-	7
Expected Credit Loss	6	-	-	6
Total	(207)	(250)	-	(459)

The company has unabsorbed depreciation and carried forward losses which arose in India of INR 3,849 (31 March 2024: INR 4,694). The unabsorbed depreciation and carried forward losses will be available for offsetting against future taxable profits of the Company.

6 Prepayments

	As at 31 March 2025	As at 31 March 2024
Non-current (unsecured, considered good unless otherwise stated)		
Prepaid expenses	0	0
Total	0	0
Current (unsecured, considered good unless otherwise stated)		
Prepaid expenses	21	25
Total	21	25

S.R. BATLIBOI & CO. LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

7 Other assets	**As at 31 March 2025**	**As at 31 March 2024**
Non-current (unsecured, considered good unless otherwise stated)		
Others		
Capital advance	2	3
Balances with Government authorities	8	8
Total	**10**	**11**
Current (Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or kind	6	7
Total	**6**	**7**

8 Inventories	**As at 31 March 2025**	**As at 31 March 2024**
Consumables and Spares	3	18
Total	**3**	**18**

9 Trade receivables	**As at 31 March 2025**	**As at 31 March 2024**
Unsecured, considered good	443	435
Secured, considered good	-	-
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	-	-
	443	435
Less: Impairment allowance (bad and doubtful debts)	(29)	(26)
Total	**414**	**409**

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. No any trade or other receivables are due from firms or private companies respectively in which any director is a partner, director or a member.
Trade receivables are non-interest bearing and are generally on terms of 30 days.

10 Cash and cash equivalents	**As at 31 March 2025**	**As at 31 March 2024**
Cash and cash equivalents		
- On current accounts	15	23
- Deposits with original maturity of less than 3 months #	162	70
Total	**177**	**93**
Bank balances other than cash and cash equivalents		
Deposits with		
- Original maturity for less than twelve months #	436	709
- Remaining maturity for less than twelve months #	877	818
	1,313	1,527
Less: amount disclosed under financial assets (others) (Note 4)	(877)	(818)
Total	**436**	**709**

#Fixed deposits of INR 1,011 (31 March 2024: INR 872) are under lien with various banks for the purpose of Debt Service Reserve Account (DSRA) and margin money.

The bank deposits have an original maturity period of 61-366 days and carry an interest rate 4.5%-7.85% which is receivable on maturity.

------------------------------------This space has been left blank intentionally------------------------------------

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

11 Share capital

Authorised share capital

	Number of shares	Amount
Equity shares of INR 10 each		
As at 1 April 2023	2,50,00,000	250
As at 31 March 2024	2,50,00,000	250
As at 31 March 2025	2,50,00,000	250

Issued share capital

	Number of shares	Amount
11A Equity shares of INR 10 each issued, subscribed and paid up		
As at 1 April 2023	1,33,03,571	133
As at 31 March 2024	1,33,03,571	133
As at 31 March 2025	1,33,03,571	133

Terms/rights attached to equity shares

The Company have only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. If declared, the Company will declare and pay dividends in Indian rupees.

In the event of liquidation of a Company, the holders of equity shares of such Company will be entitled to receive remaining assets of the respective Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders of the respective Company.

11B Shares held by the Holding Company	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
ReNew Solar Power Private Limited (including its nominees)				
Equity shares of INR 10 each	1,33,03,571	133	1,33,03,571	133

11C Details of shareholders holding more than 5% shares in the Company	As at 31 March 2025		As at 31 March 2024	
	Number of shares	% Holding	Number of shares	% Holding
Equity shares of INR 10 each				
ReNew Solar Power Private Limited	1,33,03,571	100.00%	1,33,03,571	100.00%

As per the records of the Company, including its register of shareholders/members the above shareholding represents both legal and beneficial ownerships of shares.

11D No shares have been allotted without payment of cash or by way of bonus shares during the period of five years immediately preceding the balance sheet date.

12 Other equity

12A Equity component of compulsory convertible debentures (CCD)	Number of debentures	Total proceeds	Liability component (refer note 13)	Equity component
As at 1 April 2023	95,39,077	1,145	1	1,144
Accretion during the year	-	-	0	-
As at 31 March 2024	95,39,077	1,145	1	1,144
Accretion during the year	-	-	0	-
As at 31 March 2025	95,39,077	1,145	2	1,144

Terms of conversion of CCDs

CCDs are compulsorily convertible into equity shares at the end of twenty years from the date of issue, viz., 17 June 2035 or in accordance with the terms of the JVA at conversion ratio defined therein.

CCD carry an interest coupon rate of 0.01% per annum with moratorium of 18 months from the date of issue. CCDs do not carry any voting rights.

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

(Amounts in INR million, unless otherwise stated)

12B Securities premium

As at 1 April 2023	1,200
As at 31 March 2024	1,200
As at 31 March 2025	1,200

Nature and purpose

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

12C Debenture redemption reserve

As at 1 April 2023	239
Debenture redemption reserve release onaccount of repayment of debenture	64
As at 31 March 2024	303
Debenture redemption reserve release onaccount of repayment of debenture	3
As at 31 March 2025	306

Nature and purpose

As per amendments in Companies (Share capital and Debentures) Rules, 2014 the requirement of listed Companies to create DRR has been removed.

12D Retained earnings

As at 1 April 2023	1,622
Profit for the year	650
Debenture redemption reserve release onaccount of repayment of debenture	(64)
As at 31 March 2024	2,209
Profit for the year	592
Debenture redemption reserve release onaccount of repayment of debenture	(3)
As at 31 March 2025	2,798

-----------------------------------This space has been left blank intentionally-----------------------------------

S.R. BATLIBOI & CO. LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi *

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million unless otherwise stated)

13 Long-term borrowings	Notes	Nominal interest rate %	Maturity	Non-current As at 31 March 2025	Non-current As at 31 March 2024	Current As at 31 March 2025	Current As at 31 March 2024
Debentures							
- Listed Non convertible Debentures (secured)	(i)	9.10%* (31 March 2024 - 8.65%-8.75%)	30 Sep 2034	4,444	4,886	442	417
- Unlisted compulsorily convertible Debentures (unsecured)	(ii)	0.01%	19 Sep 2035	2	2	-	-
Total long-term borrowings				4,446	4,888	442	417
Amount disclosed under the head 'Short-term borrowings' (Refer note 15)				-	-	(442)	(417)
				4,446	4,888	-	-

Notes:

Details of Security

(i) Listed Non convertible Debentures (secured)

- The debentures are secured by way of first pari passu charge on the Company's immovable properties, movable assets, current assets, cash accruals including but not limited to current assets, receivables, book debts, cash and bank balances, loans and advances etc. present and future.
- Listed Non convertible Debentures is repayable in half yearly installments starting from 31 March 2018 to 30 September 2034

(ii) Unlisted compulsorily convertible debentures (unsecured)
Compulsorily Convertible Debentures (CCD) are compulsorily convertible into equity shares in accordance with the terms of the Joint Venture Agreement at conversion ratio defined therein. CCD do not carry any voting rights.

(iii) ReNew Solar Power Private Limited, The Holding company, has pledged 6,784,821 (31 March 2024; 6,784,821) equity shares and 4,864,929 (31 March 2024; 4,864,929) CCDs in favour of security trustee on behalf of lender.

(iv) The facility is covered by corporate guarantee of ReNew Private Limited, the ultimate holding company. The guarantee shall remain valid and in force till all security is created and perfected to the satisfaction of lenders.

(v) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets.

* Change in interest rate is due to change in BPS as per Debenture trust deed

-------This space has been left blank intentionally-------

S.R. BATLIBOI & CO LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi *

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

14 Long-Term Provisions

	As at 31 March 2025	As at 31 March 2024
Provision for decommissioning costs	20	26
Total	**20**	**26**

	Provision for Decommissioning costs
As at 1 April 2023	44
Arised during the year	(21)
Unwinding of discount and changes in discount rate	2
As at 31 March 2024	26
Arised during the year	(7)
Unwinding of discount and changes in discount rate	1
As at 31 March 2025	20

Decommissioning costs

Provision has been recognised for decommissioning costs associated with premises taken on leases wherein the Company is commited to decommission the site as a result of construction of wind and solar power projects.

15 Short term borrowings

	As at 31 March 2025	As at 31 March 2024
Loan from related party (unsecured) (refer note 25)	-	2
Current maturities of long term borrowings (Refer note 13)	442	417
Total	**442**	**419**

Loan from related party (unsecured)

Unsecured loan from related party is repayable on demand and carries interest at 9.50% (31 March 2024 : 8.00%) per annum.

16 Trade payables

	As at 31 March 2025	As at 31 March 2024
Current		
Total outstanding dues of micro enterprises and small enterprises (refer note 35)	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	99	462
Total	**99**	**462**

Trade payable ageing as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	99	0	-	0	99
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-

Trade payable ageing as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	461	0	0	0	462
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-

Trade payables are non-interest bearing in nature. For explanations on the Company's liquidity risk management processes, refer Note 30

Note: There are no transactions with struck off companies for the year ending 31 March 2025 and 31 March 2024.

S.R. BATLIBOI & CO. LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

17 Other current financial liabilities

	As at 31 March 2025	As at 31 March 2024
Financial liabilities at amortised cost		
Others		
Interest accrued on loan from related parties (refer note 25)	5	54
Capital creditors	4	20
Total	9	74

18 Other current liabilities

	As at 31 March 2025	As at 31 March 2024
Other payables		
TDS payable	12	12
GST payable	2	2
Total	14	14

------------------------------This space has been left blank intentionally------------------------------

S.R. BATLIBOI & CO. LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi

(Amounts in INR million, unless otherwise stated)

19 Revenue from contracts with customers	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Sale of power	1,410	1,494
Total	**1,410**	**1,494**

The Company during the year ended 31 March 2025 recognised impairment losses on receivables arising from contracts with customers, included under other expenses in the statement of profit or loss, amounting to INR 3 (31 March 2024: INR Nil).

a)The location for all of the revenue from contracts with customers is India.
b)The timing for all of the revenue from contracts with customers is over time
c)There is no material difference between contract price and above reported revenues

d) Contract Balances

	As at 31 March 2025	**As at 31 March 2024**	**As at 31 March 2023**
Trade receivables (refer note 9)	414	409	1157

20 Other income	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Interest income		
- on fixed deposit with banks	123	160
- on loan to related parties (refer note 4 & 25)	102	13
- income tax refund	1	-
Compensation for loss of revenue	-	183
Provisions written back	13	0
Miscellaneous income	1	1
Total	**240**	**357**

21 Other expenses	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Legal and professional fees	2	0
Corporate social responsibility (refer note 27)	12	8
Director's commission & sitting fees	3	2
Management shared services	1	6
Communication Cost	1	1
Rates and taxes	5	3
Payment to auditors *	2	2
Insurance	6	11
Operation and maintenance	88	81
Repair and maintenance		
- plant and machinery	1	0
Impairment allowance for financial assets	3	-
Miscellaneous expenses	1	3
Total	**125**	**117**

***Payment to Auditors**	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
As auditor:		
Audit fee	1	1
In other capacity:		
Limited review	1	1
Certification fees	0	0
	2	2

22 Depreciation expense	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Depreciation on property, plant and equipment (refer note 3)	235	235
Total	**235**	**235**

S.R. BATLIBOI & CO. LLP * GURUGRAM *

ReNew Akshay Urja Limited New Delhi *

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

23 Finance costs

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest expense on		
- loan from related party (refer note 4 & 25)	0	19
- debentures	483	522
- liability component of compulsorily convertible debentures	0	0
- others	0	0
Bank charges	42	54
Unwinding of discount on provisions	1	2
Total	526	597

24 Earnings per share (EPS)

The following reflects the profit and share data used for the basic and diluted EPS computations:

	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit attributable to equity holders for basic earnings	592	650
Interest on compulsory convertible debentures	0	0
	592	650
Net profit for calculation of basic and diluted EPS	592	650
Weighted average number of equity shares for calculating basic EPS	2,28,42,648	2,28,42,648
Basic and diluted earnings per share (in INR)	25.93	28.46

		No. of shares	No. of shares
Weighted average number of equity shares in calculating basic EPS	(a)	1,33,03,571	1,33,03,571
Effect of dilution in calculating basic EPS and diluted EPS			
Convertible equity for compulsorily convertible debentures (CCD)	(b)	95,39,077	95,39,077
Weighted average number of equity shares in calculating basic and diluted EPS	(c) = (a) + (b)	2,28,42,648	2,28,42,648

---This space has been left blank intentionally---

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

25 Related party disclosure

a) Names of related parties and related party relationship:

I. Holding Company
ReNew Solar Power Private Limited

II. Ultimate Holding Company
ReNew Energy Global PLC

III. Intermediate Holding Company
ReNew Private Limited

IV. Key management personnel (KMPs) :
Mr. Sumant Sinha, Chairman and Managing Director of ReNew Energy Global PLC.

b) Details of transactions occurred during the year

Particulars	For the year ended					
	31 March 2025			31 March 2024		
	Holding Company	Intermediate Holding Company	Fellow subsidiaries	Holding Company	Intermediate Holding Company	Fellow subsidiaries
CSR Expense	-	-	-	-	-	7
Expenses incurred on behalf of related party	-	-	0	-	-	-
Expenses incurred by related party		0	0		0	
Interest expense on unsecured loan	-	-	0	18	-	-
Interest Income on unsecured loan	-	102	-	-	13	-
Unsecured loan given	-	200	-	-	970	-
Unsecured loan refunded to related party	-	-	2	287	-	-
Management shared services	1	-	-	6	-	-
Management shared services expense paid	-	-	-	-	125	-
Sales of consumable	-	-	32	-	-	13
Purchases of consumable	-	-	8	-	-	4
Purchases of services	-	-	1	-	-	0
Operation and maintenance	-	-	78	-	-	47
Other	-	-	-	-	-	0

c) Details of outstanding balances as at the end of reporting period

Particulars	As at 31 March 2025			As at 31 March 2024		
	Holding Company	Intermediate Holding Company	Fellow subsidiaries	Holding Company	Intermediate Holding Company	Fellow subsidiaries
Recoverable from related parties	-	-	5	-	-	15
Capital creditors	-	-	-	12	2	-
Trade payables	1	2	74	211	-	210
Unsecured loan payables	-	-	-	-	-	2
Unsecured loan recoverable	-	1 170	-	-	970	-
Interest expense accrued on unsecured loans	1	4	0	50	5	0
Interest income accrued on unsecured loans	-	108	-	-	16	-

d) Compensation of Key management personnel

Remuneration to the key management personnel is paid by the holding company of the company and is allocated between the subsidary companies as management shared services and is not separately identifiable

S.R. Batliboi & Co LLP Gurugram

ReNew Akshay Urja Limited New Delhi

(Amounts in INR million, unless otherwise stated)

26 Segment Information

The Chairman and Managing Director of ReNew Energy Global PLC takes decision in respect of allocation of resources and assesses the performance basis the report/ information provided by functional heads and are thus considered to be Chief Operating Decision Maker.

The Company is in the business of development and operation of solar power plant. There are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Ind AS 108 'Operating segment' and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

The Company generates entire revenue from single customer in India.

27 Corporate social responsibility expenditure

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities as follows :-

1) Sanitation and making available safe drinking water- Construction of toilets, Bore-well, well, Tube-well etc.
2) Empowering women through SHGs (self-help group) and creating income generation activities for the women like stitching and tailoring, goatery, backyard poultry etc.)
3) Ensuring environmental sustainability- animal welfare Plantation, environment awareness
4) Animal Welfare-Animal health camp, Para –vet training
5) Education awareness, Remedial classes for weak students etc.
6) Health and Hygiene- Health camps in the community, cleanliness drive to create awareness.
7) Contribution to the Prime Minister's Citizen Assistance and Relief in Emergency Situation Fund

A CSR committee has been formed by the Company as per the Act. The funds were utilised on above mentioned activities which are specified in Schedule VII of the Companies Act, 2013.

a. Gross amount required to be spent by the Company during the year is INR 12 (31March 2024: INR 8).
b. Amount spent during the year on:

List of CSR activities	In Cash	Yet to be paid	Total
1. Construction / Acquisition of any asset	-	-	-
2. On purposes other than (1) above			
Current year	12	-	12
Previous year	8	-	8

c. Details related to spent/unspent obligations:

Particulars	31 March 2025	31 March 2024
i) Contribution to other than ongoing projects	12	8
Total	12	8

d Disclosure for excess amount spent during the year as required by Section135(5) of Companies Act:

Opening Balance	Amount required to be spent during the year	Amount spent during the year	Closing Balance
0	12	12	-

-----------------------------------This space has been left blank intentionally---

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

(Amounts in INR million, unless otherwise stated)

28 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the Company:

	As at 31 March 2025		As at 31 March 2024	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Measured at amortised cost				
Loans	2,274	2,274	2,074	2,074
Trade receivables	414	414	409	409
Cash and cash equivalent	177	177	93	93
Bank balances other than cash and cash equivalent	436	436	709	709
Other current financial assets	1,003	1,003	864	864
Financial liabilities				
Measured at amortised cost				
Long term borrowings	4,446	4,436	4,888	5,120
Short-term borrowings	442	442	417	417
Trade payables	99	99	462	462
Other current financial liabilities	9	9	74	74

The management of the Company assessed that cash and cash equivalents, Bank balances other than cash and cash equivalent, trade receivables, trade payables, short term borrowings, other current financials liabilities and other current financial assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair values:

i Fair values of the Company's non convertible debentures including current maturities are determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including own credit risk. The own non-performance risk as at 31 March 2025 was assessed to be insignificant.

ii Fair values of the liability component of compulsory convertible debentures determined by using DCF method using discount rate that reflects the borrowing rate as at the end of the reporting period. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including own credit risk. The own non-performance risk as at 31 March 2025 was assessed to be insignificant.

29 Fair value hierarchy

There are no financial assets and liabilities which are measured at fair value as at 31 March 2025 and 31 March 2024.

-----------------------------------This space has been left blank intentionally-----------------------------------

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

30 Financial Risk Management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables

The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a various sub committees that advises on financial risks and the appropriate financial risk governance framework for the Company. These committees provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below.

Market Risk

Market risk is the risk that the Company's assets and liabilities will be exposed to due to a change in market prices that determine the valuation of these financial instruments. Market risk comprises 3 types of risk: interest rate risk, currency risk and other price risk such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings and deposits.

The sensitivity analyses in the following sections relate to the position as at 31 March 2025. The sensitivity analyses have been prepared on the basis that the amount of net debt and the ratio of fixed to floating interest rates of the debt are all constant as at 31 March 2025.

Interest rate risk:

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk primarily from the external borrowings that are used to finance their operations. The Company also monitors the changes in interest rates and actively re- finances its debt obligations to achieve an optimal interest rate exposure.

Interest Rate Sensitivity

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has fixed interest rate bearing external borrowing and hence not exposed to interest rate risk.

Foreign Currency Risk:

Foreign Currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not have any foreign currency exposures as on 31 March 2025. In case of foreign currency exposures, the Company monitors that the hedges do not exceed the underlying foreign currency exposure. The Company does not undertake any speculative transactions.

Credit Risk

Credit risk is the risk that the power procurer will not meet their obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from their operating activities (primarily trade receivables) but this credit risk exposure is insignificant given the fact that substantially whole of the revenues are from state utilities/government entities.

Further the Company sought to reduce counterparty credit risk under long-term contracts in part by entering into power sales contracts with utilities or other customers of strong credit quality and we monitor their credit quality on an on going basis.

The maximum credit exposure to credit risk for the components of the balance sheet at 31 March 2025 and 31 March 2024 is the carrying amount of all the financial assets

Trade Receivables

Customer credit risk is managed basis established policies of Company, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The Company does not hold collateral as security.

The Company has state utilities/government entities as it's customers with high credit worthiness, therefore, the Company does not see any significant risk related to credit. The credit quality of the customers other than state utilities/government entities is evaluated based on their credit ratings and other publicly available data.

The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment and impairment analysis is performed at each reporting date to measure expected credit losses. 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, current conditions and forecasts of future economic conditions

Set out below is the information about the credit risk exposure on the Company's trade receivables using a provision matrix.

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Trade Receivables Ageing Schedule

As at 31 March 2025

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	267	-	-	-	29	296
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(vii) Unbilled dues	147		-	-	-	-	147
Gross carrying amount	147	267	-	-	-	29	443
Expected credit loss						29	29

As at 31 March 2024

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	264	-	-	-	26	290
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(vii) Unbilled dues	145	-	-	-	-	-	145
Gross carrying amount	145	264	-	-	-	26	435
Expected credit loss						26	26

Financial instruments and credit risk

Credit risk from balances with banks is managed by company's treasury department. Investments, in the form of fixed deposits, loans and other investments of surplus funds are made only with banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed on an annual basis by the Company, and may be updated throughout the year subject to approval of company's finance committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

------------------------------This Space has been left blank intentionally------------------------------

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

ReNew Akshay Urja Limited
Notes to Financial Statements for the year ended 31 March 2025
(Amounts in INR million, unless otherwise stated)

Liquidity Risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure , as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The Company rely mainly on long-term debt obligations to fund their construction activities. To the extent available at acceptable terms, utilized non-recourse debt to fund a significant portion of the capital expenditures and investments required to construct and acquire our wind and solar power plants and related assets. The Company's non-recourse financing is designed to limit default risk and is a combination of fixed and variable interest rate instruments. In addition, the debt is typically denominated in the currency that matches the currency of the revenue expected to be generated from the benefiting project, thereby reducing currency risk. The majority of non-recourse debt is funded by banks and financial institutions, with debt capacity supplemented by unsecured loan from related party.

The table below summarizes the maturity profile of financial liabilities of Company based on contractual undiscounted payments:

As at 31 March 2025	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings						
Non convertible debentures*	-			3,207	3,037	6,244
Compulsory convertible debentures	-	-	-	-	2	2
Short term borrowings						
Current maturities of long term borrowings*	-	106	752	-	-	858
Other financial liabilities						
Capital Creditors	-	4	-	-	-	4
Trade payables						
Trade payables	107	(8)	-	-	-	99

* Including future interest payments.

The Company expect liabilities with current maturities to be repaid from net cash provided by operating activities of the entity to which the debt relates or through opportunistic refinancing activity or some combination thereof.

As at 31 March 2024	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings						
Non Convertible Debentures*	-			3,355	3,776	7,131
Compulsory convertible debentures					2	2
Short term borrowings		-	-	-	-	
Loans from related party	2	-	-	-	-	2
Current maturities of long term borrowings*		115	760			875
Other financial liabilities						
Interest accrued but not due on borrowings		54				54
Capital Creditors	12	9	-	-	-	20
Trade payables						
Trade payables	271	190	-	-	-	462

* Including future interest payments.

S.R. BATLIBOI & CO. LLP * GURUGRAM *

-----------------------------------This space has been left blank intentionally---

ReNew Akshay Urja Limited New Delhi

31 Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the accounting policies management has made certain judgements, estimates and assumptions. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based their assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. No significant judgement or estimate were involved in the presentation of these financial statements.

32 Audit Trail:

The Company has used accounting software (SAP S4 Hana) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirement for record retention w.e.f 28 March 2024 as audit trail feature was enabled at underlying application database w.e.f 28 March 2024.

33 Capital management

For the purpose of the capital management, capital includes issued equity capital, compulsorily convertible debentures, Securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitor capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings and other payables, less cash and short-term deposits. The Company systematically evaluates opportunities for managing its assets including that of buying new assets, partially or entirely sell existing assets and potential new joint ventures. Crystallisation of any such opportunity shall help the Company in improving the overall portfolio of assets, cash flow management and shareholder returns.

The policy of the Company is to keep the gearing ratio of the power project to 3:1 during the construction phase and aim to enhance it to 4:1 post the construction phase. This is in line with the industry standard ratio. The current gearing ratios of the various projects in the Company is between 3:1 to 4:1.

In order to achieve this overall objective, the capital management of the Company, amongst other things, aims to ensure that they meet financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024.

34 Commitments Liabilities and Contingencies (to the extent not provided for)

(i) Contingent liabilities

At 31 March 2025, the Company has contingent liabilities of INR 2 (31 March 2024: INR 2)

(ii) Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for

At 31 March 2025, the Company has no capital commitment pertaining to commissioning of solar energy projects. (31 March 2024: INR Nil)

------------------------------------This Space has been left blank intentionally------------------------------------

S.R. BATLIBOI & CO LLP GURUGRAM

ReNew Akshay Urja Limited New Delhi

35 Details of dues to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosure are required to be made relating to Micro, Small and Medium Enterprises. On the basis of the information and records available with the management, there are no outstanding dues to the Micro, Small and Medium Enterprises development Act, 2006.

Particulars	As at 31 March 2025	As at 31 March 2024
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year/period	Nil	Nil
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year/period) but without adding the interest specified under Micro Small and Medium Enterprise	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year/period; and	0	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	Nil	Nil

36 There are no employees on the rolls of the company and therefore no employee benefit expense accrued in the financial statements.

37 Absolute amounts less than INR 500,000 are appearing in the financial statements as "0" due to presentation in millions.

38 Ratio Analysis and its elements

Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% change	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	7.68	4.33	77%	Due to Decrease in Current liabilities during current financial year
Debt Equity Ratio*	Debt (Amount due to Debenture Holders)	Equity (Equity share capital + share premium + loan from related party - unamortize fees)	2.00	2.18	-8%	No major changes
Debt Service Coverage Ratio*	((PAT based on Project Revenues realised (excluding non-cash adjustment, if any) + Depreciation + Interest (Interest, Guarantee Fees, other financing costs payable under Debenture and Project Documents))	(Interest + Principal Repayment+Guarantee fee)	1.61	2.66	-40%	Due to reduction in realised revenue
Return on Equity Ratio	Net Profit after taxes - preference dividend	Average shareholder equity	0.11	0.14	-20%	No major changes
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	N.A	N.A	N.A	N.A
Trade Recievables Turnover Ratio	Net Credit Sales = Gross Credit sales- sales return	Average Trade Receivables	3.13	1.91	[illegible]	Due to Decrease in Average Trade Receivable
Trade Payable Turnover Ratio	Net Credit Purchases = Gross Credit purchases- purchase return	Average Trade Payables	N.A	N.A	N.A	N.A
Net Capital Turnover Ratio	Net Sales = Total Sales-sales return	Working Capital=Current assets - Current liabilities	0.37	0.46	[illegible]	No major changes
Return on Capital employed	Earnings before interest and taxes	Capital employed=Tangible net worth+Total Debt+deferred tax liability	0.12	0.16	-27%	No major changes
Return on Investment	Interest (finance Income)	Investment	N.A	N.A	N.A	N.A

*The ratios have been calculated as per the Debenture Trust Deed

As per our report of even date attached
For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Naman Agarwal
Partner
Membership No. 502405
Place: Gurugram

S.R. BATLIBOI & CO. LLP GURUGRAM

For and on behalf of the board of ReNew Akshay Urja Limited

Director
(Gaurav Wadhwa)
Director
DIN- 07641926
Place: Gurugram

Managing Director
(Parul Agrawal)
DIN- 08452687
Place: Gurugram
Date: 28 May 2025

ReNew Akshay Urja Limited New Delhi

(Anand Jaisinghani)
Chief Financial Officer
Place: Gurugram
Date: 28 May 2025

Company Secretary
(Sachin Kumar)
Membership No.: A31353
Place: Gurugram
Date: 28 May 2025