

SIROCCO RENEWABLES LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

TOGETHER WITH AUDITORS' REPORT

SNK & CO.

CHARTERED ACCOUNTANTS

**Independent Auditors' Report**

To

The Members,

Sirocco Renewables Limited

CIN: U40100GJ2015PLC083663

**Report on Financial Statements**

1. We have audited the accompanying Financial Statements of **Sirocco Renewables Limited** (the 'Company') which comprise the Balance sheet as at 31st March, 2017, Statement of Profit and Loss, Statement of Changes in Equity and the Cash flow Statement for the year then ended and a summary of Significant Accounting Policies and Other Explanatory Information.

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

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("The Act") with respect to the preparation and presentation of these Financial Statements that give a true and fair view of the Financial Position, financial performance and Cash flows of the Company in accordance with the Accounting Principles generally accepted in India including the Accounting Standards specified under section 133 of The Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to Fraud or Error.

**Auditor's Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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.

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### Opinion

4. 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 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 31st March, 2017 and its Loss and its cash flows for the year ended on that date.

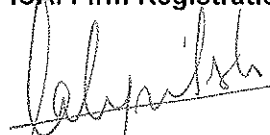
### Report of the Other Legal and Regulatory Requirements

5. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, and according to information and explanation provided to us, we give in the Annexure – 'A', a statement on the matters specified in the paragraph 3 and 4 of the Order.

### 6. As required by Section 143(3) of the Act, we report that,

- i. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- ii. 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;
- iii. The Balance Sheet, the Statement of Profit & Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- v. On the basis of the written representations received from the directors, as on 31st March 2017 and taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2017 from being appointed as a director in terms of section 164(2) of the Act;
- vi. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our report in Annexure – 'B'.
- vii. 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, 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 on its financial position in its financial statements
  - ii. The company did not have any long term contracts including derivative contract for which there were any material foreseeable losses.
  - iii. There were no amounts which are required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The Company did not had any holdings or dealings in specified bank notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016. (Refer note no. : 5.1)

For SNK & Co.  
Chartered Accountants  
ICAI Firm Registration No.: 109176W

  
per Vilesh Dalva  
Partner  
Membership No.: 133752  
Place: Pune  
Date: 5 JUN 2017



**Annexure A – Annexure Referred to in paragraph 5 of our report of even date under heading “Report of the Other Legal and Regulatory Requirements”**

**Re :Sirocco Renewables Limited**

- (i) The Company does not have any fixed assets. Accordingly the clause 3(i) (a) to (c) of the Order, 2016 is not applicable to the company.
- (ii) The company does not have inventory. Accordingly the clause 3(ii) of the Order, 2016 is not applicable to the Company.
- (iii) According to the information and explanations given by the management, the Company has not granted any loans, secured or unsecured to companies. Firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly the clause 3(iii) (a) to (c) of the Order, 2016 is not applicable to the company and hence not commented upon.
- (iv) The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and securities.
- (v) The Company has not accepted any deposits as per the directive issued by the Reserve Bank of India and as per the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under. Accordingly the clause 3 (v) of the Companies (Auditor's Report) Order, 2016 is not applicable to the company.
- (vi) Maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies act is not applicable to the company. Accordingly the clause 3(vi) of the Order, 2016 is not applicable to the company.
- (vii) (a) Undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues, wherever applicable, have generally been regularly deposited with the appropriate authorities.  
According to the information and explanations given by the management, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues, wherever applicable, were in arrears as at 31st March, 2017 for a period of more than 6 months from the date they became payable.  
  
(b) According to the information and explanations given by the management, there are no dues in respect of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess, wherever applicable, that have not been deposited on account of any dispute.
- (viii) In our opinion and according to information and explanations given by the management, the Company have not obtained any loans and do not have any repayment of dues to bank, financial institution, Government or debenture holders. Accordingly clause 3(viii) of the Companies (Auditor's Report) Order, 2016 is not applicable to the company.
- (ix) The company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loan. Accordingly clause 3(ix) of the Companies (Auditor's Report) Order, 2016 is not applicable to the company.
- (x) In our opinion and according to the information and explanation given by the management, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.
- (xi) Based on the information and explanations given by the management, no managerial remuneration is paid or provided by the company. Accordingly, paragraph 3(xi) of the Order, 2016 is not applicable.

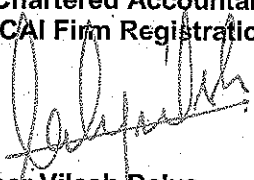


- (xii) In our opinion and according to the information and explanations given by the management, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order, 2016 is not applicable.
- (xiii) According to the information and explanations given by the management and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given by the management and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order, 2016 is not applicable.
- (xv) According to the information and explanations given by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order, 2016 is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For SNK & Co.**

**Chartered Accountants**

**ICAI Firm Registration No.: 109176W**

  
**per Vilesh Dalva**  
**Partner**

**Membership No.: 133752**

**Place: Pune**

**Date: - 5 JUN 2017**



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

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**Re: Sirocco Renewables Limited**

We have audited the internal financial controls over financial reporting of **Sirocco Renewables Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the period 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

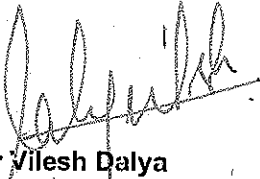
**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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



**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, 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.

**For SNK & Co.****Chartered Accountants****ICAI Firm Registration No.: 109176W****per Vilesh Dalva**  
**Partner****Membership No.: 133752****Place: Pune****Date:- 5 JUN 2017**

**Sirocco Renewables Limited****Balance sheet as at March 31, 2017**

All amounts in rupees, unless otherwise stated

Particulars	Notes	As at March 31, 2017	As at March 31, 2016
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment		-	-
Capital work-in-progress		-	-
Financial assets			
Other financial assets		-	-
Other non-current assets		-	-
		-	-
<b>Current assets</b>			
Financial assets			
Cash and bank balances	5	15,431	70,858
		<b>15,431</b>	<b>70,858</b>
<b>Total assets</b>		<b>15,431</b>	<b>70,858</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	6	200	200
Other equity			
Retained earnings	7	(10,867,195)	(9,819,190)
		<b>(10,866,995)</b>	<b>(9,818,990)</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	8	10,353,720	8,056,302
Other payables	9	528,706	1,833,546
		<b>10,882,426</b>	<b>9,889,848</b>
<b>Total equity and liabilities</b>		<b>15,431</b>	<b>70,858</b>

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For SNK &amp; Co.

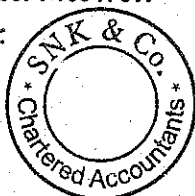
Chartered Accountants

ICAI Firm Registration number : 109176W

per Vilesh Dalya

Partner

Membership No.: 133752



Place : Pune

Date : 05 JUN 2017

For and on behalf of the board of directors of  
Sirocco Renewables LimitedSriram Iyer  
Director

DIN : 07534351

Vinod Bishnoi  
Director

DIN : 07533643

Place : Pune

Date : 05 JUN 2017





**Sirocco Renewables Limited****Statement of profit and loss for the year ended March 31, 2017**

All amounts in rupees, unless otherwise stated

Particulars	Notes	March 31, 2017	March 31, 2016
<b>Income</b>			
Revenue from operations		-	-
Other operating income	10	1,800	-
		<u>1,800</u>	<u>-</u>
<b>Expenses</b>			
Employee benefits expense	11	-	8,869,767
Other expenses	12	26,843	691,358
		<u>26,843</u>	<u>9,561,125</u>
<b>Earnings/ (loss) before interest and tax (EBIT)</b>		<u>(25,043)</u>	<u>(9,561,125)</u>
Finance costs	13	1,022,962	258,065
		<u>(1,048,005)</u>	<u>(9,819,190)</u>
<b>Profit/ (loss) before tax</b>		<u>(1,048,005)</u>	<u>(9,819,190)</u>
Tax expense		-	-
<b>Profit/ (loss) after tax</b>		<u>(1,048,005)</u>	<u>(9,819,190)</u>
<b>Other Comprehensive Income for the period, net of tax</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the period</b>		<u>(1,048,005)</u>	<u>(9,819,190)</u>
<b>Earnings/ (loss) per equity share:</b>			
- Basic [Nominal value of share Rs.10 (Rs.10)]		(52,400.27)	(490,959.50)
- Diluted [Nominal value of share Rs. 10 (Rs 10)]		(52,400.27)	(490,959.50)

**Summary of significant accounting policies**

3

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For SNK &amp; Co.

Chartered Accountants

ICAI Firm Registration number : 109176W

per Vilesh Dalva

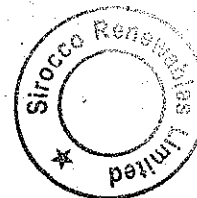
Partner

Membership No.: 133752

Place : Pune  
Date : 05 JUN 2017For and on behalf of the board of directors of  
Sirocco Renewables Limited

Sriram Iyer  
Director  
DIN : 07534351

Vinod Bishnoi  
Director  
DIN : 07533643

Place : Pune  
Date : 05 JUN 2017

**Sirocco Renewables Limited**
**Statement of cashflow for the year ended March 31, 2017**

All amounts in rupees, unless otherwise stated

Particulars	March 31, 2017	March 31, 2016
<b>Cash flow from operating activities</b>		
Profit/ (loss) before tax	(1,048,005)	(9,819,190)
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation including impairment loss		
Loss/(Profit) on sale of fixed assets		
Unrealized foreign exchange loss/ (gain)		
Interest expense	1,022,221	257,002
Interest income		
Provision for doubtful debts		
<b>Operating profit before working capital changes</b>	<b>(25,784)</b>	<b>(9,562,188)</b>
<b>Movements in working capital :</b>		
Increase/(Decrease) in other current liabilities	(1,304,840)	1,833,546
Decrease/ (Increase) in loans and advances	-	-
Decrease / (Increase) in other current assets	-	-
<b>Cash generated from operations</b>	<b>(1,330,624)</b>	<b>(7,728,642)</b>
Direct taxes paid (net of refunds)	-	-
<b>A Net cash flow from/ (used in) operating activities</b>	<b>(1,330,624)</b>	<b>(7,728,642)</b>
<b>Cash flows from investing activities</b>		
Purchase of fixed assets, including CWIP and capital advances	-	-
Proceeds from sale of fixed assets		
Interest received		
(Purchase)/ sale of investments		
<b>B Net cash flow from investing activities</b>	<b>-</b>	<b>-</b>
<b>Financing activities</b>		
Proceeds from issuance of equity shares	-	200
Proceeds from unsecured loan	1,275,197	7,799,300
Proceeds from issuance of compulsorily convertible debentures	-	-
Interest paid		
<b>C Net cash flow from/ (used in) in financing activities</b>	<b>1,275,197</b>	<b>7,799,500</b>
<b>Net decrease in cash and cash equivalents (A + B + C)</b>	<b>(55,427)</b>	<b>70,858</b>
Cash and cash equivalents at the beginning of the year	70,858	-
Cash and cash equivalents at the end of the year	<b>15,431</b>	<b>70,858</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	-	-
With banks- on current account		
On current accounts	15,431	70,858
<b>Total cash and cash equivalents (Note 5)</b>	<b>15,431</b>	<b>70,858</b>

**Note**

- The figures in brackets represents outflows.
- Previous periods' figures have been regrouped/ reclassified, wherever required.

Refer Note 3 for Summary of significant accounting policies

As per our report of even date

For SNK & Co.  
Chartered Accountants  
ICAI Firm Registration number : 109176W

per Vilesh Darya  
Partner  
Membership No.: 133752



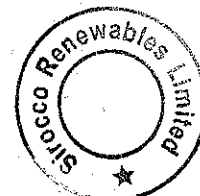
Place : Pune  
Date : 05 JUN 2017

For and on behalf of the board of directors of  
Sirocco Renewables Limited

Sriram Iyer  
Director  
DIN : 07534351

Vinod Bishnoi  
Director  
DIN : 07533643

Place : Pune  
Date : 05 JUN 2017



**Sirocco Renewables Limited**  
**Statement of changes in equity for the year ended March 31, 2017**

**a. Equity share capital**

Equity shares of Rs. 10 each issued, subscribed and fully paid  
 At April 1, 2015  
 Issue of share capital (Note 6)  
 At March 31, 2016  
 Issue of share capital (Note 6)  
 At March 31, 2017

No. of shares	Amount
-	-
20	200
20	200
-	-
20	200

**b. Other equity, attributable to the equity holders of the parent**

As at April 1, 2015  
 Profit/ (loss) for the period  
 Other comprehensive income  
**Total comprehensive income**  
 Other movements  
 As at March 31, 2016  
  
 As at April 1, 2016  
 Profit/ (loss) for the year  
 Other comprehensive income  
**Total comprehensive income**  
 Other movements  
 As at March 31, 2017

Net owners contribution	Retained earnings	Total equity
-	-	-
-	(9,819,190)	(9,819,190)
-	-	-
-	(9,819,190)	(9,819,190)
-	-	-
-	(9,819,190)	(9,819,190)
-	(9,819,190)	(9,819,190)
-	(1,048,005)	(1,048,005)
-	-	-
-	(1,048,005)	(1,048,005)
-	-	-
-	(1,048,005)	(10,867,195)

As per our report of even date

For SNK & Co.  
 Chartered Accountants  
 ICAI Firm Registration number : 109176W

per Vilesh Dalva  
 Partner  
 Membership No.: 133752



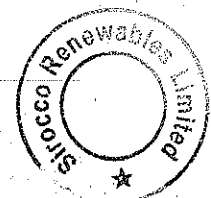
Place : Pune  
 Date : 05 JUN 2017

For and on behalf of the board of directors of  
 Sirocco Renewables Limited

Sriram Iyer  
 Director  
 DIN : 07534351

Vinod Bishnoi  
 Director  
 DIN : 07533643

Place : Pune  
 Date : 05 JUN 2017



# Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

## 1. Corporate information

Sirocco Renewables Limited ('Sirocco' or the 'Company') having CIN U40100GJ2015PLC083663 domiciled in India and is incorporated in India under the provisions of Companies Act applicable in India and is a subsidiary of Suzlon Energy Limited.

## 2. Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

For all periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These financial statements for the year ended March 31, 2017 are the first the Company has prepared in accordance with Ind AS. Refer to Note 4 for information on how the Company adopted Ind AS.

The financial statements have been prepared on a historical cost basis.

## 3. Summary of significant 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 be 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 equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

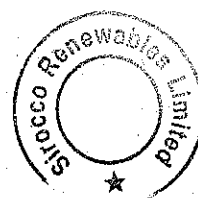
- It is expected to be settled in normal operating cycle
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

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

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# Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

## b. Fair value measurement

The Company measures financial instruments at fair value at each balance sheet 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.

A 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.

All assets and liabilities for which fair value is measured are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

## c. Revenue recognition

Revenues from Solar Energy Systems are obtained through the sale/supply of power based on Energy accounts/statements issued by appropriate Government authority/agencies.

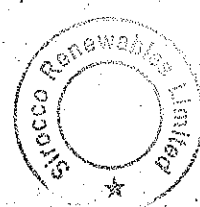
## d. Foreign currencies

### i. Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

### ii. Conversion

Foreign currency monetary items are translated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are



## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

### iii. Exchange differences

The Company accounts exchange differences as income or as expense in the period in which they arise.

## e. Taxes

### 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.

Current income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity. Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income ('OCI') or directly in equity. Management periodically evaluates the positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### 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 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.

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.

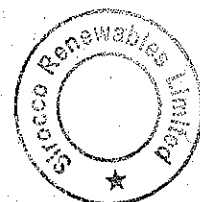
Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax 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

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., April 1, 2015.

Capital work-in-progress comprises of the cost of fixed assets that are not yet ready for their intended use as at the balance sheet date. 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.



# Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

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 and loss when they are incurred.

Depreciation is calculated on the written down value method ('WDV') based on the useful lives and residual values estimated by the management in accordance with Schedule II to the Companies Act, 2013. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset on the date of disposal and are recognised in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

## g. 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 are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

## h. 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.

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.

## i. 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*

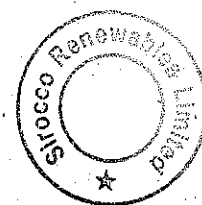
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

#### *Subsequent measurement*

For purposes of subsequent measurement, financial assets such as debt instruments are measured at amortised cost.

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.



## **Sirocco Renewables Limited**

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (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 finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

### **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 and payables

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 Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

#### ***Subsequent measurement***

The measurement of financial liabilities depends on their classification, as described below:

#### ***Financial liabilities at fair value through profit or loss***

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as fair value through profit or loss ('FVTPL'), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Profit and Loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.

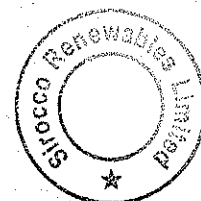
The Company has not designated any financial liability as at FVTPL.

### ***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 and loss.

This category generally applies to borrowings.





# **Sirocco Renewables Limited**

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

## **j. Compulsorily convertible debentures**

Compulsorily convertible debentures are separated into liability and equity components based on the terms of the contract.

On issuance of the compulsorily convertible debentures, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption.

The remainder of the proceeds is allocated to the conversion option that is recognised and included in equity since conversion option meets Ind AS 32 criteria for fixed to fixed classification. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not remeasured in subsequent years.

Transaction costs are apportioned between the liability and equity components of the compulsorily convertible debentures based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

## **k. Earnings/ (loss) per share**

Basic earnings / (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the board of directors for the purpose of calculating diluted earnings / (loss) per share. The net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

## **l. Cash and cash equivalents**

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **m. Measurement of EBITDA and EBIT**

The Company has elected to present earnings before interest, tax, depreciation ('EBITD') and earnings before interest and tax ('EBIT') as a separate line item on the face of the statement of profit and loss. In the measurement of EBITD, the Company does not include depreciation, finance cost, finance income, exceptional and extraordinary items and tax expense. The Company reduces depreciation from EBITD to measure EBIT.



## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

### 4. First-time adoption of Ind AS

These financial statements, for the year ended March 31, 2017 are the first time, The Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2017, together with the comparative period data as at and for the year ended March 31, 2016, as described in the summary of significant accounting policies.

#### Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

- Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its property, plant and equipment, intangible assets and investment property as recognised in its I GAAP financials as deemed cost at the transition date.
- The Company has applied the requirements for de-recognition of financial instruments, as required in Ind AS 109-Financial Instruments prospectively for financial transactions occurring on or after April 1, 2015, the date of transition to Ind AS.

#### Estimates

The estimates at April 1, 2015 and at March 31, 2016 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies).

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 1, 2015, the date of transition to Ind AS and as of March 31, 2016.

**No change in equity as at March 31, 2016 as reported under I GAAP.**

**No change in profit or loss for the year ended March 31, 2016 as reported under I GAAP.**

### 5. Cash and cash equivalents

	March 31, 2017	March 31, 2016
Cash in hand	-	-
Balances with banks:		
In current accounts	15,431	70,858
<b>Total</b>	<b>15,431</b>	<b>70,858</b>

#### 5.1 Specified Bank Notes Disclosure ('SBN's)

The Company did not have any cash in hand during the year therefore the details as per notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December, 30 2016 are not applicable to the Company.

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## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

### 6. Share capital

	March 31, 2017	March 31, 2016
<b>Authorised share-capital</b>		
3,000,000 of equity shares of Rs 10/- each	30,000,000	30,000,000
<b>Issued, subscribed &amp; paid-up</b>		
20 equity shares of Rs 10/- each fully paid up	200	200
	<b>200</b>	<b>200</b>

#### a. Reconciliation of the shares outstanding at the beginning and at the end of the financial year

	March 31, 2017		March 31, 2016	
	Number of shares	Rupees	Number of shares	Rupees
At the beginning of the year	20	200	-	-
Issued during the year	-	-	20	200
<b>Outstanding at the end of the year</b>	<b>20</b>	<b>200</b>	<b>20</b>	<b>200</b>

#### b. Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends, if any, in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

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

#### c. Shares held by holding company

Out of equity shares issued by the Company, shares held by Suzlon Energy Limited ('SEL'), its holding company, are as below:

	March 31, 2017	March 31, 2016
20 (14) equity shares of Rs 10 each fully paid	200	140

#### d. Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	March 31, 2017		March 31, 2016	
	Number of shares	% holding in class	Number of shares	% holding in class
Equity shares of Rs 10 each fully paid				
Suzlon Energy Limited, holding company	20	100%	14	70%



## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

As per the records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

### 7. Other equity

	March 31, 2017	March 31, 2016
<b>Retained earnings</b>		
Opening balance	(9,819,190)	-
Add: Profit/ (loss) for the year	(1,048,005)	(9,819,190)
	<b>(10,867,195)</b>	<b>(9,819,190)</b>

### 8. Financial liabilities

	March 31, 2017	March 31, 2016
<b>Borrowings</b>		
Loans from related parties	10,353,720	8,056,302
	<b>10,353,720</b>	<b>8,056,302</b>

### 9. Other current liabilities

	March 31, 2017	March 31, 2016
Statutory dues	-	452,205
Other payables	528,706	1,381,341
	<b>528,706</b>	<b>18,33,546</b>

### 10. Other operating income

	March 31, 2017	March 31, 2016
Other miscellaneous income	1,800	-
	<b>1,800</b>	<b>-</b>

### 11. Employee benefits expenses

	March 31, 2017	March 31, 2016
Salaries, wages, allowances and bonus	-	8,868,912
Contribution to provident funds and other funds	-	-
Staff welfare expenses	-	855
	<b>-</b>	<b>8,869,767</b>

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## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

### 12. Other expenses

	March 31, 2017	March 31, 2016
Domestic consultancy charges	5,636	2,850
Auditors' remuneration and expenses	11,500	85,875
Legal expenses	8,710	7,856
Travel and conveyance expenses	-	64,614
Communication expenses	-	2,000
Interest & Penalties	997	18,703
Miscellaneous expenses	-	509,460
	<b>26,843</b>	<b>691,358</b>

### Payment to auditor

#### As auditor

	March 31, 2017	March 31, 2016
Statutory audit fees	11,500	85,875
	<b>11,500</b>	<b>85,875</b>

### 13. Finance cost

	March 31, 2017	March 31, 2016
Bank charges	741	1,063
Interest on inter corporate deposits	1,022,221	2,57,002
	<b>1,022,962</b>	<b>258,065</b>

### 14. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/ (loss) attributable to equity holders of the company (after adjusting for interest on the compulsorily convertible debentures) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

	March 31, 2017	March 31, 2016
<b>Basic and diluted earnings per share</b>		
Loss after tax	(1,048,005)	(9,819,190)
Weighted average number of equity shares	20	20
Basic earnings /(loss) per share of Rs 10 each	(52,400.27)	(490,959.50)

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## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

### 15. Related party disclosures

#### A. List of related parties and nature of relationship where transactions and control exists

Name of the party	Nature of relationship
Suzlon Energy Limited	Holding company

#### B. Other related parties

##### Key Management Personnel (KMP):

Mr. Sanjay Baweja  
Mr. Sriram Iyer  
Mr. Vinod Bishnoi  
Mr. Pranav T. Tanti\*  
Mr. Ashish Swarup\*\*  
Mr. Ashish Garg\*\*\*  
Mr. Kirti J. Vagadia\*\*\*\*  
Mr. Pranay Mundra\*\*\*\*\*

\*Resigned from key managerial personnel w. e. f. April 01, 2016

\*\*Resigned from directorship w. e. f. July 01, 2016

\*\*\*Resigned from directorship w. e. f. July 01, 2016

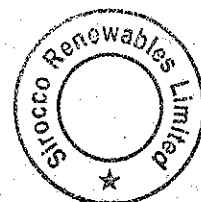
\*\*\*\*Resigned from directorship w. e. f. January 25, 2017

\*\*\*\*\*Resigned from directorship w. e. f. April 15, 2017

#### C. Transactions between the Company and the related party and the status of outstanding balances as at March 31, 2017.

Particulars	Holding company	Fellow Subsidiary	KMP
<b>Transactions</b>			
Loans/ inter corporate deposits received	1,275,197	-	-
	(7,825,000)	(-)	(-)
Reimbursement of expenses payable	-	-	-
	(508,720)	(-)	(-)
Managerial remuneration	-	-	-
	(-)	(-)	(8,666,672)
Interest expense	1,022,221	-	-
	(257,002)	(-)	(-)
<b>Outstanding balances</b>			
Issue of equity shares	200	-	-
	(140)	(-)	(-)
Unsecured loans	10,353,720	-	-
	(8,056,302)	(-)	(-)
Other current liabilities	508,720	-	-
	(508,720)	(-)	(-)

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## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

### D. Disclosure of significant transaction with related parties

Type of the Transaction	Type of Relationship	Name of the Entity	Year ended March 31, 2017	Year ended March 31, 2016
Loans/ inter corporate deposits received	Holding company	Suzlon Energy Limited	1,275,197	7,825,000
Interest expenses	Holding company	Suzlon Energy Limited	1,022,221	257,002
Reimbursement of expenses payable	Holding company	Suzlon Energy Limited	-	508,720
Issue of equity shares	Holding company	Suzlon Energy Limited	-	140
Managerial remuneration	KMP	Pranav T. Tanti	-	8,666,672

### Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail at arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2017, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

### 16. Segment information

The Company has not commenced its business activities therefore there are no business segments and geographical segments to be reportable as per Ind AS108 issued by ICAI.

### 17. Capital and other commitments

Estimated amount of contracts remaining to be executed on capital accounts and not provided for, net of advances is Rs Nil (Rs Nil).

### 18. Contingent liabilities

Based on the information available with the Company, contingent liabilities exists as on Balance Sheet date is Rs Nil (Rs Nil).

### 19. Details of dues to micro and small enterprises as defined under MSMED Act, 2006

Based on the information available with the Company, none of the vendors fall under the definition of micro, small & medium enterprises.

### 20. Additional information pursuant to the provisions of Schedule III of the Companies Act, 2013, read with section 129 of the Companies Act 2013

- Value of imports calculated on CIF basis: Rs Nil
- Expenditure in foreign currency (accrual basis): Rs Nil
- Imported and indigenous raw materials, components and spare parts consumed: Rs Nil
- Earnings in foreign currency (accrual basis): Rs Nil



## Sirocco Renewables Limited

Notes to financial statements for the year ended March 31, 2017

All amount in Rupees unless stated otherwise

21. Prior year amounts have been reclassified wherever necessary to conform with current year presentation. Figures in the brackets are in respect of the previous year.

As per our report of even date

For SNK & Co.  
Chartered Accountants  
ICAI Firm Registration number : 109176W

per Vilesh Dalya  
Partner  
Membership No.: 133752



Place : Pune  
Date : 05 JUN 2017

For and on behalf of the Board of Directors of  
Sirocco Renewables Limited

Sriram Iyer  
Director  
DIN : 07534351

Place : Pune  
Date : 05 JUN 2017

Vinod Bishnoi  
Director  
DIN : 07533643

