DRAFT RED HERRING PROSPECTUS
September 29, 2014
Please read Section 32 of the Companies Act, 2013
This Draft Red Herring Prospectus will be updated further upon filing with the RoC
100% Book Building Offer

ACB (INDIA) LIMITED

Our Company was incorporated as 'Aryan Coal Benefications Private Limited' under the provisions of the Companies Act, 1956 pursuant to a certificate of incorporation dated March 14, 1997 issued by the Registrar of Companies, NCT of Delhi and Haryana. For further details in relation to the changes to our name please refer to the section on "*History and Certain Corporate Matters*" on page 146 of this Draft Red Herring Prospectus.

Registered Office: C-102, L.G.F., New Multan Nagar, Surya Enclave, New Delhi – 110 056, India.
Tel: +91 11 2529 1566; Fax: +91 11 2529 1567, Website: www.acbindia.com; Email: compliance@acbindia.com
Corporate Identity Number: U10102DL1997PLC085837
Corporate Office: 7th Floor, Corporate Tower, Ambience Mall, N.H.-8, Gurgaon, Haryana – 122 002.
Tel: +91 124 271 9000, Fax: +91 124 271 9185
Contact Person: Mr. Satish Kumar Sharma (Company Secretary and Compliance Officer); Tel: +91 124 271 9024; Fax: +91 124 271 9100; Email: compliance@acbindia.com

PROMOTERS OF OUR COMPANY: MR. RUDRA SEN SINDHU, MR. GANESH CHANDRA MRIG, MR. VIR SEN SINDHU AND MR. KULDEEP SINGH SOLANKI.

INITIAL PUBLIC OFFERING OF UP TO 30,940,000 EQUITY SHARES HAVING A FACE VALUE OF ₹ 10 EACH OF ACB (INDIA) LIMITED ("EQUITY SHARES") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER"), THROUGH AN OFFER FOR SALE OF UP TO 30,940,000 EQUITY SHARES, COMPRISING UP TO 23,800,000 EQUITY SHARES BY PINERIDGE INVESTMENT LTD ("PINERIDGE"), UP TO 3,140,000 EQUITY SHARES BY MR. GANESH CHANDRA MRIG AND UP TO 4,000,000 EQUITY SHARES BY MR. ASHOK MRIG (MR. GANESH CHANDRA MRIG AND MR. ASHOK MRIG SHALL BE COLLECTIVELY REFERRED TO AS THE "INDIVIDUAL SELLING SHAREHOLDERS" AND THE INDIVIDUAL SELLING SHAREHOLDERS AND PINERIDGE SHALL BE COLLECTIVELY REFERRED TO AS THE "SELLING SHAREHOLDERS") AGGREGATING UP TO ₹ [●] MILLION ("OFFER"). FURTHER, UP TO 250,000 EQUITY SHARES OF ₹ 10 EACH WILL BE RESERVED IN THE OFFER FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED IN "*DEFINITIONS AND ABBREVIATIONS*") AT THE OFFER PRICE (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE NET OFFER SHALL CONSTITUTE 12.89 % OF THE FULLY DILUTED POST-OFFER PAID-UP CAPITAL OF OUR COMPANY.

THE PRICE BAND, ANY RETAIL AND EMPLOYEE DISCOUNT* AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND PINERIDGE, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("MANAGERS"), AND ADVERTISED IN [●] EDITIONS OF [●], AND [●] EDITIONS OF [●] (WHICH ARE WIDELY CIRCULATED IN ENGLISH, AND HINDI NEWSPAPERS, HINDI BEING THE REGIONAL LANGUAGE OF NEW DELHI, WHERE OUR REGISTERED OFFICE IS LOCATED) AT LEAST FIVE WORKING DAYS PRIOR TO THE OFFER OPENING DATE IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "ICDR REGULATIONS").*

A discount of [●]% of the Offer Price, amounting to ₹ [●], may be offered to Retail Individual Bidders and Eligible Employees ("Retail and Employee Discount**").*

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH AND THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES

In case of revision in the Price Band, the Offer Period will be extended for a minimum of three additional Working Days after revision of the Price Band subject to the Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Offer Period, if applicable, will be widely disseminated by notification to National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**"), by issuing a press release, and also by indicating the change on the websites of the Managers and at the terminals of the Syndicate Members and Registered Brokers.

This Offer is being made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended, ("**SCRR**") read with Regulation 41 of the ICDR Regulations, and through the Book Building Process, wherein 50% of the Net Offer shall be available for allocation to Qualified Institutional Buyers ("**QIB**"). Provided that our Company, in consultation with the Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis out of which one-third shall be reserved for domestic Mutual Funds only. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the Net QIB Portion. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received at or above the Offer Price. Further, up to 0.81% of the Offer size, constituting up to 250,000 Equity Shares, shall be reserved for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received at or above the Offer Price.

All investors, other than Anchor Investors, can participate through the Applications Supported by Blocked Amount ("**ASBA**") process by providing the details of their respective bank accounts in which the corresponding Payment Amount will be blocked by the Self Certified Syndicate Banks ("**SCSBs**"). However, QIBs (excluding Anchor Investors) and Non-Institutional Bidders are mandatorily required to submit their Bids by way of ASBA only. For details, please refer to the section on "*Offer Procedure*" on page 355 of this Draft Red Herring Prospectus.

RISKS IN RELATION TO FIRST OFFER

This being the first public offer of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹10 each. The Floor Price is [●] times of the face value and the Cap Price is [●] times of the face value. The Offer Price is [●] times of the face value. The Offer Price (as has been determined by our Company and Pineridge, in consultation with the Managers, and justified as stated in the section on "Basis for Offer Price") should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and / or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the Risk Factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of the Company and the Offer, including the risks involved. The Equity Shares offered in the Offer have not been recommended or approved by Securities and Exchange Board of India ("**SEBI**"), nor does SEBI guarantee the accuracy or adequacy of this Draft Red Herring Prospectus. Specific attention of the investors is invited to the section on "*Risk Factors*" beginning on page 27 of this Draft Red Herring Prospectus

COMPANY'S AND THE SELLING SHAREHOLDERS' ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Offer, which is material in the context of the Offer, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect. Each Selling Shareholder accepts responsibility only for statements made expressly by such Selling Shareholder in this Draft Red Herring Prospectus and confirms that such statements are true and correct in all material respects and are not misleading in any material respect.

LISTING

The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on NSE and BSE. We have received the in-principle approvals from NSE and BSE for the listing of our Equity Shares pursuant to letters dated [●] and [●] respectively. For the purposes of this Offer, [●] shall be the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER
Edelweiss Ideas create, values protect **Edelweiss Financial Services Limited** 14th Floor, Edelweiss House, Off. C.S.T Road, Kalina, Mumbai 400 098, India. Tel: +91 22 4086 3535 Fax: +91 22 4086 3610 Email ID: acb.ipo@edelweissfin.com Investor Grievance Email: customerservice.mb@edelweissfin.com Website: www. edelweissfin.com Contact Person: Ms Neetu Ranka/ Mr. Sandeep Maheshwari SEBI Registration No.: INM0000010650	MACQUARIE **Macquarie Capital Securities (India) Private Limited** (*formerly Macquarie Capital (India) Private Limited*) 92, Level 9, 2 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East, Mumbai 400 051, India. Tel: + 91 22 67204000 Fax: + 91 22 67204301 Email: acbil.ipo@macquarie.com Investor Grievance Email: msgrievanceredressel@macquarie.com Website: www.macquarie.in/mgl/in Contact Person: Mr. Anupam Kumar/ Mr. Vaibhav Bagri SEBI Registration No.: INM000010932	LINK INTIME INDIA PVT LTD **Link Intime India Private Limited** C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400 078, India. Tel: +91 22 61715400 Fax: +91 22 25960329 Email: acb.ipo@linkintime.co.in Investor Grievance Email: ipo@linkintime.co.in Website: www.linkintime.co.in Contact Person: Mr. Sachin Achar SEBI Registration No.: INR000004058

OFFER PROGRAMME

FOR ALL BIDDERS:	**OFFER OPENS ON: [●]***
FOR QIBS:	**OFFER CLOSES ON: [●]****
FOR RETAIL AND NON-INSTITUTIONAL BIDDERS (INCLUDING ELIGIBLE EMPLOYEES):	**OFFER CLOSES ON [●]**

**Our Company, in consultation with the Managers, may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Offer Opening Date.*
***Our Company and Pineridge, in consultation with the Managers, may decide to close the Offer Period for QIBs one Working Day prior to the Offer Closing Date.*

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DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise implies or requires, the terms and abbreviations stated hereunder shall have the meanings as assigned therewith. References to statutes, rules, regulations, guidelines and policies will, unless the context otherwise requires, be deemed to include all amendments and modifications notified thereto as of the date of this Draft Red Herring Prospectus.

Company and Selling Shareholder related terms

Term	Description
"Company", "our Company" "ACB (India) Limited", or "Issuer".	ACB (India) Limited, a public limited company incorporated under the Companies Act, 1956, and having its registered office at C-102, L.G.F., New Multan Nagar, Surya Enclave, New Delhi – 110 056, India.
"we", "us", or "our"	Unless the context otherwise requires or implies, ACB (India) Limited, a public limited company incorporated under the Companies Act, 1956, and having its registered office at C-102, L.G.F., New Multan Nagar, Surya Enclave, New Delhi – 110 056, India and all its Subsidiaries, its Associates and its Joint Ventures.
"Articles" / "Articles of Association"	The articles of association of our Company, as amended.
ACBCMPL	ACB (India) Coal Methane Private Limited.
ACBIPL	ACB (India) Power Limited.
ACCTPL	Aryan Clean Coal Technologies Private Limited.
ACPGPL	Aryan Chhattisgarh Power Generation Private Limited.
ACRPL	Advent Coal Resources Pte. Limited.
AEPL	Aryan Energy Private Limited.
AHMPL	Amberi Hotels and Motels Private Limited.
AIDPL	Arpa Infrastructure and Developers Private Limited.
AIPL	Aadrash Infraventure Private Limited.
AMPL	Avani Mining Private Limited.
AMEPL	Aristocrate Merchants Private Limited.
AMPPGPL	Aryan M.P. Power Generation Private Limited.
AOP	Spectrum Coal and Power Limited (in consortium with Global Coal and Mining Private Limited).
Associates	Global Coal and Mining Private Limited, Spectrum Power Generation Limited, Maruti Clean Coal and Power Limited and Swastik Power and Mineral Resources Private Limited.
Auditors	The auditors of our Company, M/s. B S R & Company, Chartered Accountants.
AVPL	Ayeasha Vincom Private Limited.
BDPL	Banshidhar Developers Private Limited.
BASSPL	Black Angels Security Services Private Limited.
Board/Board of Directors	The board of directors of our Company, as constituted from time to time including any committees thereof.
BSRPL	B and S Realtors Private Limited.

Term	Description
BTFL	Bhilwara Tex-Fin Limited.
"Calender Year"/ "year"	Unless the context otherwise requires, shall refer to the twelve month period ending December 31st.
Category III Foreign Portfolio Investors	FPIs who are registered as "Category III foreign portfolio investors" under the FPI Regulations.
CFO	Chief Financial Officer, Mr. Sanjay Hasija.
CLBDPL	Chhattisgarh Land and Building Developers Private Limited.
Consolidated Entities	Our Subsidiaries, Associates, Joint Ventures and the subsidiary of CSL, Pinnacle Overseas Assets Limited BVI, whose financial statements are consolidated with those of CSL in terms of AS 27.
Corporate Office	7th Floor, Corporate Tower, Ambience Mall, N.H.-8, Gurgaon, Haryana – 122 002.
CRL	Connoiseur Resources Limited.
CSL	Cellcap Securities Limited.
CVAI	Classic Venture Assets Incorporated.
DISCOM	Distribution Companies.
DTPL	Dhanterash Tradelinks Private Limited.
DHDPL	Doon Height Developers Private Limited.
Director(s)	Director(s) on the Board of our Company, as appointed from time to time.
ECPL	Ellora Commosales Private Limited.
Equity Shares	Equity Shares of our Company of face value of ` 10 each.
Executive Director	An executive Director.
FCDPL	Four Corner Developers Private Limited.
FEPPL	Flair Electric Projects Private Limited.
"Financial Year" / "Fiscal" / "FY" / "F.Y."	Period of twelve months ending on March 31 of that particular year, unless stated otherwise.
GCMPL	Global Coal and Mining Private Limited.
GML	Global Minetec Limited.
GMLFZE	Global Minetec Limited FZE.
GRPL	Garuda Resorts Private Limited.
Group Companies	Companies, firms, ventures promoted by our Promoters, irrespective of whether such entities are covered under Section 370(1B) of the Companies Act, 1956, and set out in "*Our Promoters and Group Companies*" on page 286 of this Draft Red Herring Prospectus.
HBCPL	Hari Bhoomi Communications Private Limited.
IAMPL	Indus Automotives Private Limited.
IAPL	Indus Automobiles Private Limited.
IEIPL	Indus Eduinfrastructure Private Limited.
IEMSPL	Indus Edumanagement Services Private Limited.
IIBPL	Indus Infra Built Private Limited.

Term	Description
IIDPL	Indus Infra Development Private Limited.
Independent Director	A non-executive, independent Director as per the Companies Act, 2013 and Clause 49 of the Listing Agreement.
Individual Selling Shareholders	a) Mr. Ganesh Chandra Mrig; and b) Mr. Ashok Mrig.
IBMFPPL	Indus Best Mega Food Park Private Limited.
IPPL	Indus Portfolio Private Limited.
Joint Ventures	Cellcap Securities Limited BVI and AOP.
JTSIPL	Jagganath Tirupati Sugar(India) Private Limited.
KCPL	Kapil Constructions Private Limited.
KCMPL	Kalinga Coal Mining Private Limited.
KCWPL	Kartikay Coal Washeries Private Limited.
KEMSPL	Kartikay Exploration and Mining Services Private Limited.
KIPL	Kolahai Infotech Private Limited.
KRF	Kartikay Resources FZE.
KRPPL	Kartikay Resources and Powergen Private Limited.
LECPL	Lucent Energy Company Private Limited.
MCCPL	Maruti Clean Coal and Power Limited.
MCPL	Mccluskie Coal & Power Limited.
Memorandum / Memorandum of Association	The memorandum of association of our Company.
MFL	Maneesha Finlease Limited.
MSAFPL	Mitter Sen Agrofarms Private Limited.
MVPL	Midland Vincom Private Limited.
NAPL	Nilachal Apartment Private Limited.
Non-Executive Director	A non-executive, non-independent Director as per the Companies Act, 2013 and the Listing Agreement.
NTUPL	Natraj Tie Up Private Limited.
OHCPL	One Height Colonizers Private Limited.
OHDPL	One Height Developers Private Limited.
OL	Orichem Limited.
OPRPL	One Point Realty Private Limited.
PBPL	Purshottam Buildwell Private Limited.
PHPL	Paramitra Holdings Private Limited.

Term	Description
Pineridge	Pineridge Investment Ltd, having its registered office at c/o Warburg Pincus Asia Ltd, 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius, and an affiliate of Warburg Pincus Private Equity IX, L.P.
PMAPL	Param Mitra Associates Private Limited.
PMCROPL	Param Mitra Coal Resources One Pte. Limited.
PMCRPL	Param Mitra Coal Resources Pte. Limited.
PMCRTPL	Param Mitra Coal Resources Two Pte. Limited.
PMIPL	Param Mitra Investments Private Limited.
PMRPL	Param Mitra Resources Pte. Limited.
POAL	Pinnacle Overseas Assets Limited.
Promoter / our Promoters	Promoters of our Company *i.e.* Mr. Rudra Sen Sindhu, Mr. Ganesh Chandra Mrig, Mr. Vir Sen Sindhu and Mr. Kuldeep Singh Solanki.
Promoter Group	Such persons and entities which constitute the promoter group of our Company pursuant to Regulation 2 (1)(zb) of the Securities Exchange Board of India (Offer of Capital and Disclosure Requirements) Regulations, 2009.
PTBAS	PT Brilian Alam Sejahtera.
PTKMB	PT Krida Makmur Bersama.
PTMPC	PT Mesra Prima Coal.
PTPMCR	PT Parama Mitra Coal Resources.
PTPR	PT Planet Resources.
PTRMB	PT Rencana Mulia Baratama.
PVL	Pragati Vanijaya Limited.
Registered Office	C-102, L.G.F., New Multan Nagar, Surya Enclave, New Delhi – 110 056, India.
Restated Consolidated Financial Information	The consolidated financial information examined in accordance with the generally accepted auditing standards in India of the Company, subsidiaries, associates and joint venture as of and for each of the years ended March 31, 2010, 2011, 2012, 2013 and 2014, restated in accordance with the requirements of the Companies Act 2013, as amended, and the ICDR Regulations together with the schedules and notes thereto. The Restated Consolidated Financial Information comprise summary consolidated statements of profit and losses, assets and liabilities and cash flows and other consolidated financial information as of and for each of the years ended March 31, 2010, 2011, 2012, 2013 and 2014.
Restated Standalone Financial Information	The standalone financial information examined in accordance with the generally accepted auditing standards in India of the Company as of and for each of the years ended March 31, 2010, 2011, 2012, 2013 and 2014, restated in accordance with the requirements of the Companies Act, 2013, as amended and the ICDR Regulations, together with the schedules and notes thereto. The Restated Company Financial Information comprise summary statements of profit and losses, assets and liabilities and cash flows and other financial information as of and for each of the years ended March 31, 2010, 2011, 2012, 2013 and 2014.
Restated Financial Information	Restated Consolidated Financial Information and Restated Standalone Financial Information collectively.
RECL	Rajasthan Explosives and Chemicals Limited.

Term	Description
RKIUPL	Rajasthan Khanij & Ispat Udyog Private Limited.
RSBJVPPL	Rudra Sen & Bros. JV Projects Private Limited.
RSUPL	River Side Utilities Private Limited.
SJFCPL	S J Finance Consultants Private Limited.
S3HBPL	S three H Builders Private Limited.
S3HRPL	S 3 H Reality Private Limited.
SCWPL	Sainik Coal Washery Private Limited.
SACPL	Sarvesh Coaltech Private Limited.
SBFPL	Sips Bio Fuel Private Limited.
SBPPL	Sips Bio Power Private Limited.
SCPL	Spectrum Coal and Power Limited.
SDPL	Sanskardhani Developers Private Limited.
Selling Shareholders	Pineridge and the Individual Selling Shareholders.
SFI Parcel	SFI Parcel Services Private Limited.
SFIL	Sainik Finance & Industries Limited.
SFPL	Sindhu Farms Private Limited.
SFIP	SFI Parcel Services Private Limited.
SIEPL	Shyam Indus Energy Private Limited.
SIFIPL	Shyam Indus Fabtech (India) Private Limited.
SIHPPL	Shyam Indus Hydel Power Private Limited.
SIPSPL	Shyam Indus Power Solution Private Limited.
SISPPL	Shyam Indus Solar Power Private Limited.
SIUPL	Shyam Indus Urja Private Limited.
SLPL	Sainik Logistics Private Limited.
SMASL	Sainik Mining and Allied Services Limited.
SMIL	Sainik Mining (International) Limited.
SOBPL	Spice One Builders Private Limited.
SOIIPL	Scopus Opticals Industry India Private Limited.
SPDPL	Sips Power Distribution Private Limited.
SPGL	Spectrum Power Generation Limited.
SPMRPL	Swastik Power and Mineral Resources Private Limited.
SSPL	Siddhidata Sales Private Limited.
SSUPL	Seaside Utilities Private Limited.

Term	Description
SRL	Sindhu Realtors Limited.
STHBPL	S Three H Buildcon Private Limited.
STHCPL	S Three H Constructions Private Limited.
STHIDPL	S Three H Infrastructure Development Private Limited.
STLL	Sindhu Trade Links Limited.
SUBPPL	Sudha Bio Power Private Limited.
"Subsidiary" / "Subsidiaries"	A subsidiary of the Company as of the date of this Draft Red Herring Prospectus, in accordance with the Companies Act, 2013.
SUPL	Sips Utilities Private Limited.
TCPL	Tandem Commercial Private Limited.
TIPL	TAS Integrators Private Limited.
TMGFL	Tripund Motor & General Finance Limited.
TRNEPL	TRN Energy Limited.
UHBL	Unity Holding Business Limited.
UHBSPL	Unity Holding Business Singapore Pte. Limited.
VEDPL	Vaishnawi Energy Distribution Private Limited.
VPL	Vayunandana Power Limited.
VHKPL	Virtual House Keeping Private Limited.
WCTPL	Wardha Coal Transport Private Limited.
XLR	XLR Capital (Cyprus) Limited.

Project Related Terms

Term	Description
Balanda Coal Washery (2.57 MTPA)	AEPL's coal washery at Balanda, Talcher, Orissa with an installed and designed capacity of 2.57 MTPA.
Balanda Coal Washery (2.91 MTPA)	GCMPL's coal washery at Balanda, Talcher, Orissa with an installed and designed capacity of 2.91 MTPA.
Bandakhar Power Plant	MCCPL's under construction thermal power plant located at Bandakhar, Chhattisgarh, with a designed capacity of 300 MW.
Binjhri Coal Washery (0.96 MTPA)	Our Company's coal washery at Binjhri, Korba, Chattisgarh with an installed and designed capacity of 0.96 MTPA.
Chakabura Coal Washery	Our Company's coal washery at Chakabura, Korba, Chattisgarh with an installed and designed capacity of 7.50 MTPA.
Chakabura Power Plant (Phase I)	The first phase of our Company's operational thermal power plant at Chakabura, Korba, Chattisgarh, which was commissioned in 2007 with a capacity of 30 MW.

Term	Description
Chakabura Power Plant (Phase II)	The second phase of our Company's operational thermal power plant at Chakabura, Korba, Chattisgarh, which was commissioned in 2014 with a capacity of 30 MW.
Champa Power Plant	ACPGPL's under development thermal power plant located at Champa - Janjgir, Chhattisgarh with a designed capacity of 1,200 MW.
Dipka Coal Washery	Our Company's coal washery at Dipka, Korba, Chattisgarh with an installed and designed capacity of 12.00 MTPA.
Gauri Coal Washery	AEPL's coal washery at Gauri, Chandrapur, Maharashtra with an installed and designed capacity of 0.99 MTPA.
Gevra Coal Washery	Our Company's coal washery at Gevra, Korba, Chattisgarh with an installed and designed capacity of 6.25 MTPA.
Hemgir Coal Washery (5.00 MTPA)	Our Company's coal washery at Hemgir, Sundargarh, Orissa with an installed and designed capacity of 5.00 MTPA.
IB Valley Coal Washery (5.00 MTPA)	GCMPL's coal washery at IB Valley, Jharsuguda, Orissa with an installed and designed capacity of 5.00 MTPA.
Kalinga Coal Washery (9.52 MTPA)	SCPL's coal washery at Kalinga, Talcher, Orissa with an installed and designed capacity of 9.52 MTPA.
Kakinada Power Plant (208 MW)	SPGL's operational thermal power plant at Kakinada, Andhra Pradesh, with a capacity of 208 MW.
Kakinada Power Plant (350 MW)	SPGL's under implementation thermal / gas based power plant located at Kakinada, Andhra Pradesh, with a capacity of 350 MW.
Kanberi Coal Washery	SPMRPL's coal washery at Kanberi, Korba, Chhattisgarh with an installed and designed capacity of 0.90 MTPA.
Kanberi Power Plant Phase-I	SPMRPL's under construction thermal power plant located at Kanberi, Korba, Chhattisgarh, with a designed capacity of 25 MW.
Kanberi Power Plant Phase-II	SPMRPL's under development thermal power plant located at Kanberi, Korba, Chhattisgarh with a designed capacity of 25 MW.
Korba Power Plant	Our Company's operational thermal power plant at Korba, Chattisgarh, which is adjacent to our coal beneficiation plants in Korba with a capacity of 270 MW.
Kuchena Coal Washery	Our Company's planned coal washery at Kuchena, Korba, Chhattisgarh with a proposed capacity of 5.00 MTPA.
Manuguru Coal Washery	GCMPL's coal washery at Manuguru, Khammam, Andhra Pradesh with an installed and designed capacity of 1.06 MTPA.
North Karanpura Coal Washery	MCPL's planned coal washery at North Karanpura, Mccluskieganj, Ranchi, Jharkhand, with a proposed capacity of 5.00 MTPA.
Pandarpauni Coal Washery	Our Company's coal washery at Pandarpauni, Chandrapur, Maharashtra with an installed and designed capacity of 1.62 MTPA.

Term	Description
Planned Balanda Coal Washery	Global Coal's planned coal washery at Balanda, Talcher, Orissa with a proposed capacity of 1.09 MTPA.
Planned Binjhri Coal Washery	Our Company's planned coal washery at Binjhri, Korba, Chhattisgarh with a proposed capacity of 3.84 MTPA.
Planned Hemgir Coal Washery	Our Company's planned coal washery at Hemgir, Sundargarh, Orissa with a proposed capacity of 4.80 MTPA.
Planned IB Valley Coal Washery	Our Company's planned coal washery at IB Valley, Jharsuguda, Orissa with a proposed capacity of 5.00 MTPA.
Planned Kalinga Coal Washery	Spectrum Coal's planned coal washery at Kalinga, Talcher, Orissa with a proposed capacity of 1.48 MTPA.
Planned Ratija Coal Washery	MCCPL's planned coal washery at Ratija, Korba, Chattisgarh with a proposed capacity of 6.70 MTPA.
Raigarh Coal Washery	Our Company's planned coal washery at Raigarh, Chhattisgarh with a proposed capacity of 2.40 MTPA.
Raigarh Power Plant	TRN Energy's under construction thermal power plant located at Raigarh, Chhattisgarh, with a designed capacity of 600 MW.
Ramagundam Coal Washery	GCMPL's coal washery at Ramagundam, Vithal Nagar, Andhra Pradesh with an installed and designed capacity of 1.17 MTPA.
Ramkrishnapuram Coal Washery	AEPL's planned coal washery at Ramkrishnapuram, Adilabad, Andhra Pradesh with a proposed capacity of 0.96 MTPA.
Ratija Coal Washery (10.00 MTPA)	SCPL's coal washery at Ratija, Korba, Chattisgarh with an installed and designed capacity of 10.00 MTPA.
Ratija Coal Washery (3.30 MTPA)	MCCPL's coal washery at Ratija, Korba, Chattisgarh with an installed and designed capacity of 3.30 MTPA.
Ratija Power Plant (Phase I)	SCPL's operational thermal power plant at Ratija, Korba, Chattisgarh, with a capacity of 50 MW.
Ratija Power Plant (Phase II)	SCPL's under implementation thermal power plant located at Ratija, Chhattisgarh with a designed capacity of 50 MW.
Sangli Wind Power Plant	Our Company's operational wind power plant at Sangli Maharashtra, with an installed capacity of 15 MW.
Sidhi Power Plant	AMPPGPL's under implementation thermal power plant located at Sidhi, Madhya Pradesh with a designed capacity of 1,200 MW.
Wani Coal Washery	KCWPL's coal washery at Wani, Yeotmal, Maharashtra with an installed and designed capacity of 2.50 MTPA.

Offer Related Terms

Term	Description
Allotment / Allot / Allotted	Unless the context otherwise requires, the transfer of Equity Shares to successful Bidders pursuant to the Offer.
Allottee	A successful Bidder to whom the Equity Shares are Allotted.
Anchor Investor	A Qualified Institutional Buyer, applying under the Anchor Investor Portion, with a minimum Bid of ₹100 million.
Anchor Investor Bidding Date	The day, one Working Day prior to the Offer Opening Date, on which Bids by Anchor Investors shall be submitted, prior to and after which the Managers will not accept any Bids, and allocation to Anchor Investors shall be completed.
Anchor Investor Allocation Price	The price at which Equity Shares will be allocated to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus.
Anchor Investor Offer Price	The final price at which Equity Shares will be issued and Allotted to Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which price will be equal to or higher than the Offer Price but not higher than the Cap Price. The Anchor Investor Offer Price will be decided by our Company and Pineridge, in consultation with the Managers.
Anchor Investor Portion	Up to 60% of the QIB Portion, which may be allocated by our Company, in consultation with the Managers, to Anchor Investors on a discretionary basis, out of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors.
"Applications Supported by Blocked Amount" / "ASBA"	An application, whether physical or electronic, used by ASBA Bidders to make a Bid authorising an SCSB to block the Payment Amount in a specified bank account maintained with the SCSB.
ASBA Account	An account maintained with an SCSB, which will be blocked by such SCSB to the extent of the Payment Amount specified by an ASBA Bidder.
ASBA Bidder	Any Bidder, other than an Anchor Investor, who applies through ASBA in accordance with the terms of the Red Herring Prospectus and the Bid cum Application Form.
Basis of Allotment	The basis on which the Equity Shares will be Allotted, as described in the section on "*Offer Procedure – Basis of Allotment*" on page 588 of this Draft Red Herring Prospectus .
Bid	An indication to make an offer during the Offer Period by a Bidder (other than an Anchor Investor), or on the Anchor Investor Bidding Date by an Anchor Investor, to subscribe to, or purchase, the Equity Shares, including all revisions thereto, in terms of the Red Herring Prospectus and the Bid cum Application Form, and the term "Bidding" shall be construed accordingly.
Bid Amount	In relation to each Bid shall mean the highest value of the Bid indicated in the Bid cum Application Form and in the case of Retail Individual Bidders and Eligible Employees Bidding at Cut-Off Price, such price multiplied by the number of Equity Shares Bid for by such Retail Individual Bidder or Eligible Employee and mentioned in the Bid cum Application Form.
Bid cum Application Form	The form used by a Bidder, including an ASBA Bidder, to make a Bid and which will be considered as the application for Allotment for the purposes of the Red Herring Prospectus and the Prospectus.
Bidder	Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form. Unless, otherwise stated or implied, the term "Bidder" shall be deemed to include an ASBA Bidder.
Book Building Process	The book building process as described in Part A, Schedule XI of the ICDR Regulations, in terms of which the Offer is being made.
"CAN" / "Confirmation of Allotment Notice" / "Allotment Advice"	Note or advice or intimation of Allotment of Equity Shares sent to the successful Bidders who have been Allotted Equity Shares after discovery of the Offer Price in accordance with the Book Building Process, and, in the case of Anchor Investors, shall mean the note or advice or intimation of Allotment

Term	Description
	of Equity Shares sent to the Anchor Investors who have been Allotted Equity Shares.
Cap Price	The higher end of the Price Band, *i.e.* ₹ [●], above which the Offer Price will not be finalised and above which no Bids will be accepted.
Controlling Branches	Such branches of the SCSBs which coordinate with the Registrar to the Offer and the Stock Exchanges, a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html, and at such other websites as may be prescribed by SEBI from time to time.
Cut-off Price	The Offer Price, as finalised by our Company and Pineridge, in consultation with the Managers, which shall be any price within the Price Band. Only Retail Individual Bidders and Eligible Employees whose Payment Amount does not exceed ₹ 200,000 are entitled to Bid at the Cut-off Price. No other category of Bidders is entitled to Bid at the Cut-off Price.
Demographic Details	The demographic details of the Bidders such as their respective addresses, occupation, PAN, MICR Code and bank account details.
Designated Branches	Such branches of the SCSBs with which an ASBA Bidder, not Bidding through Syndicate/ Sub Syndicate or through a Non Syndicate Registered Broker, may submit the Bid cum Application Forms, a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html, and at such other websites as may be prescribed by SEBI from time to time.
Designated Date	The date on which funds are transferred from the Escrow Account to the Public Offer Account or the Refund Account, as appropriate, or the funds blocked by the SCSBs are transferred from the bank accounts specified by the ASBA Bidders to the Public Offer Account, as the case may be.
Designated Stock Exchange	[●].
Draft Red Herring Prospectus	This draft red herring prospectus dated September 29, 2014, filed with SEBI on September 30, 2014, in accordance with the ICDR Regulations.
Edelweiss	Edelweiss Financial Services Limited.
Eligible Employees	Permanent and full-time employees of our Company, our Subsidiaries and our Associates, Directors of our Company (excluding Promoters and an immediate relative of the Promoters (i.e., any spouse of that person, or any par`ent, brother, sister or child of that person or of the spouse) and such other persons not eligible under applicable laws, rules, regulations and guidelines) as at the date of the Red Herring Prospectus with the RoC, who is an Indian national and is based, working and present in India as on the date of submission of the Bid cum Application Form and who continues to be in the employment of our Company our Subsidiaries and our Associates, as the case may be, until submission of the Bid cum Application Form. An employee of our Company, our Subsidiaries or our Associates who is recruited against a regular vacancy, but is on probation, as on the date of submission of the Bid cum Application Form, will also be deemed to be a 'permanent employee' of our Company our Subsidiaries or our Associates, as the case may be.
Eligible FPIs	FPIs from such jurisdictions outside India where it is not unlawful to make an offer / invitation under the Offer and in relation to whom the Red Herring Prospectus constitutes an invitation to purchase the Equity Shares offered thereby.
Eligible NRI	NRIs from jurisdictions outside India where it is not unlawful to make an issue or invitation under the Offer and in relation to whom the Red Herring Prospectus constitutes an invitation to Bid on the basis of the terms hereof.
Employee Reservation Portion	The portion of the Offer of up to 250,000 Equity Shares, available for allocation to Eligible Employees on a proportionate basis, which shall not exceed 5% of our Company's post-Offer capital.

Term	Description
Escrow Accounts	Accounts opened with the Escrow Collection Bank(s) and in whose favour the Bidders (excluding ASBA Bidders) will issue cheques or drafts in respect of the Payment Amount when submitting a Bid.
Escrow Agreement	Agreement to be entered into amongst our Company, the Registrar to the Offer, the Managers, the Syndicate Members, the Selling Shareholders, the Escrow Collection Bank(s), the Public Offer Account Bank(s), and the Refund Bank(s) for collection of the Payment Amounts and, where applicable, refunds of the amounts collected on the terms and conditions thereof.
Escrow Collection Bank(s)	The banks which are clearing members and registered with SEBI under the BTI Regulations, with whom the Escrow Account(s) will be opened.
First Bidder	The Bidder whose name appears first in the Bid cum Application Form or the Revision Form.
Floor Price	The lower end of the Price Band, *i.e.* ₹ [●], at or above which the Offer Price will be finalised and below which no Bids, will be accepted.
General Information Document	The General Information Document for investing in public issues prepared and issued in accordance with the circular (CIR/CFD/DIL/12/2013) dated October 23, 2013, notified by SEBI, suitably modified and included in "*Offer Procedure*" on page 554.
Offer	Initial public offering of up to 30, 940, 000 Equity Shares by way of an offer for sale by the Selling Shareholders in accordance with, and pursuant to, Section 28 of the Companies Act, 2013, comprising up to 23,800,000 Equity Shares offered by Pineridge, up to 3,140,000 Equity Shares offered by Mr. Ganesh Chandra Mrig and up to 4,000,000 Equity Shares offered by Mr. Ashok Mrig pursuant to the terms of the Red Herring Prospectus.
Offer Agreement	The agreement entered into on September 29, 2014 amongst our Company, the Selling Shareholders and the Managers, pursuant to which certain arrangements are agreed to in relation to the Offer.
Offer Closing Date	Except in relation to Anchor Investors, [●], the date after which the Syndicate/Sub Syndicate, the SCSBs and the Non Syndicate Registered Brokers will not accept any Bids, which shall also be notified in [●], an English national newspaper and [●], a Hindi national newspaper, each with wide circulation and in case of any revision, the extended Offer Closing Date, also to be notified to the Stock Exchanges, and indicated by issuing a press release and on the websites of the Managers and terminals of the Syndicate Members as required under the ICDR Regulations. Our Company and Pineridge, in consultation with the Managers, may consider closing the Offer Period for QIBs one Working Day prior to the Offer Closing Date in accordance with the ICDR Regulations.
Offer Opening Date	Except in relation to Anchor Investors, [●], the date on which the Syndicate/ Sub Syndicate, the SCSBs and the Non Syndicate Registered Brokers, as applicable, shall start accepting Bids for the Offer, which shall also be the date notified in [●], an English national newspaper and [●], a Hindi national newspaper, each with wide circulation.
Offer Period	Except in relation to Anchor Investors, the period from and including the Offer Opening Date to and including the Offer Closing Date and during which Bidders can submit their Bids. The Offer Period will comprise Working Days only.
Offer Price	The final price at which the Equity Shares will be issued and Allotted in terms of the Red Herring Prospectus. The Offer Price will be decided by our Company and Pineridge, in consultation with the Managers, on the Pricing Date.
Listing Agreement	The equity listing agreement to be entered into by our Company with each of the Stock Exchanges, as amended.
Managers	Edelweiss and Macquarie.
Macquarie	Macquarie Capital Securities (India) Private Limited (*formerly Macquarie Capital (India) Private Limited*).

Term	Description
Mutual Fund Portion	5% of the Net QIB Portion available for allocation to Mutual Funds only.
Net Offer	The Offer less the Employee Reservation Portion.
Net QIB Portion	The QIB Portion, available for allocation to QIBs, less the number of Equity Shares allocated to the Anchor Investors, being 6,138,000 Equity Shares.
Non-Institutional Bidders	All Bidders that are not QIBs or Retail Individual Bidders or Eligible Employees bidding under the Employee Reservation Portion and who have Bid for Equity Shares for an amount of more than ₹ 200,000, subject to valid bids being received at or above the Offer Price (but not including NRIs other than Eligible NRIs).
Non-Institutional Portion	The portion of the Offer being not less than 15% of the Net Offer available for allocation to Non-Institutional Bidders on a proportionate basis, subject to valid Bids being received at or above the Offer Price.
Non Syndicate Broker Centre	A broker centre of the stock exchanges with broker terminals, wherein a Non Syndicate Registered Broker may accept Bid cum Application Forms, details of which are available on the website of the stock exchanges, and at such other websites as may be prescribed by SEBI from time to time.
Non Syndicate Registered Broker	A broker registered with SEBI under the Broker Regulations, having terminals in any of the Non Syndicate Broker Centres, and eligible to procure Bids in terms of the circular No. CIR/CFD/14/2012 dated October 4, 2012 issued by SEBI.
Payment Amount	In the case of QIBs and Non-Institutional Bidders, the Bid Amount, and in the case of Retail Individual Bidders and Eligible Employees, the Bid Amount less the Retail and Employee Discount, *i.e.* Retail Individual Bidders and Eligible Employees.
Price Band	Any price between the Floor Price and the Cap Price, and includes revisions thereof as determined by our Company and Pineridge, in consultation with the Managers.
Pricing Date	The date on which our Company and Pineridge, in consultation with the Managers, finalise the Offer Price.
Prospectus	The prospectus to be filed with the RoC in accordance with the Companies Act, 2013, containing, *inter-alia*, the Offer Price that is determined at the end of the Book Building Process, the size of the Offer and certain other information.
Public Offer Account(s)	An account opened under the Companies Act, 2013, with the Public Offer Account Bank to receive money from the Escrow Accounts and from the SCSBs on the Designated Date.
Public Offer Account Bank(s)	The banks which are clearing members and registered with SEBI under the BTI Regulations, with whom the Public Offer Account(s) will be opened.
"Qualified Institutional Buyers" or "QIBs"	A qualified institutional buyer, as defined under Regulation 2 (1)(zd) of the ICDR Regulations.
QIB Portion	The portion of the Offer being 50% of the Net Offer available for allocation to QIBs including the Anchor Investor Portion.
Red Herring Prospectus	The red herring prospectus that will be issued in accordance with the Companies Act, 2013, and the ICDR Regulations, which does not have complete particulars of the price at which the Equity Shares are offered and the size of the Offer.
Refund Account(s)	The account opened with the Refund Bank(s), from which refunds (excluding refunds to ASBA Bidders), if any, of the whole or part of the Payment Amount shall be made.
Refund Bank(s)	The banks which are clearing members and registered with SEBI under the SEBI (Bankers to an Issue) Regulations, 1994 with whom the Refund Account(s) will be opened and in this case being [●].
"Registrar" / "Registrar to the Offer"	Link Intime India Private Limited.

Term	Description
Retail and Employee Discount	Discount of [●]% of the Offer Price, amounting to ₹ [●], given to Retail Individual Bidders and Eligible Employees.
Retail Individual Bidders	Individual Bidders (including HUFs applying through their *karta* and Eligible NRIs) who have not submitted a Bid for Equity Shares for a Payment Amount of more than ₹ 200,000 in any of the Bidding options in the Offer.
Retail Portion	The portion of the Offer being not less than 35% of the Net Offer available for allocation to Retail Individual Bidder(s) in accordance with the ICDR Regulations.
Revision Form	The form used by the Bidders, including ASBA Bidders, to modify the quantity of Equity Shares or the Bid Amount in any of their Bid cum Application Forms or any prior Revision Form(s), as applicable.
Self Certified Syndicate Bank(s) or SCSB(s)	Banks which are registered with SEBI under the SEBI (Bankers to an Issue) Regulations, 1994, which offers the facility of ASBA, a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html, and at such other websites as may be prescribed by SEBI from time to time.
Stock Exchanges	NSE and BSE.
Syndicate	The Managers and the Syndicate Members, including their respective Sub Syndicate.
Sub Syndicate	The sub-syndicate members, if any, appointed by the Managers and the Syndicate Members, to collect Bid cum Application Forms.
Syndicate Agreement	The agreement to be entered into amongst the Syndicate, our Company, the Selling Shareholders and the Registrar in relation to collection of Bids in this Offer (excluding Bids from ASBA Bidders procured directly by SCSBs and Bids procured by Non Syndicate Registered Brokers).
Syndicate Bidding Centres	Syndicate and Sub Syndicate centres established for acceptance of the Bid cum Application Form and Revision Forms.
Syndicate Members	[•].
"TRS" or "Transaction Registration Slip"	The slip or document issued by a Syndicate/Sub Syndicate, Non Syndicate Registered Broker or an SCSB (only on demand), as the case may be, to the Bidder as proof of uploading of a Bid.
Underwriters	The Managers and the Syndicate Members.
Underwriting Agreement	The agreement to be entered into amongst the Underwriters, our Company and the Selling Shareholders on or after the Pricing Date.
Working Day	With reference to announcement of Price Band and Bid/Offer Period, any day other than Saturday or Sunday on which commercial banks are open for business in Mumbai, provided however, for the purposes of the time period between Offer Closing Date and listing, "Working Days" shall mean all days other than Sundays and bank holidays, in accordance with the SEBI circular dated April 22, 2010.

Conventional or general terms and abbreviations

Term	Description
A/c	Account.
ACIT	Assistant Commissioner of Income Tax.
AED	United Arab Emirati Dirham.
AIFs	Alternative investment funds registered under the AIF Regulations.

Term	Description
AIF Regulations	SEBI (Alternative Investment Funds) Regulations, 2012.
Air Act	Air (Prevention and Control of Pollution Act), 1981.
AGM	Annual general meeting.
AS	Accounting standards issued by the Institute of Chartered Accountants of India.
A.Y.	Assessment year.
BPLR	Benchmark prime lending rate.
BSE	BSE Limited.
BTI Regulations	SEBI (Bankers to an Issue) Regulations, 1994.
CAGR	Compounded Annual Growth Rate.
CDSL	Central Depository Services (India) Limited.
CECB	Chhattisgarh Environment Conservation Board.
Chhattisgarh SIDC	Chhattisgarh State Industrial Development Corporation Limited.
"Chhattisgarh SPTC" or "CSPTradeco"	Chhattisgarh State Power Trading Company Limited.
Companies Act	Companies Act, 1956 and the rules thereunder, to the extent not repealed, and the Companies Act, 2013.
Companies Act, 1956	Companies Act, 1956, as the context requires.
Companies Act, 2013	Companies Act, 2013 and the rules thereunder, to the extent notified.
CIT	Commissioner of Income Tax.
CLRA	Contract Labour (Regulation and Abolition) Act, 1970.
CSEB	Chhattisgarh State Electricity Board.
DCIT	Deputy Commissioner of Income Tax.
Depositories Act	Depositories Act, 1996.
Depository	A depository registered with SEBI under the SEBI (Depositories and Participant) Regulations, 1996.
"DP"/ "Depository Participant"	A depository participant as defined under the Depositories Act.
EBITDA	Earnings before interest, tax, depreciation and amortisation.
ECB	External commercial borrowing.
EGM	Extraordinary general meeting.
EPS	Earnings per share (as calculated in accordance with AS-20).
EUR	Euro.
FDI	Foreign direct investment.
FEMA	Foreign Exchange Management Act, 1999, including the rules and regulations thereunder.
FII(s)	Foreign institutional investors, as defined under the FPI Regulations.
FPI(s)	Foreign portfolio investors, as defined under the FPI Regulations, including FIIs and QFIs deemed to be foreign portfolio investors.

Term	Description
FPI Regulations	SEBI (Foreign Portfolio Investors) Regulations, 2014.
Finance Act	Finance Act, 1994.
FIPB	Foreign Investment Promotion Board.
FVCI	Foreign venture capital investors, as defined and registered with SEBI under the FVCI Regulations.
FVCI Regulations	SEBI (Foreign Venture Capital Investor) Regulations, 2000.
GDP	Gross domestic product.
GIR Number	General index registration number.
GoI	Government of India.
GUVNL	Gujarat Urja Vikas Nigam Limited.
HNI	High networth individual.
HUF	Hindu undivided family.
HW(M&H) Rules	Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.
INR	Indian National Rupees.
IR	Indonesian Rupiah.
I.T. Act	The Income Tax Act, 1961.
ITAT	Income Tax Appellate Tribunal.
ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
Indian GAAP	Generally accepted accounting principles in India.
Insider Trading Regulations	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.
IPO	Initial public offer.
LIBOR	London interbank offered rate.
"Mn" / "mn"	Million.
MT	Metric Ton.
MOEF	Ministry of Environment and Forests.
Mutual Funds	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996.
N.A.	Not applicable.
NAV	Net asset value being paid up equity share capital plus free reserves (excluding reserves created out of revaluation) less deferred expenditure not written off (including miscellaneous expenses not written off) and debit balance of profit & loss account, divided by weighted average number of issued equity shares.
NEFT	National electronic fund transfer service.
Negotiable Instruments Act	Negotiable Instruments Act, 1881.
NOC	No objection certificate.
Non-Resident	A person resident outside India, as defined under the FEMA and includes a Non-Resident Indian.

Term	Description
NRE Account	Non resident external account established in accordance with FEMA.
"NRI" / "Non-Resident Indian"	A person resident outside India, as defined under FEMA and who is a citizen of India or a person of Indian origin, such term as defined under the Foreign Exchange Management (Deposit) Regulations, 2000.
NRO Account	Non resident ordinary account established in accordance with FEMA.
NSDL	National Securities Depository Limited.
NSE	National Stock Exchange of India Limited.
"OCB" / "Overseas Corporate Body"	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts in which not less than 60% of the beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date was eligible to undertake transactions pursuant to the general permission granted to OCBs under the FEMA. OCBs are not allowed to invest in this Offer.
OEM	Original Equipment Manufacturer.
P/E Ratio	Price/earnings ratio.
PAN	Permanent account number allotted under the I.T Act.
PLR	Prime lending rate.
"Power Grid Corporation" or "PGCIL"	Power Grid Corporation of India Limited.
QFI	Qualified foreign investor, as defined under the FPI Regulations.
RBI	Reserve Bank of India.
RoC	Registrar of Companies, N. C. T. of Delhi and Haryana.
"Reliance Energy" or "RETL"	Reliance Energy Trading Limited.
Reliance Natural Resources	Reliance Natural Resources Limited.
RONW	Return on net worth.
"Rs." / "Rupees" / "₹"	Indian Rupees.
RTGS	Real time gross settlement.
SCRA	Securities Contracts (Regulation) Act, 1956.
SCRR	Securities Contracts (Regulation) Rules, 1957.
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act.
SEBI Act	Securities and Exchange Board of India Act 1992.
SIA	Secretariat for Industrial Assistance.
"South Eastern Coal" or "SECL"	South Eastern Coalfields Limited.
Takeover Code	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
"USD" or "$" or "US $"	United States Dollar.
US GAAP	Generally accepted accounting principles in the US.
VCFs	Venture capital funds as registered with SEBI under the VCF Regulations and registered with SEBI.

Term	Description
VCF Regulations	Erstwhile SEBI (Venture Capital Fund) Regulations, 1996.

Industry related terms

Term	Description
Calorific value	Amount of heat released during the combustion of a material.
Fly ash	Ash in micro size.
GW	Gigawatts.
kWh	Kilo Watt Hour.
MTPA	Million tonnes per annum.
MW	Megawatts.
O&M	Operation and maintenance.
Plant Availability	For any period, the average of the daily average declared capacities for all the days during that period expressed as a percentage of the installed capacity of the generating station minus normative auxiliary consumption in MW and computed in accordance with the formula prescribed by CERC.
Plant Load Factor	The ratio of actual units of power generated by a plant to the maximum power that could theoretically be generated by the power plant during any period.
Raw coal	Coal as produced from a mine.
RFP	Request for proposal.
RFQ	Request for qualification.
T&D	Transmission and distribution.

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

All references to "India" contained in this Draft Red Herring Prospectus are to the Republic of India and all references to the "U.S." are to the United States of America.

Financial Data

Unless stated otherwise, the financial data in this Draft Red Herring Prospectus is derived from our Restated Financial Information. Our Financial Year commences on April 1, and ends on March 31 of the following year. In this Draft Red Herring Prospectus, any discrepancies in any table, graphs or charts between the total and the sums of the amounts listed are due to rounding-off.

There are significant differences between Indian GAAP, IFRS and U.S. GAAP. We have not attempted to explain those differences or quantify their impact on the financial data included herein, and we urge you to consult your own advisors regarding such differences and their impact on our financial data. Accordingly, the degree to which the Restated Financial Information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited. Our Company does not provide a reconciliation of its financial statements to IFRS or U.S. GAAP financial statements. For details, please refer to the section on "*Risk Factors- Significant differences exist between Indian GAAP and other accounting principles, such as US GAAP and IFRS, which may be material to investors' assessments of our Company's financial condition. Our failure to successfully adopt IFRS could have a material adverse effect on the price of our Equity Shares*" on page 57 of this Draft Red Herring Prospectus.

Any percentage amounts, as set forth in the sections on "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" beginning on pages 25, 175 and 390 of this Draft Red Herring Prospectus, respectively, and elsewhere in this Draft Red Herring Prospectus, unless otherwise indicated, have been calculated on the basis of our Restated Consolidated Financial Information and the Restated Standalone Financial Information.

Our Associates are accounted for using the equity method in accordance with Accounting Standard (AS) 23 – "Accounting for investments in associates in consolidated financial statements" as specified in the Companies (Accounting Standard) Rules, 2006. For further details, see Annexure III to our Restated Consolidated Financial Information included on page F-11 of this Draft Red Herring Prospectus.

Non-GAAP Financial Measures

EBITDA and any related ratios presented in this Draft Red Herring Prospectus are supplemental measures of our performance and liquidity that are not required by, or presented in accordance with, Indian GAAP, U.S. GAAP or IFRS. EBITDA is not a measurement of financial performance or liquidity under Indian GAAP, U.S. GAAP or IFRS and should not be considered as an alternative to net income, operating income or any other performance measures derived in accordance with Indian GAAP, U.S. GAAP or IFRS or as an alternative to cash flow from operating activities as a measure of liquidity. In addition, EBITDA is not a standardized term, hence a direct comparison between companies using such a term may not be possible.

We believe that EBITDA facilitates comparisons of operating performance from period to period and company to company by eliminating potential differences caused by variations in capital structures (affecting interest expense and finance charges), tax positions (such as the impact on periods or companies of changes in effective tax rates or net operating losses), the age and booked depreciation and amortization of assets (affecting relative depreciation and amortization of expense). EBITDA has been presented because we believe that it is frequently used by securities analysts, investors and other interested parties in evaluating similar companies, many of whom present such non-GAAP financial measures when reporting their results. Finally, EBITDA is presented as a supplemental measure of our ability to service debt. Nevertheless, EBITDA has limitations as an analytical tool, and you should not consider it in isolation from, or as a substitute for analysis of, our financial condition or results of operations, as reported under Indian GAAP. Because of these limitations, EBITDA should not be considered as a measure of discretionary cash available to invest in the growth of our business.

Currency and units of presentation

All references to;

- "Rupees" "Rs." or "₹" are to Indian Rupees, the official currency of the Republic of India.
- "US Dollars" or "US$" are to United States Dollars, the official currency of the United States of America.
- "Euro" are to Euro, the official currency of the Eurozone consisting of the members states of the European Union.

- "Indonesian Rupiah" are to Indonesian Rupiah, the official currency of Indonesia.
- "AED" are to United Arab Emirates Dirham, the official currency of the United Arab Emirates.

In this Draft Red Herring Prospectus, the Company has presented certain numerical information in "million" units. One million represents 1,000,000.

Industry and Market Data

Unless stated otherwise, industry data used throughout this Draft Red Herring Prospectus has been obtained from industry publications. Industry publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed and their reliability cannot be assured. Although we believe that the industry data used in this Draft Red Herring Prospectus is reliable, it has not been independently verified.

Further, the extent to which the industry and market data presented in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions may vary widely among different industry sources.

Exchange Rates

This Draft Red Herring Prospectus contains conversions of US$ and other currency amounts into Indian Rupees that have been presented solely to comply with the requirements of the SEBI ICDR Regulations. These conversions should not be construed as a representation that such currency amounts could have been, or can be converted into Indian Rupees, at any particular rate, or at all.

The exchange rates of the respective foreign currencies as on March 31, 2014, December 31, 2013, March 31, 2013, December 31, 2012, March 31, 2012 and December 31, 2011 are provided below:

Currency	March 31, 2014	December 31, 2013	March 31, 2013	December 31, 2012	March 31, 2012	December 31, 2011
1 Rupiah	0.0053	0.0051	0.0056	0.0057	0.0056	0.0059
1 Rupiah	0.0053	0.0051	0.0056	0.0057	0.0056	0.0059
1 United Arab Emirati Dirham	16.2651	16.8165	14.7945	14.8895	14.1144	14.7776
1 Euro	82.1768	85.0387	69.663	72.2704	69.1593	70.2921
1 USD	59.758	61.7744	54.355	54.689	51.8521	54.2859
Source: http://www.oanda.com/						

FORWARD-LOOKING STATEMENTS

All statements contained in this Draft Red Herring Prospectus that are not statements of historical fact constitute "forward-looking statements." All statements regarding our expected financial condition and results of operations, business, plans and prospects are forward-looking statements. These forward-looking statements include statements with respect to our business strategy, our revenue and profitability, our projects and other matters discussed in this Draft Red Herring Prospectus regarding matters that are not historical facts. Investors can generally identify forward-looking statements by terminology such as "aim", "anticipate", "believe", "expect", "estimate", "intend", "objective", "plan", "project", "shall", "will", "will continue", "will pursue" or other words or phrases of similar import. All forward looking statements (whether made by us or any third party) are predictions and are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement.

Forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. These statements are based on our management's beliefs and assumptions, which in turn are based on currently available information. Although we believe the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect.

Further, the actual results may differ materially from those suggested by the forward-looking statements due to risks or uncertainties associated with our expectations with respect to, but not limited to, regulatory changes pertaining to the industries in India in which we have our businesses and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks, general economic and political conditions in India, which have an impact on our business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic laws, regulations and taxes, changes in competition in our industry and incidence of any natural calamities and/or acts of violence. Important factors that could cause actual results to differ materially from our expectations include, but are not limited to, the following:

- our ability to capitalize on the expected growth in demand for beneficiated coal and the growth of power generation business in India;
- our ability to effectively manage our growth and to successfully implement our business plan and growth strategy;
- our ability to realize the synergies between our coal beneficiation and power generation businesses;
- our dependence on major customers;
- our ability to keep pace with our competition and compete effectively;
- availability of water, coal and other raw materials at competitive prices, appropriate transportation and infrastructure for our power projects and coal beneficiation plants;
- our ability to enter into off-take arrangements in a timely manner and on terms that are commercially acceptable to us;
- our ability to obtain the necessary funds on acceptable terms to fund our businesses;
- our ability to obtain and renew the requisite approvals, licenses, registrations and permits to develop and operate our coal beneficiation and power generation businesses;
- regulatory changes pertaining to the coal and power industries and our ability to respond to them;
- general economic and business conditions in India and elsewhere and particularly the coal and power industry in India;
- changes in the political and social conditions in India and other countries; and
- other factors beyond our control.

For a further discussion of factors that could cause our actual results to differ, please refer to the sections on "*Risk Factors*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" beginning on pages 25 and 390 of this Draft Red Herring Prospectus, respectively.

Only statements and undertakings which are specifically “confirmed” or “undertaken” by Pineridge in this Draft Red Herring Prospectus shall be deemed to be “statements and undertakings made by Pineridge”. All other statements and/or undertakings in this Draft Red Herring Prospectus shall be statements and undertakings made by our Company and/or the Individual Selling Shareholders (as the case may be) even if the same relates to Pineridge.

By their nature, certain risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. The Company, the Selling Shareholders, the Directors, the Syndicate and their respective affiliates or associates do not have any obligation to, and do not intend to, update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with the SEBI requirements, the Company and the Managers will ensure that investors in India are informed of material developments until such time as the grant of listing and trading permissions by the Stock Exchanges. Further, in

accordance with Regulation 51A of the ICDR Regulations, the Company may be required to undertake an annual updation of the disclosures made in this Draft Red Herring Prospectus and make it publicly accessible in the manner specified by SEBI.

RISK FACTORS

An investment in Equity Shares involves a high degree of risk. Investors should carefully consider each of the following risk factors and all other information set forth in this Draft Red Herring Prospectus, including the risks and uncertainties described below, before making an investment in our Equity Shares. The risks and uncertainties described in this section are not the only risks that we currently face. Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also have an adverse effect on our business, results of operations and financial condition. If any of the following risks, or other risks that are not currently known or are now deemed immaterial, actually materialize, our business, results of operations and financial condition could suffer, the price of the our Equity Shares could decline and investors may lose all or part of their investment. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are risk factors where the effect is not quantifiable and hence has not been disclosed in such risk factors. In making an investment decision, prospective investors must rely on their own examination of us and the terms of the Offer, including the merits and risks involved.

Risks Related to our Business and Operations

1. Our Promoter and Director, Mr. Vir Sen Sindhu, and our employee, Mr. Naval Kishore, are currently being investigated by the Central Bureau of Investigation. An adverse outcome of this investigation could have an adverse effect on our reputation, business, prospects, financial condition and results of operations as well as on the ability of Mr. Vir Sen Sindhu and Mr. Naval Kishore to serve our Company.

A case was registered by the Central Bureau of Investigation ("**CBI**") on May 25, 2010 under Section 120B of the Indian Penal Code, 1860, as amended ("**IPC**") read with Sections 7 and 12 of the Prevention of Corruption Act, 1988, as amended ("**PCA**") against Mr. M.P. Dixit, who was the Chairman cum Managing Director of South Eastern Coalfields Limited, and certain other persons allegedly involved in receiving/giving illegal gratification. During the course of the investigation in this case, the CBI questioned one of our Promoters, Mr. Vir Sen Sindhu, and one of our employees, Mr. Naval Kishore, and conducted searches at the Registered Office and Corporate Office of our Company for the alleged involvement in the illegal gratification to the accused, Mr. M.P. Dixit, of approximately ₹ 5.00 million.

The status of the matter is that Mr. Vir Sen Sindhu and Mr. Naval Kishore have been granted anticipatory bail. Mr. Vir Sen Sindhu obtains the prior permission of the court before travelling abroad. The investigation by the CBI against Mr. Vir Sen Sindhu and Mr. Naval Kishore is ongoing. Further, with regard to the case registered by the CBI, the Special Judge, CBI in the order dated November 26, 2012, observed that the charge sheet has been filed and the accused has not yet been summoned by the court; though the judge has not specified either who the accused are or against whom the charge sheet has been filed. However, subsequently, in the order dated May 9, 2013 in relation to granting permission to Mr. Vir Sen Sindhu to travel outside India, the judge observed that Mr. Vir Sen Sindhu has not been charge-sheeted. Pursuant to an order dated December 16, 2013, the CBI Court did not take cognizance of the matter as the CBI failed to get the requisite sanction from the Government for the prosecution and the file has been consigned to the record room with liberty to the CBI to revive it upon receipt of sanction. For further details, see the section titled "*Outstanding Litigation and Material Developments - Litigation involving our Company*" on page 428 of this Draft Red Herring Prospectus.

These proceedings pertain to alleged offences under the IPC and PCA such as criminal conspiracy and illegal gratification. In the event, Mr. Vir Sen Sindhu and Mr. Naval Kishore are charged with these offences, they may face criminal prosecution and if the charges against them are proved, they may face imprisonment as well as fines based on the nature and gravity of the alleged offence. An adverse outcome of this investigation could have an adverse effect on our business, prospects, financial condition and results of operations as well as on the ability of Mr. Vir Sen Sindhu and Mr. Naval Kishore to serve our Company.

2. Our Company has received a notice from the Ministry of Home Affairs, Government of India, in relation to alleged pilferage of coal in the state of Chhattisgarh, and we cannot assure you that no proceedings will be initiated against us on the basis of the allegations set out in the notice.

On January 14, 2010, our Company received a notice from the Ministry of Home Affairs, Government of India ("**MHA**") to appear before it in relation to allegations of pilferage of coal in the state of Chhattisgarh, which were made against our Company in a report dated May 2005 by the Central Empowered Committee ("**CEC**") set up by the Supreme Court of India. In the report, CEC alleged that high quality coal was supplied to M/s Hindalco in the garb of coal rejects by M/s Indian Enterprises and certain other companies, which had sourced a part of the coal rejects from our Company. M/s Indian Enterprises is not a related party of our Company. Our Company attended the hearing at the Office of the Union Home Secretary, Ministry of Home Affairs, on February 8, 2010. Subsequently, on February 18, 2010, our Company made representations in writing in relation to certain additional information sought by the Home Secretary on the disposal of coal rejects generated from the washing process by our Company.

As of the date of this Draft Red Herring Prospectus, our Company has not received any further correspondence from the MHA in this regard. However, we cannot assure you that this issue has been closed by the MHA, nor can we assure you that there will be no proceedings initiated against us on the basis of these allegations. In the event that an inquiry or any litigation on the matter commences, our business reputation, prospects, financial condition and results of operations could be adversely affected.

3. Our Company has, in the past, been investigated by the CBI for alleged pilferage of coal. There can be no assurance that such investigations may not take place in the future.

A case under section 120B, 420 and, 406 of the IPC and under Section 13(2) read with Section 13(1)(d) of the PCA was registered by the CBI, Bhilai Branch against, amongst others, our Company for alleged pilferage of coal reported based on an article published in a local newspaper. A closure report was submitted by the CBI in relation to the above matter before the court of Special Judge (CBI) and 1st Additional Session Judge, Raipur, Chhattisgarh. The closure report was considered by the court and pursuant to an order dated August 24, 2011, the court accepted the closure report. For further details, see the section titled "*Outstanding Litigation and Material Developments- Litigation involving our Company*" on page 428 of this Draft Red Herring Prospectus.

The above proceeding is no longer pending as the closure report has been accepted by the concerned judge. However, given that our business dealings are largely with governmental entities, there can be no assurance that, our Company would not be the subject matter of adverse media coverage and investigation by law enforcement agencies in the future. Any such investigation may have an adverse effect on our business, reputation and results of operations.

4. There are outstanding legal proceedings against us, certain of our Promoters and Directors, and certain of our Subsidiaries, Associates and Group Companies. An adverse outcome in any or all of these proceedings could have an adverse effect on our business, prospects, financial condition and results of operations. Furthermore, the criminal proceedings pending against our Directors could impair their ability to serve our Company.

We, certain of our Promoters and Directors are involved in certain legal proceedings and claims, including criminal proceedings. These legal proceedings are pending at different levels of adjudication before various courts and tribunals. Should any new developments arise, such as a change in Indian law or rulings against us by courts or tribunals, we may face losses and we may need to make additional provisions in our financial statements, which could increase our expenses and our liabilities. We can give no assurance that these legal proceedings will be decided in our favour. Assertion of one or more legal claims against us could have an adverse effect on our business, reputation, financial conditions and results of operation.

We are presently involved in one criminal litigation wherein the CBI has initiated investigations against one of our Promoter and one of our employees. We are also involved in a proceeding initiated by the MHA in connection with alleged coal pilferage. For further details of these cases, see the risk factors titled "*Our Promoter and Director, Mr. Vir Sen Sindhu and our employee, Mr. Naval Kishore, are currently being investigated by the Central Bureau of Investigation. An adverse outcome of this investigation could have an adverse effect on our business, prospects, financial condition and results of operations as well as on the ability of Mr. Vir Sen Sindhu and Mr. Naval Kishore to serve our Company*" and "*Our Company has received a notice from the Ministry of Home Affairs, Government of India, in relation to alleged pilferage of coal in the state of Chhattisgarh, and we cannot assure you that no proceedings will be initiated against us on the basis of the allegations set out in the notice*", each on page 25 of this Draft Red Herring Prospectus.

In addition to the above, various civil and statutory proceedings (including proceedings relating to direct, indirect taxation, labour and writ petitions) have also been initiated against our Company. These are pending at various levels of adjudication. The details of these proceedings are given below:

Nature and number of proceedings					
Tax	**Civil**	**Statutory**	**Writ Petition**	**Criminal**	**Monetary claim, if any, to the extent ascertainable**
					(₹ in millions)
3	2	1	4	1	187.48

In addition to the aforementioned, some of our officers are subject to governmental proceedings or investigations. Mr. Brij Behari Tandon, who is an independent Director of our Company, is also an independent director of Birla Corporation Limited. A criminal complaint was filed against some directors of Birla Corporation Limited, including Mr. Brij Behari Tandon for the alleged commission of offences, including criminal breach of trust and falsification of accounts, punishable under sections 477A/409, *etc.* of the IPC read with section 58A(6)(b) of the Companies Act. Furthermore, a criminal complaint was filed against Mr. Ramesh Shah, who is an Independent Director of our Company alleging, amongst other things, violation of IPC including but not limited to criminal conspiracy, forgery, cheating, *etc.*

Our Promoters and certain of our Directors, namely Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu, Mr. Kuldeep Singh Solanki, and Mr. Niten Malhan are involved in various civil and criminal litigations in their respective capacities as directors in other companies.

Further, as per news reports, Mr. Bijay Kumar Mandhani, one of the directors of our Associate, GCMPL, is being enquired by the CBI.

Further, our Promoter, Kuldeep Singh Solanki in his capacity as the director of Black Angels Securities Services Private Limited, has received a notice in relation to alleged non-compliance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and our Promoter, Mr. Ganesh Chandra Mrig, has received a statutory notice for the payment of compensation under the Workmen's Compensation Act, 1923 in relation to the accidental death of a labourer. The aggregate monetary claim for these cases is not ascertainable.

The details of these proceedings against our Directors are given below:

Sr. No.	Name of the Director	Nature and number of proceedings					
		Criminal	Tax	Civil	Statutory	Writ Petition	Monetary claim, if any, to the extent ascertainable
							(₹ in millions)
1.	Mr. Rudra Sen Sindhu	-	-	5	-	1	Unascertainable
2.	Mr. Kuldeep Singh Solanki	2	-	3	-	-	Unascertainable
3.	Mr. Vir Sen Sindhu	1	-	2	-	1	Unascertainable
4.	Mr. Brij Behari Tandon	1	-	3	-	-	Unascertainable
5.	Mr. Niten Malhan	2	-	1	-	-	Unascertainable
6.	Mr. Ramesh Shah	1	-	-	-	-	Unascertainable

Various criminal, civil and statutory proceedings (including direct, indirect taxation and writ petitions) have also been initiated against our Subsidiaries, Associates and the Group Companies. These are pending at various levels of adjudication. The details of these proceedings are given below:

Sr. No.	Name of the Subsidiary	Nature and number of proceedings					
		Criminal	Tax	Civil	Statutory	Writ Petition	Monetary claim, if any, to the extent ascertainable
							(₹ in millions)
1.	KCWPL	-	-	-	-	3	Unascertainable
2.	AEPL	-	3	1	-	1	22.91
3.	ACCTPL	-	1	-	-	-	0.56
4.	SCPL	-	17	1	-	-	293.66
6.	TRNEPL	-	2	-	-	-	0.00
7.	ACBIPL	-	2	-	-	-	7.50

Sr. No.	Name of the Group Company	Nature and number of proceedings					
		Criminal	Tax	Civil	Statutory	Writ Petition	Monetary claim, if any, to the extent ascertainable
							(₹ in millions)
1.	PVL	-	5	-	-	-	10.5
2.	STLL	-	5	-	-	-	40.6
3.	SMASL	-	11	-	2	2	55.71
4.	SIPSPL	-	-	-	-	1	-
5.	SRL	-	2	-	-	-	2.34
6	UHBL	-		2	-	-	1
7.	RECL	1	20	2	2	-	261.28
8.	KCMPL		1		-	-	.05
9	OL		4		-	-	14.91
10	HBCPL	3		3	-	-	1.6
11	SMASL- DECO		2		-	-	-
12	IPPL	1	1	3	-	-	0.73
13	Chhattisgarh Land and Building Developers Private limited		1	-	-	-	-
14	Shyam Indus Urja Private Limited	-	-	1	-	-	-
15	Four Corners Developers Private Limited	-	-	1	-	-	-

Sr. No.	Name of the Group Company	Nature and number of proceedings					
		Criminal	Tax	Civil	Statutory	Writ Petition	Monetary claim, if any, to the extent ascertainable
							(₹ *in millions*)
16	Param Mitra Investment Private Limited	-	3	-	-	-	113.09
17	Paramitra Holding Private Limited	-	1	-	-	-	-
18.	Blastec (India) Private Limited	-	1	1	-	-	0.05

Sr. No.	Name of the Associate	Nature and number of proceedings					
		Criminal	Tax	Civil	Statutory	Writ Petition	Monetary claim, if any, to the extent ascertainable
							(₹ *in millions*)
1.	GCMPL	-	4	1	-	-	396.32
2.	SPGL	-	-	8	-	-	-
3.	MCCPL	-	1	13	-	-	0.09
4.	SPMRPL	-	1	-	-	-	5.98

An adverse outcome in any or all of these proceedings could have an adverse effect on our business, prospects, reputation financial condition and results of operations. Furthermore, the criminal proceedings pending against our Directors could impair their ability to serve our Company. For further details, see the section titled "*Outstanding Litigation and Material Developments*" on page 428 of this Draft Red Herring Prospectus.

5. Our inability to effectively manage our growth or to successfully implement our business plan and growth strategy could have an adverse effect on our operations, results and financial condition.

We currently have an aggregate designed coal beneficiation capacity, on a proportional basis, of 62.57 MTPA (which includes a proportional capacity of 5.34 MTPA in the plants owned by our Associates).We plan to increase our aggregate designed coal beneficiation capacity, on a proportional basis, by 29.22 MTPA by the end of Fiscal 2019.

Our Company and its Subsidiaries have four operational thermal power plants, with an aggregate installed capacity of 380 MW. In addition, we have the Sangli Wind Power Plant with an aggregate installed capacity of 15 MW and an investment in the gas based Kakinada Power Plant (208 MW) (which is owned by our Associate, SPGL). Thus, we have, in total, six operational power projects.

We plan to implement, through our Company and its Subsidiaries, four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW), which are at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development.

Furthermore, Coal India Limited has announced plans to establish 20 coal beneficiation plants with an aggregate designed capacity of 111.1 MTPA. (*Source: Ministry of Coal Press Release dated December 10, 2012, accessible at http://coal.nic.in/welcome.html*) These coal beneficiation plants are to be established on a public-private partnership model. The model tender documents contemplate that the coal beneficiation plants will be established by the winning bidder on a build, operate and maintain basis. In February, 2013, our Company received a letter of intimation from a public sector undertaking to establish a 1.6 MTPA coal beneficiation plant in, Jharkhand and in May , 2014, our Company received a letter of intimation from a public sector undertaking, to establish a 10 MTPA coal beneficiation plant at Odisha on a build, operate and maintain basis. The cost of building, operating and managing the said beneficiation plants will be borne by these public sector undertakings respectively. In December, 2013, we have signed an agreement with a public sector undertaking with respect to the above and have started the construction work for a 1.6 MTPA coal washery in Jharkhand. We may also bid for similar opportunities in the future, as and when these become available.

We expect that our growth strategy will place significant demands on our management, financial and other resources. Continued expansion increases the challenges involved in financial and technical management, recruitment, training and retaining sufficient skilled technical and management personnel, and developing and improving our internal administrative infrastructure. Furthermore, our focus on growing our power generation business has been relatively recent, and we have limited experience with power projects of the scale that we are currently constructing, implementing and developing. We intend to continue expansion in the foreseeable future to pursue existing and potential market opportunities.

In order to manage growth effectively, we must implement and improve operational systems, procedures and internal controls on a timely basis. If we fail to implement these systems, procedures and controls on a timely basis, or if there are weaknesses in our internal controls that would result

in inconsistent internal standard operating procedures, we may not be able to meet our customers' needs, hire and retain new employees, pursue new business, complete future strategic agreements or operate our business effectively. There can be no assurance that our existing or future management, operational and financial systems, procedures and controls will be adequate to support future operations or establish or develop business relationships beneficial to future operations.

Furthermore, we seek to develop our coal beneficiation and power plants in areas where we believe there is sufficient demand from our customers or near customers with whom we have entered into significant supply contracts, in anticipation of meeting such customers' future needs. However, there can be no assurance that such demand will arise or that such customers will purchase our services to a degree sufficient to warrant the development of the plant or at all. If the customer or customers for whom we developed a plant do not purchase our services, we may not be able to find other customers and may need to write off our investment, either in part or entirely. We might not be able to manage our business plan effectively and execute our growth strategy, which could have an adverse effect on our operations, results, financial condition and cash flows.

***6. If we are unable to obtain the requisite approvals, licenses, registrations and permits to develop and operate our coal beneficiation and power generation businesses or are unable to renew them in a timely manner, our operations may be adversely affected*.**

We require a number of approvals, licenses, registrations and permits for developing and operating the coal beneficiation and power projects such as those related to environmental clearances, including approval for coal linkages in relation to our power plants, clearances from the State Pollution Control Board and clearance for storage and removal of hazardous wastes, land acquisition, and the supply of critical raw materials, such as water and coal. While we have obtained a number of required approvals for our coal beneficiation and power projects, certain approvals that have been applied for in these projects are currently pending. We are also in the process of applying for the renewal of certain approvals that have currently expired. Additionally, we may need to apply for more approvals for new projects, including renewal of approvals which may expire, from time to time, in the ordinary course. For further details, see the section titled "*Government and Other Approvals*" on page 485 of this Draft Red Herring Prospectus. If we fail to obtain or retain any applicable approvals, licenses, registrations and permits, or renewals thereof, in a timely manner, we may be unable to operate or expand our existing coal beneficiation and power projects or develop the proposed coal beneficiation and power projects on time, or at all, which could affect our business and results of operations.

Furthermore, the approvals and licenses we have received in relation to our coal beneficiation and power generation businesses are subject to numerous conditions, some of which are onerous and require us to incur substantial expenditure. We cannot assure investors that the approvals, licenses, registrations and permits issued would not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. Any failure to renew the approvals that have expired or apply for and obtain the required approvals, licenses, registrations or permits, or any suspension or revocation of any of the approvals, licenses, registrations and permits that have been or may be issued to us, may adversely affect our business, financial condition and results of operations.

7. If we are unable to realize the synergies between our coal beneficiation and power generation businesses, our power projects may not be able to source fuel and this may have an adverse effect on our business, financial condition and results of operations may be materially and adversely affected.

Our coal beneficiation and power generation businesses are synergistic in nature. Four of our operational thermal power plants, the Chakabura Power Plant (Phase I), Chakabura Power Plant (Phase II), the Korba Power Plant and the Ratija Power Plant (Phase I), rely mostly on coal rejects, reprocessed coal rejects and/ or blended coal generated by our coal beneficiation plants. In addition, our Ratijia Power Plant (Phase II), Kanberi Power Plant (Phase I) and Kanberi Power Plant (Phase II), currently in the construction/ implementation phase, will be fuelled by coal rejects, reprocessed coal rejects and/ or blended coal. Raw coal will be sourced through coal linkage from the Ministry of Coal, Government of India..

We have entered into long-term arrangements with two of our customers in relation to procurement of coal rejects generated by our beneficiation plants. See the section titled "*Business – Power Generation Business*" on page 196 of this Draft Red Herring Prospectus. We expect to source the majority of our requirements for coal rejects for these projects through our beneficiation operations and estimate that most of the coal rejects that we generate will be used for this purpose. Consequently, the success of our power projects, particularly those that we currently operate and that are in the construction phase, depends in part on the success of our coal beneficiation plants. Further, the failure of our coal beneficiation plants to perform efficiently or to win or renew coal beneficiation contracts could result in the shortage of coal rejects required in our power projects and our power projects may not be able to perform up to their designed capacity. If we are unable to realize the synergies between our coal beneficiation and power generation businesses, our business, financial condition and results of operation may be materially and adversely affected and we may not be able to achieve economies of scale in these businesses.

8. Our statutory auditors have qualified their audit report on our Restated Financial Information, which may impact the financial statements, including carrying amounts of assets and liabilities and the results of operation and the price of Equity Shares.

Our statutory auditors have included qualifications in their audit report on the Restated Consolidated Financial Information with respect to certain matters in the financial statements for Fiscal 2010, 2011, 2012, 2013 and 2014 which may impact the financial statements, including carrying amounts of assets and liabilities and the results of operation of our Company.

In their examination report dated September 29, 2014 on the Restated Consolidated Financial Information and Restated Standalone Financial Information, our statutory auditors have included qualifications in respect of the following, among others, the effect of which, if any, is not ascertainable and/or does not require any corrective adjustment in the financial statements:

Our Company and Subsidiaries have entered into transactions relating to the sale, purchase or supply of goods and services with private companies and partnerships in which director(s) of our Company and of the relevant Subsidiaries, are director(s) or partner(s). Since the Company's or the relevant Subsidiary's paid up share capital is more than ₹10.00 million and the Company and the relevant Subsidiary had common directorship/common partners with the other companies/partnership firms at the time of entering into such transactions, prior approval of the central government under section 297 of the Companies Act, 1956, was required, which the Company or the relevant Subsidiary has not obtained. The auditors are unable to quantify the impact of this non-compliance on the profit of the Company and that of the relevant Subsidiary and on the reserve and surplus of the Company and the relevant Subsidiary. In this regard, a compounding fee of ₹ 1,000 for each year of default totalling to ₹ 7,000 was paid by each of our Company and Mr. Ganesh Chandra Mrig, who was the Managing Director of our Company at the time, pursuant to an order dated July 13, 2010 passed by the Company Law Board, New Delhi.

SCPL accounting for the recoverability of ₹1,627.17 million, ₹ 2,437.66 million, ₹ 2,084.39 million and ₹ 2,149.93 million investment and loans and advances in a coal washery at Talcher, Orissa for Fiscal 2010, 2011, 2012 and 2013, respectively, the effects of which, if any, are not ascertainable.

The above are not the only qualifications in the examination report dated September 29, 2014 on the Restated Consolidated Financial Information and Restated Standalone Financial Information. For further details, please refer to the notes to our Restated Consolidated Financial Information starting on page F-1 and our Restated Standalone Financial Information on page F-113 of this Draft Red Herring Prospectus.

We cannot assure you that our auditors will not qualify their opinions on their audit reports on the audited consolidated or standalone financial statements in the future. Such a qualification in future audit reports may impact the financial statements, including carrying amounts of assets and liabilities and the results of operation and the price of Equity Shares of our Company.

9. Our Promoters may have a conflict of interest as some of the Group companies operate in related areas of business. In the case of any conflict, our Promoters may favour the interest of the Group Companies over us.

Some of our Promoters have interests in other companies which are engaged in businesses similar to ours or whose main objects permit them to carry out businesses similar to ours, which may result in a potential conflict of interest. For instance, Global Coal, in which our Promoter, Mr. Kuldeep Singh Solanki has a 5.86% equity stake and we have a 35.61% equity stake, is one of the Group Companies. Further, Mr. Solanki also has an indirect equity stake of 11.19% in GCMPL. GCMPL is also engaged in coal beneficiation and we have had, and will continue to have, business transactions with this company. Further, the majority shareholding in SIPSPL, a company in the business of power distribution, is held by STLL in which our Promoters, Rudra Sen Sindhu and Vir Sen Sindhu and their relatives are promoters and shareholders. Other than a non-compete agreement with Mr. Ganesh Chandra Mrig, there are no non-competition agreements in place between our Company and the Promoters as a result of which, companies promoted by our Promoters may develop coal beneficiation or power generation projects in the future, which may compete with us. For further details, see the section titled "*History and Certain Corporate Matters*" on page 225 of this Draft Red Herring Prospectus. There may be conflicts of interest between the Group Companies and us in bidding for new projects, the supply of fuel and in selling power from projects that are operated by us and by our subsidiaries. In the case of any conflict, our Promoters may favour the interest of their Group Companies over us.

Furthermore, our Promoters also hold directorial roles in these Group Companies, which may require a substantial amount of their time and efforts. Therefore, our Promoters may not be able to devote their full time and attention on their managerial duties in relation to us. For further information with respect to directorships of certain of our Promoters, see the section titled "*Our Management*" on page 261 of this Draft Red Herring Prospectus. Accordingly, potential conflicts of interest may arise out of common business objectives shared by us and our Promoters and there can be no assurance that these or other conflicts of interest will be resolved in an impartial manner. For further details in relation to such conflicts of interest see "*Financial Statements – Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus.

10. A significant portion of our revenue from our coal operations is attributable to a small number of customers. In the event there is a reduction in demand for beneficiated coal from one or several of these customers or if there is a material reduction in the level or frequency of their orders from us, or if we lose one or several of our current or contracted orders and if we are unable to secure new

orders from other sources to replace such losses or reductions, our business may suffer and our financial condition, results of operations and prospects may be materially and adversely affected.

Revenue from our coal operations comprises revenue generated by our coal beneficiation business and allied receipts and revenue from the sale of coal. Our revenue from coal operations, as a percentage of our total income, was 92.07%, 79.08% and 67.52% in Fiscal 2012, 2013 and 2014, respectively. Our top customers for coal beneficiation and allied receipts as of March 31, 2014 are Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited, Andhra Pradesh Power Generation Corporation Limited, and Nabha Power Limted; and our top five customers for the sale of coal as of March 31, 2014 are Adhunik Power & Natural Resources Limited, Bharat Aluminium Co. Ltd., Mahavir Multitrade Private Limited, Aryan Ispat & Power Private Limited, and Mahavir Global Coal Limited. Our top five customers for coal beneficiation and allied receipts and our top five customers for sale of coal accounted for in aggregate approximately 79.37%, 81.69% and 71.12% of the total revenue from our coal operations in Fiscal 2012, 2013 and 2014, respectively.

In the case of our coal beneficiation plants, each is dependent on specific customers and it may not be possible to find replacements for such customers. In addition, two of our contracts for coal beneficiation are linked to power supply contracts with related entities acting on behalf of the same customer, which means that the loss of a customer may affect both our coal beneficiation and power generation businesses. These contracts accounted for 20.22%, 19.75% and 21.01% of our total revenue from coal operations for Fiscal 2012, 2013 and 2014, respectively.

More generally, if the rate of growth of India's power sector or of the business of the abovementioned clients declines, our revenue from this sector or from these clients may materially decrease. The business policies, capacity expansion and capital expenditure plans as well as procurement strategies of our significant customers will, therefore, continue to have a significant impact on our business, results of operations and financial condition.

The success of our coal operations depends on our ability to fulfil our contractual obligations towards our customers. For instance, our customer contracts contain certain quality and quantity specifications to be met in relation to the beneficiated coal that we deliver to our customers. If we default in fulfilling our obligations, including meeting any quality and quantity specifications under our existing contracts or any future contract that we may enter into, we may be liable for contractual penalties or termination of such contracts which could materially and adversely affect our business, reputation, financial condition and results of operation. For example, Maharashtra State Power Generation Company Limited, in January 2012, decided to encash bank guarantee for an amount ₹200.93 million with the further claims of about ₹75.27 million on account of concerns with the quality of coal supplied under the work order. For details, see the section titled "*Outstanding Litigation and Material Developments-Outstanding litigation and other proceedings initiated by our Company*" on page 433 of this Draft Red Herring Prospectus. Accordingly, we have accounted for deductions on account of quality and quantity, which amounted to ₹ 213.31 million, ₹158.61 million and ₹157.45 million or 1.57% 0.91% and 0.98% of our total income, in Fiscal 2012, 2013 and 2014, respectively, in our financial statements. In the event there is a reduction in demand for beneficiated coal from one or several of our major customers or if there is a material reduction in the level or frequency of their orders from us, or if we lose one or several of our current or contracted orders and if we are unable to secure new orders from other sources to replace such losses or reductions, our business may suffer and our financial condition, results of operations and prospects may be materially and adversely affected.

11. Our plans for setting up power projects require significant capital expenditures. If we are unable to obtain the necessary funds on acceptable terms or at all, we may not be able to fund the power projects, which could materially and adversely affect our business.

The development of power projects is a capital intensive business and our projects require significant capital including in certain instances additional capital on account of cost overruns.

Our Subsidiary, TRNEPL is constructing the Raigarh Power Plant, a power project with an expected aggregate design capacity of 600 MW (2 x 300MW), of which one unit is likely to be commissioned by March 2015 and the second unit is likely to be commissioned by September 2015. We also plan to implement two additional power projects with an expected aggregate design capacity of 1,250 MW through certain of our Subsidiaries.

Aside from the aforementioned planned capital expenditures, we also invest in our Associates to the extent of our proportionate share as capital expenditures for their existing projects and expansion projects (to the extent of the equity requirements of such projects). The costs associated with these expansion plans and the revenues we expect to derive from them could have a significant impact on our future financial condition and results of operations. For further details of our capital expenditure plans and expansion projects, see the section titled " *Management's Discussion and Analysis of Financial Condition and Results of Operations - Capital Expenditure*" on page 421 of this Draft Red Herring Prospectus.

The implementation of our projects is subject to a number of variables, and the actual amount of capital required to implement these projects may differ from our estimates. We cannot guarantee that the funding requirements of any particular project will not substantially exceed these estimates. In addition, due to the number of large-scale infrastructure projects currently under development in India and increased lending by banks and

institutions to these projects, resulting in domestic funds not being available or being available on unattractive terms, we may be required to seek funding internationally, resulting in exposure to foreign exchange risks. If the funding requirements of a particular project increase, we will need to look for additional sources of finance, which may not be readily available, or may not be available on attractive terms, and which may have an adverse effect on the profitability of that project. Our ability to finance our capital expenditure plans is subject to a number of risks, contingencies and other factors, some of which are beyond our control, including tariff regulations, borrowing or lending restrictions, if any, imposed by the RBI and general economic and capital market conditions.

In addition, while we believe that our intended debt/equity ratio reflects the current market for financing power projects in India, this standard may change or financial institutions or investors may require additional contributions from us. If this occurs, it will reduce our leverage for the project being financed and may have a negative impact on expected returns. Furthermore, adverse developments in the Indian and international credit markets may significantly increase our debt service costs and the overall cost of our funds. There can be no assurance that we will be able to raise sufficient funds to meet our capital expenditure requirements and on terms acceptable to us. If we are unable to raise the capital needed to fund the costs of our projects, or experience any delays in raising such funds, there could be a material adverse effect on our ability to complete these projects and on our revenues and profitability. In addition significant indebtedness exposes us to certain risks. For further details, see the risk factors titled "*We are subject to restrictive covenants under our financing arrangements that could limit our flexibility in managing our business or to use cash or other assets*." And "*Our financial indebtedness exposes us to certain risks which might limit our ability to conduct our business and manage our financial resources. Further, we may be unable to meet our debt finance obligations*." each on page 41 of this Draft Red Herring Prospectus.

12. We face competition from other companies in the coal beneficiation industry. In addition, in our power generation business, we face significant competition from established companies and emerging players. We cannot assure investors that we will be able to compete effectively, and our failure to do so could result in an adverse effect on our business prospects, financial condition and results of operations.

We face competition in relation to our coal beneficiation operations. There are no significant technological barriers to establishing coal beneficiation plants in India. Most of the technology is now available indigenously and existing coal beneficiation companies can usually meet the technical criteria for establishing coal beneficiation projects. We face significant competition from companies seeking to establish coal beneficiation projects either on their own or in collaboration with foreign coal beneficiation companies. In addition, the levels of competition in the coal beneficiation industry could increase with established players in the coal industry entering the market or increasing their participation in it. Our existing or future competitors may have greater resources, market presence and geographic reach, better reputations and brand recognition, better customer contacts and lower capital costs than we do and may be able to achieve better economies of scale, allowing them to bid at more competitive rates. As a result, they may be able to withstand industry downturns better than we can, provide customers with the capabilities they require in a more timely manner and at more competitive prices than we can or relocate or build or acquire additional assets quickly, all of which could have a material adverse effect on our revenue or profitability. We cannot assure investors that we will be able to compete effectively, and our failure to do so could result in an adverse effect on our business prospects, financial condition and results of operations.

We also operate in an increasingly competitive environment in the case of the power sector due to deregulation and increased private sector investment. The Electricity Act of 2003 liberalized certain licensing requirements for thermal power generation companies, provided for open access to transmission and distribution ("**T&D**") networks and also facilitated additional capacity generation through captive power projects. See the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus. These reforms provide opportunities for increased private sector participation in power generation. Specifically, the open access reform enables private power generators to sell power directly to distribution companies and ultimately to the end consumers, enhancing the financial viability of private investment in power generation. As a result, we compete with other Indian and international power companies or central and state power utilities. Competitive bidding for power procurement further increases the competition among the power generators and may have an adverse effect on our business prospects, financial condition and results of operations.

The success of our power generation business will depend in part on our ability to respond to technological advances and emerging power generation industry standards and practices on a cost-effective and timely basis. Changes in technology may make newer generation power projects or equipment more competitive than our power projects or may require us to make additional capital expenditures to upgrade our facilities. In addition, there are other technologies that can produce electricity, most notably fuel cells, micro turbines, wind mills and photovoltaic (solar) cells. If we are unable to adapt in a timely manner to changing market conditions, customer requirements or technological changes, our business, financial performance and profitability could be adversely affected.

13. If our contingent liabilities that have not been provided for, materialise, it could materially and adversely affect our financial condition.

Our total contingent liabilities that have not been provided for and as disclosed in our Restated Consolidated Financial Information as of March 31, 2014 were ₹ 158.34 million. In the event that any of these amounts that we have not provided for become due, our financial condition and results of operations may be adversely affected. Our contingent liabilities not provided for as of March 31, 2014 included the following:

(a) **Financial year ended 31 March 2014**

(b) **Contingent liabilities**

i) The contingent liability of the Company relating to Sales Tax is ` 17.02 million.

ii) AEPL has been protesting the liability of ` 18.00 million and penalty of the same amount raised by the service tax authorities which is pending before the High Court of Andhra Pradesh. CESTAT had passed the order in favour of AEPL; however, Service Tax Department had filed an appeal with High Court of Andhra Pradesh against the order passed by CESTAT.

iii) ACCTPL has been contesting the liability of ` 0.56 million raised by excise authorities for short payment of excise duty.

iv) ACCTPL has been contesting the liability of ` 0.15 million on account of incorrect utilization of cenvat credit in respect of Service tax paid on services such as horticulture, housekeeping and surveillance fees wherein a demand of ` 0.15 million was raised.

v) SCPL had received a notice dated 15 March 2011 issued by the Deputy Commissioner of Income Tax, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the Income Tax Act,1961 for the assessment years 2004-05 and 2005-06. SCPL had filed reply dated 23 March 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before Income Tax Appellate Tribunal and the assessing officer has the discretion to levy a penalty after the appellate order will be received by him. The amount of the contingency cannot be quantified.

vi) SCPL had received a demand order from the Office of the Commissioner, Custom & Central Excise, Raipur wherein a demand of ` 122.52 million along with penalty of ` 122.52 million has been raised mainly on account of adjustment of advance service tax paid beyond period of limitation as per the provisions of section 73 (1) of the Finance Act, 1944. SCPL is in appeal before CESTAT, New Delhi against the order.

vii) There are certain civil and labour cases against the Aryan Group, the amount in respect of which is not material to the Group. However, the management based on the merits of the cases believes that the final outcome will not have any significant impact on the Aryan Group's financial position and operations.

(c) **Capital commitments**

The estimated amounts of contracts remaining to be executed on capital account (net of advances) as at 31 March 2014 are ` 12,970.02 million.

(d) **Other major commitments**

i) The Company has partly paid shares of Spectrum Power Generation Limited, which require further commitment of ` 1450.00 million to make them fully paid-up.

ii) The Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

(Amount in ` million)

Name of the Company	**For the year ended 31 March 2014**
Spectrum Power Generation Limited	1,380.89

Maruti Clean Coal and Power Limited (Jointly and severally with other parties till commercial operation date of 300 MW Power project of Maruti Clean Coal and Power Limited)	9,683.57
	11,064.46

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iii) Performance bank guarantees allocated in favour of other companies:

(Amount in ` million)

Particulars	**Year ended 31 March 2014**
Other companies:	
- Aryan Ispat & Power Private Limited (subsidiary upto 08 April 2011)	25.66
- Maruti Clean Coal and Power Limited	165.00
	190.66

iv) Pinnacle Overseas Assets Limited ('POAL') (a subsidiary of CSL) has provided its Corporate Guarantee under the 'Scheme of Arrangement' sanctioned by Hon'ble High Court of Andhra Pradesh to certain erstwhile secured lenders to the extent of 3.33% of secured obligation of SPGL and has also pledged 6,356,126 equity shares held by it in SPGL to ARCIL on behalf of certain erstwhile secured lenders. POAL has also pledged 18,606,558 equity shares held by it in SPGL in favour of Yes Bank Limited, which has provided secured loans to SPGL.

v) The search operation u/s 132/133A of Income Tax Act, 1961 ("the Act") was initiated on 12 April 2012 on the ACBIL, SCPL and AEPL. The search proceedings were effectively concluded vide last Panchnama drawn on 11 June 2012. Subsequent to the year end, these companies have filed revised returns. At this stage, no tax demand has been determined pursuant to the search proceedings.

(e) **Claims against the Group not acknowledged as debt**:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by Aryan Group. Further, the customer has invoked bank guarantees aggregating to ` 353.90 million (including `37.99 million being proportionate share of GCMPL) and during the year ended 31 March 2013, has raised a further claim aggregating to ` 323.44 million (including ` 80.22 million being proportionate share of GCMPL) toward cost of coal and recoveries against penalties.

During the current year, Aryan Group filed an application u/s 9 of the Arbitration and Conciliation Act, 1996 seeking interim protection from the invocation of bank guarantees till the matter is decided by Arbitral Tribunal as there is arbitration clause in the agreement entered into with the said customer and quality issue is a dispute under the agreement which should be referred to the Arbitral Tribunal. District Judge dismissed the plea of Aryan Group and same was challenged by Aryan Group before the Hon'ble High Court, Nagpur which initially granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained. Subsequent to the year end, on 17 July 2013, the appeal of Aryan Group has been dismissed by the Hon'ble High Court, Nagpur. Aryan Group filed review petition before Hon'ble Bombay High Court dated 29 July 2013. The review petition was also dismissed on 17 January 2014. Against the above order, Aryan Group filed Special Leave Petition ('SLP') with Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India granted interim order maintaining status quo and the matter is pending for hearing. Meantime, on the application filed for the appointment of Arbitrator, the Hon'ble Bombay High Court, Nagpur Bench appointed Sole Arbitrator. The Sole Arbitrator so appointed has directed Aryan Group to file its claim on or before 19 August 2014. The matter is under litigation, however, management believes that the final outcome of the litigation will not have substantial financial impact and accordingly no provision is required against the claims of the customer.

For further details, see the notes to our Restated Consolidated Financial Information starting on page F-1 of this Draft Red Herring Prospectus.

14. *The Indian income tax authorities conducted search and seizure operations on our premises. Based on the findings of these operations, the authorities may undertake proceedings which may result in demands for additional taxes, interest thereon, penalties and other punitive measures.*

A search operation under Sections 132 and 133A of the Income Tax Act, 1961 was conducted by the Income tax authorities on April 12, 2012 on our group, including our Company, some of the Subsidiaries, Directors, Associates, Group Companies and key management personnel. We have provided the Income tax officials with the information sought by them. We have, however, not yet received any demand notice from the income tax authorities in connection with these search and seizure operations and any financial liability that may arise on this account is presently unascertainable. For details, see "*Outstanding Litigation and Material Developments*" on page 428 of this Draft Red Herring Prospectus.

Under the Income Tax Act, 1961, search and seizure operations may be conducted in various situations, including when the income tax authorities believe that an assessee has or may fail to produce documents required by them. Based on the findings of these search and seizure operations, the income tax authorities may undertake proceedings which may result in demands for payment of additional taxes, interest on such additional taxes and penalties. We cannot assure you that we will not be required to pay any additional tax, interest or penalty, which may have an adverse affect on our business, reputation, financial condition and results of operations.

15. *Our Company has experienced negative cash flows and some of our Subsidiaries have experienced negative cash flows and losses and in prior periods and may continue to do so in the future, which could have a material adverse effect on our business, results of operations and financial condition. Furthermore, certain of the Group Companies have negative net worth*.

Our Company, on a consolidated basis, has experienced negative cash flows in the past, the details of which are provided below:

	Fiscal 2010	Fiscal 2011	Fiscal 2012	Fiscal 2013	Fiscal 2014
	(Amount in ₹ million)				
Net increase/ (decrease) in cash and cash equivalents	(180.62)	285.52	(244.72)	368.40	(578.01)

Certain of our Subsidiaries have incurred losses in the past three Fiscal Years, the details of which are provided below:

Name of Entity	Profit/(Loss) during Fiscal		
	2012	2013	2014
	(Amount in ₹ million)		
Aryan Energy Private Limited	(52.84)	118.52	169.53
Connoiseur Resources Limited, BVI	(0.28)	(0.27)	(0.28)
Aryan Chhattisgarh Power Generation Private Limited	(0.17)	(0.14)	(0.17)
Aryan M.P. Power Generation Private Limited	(0.21)	(7.02)	(7.74)
TRN Energy Private Limited	(12.94)	5.14	(0.09)
ACB (India) Power Limited	(9.62)	3.13	1.43
Aryan Clean Coal and Technologies Private Limited	17.44	15.59	(2.15)
SFI Parcel Services Private Limited	NA	(0.06)	(0.04)
ACB (India) Coal Methane Private Limited	NA	(0.02)	(0.04)
Mccluskie Coal & Power Limited	NA	NA	(0.03)

We may experience negative cash flows in the future and this may have a material adverse effect on our business, results of operations and financial condition.

Certain of the Group Companies have had negative net worth for Fiscal 2012, 2013 and 2014, the details of which are provided as below:

Name of Entity	Net worth/(negative net worth) during Fiscal		
	2012	2013	2014
	(Amount in ₹ million)		
Garuda Resorts Private Limited	(998.32)	(2038.52)	(2537.57)

Purushottam Buildwell Private Limited	(45.81)	(147.77)	(257.15)
Sainik Coal Washeries Private Limited	(0.80)	(1.98)	(3.63)
Amberi Hotels and Motels Private Limited	(144.58)	(171.02)	(191.26)
Seaside Utilities Private Limited	NA	(515.79)	(69.38)
Riverside Utilities Private Limited	NA	29.55	(5.39)
Aadrash Infraventures Private Limited	(5.20)	28.52	(7.26)
Virtual House Keeping Private Limited	1.98	(0.38)	(1.50)
PT Mesra Prima Coal *	147,959.95	31,338.83	929,325.28

* - The financials mentioned as per FY 2011, FY2012 and FY 2013

For further details, see the section titled "*Our Promoters and Group Companies*" on page 286 of this Draft Red Herring Prospectus.

16. Some of the Group Companies have incurred losses in the immediately preceding financial year.

Details of the profit or loss figures of such Group Companies for the immediately preceding three financial years are as follows:

Name of the Group Company		Fiscal 2012	Fiscal 2013	Fiscal 2014
MARUTI CLEAN COAL AND POWER LIMITED	INR	6.42	(21.96)	(88.34)
VAYUNANDANA POWER LIMITED	INR	64.28	(61.87)	(51.91)
LUCENT ENERGY COMPANY PRIVATE LIMITED	INR	2.63	(9.34)	(40.53)
SEASIDE UTILITIES PRIVATE LIMITED	INR	NA	(5.26)	(34.95)
RAJASTHAN EXPLOSIVES AND CHEMICALS LIMITED	INR	(110.05)	(31.12)	(34.69)
KARTIKAY EXPLORATION AND MINING SERVICES PRIVATE LIMITED	INR	47.28	(13.81)	(26.40)
GLOBAL MINETEC LIMITED	INR	(35.47)	(38.00)	(18.32)
GARUDA RESORTS PRIVATE LIMITED	INR	(2.20)	(10.43)	(5.01)
SAINIK AUTOMOBILES	INR	(2.43)	(1.97)	(3.82)
ORICHEM LIMITED	INR	(0.86)	(0.27)	(1.48)
PURSHOTTAM BUILDWELL PRIVATE LIMITED	INR	(0.45)	(1.02)	(1.09)
SAINIK MINING INTERNATIONAL LIMITED	AED	(1.72)	(0.67)	(0.54)
SHYAM INDUS URJA PRIVATE LIMITED	INR	(0.03)	(0.47)	(0.42)
KARTIKAY RESOURCES FZE	AED	NA	NA	(0.41)
AADRASH INFRAVENTURE PRIVATE LIMITED	INR	(0.02)	0.23	(0.36)
UNITY HOLDING BUSINESS LIMITED	USD	(0.20)	(0.20)	(0.34)
FOUR CORNER DEVELOPERS PRIVATE LIMITED	INR	(0.45)	(0.06)	(0.28)
PARAM MITRA RESOURCES PTE LTD.	USD	(0.01)	(0.23)	(0.19)

KARTIKAY RESOURCES AND POWERGEN PRIVATE LIMITED	INR	NA	(0.47)	(0.18)
S 3 H REALITY PRIVATE LIMITED	INR	(0.37)	(0.48)	(0.14)
SOLANKI CARRIERS	INR	NA	(0.01)	(0.07)
SAINIK ASSOCIATES	INR	(0.10)	0.17	(0.06)
RAJASTHAN KHANIJ & ISPAT UDYOG PRIVATE LIMITED	INR	(0.03)	(0.03)	(0.06)
KOLAHAI INFOTECH PRIVATE LIMITED	INR	(0.05)	(0.04)	(0.04)
INDUS INFRA DEVELOPMENT PRIVATE LIMITED	INR	(0.02)	(0.21)	(0.04)
AMBERI HOTELS AND MOTELS PRIVATE LIMITED	INR	(0.01)	(0.05)	(0.04)
Global Minetech Limited FZE	AED	(0.01)	(0.03)	(0.03)
KALINGA COAL MINING PRIVATE LIMITED	INR	(0.38)	(0.26)	(0.03)
Doon Height Developers Private Limited	INR	(0.00)	0.42	(0.02)
Rudra Sen & Brothers Jv Project Pvt. Ltd.	INR	(0.63)	(0.01)	(0.02)
Shyam Indus Solar Power Private Limited	INR	0.13	(0.00)	(0.02)
One Height Colonizers Private limited	INR	(0.00)	2.60	(0.02)
Sainik Coal Washeries Private Limited	INR	(0.01)	(0.01)	(0.02)
Spice One Builders Private Limited	INR	(0.00)	0.69	(0.02)
One Height Developers Private limited	INR	(0.00)	0.69	(0.02)
Vaishnawi Energy Distrubution Private Limited	INR	(0.05)	(0.01)	(0.01)
S Three H Builders Private Limited	INR	(0.01)	(0.01)	(0.01)
Shyam Indus Hydel Power Private Limited	INR	(0.01)	(0.01)	(0.01)
Natraj Tie Up Private Limited	INR	(0.01)	(0.02)	(0.02)
Shyam Indus Energy Private Limited	INR	(0.01)	(0.01)	(0.01)
S Three H Buildcon Private Limited	INR	(0.01)	(0.01)	(0.01)
S Three H Infrastructure Development Private Limited	INR	(0.01)	(0.01)	(0.01)
NU Edge Infrasolutions LLP	INR	NA	(0.01)	(0.01)
Jagganath Tirupati Sugar (India) Private Limited	INR	(0.01)	(0.03)	(0.01)
Virtual House Keeping Private Limited	INR	(0.01)	(0.02)	(0.01)
Advent Coal Resources Pte Ltd.	USD	(0.00)	(0.01)	(0.01)

Brilliant Infrasolutions LLP	INR	N.A	(0.01)	(0.01)
Classic Venture Assets Incorporated	USD	(0.00)	(0.01)	(0.00)
Tandem Commercial Private Limited	INR	(0.00)	(0.03)	(0.00)
Shyam Indus Fabtech (India) Private Limited	INR	(0.01)	(0.07)	(0.00)
Riverside Utilities Private Limited	INR	N.A	0.20	(23.38)
SMASL – DECO	INR	N.A.	(0.2)	1.65

Name of the Group Company		**Fiscal 2011**	**Fiscal 2012**	**Fiscal 2013**
	Currency	*(Amounts in millions)*		
PT MESRA PRIMA COAL	IDR	183.83	(3,930.13)	(38,426.56)
PT PARAM MITRA COAL RESOURCES	IDR	(160.20)	(1,230.88)	(3,835.82)
PT. PLANET RESOURCES	IDR	(13,029.34)	(2,918.45)	(2,499.51)
PT RENCANA MULIA BARATAMA*	Disaji Kan Dalam Rupiah	344.42	(28.20)	(1,231.20)
PARAM MITRA COAL RESOURCES ONE PTE LIMITED	USD	NA	(0.01)	(0.01)
PT. BRILIAN ALAM SEJAHTERA	IDR	(43.03)	(17.47)	(208.06)
Param Mitra Coal Resources Two Pte Limited	USD	NA	(0.01)	(0.01)
* The financials mentioned are based on CY2010, *CY2011, CY2012				

There can be no assurance that group companies, firms, ventures etc promoted by our Promoters will not incur losses in the future.

17. In the past, certain of the Group Companies have failed to meet the requisite listing requirements and trading in the securities of some of these Group Companies were suspended. There can be no assurance that any listed company, promoted by our Promoters, will be in compliance with the provisions of the Listing Agreement.

In 2004, due to non-compliance with Clause 41 of the Listing Agreement, the BSE and The Delhi Stock Exchange Limited suspended trading in the securities of Bhandari Consultancy and Finance Limited (now Sindhu Trade Links Limited), a Group Company. This suspension was subsequently revoked by the stock exchanges. Similarly, in 2002, The Delhi Stock Exchange Limited suspended trading in the securities of Uttaranchal Finance Limited and Parnami Habitat Developers Limited (erstwhile Group Companies, which merged into STLL pursuant to the order of the Delhi High Court in January 19, 2011) due to non-compliance with the Listing Agreement. These suspensions were later revoked in 2009. In addition to the above, trading in the securities of BTFL and SFIL were suspended by BSE in 2004 on account of non-compliance with the provisions of the Listing Agreement. These suspensions were later revoked in 2008 and 2005, respectively.

As of date, none of the securities of the listed Group Companies are suspended from trading. While the listed Group Companies seek to comply with the listing requirements to the best of their respective abilities, there can be no assurance that a listed company, promoted by our Promoters will be in compliance with the provisions of the Listing Agreement. In the event of any such non-compliance, the concerned company may be subjected to penalties by the concerned stock exchanges including suspension of trading.

18. Significant increases in prices or shortages of building materials could increase our cost of construction for the increase of our coal beneficiation capacity and our power projects, which will have an adverse effect on our business, financial condition and results of operations.

The principal raw materials used in the construction of coal beneficiation and power projects include cement and steel. The prices and supply of these and other raw materials depend on factors not within our control, including general economic conditions, competition, production levels, transportation costs and import duties. Price increases or shortages in these raw materials could adversely affect our ability to develop our coal beneficiation and power projects in line with our projected budget, and we may not be able to complete our coal beneficiation and power projects as scheduled, which would have an adverse effect on our business, financial condition and results of operations.

19. We enjoy only leasehold rights over certain properties on which we currently have coal beneficiation plants or power projects, and on properties which we are planning to construct our coal beneficiation capacity and develop certain power projects; any inability to identify or correct any defects or irregularities of title to such land or land we own may have an adverse effect on our business.

Our current coal beneficiation plants in Dipka and Ratija in Chhattisgarh and Talcher in Odisha are located on land leased from third parties. Our Korba Power Plant in Chhattisgarh is also located on land which is partially owned by us and partially taken on lease from third parties. We are constructing 600 MW (2 x 300 MW) Raigarh Power Plant, 300 MW Bandakhar Power Plant and 25 MW Kanberi Power Plant (Phase I) in Chhattisgarh which are also located on land partially owned by us and partially taken on lease from third parties. In addition, we are developing our 1200 MW (2 x 600 MW) Sidhi Power Plant in Madhya Pradesh and 25 MW Kanberi Power Plant (Phase II) in Chhattisgarh on land that is partially owned by us and partially leased by third parties. These projects have long-term leases, but there is a risk these leases may not be renewed or could be terminated early in the event of a default. In the event that the lessors do not renew these lease agreements at the expiry of their term or if they terminate such lease agreements due to any reason, our business, financial condition and results of operations could be adversely affected.

In addition, there may be various legal defects and irregularities of title to the land on which we intend to develop our projects, which we may not be able to fully identify or assess. Our rights in respect of such land may be compromised by improperly executed, unregistered or insufficiently stamped conveyance instruments in the property's chain of title, unregistered encumbrances in favour of third parties, rights of adverse possessors, ownership claims of family members of prior owners, incapacity of the parties or other defects that we may not be aware of. Any defects or irregularities of title may result in litigation and/or loss of development rights over land and may require us to write off substantial expenditures in respect of such projects. In the past, we have faced legal proceedings wherein our title to the land on which our projects are set up has been challenged by various individuals. Title litigation in India can be time consuming and we may incur additional costs in relation to such litigation. Further, any inability to identify and/or rectify defects or irregularities of title, and any acquisition of land based on inaccurate, incomplete or outdated information may have an adverse effect on our business, financial condition and results of operations.

20. Some of our land was acquired from certain of our Promoters and Directors and consequently, our growth and future success is partially dependant on our continued relationship with our Promoters and Directors. If we lose our relationship with our Promoters and Directors, our business, growth prospects, financial condition and results of operations may be adversely affected.

With respect to our Gevra Coal Washery, in Fiscal 2012, our Company acquired approximately 7.66 hectares of land from our Promoter, Mr. Rudra Sen Sindhu, and our Executive Director, Mr. Vrit Pal Sindhu, for a consideration of ₹15.64 million. Further, with respect to our Binjhri beneficiation plants, in Fiscal 2012 our Company acquired approximately 6.73 hectares of land for consideration amounting to ₹7.13 million from our Executive Director, Vrit Pal Sindhu. These transactions were primarily made in the ordinary course of business. For further details, see the risk factor titled "*We have in the past entered into related party transactions and may continue to do so in the future and there can be no assurance that we could not have achieved more favourable terms if such transactions had not been entered into with related parties*." on page 46 of this Draft Red Herring Prospectus. Further, our Company has acquired 13.303 hectares of land for a consideration of ₹51.05 million from our Promoter, Mr. Vir Sen Sindhu. Consequently, our growth and future success is influenced, in part, by our continued relationship with our Promoters and certain of our Directors. We cannot assure you that we will be able to continue to take advantage of the benefits from these relationships in the future. If we lose our relationship with our Promoters or certain of our Directors for any reason, we may not be able to acquire land on favorable terms from our Promoters in the future. This may adversely affect our business and growth prospects may decline and our financial condition and results of operations may be adversely affected.

21. The operations of our coal beneficiation and power plants may be adversely affected by any breakdown of equipment and transmission systems including grid failures.

The breakdown or failure of the equipment in our coal beneficiation plants or power plants or other equipment can disrupt the production of beneficiated coal and/or generation of electricity by any of our plants and adversely affect performance or utilization. In addition, the development or operation of our coal beneficiation and power projects may be disrupted for reasons that are beyond our control, including explosions, fires,

earthquakes and other natural disasters, breakdown, failure or sub-standard performance of equipment, improper installation or operation of equipment, accidents, operational problems, transportation interruptions, other environmental risks and labour disputes. Any breakdown of critical coal beneficiation equipment, such as crushers, barrel washers and jigs, either at our facilities or other equipment at the mines from which our customers source their coal requirements could disrupt our operations for significant lengths of time. Furthermore, any breakdown or failure of transmission systems for our power generation facilities can disrupt transmission of electricity by our power plants to the applicable point of interconnection. In the event that we fail to supply the minimum guaranteed power at the delivery points specified in our PPAs, we may be required to pay damages under applicable "*supply or pay obligations*" for the deficient minimum guaranteed power or the cost differential for the power procured by the consumer from alternate sources. Although we believe that our insurance coverage is sufficient to cover the losses arising from such accidents/natural calamities, there could be delays in recovering these insurance claims and we may not be able to recover the full amount of the indemnity sought. Our power generation facilities are also subject to mechanical failure and equipment shutdowns. In such situations, undamaged units may depend on or interact with damaged sections or units and, accordingly, the undamaged units will also be shut down. We rely on sophisticated and complex machinery built by third parties that may be susceptible to malfunction. Although in certain cases manufacturers are required to compensate us for certain equipment failures and defects and we typically have workmanship warranties in our contracts, such arrangements may not fully compensate us for the damage that we may suffer as a result of equipment failures and defects or penalties under our agreements with our consumers and do not generally cover indirect losses such as loss of profits or business interruption. If such events occur, the ability of our power plants to supply electricity to off-takers may be adversely affected. In the event any power generation facility is significantly damaged or forced to shut down for a significant period of time, our business, financial condition and results of operation would be adversely affected.

22. Any disruption of civil infrastructure, transport or logistic services, including due to disruption in the national railway or roadway transport facilities, or the non-compliance by third parties of their contractual obligations to us may cause us to delay or default in our obligations towards our customers.

In addition to providing beneficiated coal, we also offer logistics services to our customers, including picking up raw coal at the mine pit head, transporting the coal to our coal beneficiation plant, transporting the beneficiated coal to our customer (either by rail or by truck), storing both raw coal and beneficiated coal as needed and monitoring the supply chain for our customers. We use national railway systems and roadway transportation to transport the beneficiated coal from the coal beneficiation plant to our customers. We have, in the past, on a periodical basis, experienced problems of lack of availability of railway wagons or roadway transportation facilities that have had a material adverse effect on our operations or financial condition. Further, as India's national railway system has limited transport capacity, which is allocated to users pursuant to regulators' determinations and may not fully satisfy domestic coal transportation requirements, there can be no assurance that we will continue to be allocated adequate railway transport capacity. We will continue to rely primarily on the national railway system to deliver the end-products of our coal beneficiation operations from the project site to our customers. There can be no assurance that we will be able to secure sufficient railway transport capacity to transport the end products of our coal beneficiation operations.

We are also exposed to risks relating to the quality of the services, equipment and supplies provided by third party contractors in relation to the logistics services that we provide. Any failure by our contractors to comply with their obligations under our agreements (whether as a result of financial or operational difficulties or otherwise), any termination or breach of our agreements by our contractors, any protracted dispute with a contractor, any material labour dispute between our contractors and their employees or any major labour action by those employees against our contractors could adversely affect our business and operations. We may not be able to recover from a contractor any losses that may be suffered by us due to any performance shortfalls of our contractors.

Any disruption of civil infrastructure or the non-compliance by third parties of their contractual obligations to us could lead to a failure by us to provide our services and products to our customers, which would adversely affect our business and operations.

23. The unavailability of appropriate transportation infrastructure or any disruption of existing transportation services could impair the delivery of coal, water and other raw materials required during the construction and operation of our coal beneficiation facilities and power projects and could materially and adversely affect our business and results of operations.

We depend on various forms of transport, such as roadways, railways and pipelines to receive an uninterrupted supply of coal, water, other raw materials such as cement and steel, plant and machinery required during the construction and operation of our coal beneficiation facilities and power projects. An inability to obtain any of these or a decrease in their supply could, among other things, reduce the actual capacity of our coal beneficiation facilities and power projects and could cause delays in the performance of our contractual obligations.

Our projects require transport infrastructure consisting of railway tracks, railway siding and roads. The building of transportation infrastructure such as railway siding entails obtaining approvals, rights of way and development by the Government of India or the state governments and their nominated agencies. As a result, we may have no control over the construction, operation and maintenance of the transportation infrastructure. There can be no assurance that such transportation infrastructure will be constructed in a timely manner, operated on a cost effective basis and

maintained at adequate levels, which will impact the estimated commissioning dates for our currently developing or planned projects. We also appoint external agencies for the construction of transportation infrastructure for our coal beneficiation facilities and power project. There can be no assurance that these agencies will complete the construction of the transportation facilities in a timely manner or at all. There can be no assurance that these transportation facilities will be available or even adequate to support our operations or the construction of our coal beneficiation facilities and power projects that are currently under construction, or in the future.

Further, disruptions of transportation services because of weather-related problems, strikes, lock-outs, inadequacies in the road or rail infrastructure, or other events could impair the ability of our suppliers to deliver fuel and raw materials. We can provide no assurance that such disruptions due to the occurrence of any of the factors cited above will not occur in the future.

24. We are subject to restrictive covenants under our financing arrangements that could limit our flexibility in managing our business or to use cash or other assets.

There are restrictive covenants in agreements we have entered into with certain banks and financial institutions for short-term loans and long-term borrowings. These restrictive covenants require us to intimate/seek the prior permission of these banks/financial institutions for various activities, including, among other things, effecting any changes to the capital structure, raising fresh capital or any term loans/ debentures, undertaking any merger/amalgamation/restructuring, utilizing loans for purposes other than those set out in the financing agreement, implementing any scheme of expansion, diversification or modification (other than incurring routine capital expenditure), diversification into other business, effecting any amendments in the Company's memorandum and articles of association, declaring and paying dividends or making investments over certain specified thresholds. We cannot assure investors that we will receive such approvals in a timely manner or at all. In the event the lenders refuse to grant the requisite approvals, such refusal may adversely impact our business. In relation to the Offer, we have received requisite consents from a majority of our lenders. However, we have not received approvals from Rural Electrification Corporation of India and Syndicate Bank. We cannot assure you that we will receive the requisite approvals from these lenders in a timely manner or at all.

Further, these restrictive covenants may also affect some of the rights of our shareholders and our ability to pay dividends. Such financing agreements may also require us to maintain certain financial ratios. In the event of any breach of any covenant contained in these financing agreements, we may be required to immediately repay our borrowings either in whole or in part, together with any related costs. Furthermore, financing arrangements also contain cross-default provisions which could automatically trigger defaults under other financing arrangements. For further details, see the section titled "*Financial Indebtedness*" on page 343 of this Draft Red Herring Prospectus.

Any additional financing that we require to fund our capital expenditure, if met by way of additional debt financing, may place restrictions on us which may, among other things: increase our vulnerability to general adverse economic and industry conditions; limit our ability to pursue our growth plans; require us to dedicate a substantial portion of our cash flow from operations to make payments on our debt, thereby reducing the availability of our cash flow to fund capital expenditures, meet working capital requirements and use for other general corporate purposes; limit our flexibility in planning for, or reacting to changes in our business and our industry, either through the imposition of restrictive financial or operational covenants or otherwise.

25. Our financial indebtedness exposes us to certain risks which might limit our ability to conduct our business and manage our financial resources. Further, we may be unable to meet our debt finance obligations.

As of August 31, 2014, we had consolidated outstanding indebtedness of ₹ 46,031.99 million, of which ₹ 38,646.70 million was fund based and ₹ 7,385.29 million was non-fund based, and we anticipate that this will increase as a result of our funding requirements on account of a majority of our future projects being financed through a combination of cash from operations and debt. Our indebtedness could have several important consequences, including but not limited to, the following:

- we may be required to dedicate a portion of our cash flow toward repayment of our existing debt, which will reduce the availability of our cash flow to fund working capital, capital expenditures and other general corporate requirements;
- our ability to obtain additional financing in the future may be impaired;
- we may breach any of the conditions comtained in the facility agreements, which may result in cross defaults under other facility agreements;
- the right to appoint a nominee director on our Board could accrue to our lenders;

- fluctuations in market interest rates may adversely affect the cost of our borrowings. For further details, see risk factor t itled "*Changes in interest rates could affect our results of operations and financial condition*." on page 42 of this Draft Red Herring Prospectus;

- there could be a material adverse effect on our business, prospects, financial condition and results of operations if we are unable to service our indebtedness or otherwise comply with financial covenants of such indebtedness; and

- we may be more vulnerable to economic downturns, may be limited in our ability to withstand competitive pressures and may have reduced flexibility in responding to changing business, regulatory and economic conditions.

As of August 31, 2014, approximately 99.48% of our total loan portfolio amounting to ₹ 45,791.99 million was secured by a mix of both movable and immovable assets or other forms of collateral. Further, as at August 31, 2014, our Company and our Subsidiaries had outstanding unsecured loans of ₹ 240.00 million. For further details, see the section titled "*Financial Indebtedness*" on page 343 of this Draft Red Herring Prospectus. If an event of default under one or more of these loans occurs, the lenders may enforce the securities under these loans which may adversely affect our operations and profitability. We may also be placed in liquidation, as a consequence of which our shareholders will not receive any return of capital until our Company has paid all its creditors and/or the cost of liquidation. In these circumstances investors may lose some, or all, of their investment.

Our ability to meet our debt service obligations and to repay our future outstanding borrowings will depend primarily upon the cash flow generated by our business over time, as well as capital markets as a source of capital. In the event that we fail to meet our debt service obligations, the relevant lenders could declare that we are in default, accelerate the maturity of our obligations or take over the financed power project. We cannot assure investors that in the event of any such acceleration we will have sufficient resources to repay these borrowings. Failure to meet obligations under debt financing agreements may have an adverse effect on our cash flows, business and results of operations.

26. We have entered into shareholders' agreements with respect to certain of our Subsidiaries that restrict our rights in relation to these Subsidiaries.

We have entered into shareholders' agreements with third parties in relation to certain of our Subsidiaries. These agreements contain various restrictions on our rights in relation to voting, including restrictions on the transfer of our equity shares in these Subsidiaries, rights of first refusal, tag-along rights, *etc*. We may face operational difficulties due to such restrictive covenants in these agreement. Such restrictions, and any restrictions of a similar or more onerous nature in any new or amended agreements into which we may enter into in the future, may limit our control of any of our Subsidiaries, our ability to achieve our business objectives, as well as our ability to realize value from our shareholding, any of which could have a material adverse effect on our business and prospects.

27. Changes in interest rates could affect our results of operations and financial condition.

Changes in interest rates could affect our cost of borrowings and our results of operations and financial condition. As of August 31, 2014, ₹ 37,026.24 million or 80.44% of our total indebtedness was at floating rates of interest, based on the prime lending rates/base rates of our respective lenders. Other than with regard to our ₹ 3,041.90 million external commercial borrowing from Standard Chartered Bank, Indian Overseas Bank, Syndicate Bank and DBS Bank, we have not entered into hedging transactions to hedge against fluctuations in interest rates. See the risk factor titled "*We are subject to risks arising from exchange rate fluctuations.*" on page 42 of this Draft Red Herring Prospectus.

28. We are subject to risks arising from exchange rate fluctuations.

We are exposed to risks related to exchange rate fluctuations, particularly with respect to the U.S. dollar, because we report our results in Indian rupees but have debt and some of our projects development contracts are denominated in U.S. dollars. As a result, changes in currency exchange rates may affect our results of operations. As at August 31, 2014, we have external commercial borrowings of ₹ 3,041.90 million denominated in U.S. dollars. In order to reduce our currency exchange risks, we currently have hedging arrangements in relation to the external commercial borrowings, both principal and interest. Further, as of August 31, 2014,we have taken certain buyers' credit facilities of ₹ 3187.1 million which have not been hedged by us for exchange rate fluctuations. In addition, we may have to rely on imports to meet part of the equipment and fuel requirement of some of our projects. Accordingly, any depreciation of the Indian rupee against the U.S. dollar or other foreign currencies may adversely affect our results of operations by increasing the cost of financing any debt denominated in U.S. dollars or any proposed capital or revenue expenditure in foreign currencies. If we are unable to pass on the costs of foreign exchange variations to our customers, depreciation of the Rupee against foreign currencies may adversely affect our results of operations and financial condition.

29. We are exposed to the credit risks of our customers. As at March 31, 2014, ₹ 1,042.26 million, or 26.80% of our trade receivables were due for six months or more. Any non payment or non performance by our customers could materially and adversely affect our financial condition and results of operations.

We are exposed to payment delays and/or defaults by our customers. As of March 31, 2014, our trade receivables amount to ₹ 3,889.49 million and represented for approximately 46.78% of our current assets, loans and advances and 26.80% of these trade receivables were six months or more past due. Our financial position and profitability therefore depend on the credit worthiness of our customers. We extend credit terms of zero to 60 days to our customers. We have in the past experienced instances of provisioning for non payment by customers. The allowances we have recorded for impairment of trade receivables amounted to ₹ 98.67 million in Fiscal 2012, ₹ 103.15 million in Fiscal 2013 and ₹ 7.83 million in Fiscal 2014.

Certain of these counterparties may have weak credit histories and we cannot assure you that these counterparties will always be able to pay us in a timely fashion, if at all. We are also exposed to the risks associated with entering into arrangements with other public buyers of power with weak credit histories. Any change in the financial condition of our customers that adversely affects their ability to pay us may adversely affect our financial condition and results of operations.

30. We may be subject to certain legal and business risks relating to the entities in which we have invested. In addition, we may be required to contribute additional capital for maintaining our equity interest in such entities and may not control their dividend payment decisions.

Our current, direct and indirect, equity interest in our Associates as of the date of this Draft Red Herring Prospectus in MCCPL, SPMRPL, GCMPL and SPGL is 45%, 26%, 35.61% and 49.73%, respectively. SPGL, SPMRPL and MCCPL have expansion plans which may require us to make further investments to the extent of our proportional ownership interest.

Investment in third-party entities exposes us to certain legal and business risks relating to these entities. As minority shareholders in these entities, we do not control their decision making or operations and there can be no assurance that the business decisions of such entities will always be in our interest. We also do not control dividend decisions of these entities as decisions regarding dividend payment require majority consent. If dividend payments do not materialise in the amounts that we expect, we may not be able to recover our investment in these, which could have an adverse effect on our financial condition and results of operations.

31. Activities in the coal beneficiation and power generation businesses can be dangerous and can cause injury to people, property or the environment in certain circumstances. This could subject us to significant disruptions in business, legal and regulatory actions, which could adversely affect our business, financial condition and results of operations.

Operations in our coal beneficiation and power generation businesses carry inherent risks of personal injury and loss of life, damage to or destruction of property, plant and equipment and damage to the environment. The coal beneficiation and power generation businesses require our employees and workers to work under potentially dangerous circumstances and with highly flammable and explosive materials. In particular, coal may spontaneously combust upon coming into contact with oxygen. Although we use coal rejects in our power projects, significant quantities of coal rejects have to be stacked in heaps at our coal beneficiation plants which exposes them to the risk of spontaneous combustion. Moreover, coal rejects contain a large percentage of ash and the use of coal rejects in our power projects generates a considerable amount of ash. Ash is a major cause of environmental pollution and global warming. Despite compliance with requisite safety and environmental requirements and standards, the operations of coal beneficiation and power generation businesses are subject to hazards associated with the handling of such dangerous materials. If improperly handled or subjected to unsuitable conditions, these materials could injure our employees or other persons, damage our properties and those of others and harm the environment. In the event that our coal beneficiation and power plant operations cause any environmental hazard or result in any way in the contamination of the environment or in the event of any calamity, we could be subject to substantial criminal and/or civil liability, including being liable for certain costs related to hazardous materials, such as costs for health or environment related claims, or removal or treatment of such substances and/or claims and litigation from our current or former employees or other persons for injuries arising from exposure to materials or other hazards at the power plants. This could subject us to significant disruption in our business, legal and regulatory actions, which could adversely affect our business, reputation, financial condition and results of operations.

For instance, on July 3, 2011, an employee of a M/s Cethar Vessels Private Limited, our contractor, was killed in an accident while installing our 270 MW thermal power plant. We paid ₹0.42 million to the dependents of the employee in question pursuant to a notice received in 2011 under the Workmen Compensation Act, 1923 from the Industrial Health and Security Department, Bilaspur.

32. Our operations could be adversely affected by strikes, work stoppages or increased wage demands by our employees or at the mines from which our customers source their requirements.

As of March 31, 2014, we had 1780 full time employees. Although we have not experienced any disruptions to our operations due to disputes or other problems with our work force in the past, there can be no assurance that we will not experience such disruptions in the future. Such disruptions may adversely affect our business and results of operations may also divert management's attention and result in increased costs. In

addition, any strikes or disputes at any of the coal mines which supply coal to our customers could have a material adverse effect on our business and operations.

We enter into contracts with independent contractors to complete specified assignments and these contractors are required to source the labour necessary to complete such assignments. Although we do not engage these labourers directly, it is possible under Indian law that we may be held responsible for wage payments or any payments under the applicable laws, to labourers engaged by contractors should the contractors default on wage payments. Any requirement to fund such payments may adversely affect our business, financial condition and results of operations. Furthermore, pursuant to the provisions of the Contract Labour (Regulation and Abolition) Act, 1970, as amended, we may be required to absorb a portion of such contract labourers as employees. Any such order from a court or any other regulatory authority may adversely affect our business and operations.

India has stringent labour legislation that protects the interests of workers, including legislation that sets forth detailed procedures for the establishment of unions, dispute resolution and employee removal and legislation that imposes certain financial obligations on employers upon retrenchment. Although our employees are not currently unionized, there can be no assurance that they will not unionize in the future. If our employees unionize, it may become difficult for us to maintain flexible labour policies, and we may face the threat of labour unrest, work stoppages and diversion of our management's attention due to union intervention, which may have an adverse impact on our business, results of operations and financial condition.

33. We may be required to incur significant expenses for complying with environmental laws and any failure to comply with existing and new environmental laws could adversely affect our results of operations.

Our coal beneficiation and power projects are subject to central and state environmental laws and regulations that govern the discharge, emission, storage, handling and disposal of a variety of substances, including hazardous wastes that may be used in or result from our operations of the coal beneficiation and power plants. Environmental regulation of industrial activities in India may become more stringent in the future in order to meet the international environmental standards and for other reasons. The scope and extent of such new environmental regulations, including their effect on the operations of coal beneficiation and power plants, cannot be predicted with any certainty. In case of any change in environmental or pollution regulation, we may be required to incur significant amounts on, among other things, environmental monitoring and pollution control equipment and emissions management.

Our existing and proposed coal beneficiation facilities and power projects generate a considerable amount of coal rejects and ash. We dispose of coal rejects by selling them on an "*as is where is*" basis, reprocessing them or blending them with coal purchased primarily through e-auction. The reprocessing of coal rejects generates rejects containing varying amounts of ash. We have large stocks of rejects, and the options for using this ash and the ash generated during power generation are limited. While we will continue to explore methods to utilize or dispose of ash, our ash utilization activities may be insufficient to dispose of the ash generated at our coal beneficiation facilities and power projects. We are subject to a Government of India requirement that for power plants that are commissioned after November 6, 2008, 100.00% of the fly ash produced through power generation activities must be gainfully utilized within three years from the date of commissioning of such power plant. Compliance with this requirement, as well as any future norms with respect to ash utilization, may add to our capital expenditures and operating expenses.

Moreover, our coal beneficiation facilities and power projects generate a considerable amount of greenhouse gases, which are major contributors to global warming, greenhouse effects and potentially climate change. We may become subject to legislation and regulation in response to the potential impact of climate change. Compliance with any new rules could be difficult and costly and we could incur increased energy, environmental and other costs and capital expenditures to comply with the limitations imposed by such legislation. Furthermore, unless and until such legislation is enacted and its terms are known, we cannot reasonably or reliably estimate its impact on our financial condition, operating performance or ability to compete.

In the event we are held to be in violation of the abovementioned regulatory requirements, including conditions in the permits required for our operations, by courts or governmental agencies, we may have to pay fines, modify or discontinue our operations, incur additional operating costs or make capital expenditures. Any public interest or class action legal proceedings related to such environmental matters could also result in the imposition of financial or other obligations on us. Any such costs could adversely affect our competitive position and results of operations. For more information on the regulations applicable to us, see "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

34. The construction and operation of the coal beneficiation and power projects we are developing may face significant opposition from local communities and other parties, which may adversely affect our results of operations and financial condition.

The construction and operation of coal beneficiation and power projects may face opposition from the local communities where these projects are located and from special interest groups. In particular, local communities, the forest authorities and other authorities may oppose the acquisition or lease of land for operations relevant to our businesses, due to the perceived negative impact of mining and power-related industrial activities on

such communities or on the environment. For example, on two occasions, a party filed a petition challenging the acquisition of land for our facilities at Chakabura. In another instance, relating to land situated at village Kasaipali, Korba, we were restricted from using the land in question. In addition, continued opposition from local communities has resulted in the Ministry of Environment and Forests reviewing earlier sanctions and in some cases passing stop work orders. While the petition did not impact any of our projects, significant opposition by local communities, non-governmental organizations and other parties to the construction of our coal beneficiation and power projects may adversely affect our results of operations and financial condition in the future. In order to acquire suitable land for our coal beneficiation and power projects, we may be required to resettle the local inhabitants in other areas. We may have to incur significant expenditure on any such resettlement, or in relation to any dispute, including litigation, which may arise in respect of any such resettlement, which may adversely affect our financial condition and result of operations. For further details, see the section titled "*Legal & Other Information — Outstanding Litigation and Material Developments — Litigation Involving our Company*" on page 428 of this Draft Red Herring Prospectus.

35. The success of our business depends on our ability to attract and retain key personnel. If we are unable to do so, it would adversely affect our business and results of operations.

Our success depends substantially on the continued service and performance of the members of our senior management team and other key personnel for project implementation, management and running of the daily operations, and the planning and execution of our business strategy. In the event that we lose the services of any of these or other key individuals and are unable to find suitable replacements in a timely manner, our ability to realize our strategic objectives could be impaired. We do not maintain "*key man*" insurance for any of our senior management or key personnel. The loss of key members of the senior management or other key team members, particularly to competitors, could have an adverse effect on our business and results of operations.

We are also subject to laws and regulations governing relationships with employees, in such areas as minimum wage and maximum working hours, overtime, working conditions, hiring and terminating of employees and work permits. Shortage of skilled personnel or work stoppages caused by disagreements with employees could have an adverse effect on our business and results of operations.

36. The occurrence of an event for which we are not adequately or sufficiently insured could have an adverse effect on our business, results of operations, financial condition and cashflows.

Operations in our business carry inherent risks of personal injury and loss of life, damage to or destruction of property, plant and equipment and damage to the environment, and are subject to risks such as fire, theft, flood, earthquakes and terrorism. See the risk factor titled "*Activities in the coal beneficiation and power generation businesses can be dangerous and can cause injury to people, property or the environment in certain circumstances. This could subject us to significant disruptions in business, legal and regulatory actions, which could adversely affect our business, financial condition and results of operations*" on page 43 of this Draft Red Herring Prospectus. We maintain insurance coverage in amounts that we believe to be commercially appropriate. However, such insurance may not be adequate to cover all losses or liabilities that may arise from our operations, including when the loss is not easily quantified and in the event of damage to our reputation. Even if we make a claim under an insurance policy, we may not be able to successfully assert our claim for any liability or loss under such insurance policy. Additionally, there may be various other risks and losses for which we may not be insured either because such risks are uninsurable or not insurable on commercially acceptable terms. See the section titled "*Our Business - Insurance*" on page 214 of this Draft Red Herring Prospectus.

In addition, we may not be able to maintain insurance of the types or at levels which we deem to be necessary or adequate or at rates which we consider to be reasonable. The occurrence of an event for which we are not adequately or sufficiently insured or the successful assertion of one or more large claims against us that exceed available insurance coverage, or changes in our insurance policies (including premium increases or the imposition of large deductible or coinsurance requirements), could have an adverse effect on our business, reputation, results of operations, financial condition and cash flows.

37. Our Promoters and Promoter Group will continue to retain majority shareholding in us after the Offer, which will allow them to exercise significant influence over our business and operations and affect the outcome of shareholder voting.

Our Promoters and Promoter Group will continue to retain a majority shareholding in our Company after the Offer, which will allow them to exercise significant influence over us.

As at the date of the filing of the Draft Red Herring Prospectus, our Promoters and Promoter Group currently own 182,987,770 Equity Shares in the aggregate, representing 76.88% of the Company's pre-Offer Equity Share capital. Upon completion of the Offer, our Promoters and Promoter Group entities will own Equity Shares in the aggregate representing 73.88% of the Company's fully diluted post-Offer Equity Share capital. Accordingly, our Promoters and Promoter Group entities will continue to exercise significant influence over our business policies and affairs and all matters requiring shareholders' approval, including the composition of our Board of Directors, the adoption of amendments to our certificate of incorporation, the approval of mergers, strategic acquisitions or joint ventures or the sales of substantially all of our assets, and the policies for

dividends, lending, investments and capital expenditures. This concentration of ownership also may delay, defer or even prevent a change in control of our Company and may make some transactions more difficult or impossible without the support of our Promoters and Promoter Group entities. The interests of our controlling shareholders could conflict with our Company's interests or the interests of our other shareholders. We cannot assure you that our Promoters or Promoter Group entities will act to resolve any conflicts of interest in our or your favour.

38. We have in the past entered into related party transactions and may continue to do so in the future and there can be no assurance that we could not have achieved more favourable terms if such transactions had not been entered into with related parties.

We have entered into transactions with our principal shareholders and our Promoters and their respective affiliates. For the period ended March 31, 2014, ₹ 510.12 million (3.17%) of our total revenue from operations of ₹16,067.32 million related to transactions with related parties and ₹ 3,014.82 million (21.77%) of our total expenditures of ₹ 13,849.52 million related to transactions with related parties. For further details, see the section titled "*Financial Statements - Related party Transactions*" on page F-95 of this Draft Red Herring Prospectus. While we believe that all such transactions have been conducted on an arms-length basis and contain commercial terms, there can be no assurance that we could not have achieved more favourable terms if such transactions had not been entered into with related parties. Furthermore, it is likely that we will enter into related party transactions in the future.

39. Our ability to pay dividends in the future will depend upon our future earnings, financial condition, cash flows, working capital requirements, capital expenditures and any restrictive covenants in financing arrangements.

Our ability to pay dividends in the future depends on the profitability of our coal beneficiation and power projects businesses, our future earnings, financial condition, cash flows, working capital requirements, capital expenditures and restrictive covenants in our present and future financing arrangements. Our future ability to pay dividends will also depend on the earnings, financial condition and capital requirements of our Subsidiaries and capital requirements of our Associates and the dividends we receive from them. Dividends distributed by our subsidiaries will attract dividend distribution tax at rates applicable from time to time. We cannot assure investors that we will receive dividends from our subsidiaries sufficient to cover our operating expenses and pay dividends to our shareholders, or at all.

Our business is capital intensive and we may plan to make additional capital expenditures to complete the coal beneficiation and power projects that we are currently developing. Our ability to pay dividends may also be restricted under financing arrangements in which we expect to enter. We may be unable to pay dividends in the near or medium term, and our future dividend policy will depend on our capital requirements and financing arrangements for the expansion of our coal beneficiation facilities and power projects, financial condition and results of operations.

40. Failure to protect our intellectual property rights may adversely affect our business.

Our trademark and logo which appear on the cover page of this Draft Red Herring Prospectus are not registered and we have applied for the registration of this trademark and logo. We have still not received the registration for these applications. In addition, we have not obtained any legal protection for any of our know-how. There can be no assurance that the registration process for our trademark and logo will be completed in a timely manner or at all for reasons beyond our control or any other reason. If we fail to protect our intellectual property rights, including patents, trademarks, trade secrets and copyrights, our business and financial condition may be adversely affected. Furthermore, pending our application for registration, our trademark and logo shall have limited legal protection. For further details, see the section titled "*Government and Other Approvals*" on page 485 of this Draft Red Herring Prospectus.

41. We depend on various contractors or specialist agencies to construct and develop our coal beneficiation plants and power projects and supply of certain key equipment, some of which supply sophisticated and complex machinery and we are exposed to risks relating to the timing or quality of their services, equipment and supplies.

We depend on the availability of third-party contractors for the development and construction of our coal beneficiation plants and proposed power projects and supply of certain key equipment. For instance, TRN Energy has entered into supplies and services contracts with BGR Energy System Limited for undertaking the engineering, procurement and construction of the Raigarh Power Plant and related equipment. We do not have any direct control over the timing or quality of services, equipment or supplies provided by these contractors. In addition, as a result of increased industrial development in India in recent years, the demand for contractors with specialist design, engineering and project management skills and services has increased manifold, resulting in a shortage of and increasing costs of such contractors. We cannot assure investors that such skilled and experienced contractors will continue to be available at reasonable rates in the areas in which we conduct our operations, and we may be exposed to risks relating to the quality of their services, equipment and supplies. Concentration of imports from certain countries can affect our business, including when there is a change in the political, social or economic factors in such country, leading to shutdown or longer gestation periods of our power plants due to non-availability of spares or delays in equipment supplies. Further, the project management teams of various foreign contractors, which will be required to visit India for the purpose of setting up our power projects, may face difficulty in obtaining travel

permissions and visas for travel in a timely manner. Inability to obtain visas for travel of the project management team could adversely affect the completion timelines of the projects.

In addition, we require the continued and timely support of certain original equipment manufacturers to supply necessary services and parts to maintain the power projects at affordable cost. If we are unable to procure the required services or parts from these manufacturers (for example, as a result of the shutting down of operations of the manufacturer or bankruptcy), or if the cost of these services or parts exceed the budgeted cost, there may be an adverse effect on our business, financial condition and results of operations. Contractors and suppliers are generally subject to liquidated damages payments for failure to achieve timely completion or performance shortfalls. We may not be able to recover from a contractor or supplier the full amount of losses that we may suffer due to such failure to achieve timely completion or performance shortfalls. In addition, our effort to recover such losses may give rise to additional costs, including litigation costs.

42. Our operations are sensitive to seasonal changes.

Our operations may be adversely affected by difficult working conditions due to high temperatures during summer months and rain during monsoon that restrict the ability of mining companies to carry on their mining activities and thereby provide us with raw coal and restrict our ability to carry on coal beneficiation activities and fully utilize our resources, particularly during the second quarter of our Fiscal Year. During periods of curtailed activity due to adverse weather conditions, we may continue to incur operating expenses, but our revenues from operations may be delayed or reduced. We have also in the past faced an increase in the shortage of adequate rail transportation facilities for coal supplies during the third and fourth quarters of our Fiscal Year, when India tends to experience higher freight transportation activities, which may result in our inability to meet fully the typically higher demand for our beneficiated coal by the power sector during these quarters.

43. We may enter into new lines of business in the future, in which we do not have adequate prior experience or technical expertise. We may not be successful in our new lines of business, as a result of which our business, financial condition and results of operations may be materially and adversely affected.

We may enter into new lines of business in the future, in which we do not have adequate prior experience or technical expertise. Entering into new lines of business may divert our management's attention from our coal beneficiation and power generation business. We will also need to incur additional capital expenditure in relation to such new lines of business, which may adversely affect our business, financial condition and results of operations. Furthermore, if we are unsuccessful in these endeavours, our business, reputation, financial condition and results of operation may be adversely affected.

Risks Related to our Coal Beneficiation Business

44. We may be materially and adversely affected by changes in regulations affecting our customers, particularly if the regulations requiring plants more than 1,000 kilometres from coal mines to use beneficiated coal were to be relaxed.

All power plants located more than 1,000 kilometres from the coal mine that supplies them are legally required to use beneficiated or blended coal with an ash content of not more than 34% as their fuel pursuant to the Ministry of Environment and Forest of India Directives GSR 560(E) and 378(E) dated September 19, 1997 and June 30, 1998, respectively read with the notification dated February 4, 2014. Demand for beneficiated coal may increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis. Furthermore, plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

If the existing regulations were relaxed or if our current or potential customers were granted exemption from the application of such regulations by the Ministry of Environment and Forests, we may be unable to maintain our existing customers or secure new customers for our coal beneficiation services, which would materially and adversely affect our business, results of operations, financial condition and prospects. In addition, because most of our customers are power plants, any changes in the regulations affecting the power generation industry, particularly power plants which use coal as fuel, could reduce the demand for beneficiated coal from our customers.

45. A decrease in demand for coal, particularly beneficiated coal, in India, a decrease in the price of imported coal or an increase in the price of coal would materially and adversely affect our results of operations.

A significant percentage of our revenue is derived from the revenue generated by our coal operations, which include revenue from coal beneficiation and allied receipts and the sale of coal. In Fiscal 2012, 2013 and 2014, were 92.07%, 79.08% and 67.52%, respectively, of our revenue was generated from our coal operations. As a result, any decrease in demand for coal, particularly beneficiated / reprocessed/ blended coal, would materially and adversely affect us. The primary factors affecting demand for coal include the market price for coal, environmental, political,

social, regulatory and economic developments within and outside India, as well as demand for power in India. In addition, any technological developments that affect the amount of coal required by power plants could reduce our customers' beneficiated coal requirements and materially and adversely affect us.

Furthermore, if the price of imported coal decreases or the effective price of beneficiated coal to our customers increases, our customers may decide to meet a larger proportion of their coal requirements from imported coal rather than beneficiated coal sourced from us.

We also sell coal purchased through the e-auction process conducted by a public sector undertaking and also imported coal by blending such coal with coal rejects generated during our beneficiation process. While we seek to pass most of our costs through to our customers as part of the negotiated contract price, we may not always be able to do so and may be exposed to increases in costs after signing a contract, should the price of coal purchased through such e-auction and imported coal increase.

Our business, operations and prospects may also be adversely affected by various policies and statutory and regulatory requirements and developments that affect the coal and power industry in India, in particular, policies which may favour alternate energy sources other than coal. In the event of a significant decline in the demand for our coal in the thermal power industry in India, our business, results of operations and financial condition may be materially and adversely affected.

46. Information relating to the capacities of our coal beneficiation plants included in this Draft Red Herring Prospectus is based on various assumptions and actual production at our manufacturing facilities may vary from such estimated installed capacity information.

The capacities of our coal beneficiation plants refer to the normative production capacity of our beneficiation plants in terms of the amount of raw coal that each plant can beneficiate in a year. The basis of our normative production capacity calculation for each coal beneficiation plant is the production capacity, as approved by the relevant pollution control board. These capacities have been extrapolated and expressed in raw coal terms in cases in which the pollution control board has approved the same in terms of beneficiated coal and other end products. Further, the ratio of extrapolation, where all end products are not mentioned in the consent order, is based on the beneficiation characteristics of raw coal in the respective regions. Where all end products are mentioned in the consent order, the extrapolation is based on the summation of all these end products. In certain instances, where approvals from the relevant pollution control board are on a daily or monthly basis, the capacities have been extrapolated using 330 as the number of working days and 12 as the number of months, as the case may be. In cases in which the capacity of a particular coal washery has been assessed by a government agency, such assessed capacity has been used as normative capacity. As a result, the actual amount of raw coal processed at our beneficiation plants in any particular period may differ significantly from the normative production capacity due to, among other things, scheduled and unscheduled downtime at our beneficiation plants, material available and customer demand. Undue reliance should, therefore, not be placed on the information relating to the capacities of our coal beneficiation plants included in this Draft Red Herring Prospectus.

47. Our business may be adversely affected by shortages in electricity and water supply or increases in electricity and water prices.

We consume a substantial amount of electricity and water in connection with our coal beneficiation operations. We expect our demand for electricity and water to increase as our production capabilities increase and our business grows. Any shortages or disruption in electricity or water supply could lead to lengthy production shutdowns and increased costs related to recommencement of operations, which could have a material adverse effect on our business, financial conditions or results of operations. Any significant increase in electricity and water prices will increase our costs and may adversely affect our results of operations if we are not able to pass the increased costs on to our customers.

48. We may not be able to acquire sufficient land for our planned coal beneficiation projects, which will impact the viability of our project and our growth plans.

Our plan is to increase our aggregate design beneficiation capacity, on a proportional basis, by 29.22 MTPA by the end of Fiscal 2019. Economic viability of a coal beneficiation plant is dependent on its proximity to the mine pithead. Further, the selection of locations for the expansion of our coal beneficiation capacity depends on the availability of land between the mine pithead (providing coal for the coal beneficiation process) and the nearest railway sidings, as the transportation costs of transporting raw coal are high. While the sites for the expansion of our coal beneficiation facilities have already been identified, we cannot provide any assurances that acquisition of such suitable land will be completed in a timely manner, on terms that are commercially acceptable to us, or at all. If we are unable to acquire sufficient and suitable amounts of land for the expansion of our coal beneficiation facilities, the viability and efficiency of the projects may be affected.

49. Most of our coal beneficiation contracts are short term to medium term in nature and we may not be selected for the projects for which we have submitted a bid or bids, or those projects that we will bid upon in the future. Further, as government contract are

typically awarded to the lowest bidder, we may face margin pressure as a significant number of our contracts are awarded by government entities through competitive bidding processes.

Most of our contracts are awarded through participation in a public tender process. In selecting companies to beneficiate coal, clients generally base their decisions on four main factors: price, location, evacuation methodology and logistics capabilities. Our competitors may have greater resources, better technologies and lesser controls on their systems and procedures than we do and may be able to achieve better economies of scale, allowing them to bid at more competitive rates, or may be located closer to the relevant mine. There is no assurance that we will be the successful bidder in any of these bids or that a contract will be profitable, if we are successful. Failure to successfully bid for coal beneficiation contracts and on commercially profitable terms could adversely affect our financial condition, results of operations and business prospects.

Furthermore, most of our coal beneficiation contracts are short-term to medium-term in nature and are generally re-awarded to us at the end of each term through a bidding process. In the event that these contracts are not re-awarded at the end of such term, our business and profitability could be adversely affected.

Furthermore, contracts by government entities are typically awarded to the lowest bidders and we may need to accept lower margins in order to be awarded such contract. As a result, our financial results and business prospects may be adversely affected by lower margins, particularly as 33.77%, 44.90% and 52.76% of our revenue was derived from government contracts for Fiscal 2012, 2013 and 2014, respectively.

50. Several of our coal beneficiation projects are geographically concentrated and any disruptions in this area, including terrorism, may adversely impact our ability to meet our obligations to customers.

We have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the largest coal beneficiation plant in India in Dipka, Chhattisgarh, with an installed and designed capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*) Out of our total design coal beneficiation capacity, we have a total design coal beneficiation capacity of 38.43 MTPA in Chhattisgarh, a state that has significant coal reserves according to the Ministry of Coal (*Source: www.coal.nic.in/welcome.html, as of April 1, 2014*). We own (through our Company and its Subsidiaries) three coal beneficiation plants in Odisha, with a total design capacity of 17.09 MTPA, in which our proportional capacity is 16.51 MTPA. In addition, our Associate, GCMPL, has commissioned two coal beneficiation plants in Odisha, with a total design capacity of 7.91 MTPA, in which our proportional capacity is 2.82 MTPA. We plan to add, on a proportional basis, 29.22 MTPA of design capacity in various locations, such as the IB Valley and Talcher coalfields in Odisha, the Raigarh and Korba coalfields in Chhattisgarh and the North Karanpura coalfield in Jharkhand.

Chhattisgarh and Odisha have witnessed civil disturbances and terrorism in recent years and it is possible that future civil unrest or terrorism as well as other adverse social, economic and political events in these two states or in India generally, or changes in the state or local governments, even on a short-term basis, could impair our ability to meet our obligations under any long-term or short-term customer contracts.

51. Coal mining is subject to unexpected disruptions which could cause our results of operations to fluctuate across fiscal periods.

The coal mines from which our customers source their requirements are subject to events and operating conditions that could disrupt their production, loading and transportation of coal at or from the mines for varying lengths of time. These events and conditions include:

- adverse weather and natural disasters, including heavy rains, poor wind conditions, floods, earthquakes and forest fires;
- unexpected equipment failures and maintenance problems;
- failure to obtain key materials and supplies, such as explosives, fuel and spare parts (particularly tires for coal hauling trucks and dump trucks);
- variations in coal seam thickness, the amount and type of rock and soil (overburden) overlying the coal seam and other discrepancies to the geological models;
- variation in quality of raw coal mined;
- delays or disruptions in coal chains, shipments of coal products or importation of equipment and spare parts;
- changes in geologic conditions and geotechnical instability of the mining pits; and
- reserve estimates being incorrect.

Any disruption of the mining operations from which our customers source their requirements could materially and adversely affect our business, financial condition, results of operations and prospects.

Risks Related to our Power Generation Business

52. Our operations for our power generation business have significant fuel requirements, and we may not be able to ensure uninterrupted availability of fuel at competitive prices, which would have an adverse effect on our business, results of operations and financial conditions. Furthermore, any mismatch in penalty provisions between fuel supply agreements and PPAs, which may arise on account of short delivery of fuel would adversely affect our financial condition and results of operations.

Fuel for our thermal power plants consists of reprocessed coal rejects, blended coal, raw coal and natural gas. Our coal beneficiation plants generate coal rejects and we also purchase additional quantities from third parties. In regards to raw coal, we obtain it through the e-auction process, third parties or import such coal. We obtain natural gas to fuel our Kakinada Power Plant (208 MW), Andhra Pradesh from GAIL (India) Limited pursuant to a fuel supply agreement. Our policy is to secure long-term arrangements for coal. At the date of this Draft Red Herring Prospectus, we have not secured a fuel source for four of our projects under implementation and development, which have an aggregate designed capacity of 2,800 MW.

We have entered a fuel supply agreement with a public sector undertaking for the Raigarh Power Plant and for Bandakhar Power Plant in Chhattisgarh. We might be allocated coal quantity lesser than as granted to us under letter of assurance issued by Standing Linkage Committee, Ministry of Coal, Government of India. Further, certain public sector undertakings may also cancel our existing coal linkages for other power plants.

In addition, we have yet to enter into arrangements with the Government of India or its nominated entity for the supply of coal in respect of our Korba Power Plant, Sidhi Power Plant, Ratija Power Plant (Phase I) and Ratija Power Plant (Phase II), and Champa Power Plant and our applications for long-term linkages are pending approval. In relation to our Kakinada Power Plant (350 MW), SPGL, our Associate has applied to the Central Electricity Authority of India for allocation of natural gas. Our Kakinada Power Plant (350 MW) is currently under implementation. However, given the scarcity of natural gas in India, on March 19, 2012, the Central Electricity Authority of India issued a notification advising not to plan projects based on natural gas until Fiscal 2016. In light of this advisement, SPGL intends to apply and seek various clearances for setting up a coal based Kakinada Power Plant (350 MW).

We have entered into long-term agreements for fuel with respect to our Korba Power Plant and Ratija Power Plant (Phase I), and expect to enter into other such long-term agreements in the future. If our counterparties fail to honour their commitments (including on account of non-receipt of raw coal supplies from coal companies), we could face difficulties in obtaining fuel in India for our power plants. Importing coal is also not a feasible option for us due to the expense of transporting the coal to our inland project sites.

In the event that we are unable to obtain approvals for a long-term coal linkage from the Ministry of Coal or enter into fuel supply agreements, the quality of coal allocated to us is not of the expected calorific value, our coal suppliers default on their obligations to us under any fuel supply agreements we may enter into in the future, or if we fail to satisfy any of the terms and conditions attaching to the supply of coal contained in our current and any future fuel supply agreements, then we may be required to make alternative arrangements for coal supply for our coal based power projects.

There can be no assurance that we will be able to obtain coal supplies both in sufficient quantities, acceptable qualities and on commercially acceptable terms, or at all. We may also have to purchase coal at a significantly higher spot price from the market for carrying out our operations, which could have an adverse effect on our business, financial condition and results of operations.

Further, under the extant regulations, coal companies have linked the quantum of fuel to be supplied under fuel supply agreements to the extent of long term power purchase agreements entered into by us with Discoms. The penalties under the fuel supply agreements for short delivery of fuel are not applicable if the supply is up to 80% of annual contracted capacity is made by the coal company, whereas the penalties under the long term PPAs would have to be paid by us if the contracted capacity is not delivered to the Discoms. Therefore, any mismatch in the penalty provisions between the fuel supply agreements and the PPAs would adversely affect our operations.

53. Termination of Power Purchase Agreement and right of first refusal to purchase 30% of power generated by Government of Chhattisgarh State may adversely impact our sales from these power plants.

The Government of Chhattisgarh has terminated Power Purchase Agreements for the purchase of 30% power generated by our power plants situated/under construction in the state of Chhattisgarh, and has issued letters to that effect. The Government of Chhattisgarh, however, has issued letters indicating that it may purchase 30% of power generated from our power plants that are fuelled by coal rejects if the tariff of power is

equivalent to the power procured from such power plants with captive coal block. As such, the termination of this Power Purchase Agreement and the uncertainty surrounding the purchase of 30% power of reject coal based power plants may impact our sales from these power plants, which could adversely affect our business, financial condition and results of operations.

54. Our flexibility in managing our power operations is limited by the regulatory environment in which we operate and changes to tariff regulations may adversely affect our results of operations and our cash-flow from operations.

The power industry in India is highly regulated. Our business is regulated by laws, rules and directives issued by governmental and various other authorities, including the Ministry of Power, State Governments and the Government of India. In the event that we are unable at any time to comply with existing regulations or any changes in such regulations, or any new regulations introduced, our operations may be adversely affected. Further, we cannot assure you that any changes to the current regulatory structure, including changes to the current regulatory bodies or to the existing rules and directives, will be favourable to our business. Any change in or introduction of new regulations may increase our costs of operations, which could have a material and adverse effect on our sales and profitability. In addition to complying with regulations and directives, we are also required to adhere to the terms of our PPAs. Any material breach of these agreements could have an adverse effect on our financial results and business prospects.

Power tariffs in India for long-term purchase/sale of power are currently established through competitive bidding or determined by central or state regulators. Although we expect that tariffs with respect to some of the power plants will be determined through a process of competitive bidding, it is possible that some projects developed in the future will be subject to central or state tariff regulation or will be subject to tariff anticipation and negotiation by beneficiary states (where power plants are located or states whose mineral development corporations have entered into agreements with the Company for fuel supply). We have entered into long-term and short-term PPAs with various state regulatory bodies, for sale of power at tariffs determinable by such regulatory bodies. For instance, We entered into a wind energy purchase agreement with Maharashtra State Electricity Distribution Company Limited dated September 28, 2005 for the sale of 100% of the power that is generated by the Sangli Wind Power Plant. The PPA is for a term of 13 years from the date of commencement of commercial operations of the power plant, with an option to renew the agreement by mutual agreement of the parties. Maharashtra State Electricity Distribution Company Limited has agreed to pay us on a monthly basis in accordance with the fixed tariff set out in the agreement. For further details, see the section titled "*Our Business - Power Generation Business*" on page 150 of this Draft Red Herring Prospectus. In regard to these, we may be restricted in our ability to, among other things, increase our tariffs, sell our interests to third parties, undertake expansions and contract with customers. These restrictions may limit our flexibility in operating our business and could also result in reducing our return on equity.

Over the past few years, there has been a trend towards deregulation of the power sector which envisions a comprehensive change in the current regulatory structure. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus. We cannot envisage the future industry scenario in light of these changes and what changes might result from deregulation. For example, in the case of shortages of power in the states where our projects are located, states may impose restrictions on the sale of power to parties outside of the state. Any such changes could have a material effect on our business, prospects and results of operations.

Any other change or introduction of new legislation or regulation and any review of tariffs and the provisions of our PPAs, including taxation policy, relating to power generation in the country may have an impact on our operations and financial performance. The timing and content of any new law or regulation is not in our control and such new law or regulation could have an adverse effect on our business, results of operations and financial condition.

Further, one of our long term PPAs with PTC India Limited which has a back to back PPA with state Discoms in Rajasthan is subject to the matter currently pending before the Rajasthan Electricity Regulatory Commission and the Supreme Court and the outcome of which may adversely affect our operations with respect to Bandakhar Power Plant. For more details, please refer to the section titled "*Outstanding Litigation and Material Developments*" on page 428 of the Draft Red Herring Prospectus.

55. Demand for power in India may not increase in line with our expectations.

The demand for power in India is closely linked to economic growth in the country. As the economy grows, economic activities, such as industrial production and personal consumption also tend to expand, which increases the demand for power. We expect demand for power in India to increase in connection with expected increases in India's GDP.

However, there can be no assurance that demand for power in India will increase to the extent we expect, or at all. In the event demand for power in India does not increase as we expect it will, our results of operations and expansion strategy may be materially and adversely affected. Further, as we propose to sell some part of our power generated on a merchant basis, any decrease in the demand for power in India may adversely impact the merchant rate for power and could adversely affect our profitability from power generation business.

56. Our PPAs may expose us to certain risks, including risks of fluctuations in demand and price for power and contractual penalties that may affect our future results of operations.

The profitability of our power generation business will largely be a function of our ability to manage the associated costs during the terms of our PPAs and operate our power projects at efficient levels. If we are unable to manage our costs effectively or operate our power projects at efficient levels, our business prospects, financial condition and results of operations may be adversely affected.

In the power generation business, there are often restrictions on a company's ability to, among other things, increase prices at short notice, sell interests to third parties and undertake expansion initiatives with other consumers. Accordingly, if there is an industry-wide increase in tariffs, we may not be able to renegotiate the terms of the existing PPAs or any other PPA to be entered into by us in the future, to take advantage of the increased tariffs. In addition, in the event of an increase in operational costs, we do not have the ability to reflect a corresponding increase in our tariffs. Therefore, the prices at which we supply power may have little or no relationship with the costs incurred in generating power, which means that our margins can fluctuate significantly.

We also expect to enter into short-term PPAs, which may create additional variability in our revenue and could expose our business to risks of market fluctuations in demand and price for power. To the extent tariffs are market driven, the price at which we sell power may have little or no relationship to our cost of supplying power. In the case of regulated tariffs, unless a regulator agrees, we may be limited in our ability to pass on the increased production costs to a customer.

Further, the duration of our off-take arrangements may not match the duration of the related financing arrangements and we may be exposed to refinancing risk. In the event of an increase in interest rates, our debt service cost may increase at the time of refinancing our loan facilities and other financing arrangements, but our revenue under the relevant PPA may not correspondingly increase. In addition, a PPA may expire or be terminated and we may not have sufficient revenue to meet our debt service obligations or be able to arrange sufficient borrowings to refinance those obligations on commercially acceptable terms, or at all. Furthermore, under the terms of certain of our PPAs, the customers have the right to terminate the PPA at their discretion. Consequently, the mismatch between the financing arrangements and the corresponding PPAs may adversely affect our business, financial condition and results of operations.

Furthermore, the supply of power under long term offtake agreements may commence at a date which is in variance with the scheduled commercial operation dates of the power plants under construction, which may lead to a mismatch in the timing and, consequentially, may adversely affect the flow of revenue from the said projects. During such periods we may be forced to either sell the power on exchange where we may not realise tariff equivalent to the tariff under long term PPAs or we may be forced to run the power plants on partial load basis or altogether shut down the plants.

In the event that we default in fulfilling our obligations under our current PPAs or any other PPA that we will enter into in the future, we may be liable to contractual penalties including termination of such PPAs. The termination of any PPA would adversely affect our goodwill, business and results of operations.

57. Failure to enter into off-take arrangements in a timely manner and on terms that are commercially acceptable to us could adversely affect our business, financial condition and results of operations.

We have entered into MoUs with state governments which have been converted into implementation agreements with respect to our power projects. The implementation agreements provide for further off-take agreements to be executed, which would specify the right of the respective entity nominated by the state government to purchase up to 5% of the net power generated by the power plant at variable charges, at a tariff to be approved by the appropriate State Electricity Regulatory Commission. Consequently, our revenues and profits from the sale of up to 5% of the power generated by our power plants are not under our control and depend on the tariff approved by the appropriate regulator. In the event the approved tariff is lower than anticipated, it could have an adverse effect on our results of operations.

We have also entered into long-term PPAs with, amongst others, Gujarat Urja Vikas Nigam Limited for the sale of 200 MW of electricity generated by the Korba Power Plant; with Transmission Corporation of Andhra Pradesh Limited for the sale of approximately 208 MW of electricity generated by the Kakinada Power Plant (208 MW); with UP Discoms through PTC India Limited for sale of 390 MW power that will be generated by the Raigarh Power Plant and with Rajasthan Discoms through PTC India Limited for sale of 250 MW power that will be generated by the Bandakhar Power Plant; with PTC India Limited for supply of 30MW power that will be generated by the Kanberi Power Plant (Phase I). We will need to enter into other long-term off-take agreements for sale of the balance power to be generated by the above projects as well with respect to projects where power is yet to be sold on long term basis. As power plants are currently not permitted to sell electricity directly to retail power consumers without entering into a PPA, the consumer base for the Power Projects without PPAs is limited to state utility companies, electricity boards, industrial consumers, large retail consumers (less than 1 MW connected load) and licensed power traders. We cannot assure investors that we will be able to enter into off-take arrangements on terms that are favourable, or at all. Failure to enter into off-take

arrangements in a timely manner and on terms that are commercially acceptable to us could adversely affect our business, financial condition and results of operations.

58. We may be required to develop transmission lines from our power projects, non-completion of which could lead to significant transmission costs and could also affect our operations. Also, we may be required to enter into long term bulk power transmission agreements with Power Grid Corporation of India Limited and furnish bank guarantees with respect to the same but the construction of the relevant power plant may get deferred due to reasons beyond our control which may lead to forfeiture of bank guarantees and levy of deemed charges.

Evacuation of power from our power plants when commissioned to our consumers poses significant challenges due to transmission constraints. One reason is that the T&D segment has been a laggard in the development of the power sector with investments in T&D being half of that in generation. Evacuation of power to the consumer/beneficiary is either our responsibility or the responsibility of the purchaser, depending upon the identity of the purchaser, the location of the power project and other factors. For evacuating power, we may have to construct long distance transmission lines at our cost and also seek permission/consents to connect with the national/state grid. If construction of such transmission lines is not complete by the time our power projects are ready to commence operation or if there is a delay or we are unable to obtain the necessary permissions/consents to connect with the national/state grid or we incur significant transmission costs, our financial position and results of operations could be adversely affected.

Also, we may be required to enter into long term bulk power transmission agreements with Power Grid Corporation of India Limited and furnish bank guarantees with respect to the same but the construction of the relevant power plant may get deferred due to reasons beyond our control which may lead to forfeiture of bank guarantees and levy of deemed charges. For instance, our Subsidiary, AMPPGPL has filed a petition for relinquishment of the LTOA under the BPTA before the Central Electricity Regulatory Commission on similar grounds as above. For more details, please refer to section titled "*Outstanding Litigation and Material Developments*" on page 428 of the Draft Red Herring Prospectus.

59. We cannot assure you that our planned power projects will commence commercial operation as expected on a timely basis, if at all.

At the date of this Draft Red Herring Prospectus, six of our power projects, including those held through Associates, are operational. Three projects are in the construction phase, and another five projects are in the implementation or development stages. Each project is required to achieve commercial operation no later than the scheduled commercial operations date specified under the MoU or implementation agreement or PPA, as the case may be, subject to certain limited exceptions. The scheduled completion dates for our projects are estimates and are subject to the risks arising from contractor performance shortfalls, any of which could give rise to delays, cost overruns or the termination of a project's development.

Although a third-party contractor may be liable to us for payment of liquidated damages and/or penalty amounts if the project fails to achieve commercial operation by the scheduled commercial operations date, we may nevertheless still be liable for liquidated damages under implementation agreements, regardless of whether we have recourse to the contractor for the delay. Further, the liquidated damages payable by a contractor to the relevant project company may not be sufficient to cover the amount owed by us or commensurate with the range of remedies available to our customers.

Delays may result in forfeiture of security deposits, withdrawal of coal linkage approvals, performance guarantees being invoked, cost overruns, lower or no returns on capital, erosion of capital and reduced revenue, as well as failure to meet scheduled debt service payment dates. We have in the past experienced delays in achieving milestones set out for our projects. For instance, we experienced delays in commissioning both units of our Korba Power Project, by a period of six months for the first unit and nine months for the second unit due to delay in commissioning of a pooling station by Power Grid Corporation of India Limited, damage of generators rotor due to an accident and loss of equipment during shipment. We have also experienced delays regarding the operational unit of our Chakabura Power Plants due to a court order restraining our use of certain lands that was subsequently stayed. Furthermore, no coal linkages have been granted by the Government of India since 2010, and as a result of which execution of power projects have been delayed. For further details, see the section titled "*History and Certain Corporate Matters - Time and Cost Overruns*" on page 231 of this Draft Red Herring Prospectus.

The failure by our project companies to make timely debt service payments due to delays or any other reason could result in a loss on our investment in such project companies if lenders trigger the security under the financing agreements due to a project company's payment default. Moreover, any loss of goodwill could adversely affect our ability to prequalify for future projects.

60. We may be unable to avail certain tax benefits in relation to our power generation business in the future.

In accordance with the provisions of Section 80-IA of the Income Tax Act, 1961, a company is eligible for deductions of certain profits derived from the generation, transmission or distribution of power for any 10 consecutive assessment years out of 15 years beginning from the year in

which the undertaking (a) begins to generate power (on or before March 31, 2017), or (b) starts transmission or distribution by laying a network of new transmission or distribution lines (on or before March 31, 2017), or (c) undertakes substantial renovation and modernization of the existing network of transmission or distribution lines (on or before March 31, 2017). As such, we will not be eligible to receive the tax benefits for future projects that are commissioned after the designated date if such tax benefits are not extended by the Government of India. We cannot assure investors that the Government of India will extend the period of availability for such tax benefits and if such tax benefits become unavailable, our business, financial condition and results of operations could be materially and adversely affected. We cannot assure investors that we will be able to avail ourselves of such tax benefits and other fiscal concessions.

61. The coal purchase agreement for the Sidhi Power Plant has been entered into with a related party.

The expected consumption of coal for the Sidhi Power Plant is 6.20 MTPA with an average gross calorific value of 3,800 kilocalories per kilogram of fuel at a Plant Load Factor of 85% In relation to this project, we have entered into a coal purchase agreement for 4.50 MTPA, subject to certain adjustments, from PMCRPL, which is owned by our Promoters, Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu. While we believe that this transaction has been conducted on an arms- length basis and contain commercial terms, there can be no assurance that we could not have achieved more favourable terms if such transactions had not been entered into with related parties.

Further, the continued operation and success of the Sidhi Power Plant depends on our relationship with our Promoters. Consequently, if we lose our relationship with our Promoters, our business and growth prospects may decline and our financial condition and results of operations may be adversely affected.

Risks Related to the Offer

62. The proceeds from this Offer will not be available to us.

As this Offer is an offer for sale of Equity Shares by the Selling Shareholders, the proceeds from this Offer will be remitted to the Selling Shareholders and our Company will not benefit from such proceeds.

63. The price of our Equity Shares may be volatile, and investors may be unable to resell their Equity Shares at or above the Offer Price, or at all.

Prior to the Offer, there has been no public market for our Equity Shares, and an active trading market on the Indian Stock Exchanges may not develop or be sustained after the Offer. The Offer Price of the Equity Shares may bear no relationship to the market price of the Equity Shares after the Offer. The market price of the Equity Shares after the Offer may be subject to significant fluctuations in response to, among other factors, variations in our operating results, market conditions specific to the industry in which we operate in India, developments relating to India, volatility in the BSE and the NSE and securities markets elsewhere in the world, adverse media reports on us or the industry in which we operate, changes in the estimates of our performance or recommendations by financial analysts, significant developments in India's economic liberalization and deregulation policies, and significant developments in India's fiscal regulations.

64. Any future issuance of Equity Shares may dilute investors' shareholding and any future issuance of Equity Shares or sales of existing Equity Shares may adversely affect the trading price of the Equity Shares.

Any future issuance of Equity Shares by us may dilute the shareholding of investors, adversely affect the trading price of our Equity Shares and our ability to raise capital through an issue of securities. In addition, any perception by investors that such issuances or sales might occur could also affect the trading price of our Equity Shares. Additionally the disposal, pledge or encumbrance of Equity Shares by any of our major shareholders, including Pineridge, or the perception that such transactions may occur may affect the trading price of the Equity Shares. For further details on Pineridge, see the section titled "*History and Certain Corporate Matters*" beginning on page 225 of this Draft Red Herring Prospectus. No assurance may be given that we will not issue Equity Shares or that such shareholders will not dispose of, pledge or encumber their Equity Shares in the future. Furthermore, there can be no assurance that any divestment of Equity Shares by investors will not influence potential lenders in the future, which could have an adverse effect on our ability to raise future financing for our projects.

65. Lock-up with respect to the Shares held by Pineridge will not commence until the allotment of the Equity Shares. Consequently, divestment by Pineridge of its Equity Shares prior to the date of the Allotment may affect the trading price of the Equity Shares.

As of the date of this Draft Red Herring Prospectus, Pineridge holds 52,162,514 Equity Shares. These Equity Shares, to the extent not offered by way of the Offer, shall be subject to a lock-up as per the ICDR Regulations from the date of the allotment of shares in this Offer. The disposal, pledge or encumbrance of the Equity Shares held by Pineridge prior to Allotment, may affect the trading price of the Equity Shares. There can be no assurance that Pineridge will not dispose of, pledge or encumber these Equity Shares. Furthermore, there can be no assurance that any

divestment of Equity Shares by Pineridge will not influence potential lenders in the future, which could have an adverse effect on our ability to raise future financing for our projects.

66. There are restrictions on daily movements in the price of the Equity Shares, which may adversely affect a shareholder's ability to sell, or the price at which it can sell, Equity Shares at a particular point in time.

Subsequent to listing, we will be subject to a daily circuit breaker imposed on listed companies by all stock exchanges in India which does not allow transactions beyond certain volatility in the price of the Equity Shares. This circuit breaker operates independently of the index-based market-wide circuit breakers generally imposed by SEBI on Indian stock exchanges. The percentage limit on our circuit breaker is set by the stock exchanges based on the historical volatility in the price and trading volume of the Equity Shares. The stock exchanges are not required to inform us of the percentage limit of the circuit breaker from time to time, and may change it without its knowledge. This circuit breaker would effectively limit the upward and downward movements in the price of the Equity Shares. As a result of this circuit breaker, there can be no assurance regarding the ability of shareholders to sell the Equity Shares or the price at which shareholders may be able to sell their Equity Shares.

67. Investors will not be able to sell immediately on an Indian stock exchange any of the Equity Shares they purchase in the Offer until the Offer receives the appropriate trading approvals.

Our Equity Shares will be listed on the NSE and the BSE. Pursuant to Indian regulations, certain actions must be completed before the Equity Shares can be listed and trading commence. There could be a failure or delay in listing the Equity Shares on the BSE and the NSE. Any failure or delay in obtaining the approval would restrict investors' ability to dispose of their Equity Shares. Investors' book entry, or "demat," accounts with depository participants in India are expected to be credited within two working days of the date on which the basis of allotment is approved by the NSE and the BSE. Thereafter, upon receipt of final approval from the NSE and the

BSE, trading in the Equity Shares is expected to commence within 12 Working Days of the Bid/ Offer Closure date. We cannot assure investors that the Equity Shares will be credited to investors' demat accounts, or that trading in the Equity Shares will commence, within the time periods specified above. Any delay in obtaining the approvals would restrict the ability of an investor to dispose of its Equity Shares.

68. Conditions in the Indian securities market may affect the price or liquidity of the Equity Shares.

The Indian securities markets are smaller than securities markets in more developed economies. Indian stock exchanges have in the past experienced substantial fluctuations in the prices of listed securities. The Indian stock exchanges have also experienced problems that have affected the market price and liquidity of the securities of Indian companies, such as temporary exchange closures, broker defaults, settlement delays and strikes by brokers. In addition, the governing bodies of the Indian stock exchanges have from time to time restricted securities from trading, limited price movements and restricted margin requirements. Further, disputes have occurred on occasion between listed companies and the Indian stock exchanges, and other regulatory bodies that, in some cases, have had a negative effect on market sentiment. If similar problems occur in the future, the market price and liquidity of the Equity Shares could be adversely affected.

Risks Related to India

69. Changing laws, rules and regulations and legal uncertainties, including adverse application of corporate laws, may adversely affect our business, financial condition, results of operations and prospects.

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes, may adversely affect our business, financial condition, results of operations and prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy. The Companies Act, 2013, together with the rules thereunder (the "**Companies Act**"), contains significant changes to Indian company law, including in relation to the issue of capital by companies, related party transactions, corporate governance, audit matters, shareholder class actions and restrictions on the number of layers of subsidiaries. Moreover, effective April 1, 2014, companies exceeding certain net worth, revenue or profit thresholds are required to spend at least 2% of average net profits from the immediately preceding three financial years on corporate social responsibility projects, failing which an explanation is required to be provided in such companies' annual reports. We may incur increased costs and other burdens relating to compliance with these new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business and results of operations.

70. Our performance and growth are dependent on the performance of the Indian economy and, more generally, the global economy. A protracted global recession would have a material adverse effect on us.

Our activities and results are affected by international, national and regional economic conditions. Starting in September 2008, a downturn in the global economy, sparked by uncertainty in credit markets and deteriorating consumer confidence, reduced global growth, credit and risk appetite.

If global macroeconomic conditions deteriorate, due to, for instance, the recent economic turmoil caused by fears related to the ability of European sovereign debt issuers to repay their debt or refinance it at acceptable rates, recent developments in North Africa and the Middle East, higher oil and other commodities prices, inflation or the threat thereof, rising interest rates or the recent earthquake and tsunami in Japan, our outlook and growth prospects will weaken and financial weakness among our potential customers and partners may exacerbate the negative trend in market conditions, which could have a material adverse effect on demand for our projects and on our business, financial condition and results of operations.

The economy could also be adversely affected by various factors such as political or regulatory action, including adverse changes in liberalization policies, social disturbances, terrorist attacks and other acts of violence or war, natural calamities, changes in interest rates, commodity and energy prices and various other factors. General economic conditions may affect the financial stability of our customers and prospective customers. Any further slowdown in either the Indian economy or the global economy may materially and adversely affect our business, financial condition, results of operations and the price of our Equity Shares.

71. Natural disasters, terrorist attacks, civil disturbances, regional conflicts and other acts of violence in India and abroad may disrupt or otherwise adversely affect the Indian economy, the health of which our business depends on.

The occurrence of natural disasters, including hurricanes, earthquakes, tornadoes, fires, explosions, pandemic diseases, the H1N1 swine flu virus, and man-made disasters, including acts of terrorism and military actions, could adversely affect our results of operations or financial condition. Although constructed and maintained to withstand certain natural events, our coal beneficiation and power projects may not survive such catastrophic events, or may experience substantial damage.

Certain events that are beyond our control, such as terrorist attacks, the recent earthquake and tsunami in Japan and other acts of violence or war, may adversely affect worldwide financial markets and could potentially lead to a severe economic recession, which could adversely affect our business, results of operations, financial condition and cash flows, and more generally, any of these events could lower confidence in India's economy. Southern Asia has, from time to time, experienced instances of civil unrest and political tensions and hostilities among neighbouring countries. Political tensions could create a perception that there is a risk of disruption of services provided by India-based companies, which could have an adverse effect on our business, future financial performance and price of our Equity Shares. Furthermore, if India were to become engaged in armed hostilities, particularly hostilities that are protracted or involve the threat or use of nuclear weapons, our operations might be significantly affected. India has from time to time experienced social and civil unrest and hostilities, including riots, regional conflicts and other acts of violence. Events of this nature in the future could have a material adverse effect on our ability to develop our business. As a result, our business, results of operations and financial condition may be adversely affected.

72. Political instability or a change in economic liberalization and deregulation policies could seriously harm business and economic conditions in India generally and our business in particular.

The Government has traditionally exercised and continues to exercise a significant influence over many aspects of the economy. Our business and the market price and liquidity of our Equity Shares may be affected by interest rates, changes in Government policy, taxation, social and civil unrest and other political, economic or other developments in or affecting India. The Government of India has in recent years sought to implement economic reforms and the current government has implemented policies and undertaken initiatives that continue the economic liberalization policies pursued by previous governments. There can be no assurance that liberalization policies will continue in the future. The rate of economic liberalization could change, and specific laws and policies affecting the power sector, foreign investment and other matters affecting investment in our securities could change as well. Any significant change in such liberalization and deregulation policies could adversely affect business and economic conditions in India, generally, and our business, prospects, financial condition and results of operations, in particular.

73. Inflation and corruption in India could have an adverse effect on our profitability and, if significant, on our financial condition.

Headline inflation measured by the new CPI has remained in double digits during April 2012 to January 2014, averging 10% over this period. (*Source: Reserve Bank of India*) Continued high rates of inflation may increase our costs, such as salaries, prices of transportation, wages, raw materials or any other of our expenses. Further, we may be able to adjust our costs or pass our costs which have been fixed a long during periods of lower inflation to our customers. Accordingly, high rates of inflation in India could increase our costs, could have an adverse effect on our profitability and, if significant, on our financial condition.

In addition, recent instances of corruption in India have the potential to discourage investors and derail the growth prospects of the Indian economy. Corruption creates economic and regulatory uncertainty and could have an adverse effect on our business, profitability and results of operations.

74. The market value of an investor's investment may fluctuate due to the volatility of the Indian securities markets.

Stock exchanges in India have in the past experienced substantial fluctuations in the prices of listed securities. The SENSEX, BSE's benchmark index, reduced by around 25%, representing approximately 5,000 points, in the calendar year 2011 and subsequently increased by around 26%, representing approximately 4,000 points in the calendar year 2012. The stock exchanges in India, in line with global developments, have witnessed volatility in 2011 and 2012. However, as of May 17, 2013, 200 day volatility of the SENSEX as per Bloomberg data stood at a comparable figure of 12.39 relative to 10.61 for Dow Jones Industrial Average, 14.28 for the Hang Seng Index and 7.80 for Strait Times Index (Singapore).

The Indian Stock Exchanges have experienced temporary exchange closures, broker defaults, settlement delays and strikes by brokerage firm employees. In addition, the governing bodies of the Indian Stock Exchanges have from time to time imposed restrictions on trading in certain securities, limitations on price movements and margin requirements. Furthermore, from time to time, disputes have occurred between listed companies and stock exchanges and other regulatory bodies, which in some cases may have had a negative effect on market sentiment.

75. Significant differences exist between Indian GAAP and other accounting principles, such as US GAAP and IFRS, which may be material to investors' assessments of our Company's financial condition. Our failure to successfully adopt IFRS could have a material adverse effect on the price of our Equity Shares.

Our financial statements, including the financial statements provided in this Draft Red Herring Prospectus, are prepared in accordance with Indian GAAP. We have not attempted to quantify the impact of IFRS or U.S. GAAP on the financial data included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial statements to those of U.S. GAAP or IFRS. U.S. GAAP and IFRS differ in significant respects from Indian GAAP. For details, see "*Presentation of Financial, Industry and Market Data*" on page 21 of this Draft Red Herring Prospectus. Accordingly, the degree to which the Indian GAAP financial statements included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

Notes to Risk Factors:

1. Initial public offering of 30,940,000 Equity Shares having a face value of ₹ 10 each of the Company for cash at a price of ₹ [●] per Equity Share (including a share premium of ₹ [●] per Equity Share), through an offer for sale of 30,940,000 Equity Shares, comprising up to 23,800,000 Equity Shares by Pineridge, 3,140,000 Equity Shares by Mr. Ganesh Chandra Mrig and 4,000,000 Equity Shares by Mr. Ashok Mrig aggregating up to ₹ [●] million. Further, up to 250,000 Equity Shares of ₹ 10 each will be reserved in the Offer for subscription by Eligible Employees (as defined in "*definitions and abbreviations*") at the offer price. The Offer less the employee reservation portion is hereinafter referred to as the "net offer". The Net Offer shall constitute 12.89% of the fully diluted post-offer paid-up capital of our company.

2. Our Company was originally incorporated on March 14, 1997 as "Aryan Coal Benefications Private Limited" under the provisions of the Companies Act with a certificate of incorporation dated March 14, 1997. The name of our Company was changed to "ACB (India) Private Limited" and a fresh certificate of incorporation consequent to change of name was issued to us on September 18, 2009 by the RoC. The reason for the change of name was to adopt an abbreviated name. Subsequently, our Company was converted into a public limited company (i.e., "ACB (India) Limited") and a fresh certificate of incorporation consequent to conversion to a public limited company was issued to us on October 1, 2009 by the RoC.

3. Our net worth, as at March 31, 2014, was ₹ 22,863.53 million, as per our Restated Consolidated Financial Information, and was ₹ 18,452.60 million, as per our Restated Standalone Financial Information.

4. The net asset value per Equity Share was ₹ 96.06 as at March 31, 2014, as per our Restated Consolidated Financial Information.

5. The average cost of acquisition per Equity Share by our Promoters is set forth in the table below:

Name of the Promoter	No. of Equity Shares held	Average price per share (in ₹)
Mr. Rudra Sen Sindhu	39,464,455	11.94
Mr. Kuldeep Singh Solanki	27,360,280	3.02
Mr. Ganesh Chandra Mrig	6,065,939	9.43

Mr. Vir Sen Sindhu	27,510,211	15.39

The average cost of acquisition per Equity Share by the Promoters has been calculated by taking the average of the amount paid by them to acquire the Equity Shares issued by the Company.

6. For details in relation to interests of Group Companies in the Company, including business interests see "Financial Statements - Related Party Transactions" on page F-95 and "Promoter and Promoter Group – Business Interest of Group Companies, Subsidiaries and Associates in our Company" on page 340.

7. There are no financing arrangements whereby the Promoter Group, the Directors or their relatives may have financed the purchase of Equity Shares by any other person other than in the normal course of business of the financing entity in the six months immediately preceding the date of filing of the Draft Red Herring Prospectus.

8. For any complaints in relation to the Issue, Bidders may contact the BRLMs. For further details of the BRLMs, including contact details, see "General Information" on page 82.

9. We have entered into certain related party transactions as disclosed in the section on "Financial Statements - Related Party Transactions" on page F-95 of this Draft Red Herring Prospectus. The details of transactions by our Company with our Group Companies and Subsidiaries during the last fiscal year including the nature and cumulative value of the transactions are as follows:

SUMMARY OF OUR BUSINESS, STRENGTHS AND STRATEGIES

The following information should be read together with the information contained in the sections titled "Our Business", "Risk Factors," "Industry Overview", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Financial Statements" on pages [●], 175, 25, 390 *and* 342, *respectively, of this Draft Red Herring Prospectus.*

Unless otherwise stated, the financial information of our Company used in this section is derived from our Restated Consolidated Financial Information. In this section, a reference to the "Company" or "ACBL" means ACB (India) Limited. Unless the context otherwise requires, references to "we," "us," or "our" refer to ACBL, its Subsidiaries, its Associates and its Joint Ventures, taken as a whole on a consolidated basis.

As of August 2014, we are the largest coal washing company in India, with an aggregate design beneficiation capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We have approximately 16 years of experience in the coal beneficiation business and as of the date of this Draft Red Herring Prospectus, we have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the single largest coal washery in India in Dipka, Chhattisgarh, with an installed and designed capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Our plan is to increase our aggregate design beneficiation capacity, on a proportional basis to 91.79 MTPA by the end of Fiscal 2019.

In connection with our coal beneficiation operations, we also offer logistics services to our customers to manage their supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites. Our beneficiation plants generate coal rejects as a by-product, part of which we reprocess, which are then used to generate electrical power. As of August 2014, our thermal power plants have an aggregate installed capacity of 380 MW fuelled by coal rejects, reprocessed coal rejects and blended coal. We source majority of the coal rejects we need for the operational power plants in Chhattisgarh from our coal beneficiation business. We also sell coal rejects, reprocessed coal rejects, coal rejects blended with imported coal or with coal (both processed and unprocessed) purchased through the e-auction process conducted by certain public sector undertakings. In addition, we have the Sangli Wind Power Plant and have an investment in Kakinada Power Plant (208 MW) (which is owned by our Associate, SPGL). We consider our coal beneficiation operations, power generation operations and sale of coal to be an integrated business.

Our strategy going forward is also to increase the percentage of our total income that will be generated from our power operations. In furtherance of this, our Company and our Subsidiaries have four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW) at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development. Our power projects are strategically located in areas that we believe have the fuel resources required to operate such facilities. For further details, see the section titled "*Power Projects under Construction, Implementation and Development*" below.

Our primary customers for coal beneficiation and allied receipts are government entities engaged in power generation who have selected us for coal beneficiation through a public tendering process. We also service private companies operating in various industries including the production of aluminium, cement, sponge iron and power generation. Our top customers in Fiscal 2014 were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited, Andhra Pradesh Generation Company, and Nabha Power Limited. In Fiscal 2014, they accounted in aggregate for 79.04% of our income from coal beneficiation and allied receipts. We currently have seven customers in our power generation business, which include Gujarat Urja Vikas Nigam Limited, Chhattisgarh State Power Trading Company Limited ("**Chhattisgarh SPTC**"), Maharashtra State Electricity Distribution Company Limited, Transmission Corporation of Andhra Pradesh Limited and Transmission Corporation of Telangana State Limited,. We have also entered into contracts with Chhattisgarh SPTC and PTC India Limited for the sale of power in connection with the operational power plants and power projects that are under construction. Most of our customers in our sale of coal business are industrial consumers or coal traders. Our top five customers in Fiscal 2014 were Adhunik Power & Natural Resources Limited, Bharat Aluminium Co. Limited, Mahavir Multitrade Private Limited, Aryan Ispat & Power Private Limited, and Mahavir Global Coal Limited. In Fiscal 2014, they accounted in aggregate for 59.30% of our income from sale of coal.

In December 28, 2013, we signed an agreement with a public sector undertaking, with respect to establishment of a 1.6 MTPA coal beneficiation plant at Dahibari, Jharkhand and commenced construction in this regard. On May 27, 2014, our Company received a letter of intimation from a public sector undertaking, to establish a 10 MTPA coal beneficiation plant at Basundhara, Odisha. These projects are being undertaken by us on a build, operate and maintain basis and the cost of building, operating and managing these beneficiation plants will be borne by these public sector undertakings.

Two of our arrangements with customers in our coal beneficiation and power generation businesses are connected since we beneficiate raw coal for a customer, provide them with the beneficiated coal and utilise the coal rejects generated in the beneficiation process to generate electrical

power, which we provide to the related power distribution entities of our respective customers. One of these arrangements is with entities of the Government of Gujarat, the Gujarat State Electricity Corporation Limited and Gujarat Urja Vikas Nigam Limited; the other arrangement is with certain private sector entities. Both arrangements are currently operative.

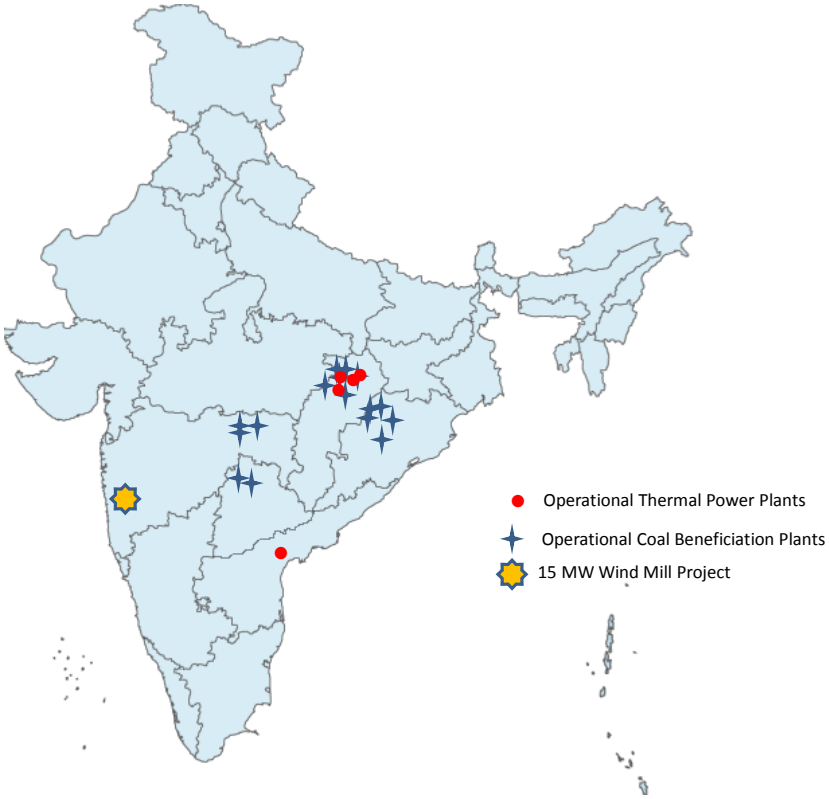
Our revenue and EBITDA on a consolidated basis, from our coal operations and power generation businesses for Fiscal 2012, 2013 and 2014 were as set forth in the table below:

Business	Fiscal 2012		Fiscal 2013		Fiscal 2014	
	Revenue(1)	EBITDA(2)	Revenue(1)	EBITDA(2)	Revenue(1)	EBITDA(2)
						(₹ in million)
Coal Operations.	12,661.14	5,267.38	14,072.45	6,210.07	11,196.79	3,822.43
Power Generation.	1,009.58	551.84	3,493.43	1,759.59	5,089.46	2,574.61

(1) *Includes internal revenue as per Annexure XV on Statement on Consolidated Segment Reporting, as restated.*
(2) *Summation of segment results and segment depreciation as per Annexure XV on Statement on Consolidated Segment Reporting, as restated*

Income from our coal operations includes income generated from (i) coal beneficiation and allied receipts and; (ii) the sale of coal. Income from our power generation business includes income generated from the sale of thermal power and wind power. In Fiscal 2012, 2013 and 2014, 91.50%, 79.24% and 68.27% of our total income were generated by our coal operations and 7.30%, 19.67% and 31.03% of our total income were generated by power generation businesses, respectively.

The map below provides an overview of the locations of our current coal beneficiation plants and power projects under operation:



Our Competitive Strengths

Largest coal washing company in India with plants in strategic locations

As of August 2014, we are the largest coal washing company in India, with an aggregate design beneficiation capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We have 17 beneficiation plants, which are

located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the largest coal beneficiation plant in India in Dipka, Chhattisgarh, with an installed and designed capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*) Out of our total design coal beneficiation capacity, we have a total design coal beneficiation capacity of 38.43 MTPA in Chhattisgarh, a state that has significant coal reserves according to the Ministry of Coal (*Source: www.coal.nic.in/welcome.html, as of April 1, 2014*). We plan to add, on a proportional basis, 29.22 MTPA of design capacity in various locations where we expect increases in demand for beneficiated coal, such as the IB Valley and Talcher coalfields in Odisha, the Raigarh and Korba coalfields in Chhattisgarh and the North Karanpura coalfield in Jharkhand. We believe that our large current and planned coal beneficiation capacities at strategic locations enable us to realize economies of scale, competitively bid for coal beneficiation contracts, enter into contracts for the beneficiation of large volumes of coal with our customers and provide us access to large quantities of coal rejects.

Strong logistics support for our coal beneficiation customers

As an integrated service provider, we offer comprehensive logistics services to our customers. Our logistics services include picking up raw coal at the mine, transporting the coal to our coal beneficiation plant, transporting the beneficiated coal to our customer (either by rail or by truck), storing both raw coal and beneficiated coal as needed (we have dedicated storage facilities at our coal beneficiation plants, on land owned by the Company near the coal beneficiation plants and next to railway sidings where coal is loaded onto trains), monitoring the supply chain for our customers so they remain aware of pending deliveries on a real-time basis and reconciling the quantities of beneficiated coal delivered with the quantities subject to contract. These services enable us to manage our customers' supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites.

Track record of identifying coal beneficiation opportunities and successfully commissioning new projects in a cost efficient and timely manner

We have a track record of successfully identifying and establishing new coal beneficiation plants. We have established a systematic method of site evaluation, design, project management, construction and operation. For instance, in October 1999 we set-up our first coal beneficiation plant with a design coal beneficiation capacity of 1.00 MTPA near the Dipka mines. Over the years, due to an increase in the mining of coal and an increase in the demand for washed coal in the area, we expanded the design capacity of this coal beneficiation plant. Currently, our coal beneficiation plant in Dipka is the largest coal washing plant in India with an installed and designed capacity of 12.00 MTPA (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Since October 1999, we have acquired interests in and have commissioned, in aggregate, 16 additional coal beneficiation plants.

Our extensive experience in developing and implementing coal beneficiation projects across India also helps us implement such projects efficiently and in a timely manner. Depending upon the nature of the project and the planned design capacity, we are typically able to build a coal beneficiation plant in approximately 12 to 18 months from receipt of necessary approvals.

Ability to re-process and effectively utilize coal rejects

The process of coal beneficiation generates coal rejects which, if improperly handled or subjected to unsuitable conditions, can harm the environment. Through the use of new technologies such as jig equipment, which further breaks down coal rejects into organic coal particles and inorganic impurities, we have successfully reprocessed these rejects to extract the remaining carbon in the form of better quality rejects and coal fines. These re-processed coal rejects can be directly used in power generation plants as a substitute for raw coal. We also blend the coal rejects with raw-coal (either unprocessed or processed) purchased from third parties (primarily from public sector undertakings through e-auctions) and imported coal. Blended coal has a higher calorific value as a fuel as compared to coal rejects. We use re-processed coal rejects and blended coal in our power plants or sell them to our customers. Since coal rejects are the property of our customers, we typically purchase such rejects from our customers or adjust the value of these rejects against the beneficiation charges due from our customers.

Integrated coal beneficiation and power generation operations

As of the date of this Draft Red Herring Prospectus, we have 17 beneficiation plants and our thermal power plants have an aggregate installed capacity of 380 MW fuelled by coal rejects, reprocessed coal rejects and blended coal. We continue to be one of the few companies in India that has successfully developed and commissioned power projects that use low calorific value coal rejects as fuel (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We source the majority of our requirement for coal rejects for the operational power plants from our coal beneficiation operations. In relation to the projects under construction, implementation and development, that would be based on reject coal, we intend to source the entire requirement for coal rejects through our beneficiation operations. The ability to use coal rejects as fuel enables us to avoid the cost of transporting and storing coal rejects while providing us with a viable means to generate power. Thus, we are able to leverage efficiencies between our coal beneficiation and our power generation businesses and generate power on a cost-effective basis. We believe these efficiencies are likely to increase as we expand our operations in both businesses.

Strategic location of power projects

We believe that our power projects are strategically located in areas that have the fuel resources required to operate such facilities. For instance, the Chakabura Power Plant (Phase I and Phase II), is fuelled by coal rejects, reprocessed coal rejects and/or blended coal generated by our coal beneficiation plants in Chakabura. Similarly, our Korba Power Plant and our Ratija Power Plant (Phase I) which are fuelled by coal rejects, reprocessed coal rejects and/or blended coal, adjoin our coal beneficiation plants in those areas, thereby reducing fuel transportation expenses. Furthermore, two of the raw coal based power projects under construction, with an aggregate design capacity of 900 MW, are located within a distance of 20 kilometres from the mine pithead, and are also within the State of Chhattisgarh, where most of our coal beneficiation plants are situated.

Furthermore, almost all of the current power projects and projects under construction, implementation and development are located in central India under the Western Region Power Grid, which has historically had a large power supply deficit and where the transmission of power does not require the payment of inter-regional transmission charges. We have entered into arrangements with, amongst others, Transmission Corporation of Andhra Pradesh and Gujarat Urja Vikas Nigam Limited for off-take arrangements for power from the operational power plants in Ratija, Kakinada and Korba, respectively. We have also entered into arrangements with PTC India Limited and Chhattisgarh SPTC for off-take arrangements for power from the Bandakhar Power Plant and the Raigarh Power Plant, which are expected to be commissioned at various points of time in Fiscal 2015 and Fiscal 2016.

Experience in developing and operating power generation plants and established track record of implementation

We have a track record of commissioning power projects. We commissioned the Chakabura Power Plant (Phases I and II) and the Ratija Power Plant (Phase I), which were planned and executed using our in-house project management capabilities. In addition to these projects, which were constructed and commissioned by us, we commissioned our Korba Power Plant on an engineering, procurement and construction contract basis. Further, we expect to commission the Bandakhar Power Plant and Raigarh Power Plant over Fiscal 2015 and Fiscal 2016, which are being constructed by third parties, pursuant to engineering, procurement and construction contracts. For further details, see " – *Power Generation Business*" below.

While the construction of these projects was undertaken either by us or through third parties, we believe that our experience in developing power generation plants and our in-house project planning and execution capabilities represent a significant competitive strength. Further, all our power generation plants are operated by our own in-house team, which represents a significant strength and enables us to lower our operational and maintenance costs.

Experienced senior management team

We are managed by an experienced professional team of senior managers, with extensive management and operational experience in the coal and power sectors. Our experienced management team brings us industry experience and knowledge of coal mining, production and related logistics services, managing and operating coal beneficiation plants, managing, implementing and operating power projects, cost and operational efficiencies and marketing and business development initiatives. We believe that our senior management's expertise has played a key role in the growth of our business and in the development of consistent procedures and internal controls. In addition, the skills and diversity of our senior management team give us flexibility to respond to changes in the business environment. Our management, supported by a capable and talented pool of employees, will continue to be an important driver of growth and success in all of our existing and new business ventures.

Our Strategy

Capitalize on the expected growth in demand for beneficiated coal in India

We believe that demand for coal, and particularly beneficiated coal, will increase due to a variety of factors, including increased demand for power generation in India, the poor quality of Indian raw coal, the benefits of using beneficiated coal in improving the efficiency and utilization of power plants and the potential for lowering transportation costs and increasing the life of a power plant. Raw coal in Chhattisgarh and Jharkhand has an ash content of approximately between 35% and 42% and raw coal in Odisha has an ash content of approximately between 35% and 50% (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Demand for beneficiated coal may increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis. Furthermore, plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

The only way to reduce the ash content of raw coal is to beneficiate it or blend it with coal of a sufficiently low ash content. There are also commercial benefits to transporting beneficiated coal over a long distance, which weighs less but has a higher calorific value than raw coal.

As a leader in the coal beneficiation industry in India, with an aggregate coal beneficiation design capacity, on a proportional basis, of 62.57 MTPA, we believe that we are well-positioned to capitalize on the increased demand. We believe demand will increase from both our existing customers as well as from new customers, including from customers in the private sector, in which case we will likely be required to expand capacities at our existing locations or build new coal beneficiation plants to service such new customers. We plan to add, on a proportional basis, 29.22 MTPA of design capacity in various locations where we expect increases in demand for beneficiated coal, such as the IB Valley and Talcher coalfields in Odisha, the Raigarh and Korba coalfields in Chhattisgarh and the North Karanpura coalfield in Jharkhand.

Leverage our expertise to capitalize on emerging opportunities in the coal beneficiation business

We are the largest coal washing company in India, with an aggregate design coal washing capacity, on a proportional basis, of 62.57 MTPA (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). and we believe we are well-positioned to capitalize on emerging opportunities in the industry. For example, in December 2012, the Ministry of Coal for the Government of India issued guidelines for setting up coal beneficiation plants on public sector companies' land to bridge the demand and supply gap of beneficiated coal. Pursuant to this, certain public sector undertakings are in the process of setting up coal beneficiation plants.

We have entered into agreements with certain public sector undertakings with respect to establishment of coal beneficiation plants. These projects are being undertaken by us on a build, operate and maintain basis and the cost of building, operating and managing these beneficiation plants will be borne by these public sector undertakings.

Additionally, we continue with our plans to participate in opportunities to set-up coal beneficiation plants on a build, operate and maintain basis.

Increase the use of beneficiated coal on a voluntary basis by educating customers regarding its advantages

Coal beneficiation is a relatively new concept in India. We intend to continue educating existing and potential customers about the benefits of coal beneficiation, including improving the efficiency and utilization of power plants, increasing their life, lowering the power consumption of process equipment and reducing transportation costs. In addition, we believe that the environmental benefits of utilizing beneficiated coal will become increasingly important to our customers. We plan to continue to educate our customers about changing environmental regulations and standards and financial as well as operational benefits of using beneficiated coal, and leverage our capabilities in coal beneficiation to help them comply with such standards.

Capitalize on the growth of the Indian power generation sector

The power sector in India has historically been characterized by power shortages that have increased over time. According to provisional data from the Central Electricity Authority of India, the total peak shortage was approximately 7.006 GW in August 2014 (*Source Central Electricity Authority of India, Monthly Power Supply Position, August 2014*). According to the Integrated Energy Policy report, dated August 2006 and issued by the Planning Commission of India, in order to sustain 8.0-9.0%, GDP growth rate, India would require additional capacity of about 159-190 GW by 2017 and 278–341 GW by 2022, based on normative parameters (*Source: Integrated Energy Policy, Expert Committee on Power*). Given our experience in developing and operating power generation plants and our established track record of implementation, we believe that we are well-positioned to capitalize on this growth through our projects under construction, implementation and development. Our management anticipates that private sector participation will be essential to India's requirement for power. In furtherance of this, our Company and our Subsidiaries have four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW) at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development. We believe our increased power generation capacity will allow us to capitalize on the growth opportunities existing in this sector. We will continue to look at further opportunities to set up and acquire power projects in various locations across India.

Balanced mix of off-take arrangements with long-term and merchant sales in our power generation business

We plan to maintain a balanced combination of long-term and short-term PPAs to mitigate the risks of short term power tariff fluctuations and in order to increase our income. We believe that power distribution companies will require substantial amounts of power in order to meet their growing power demands and to cope adequately with existing power shortages in their respective licensed areas. We intend to take advantage of these power requirements by entering into secured long-term off-take arrangements with power distribution companies and state governments for a majority of our power generation, in addition to selling power under short-term contracts to third parties on a merchant basis.

Continue to realize integration benefits from the use of coal rejects in power generation

We plan to continue to realize integration benefits between our coal beneficiation and power generation businesses and thereby generate power at a reduced cost. We currently have four coal reject based power plants having an aggregate installed capacity of 380 MW, adjoining our coal beneficiation plants in the location. One power plant having designed capacity of 25MW, through our Associate SPMRPL, is under construction. In addition, we plan to add another unit with a design capacity of 50 MW to our Ratija Power Plant (Phase II) by March 2017. We also plan to add another unit with a design capacity of 25MW through our Associate, SRMRPL. These power projects will benefit from our ability to re-process coal rejects to make them usable for power generation and lower the cost of fuel due to the large availability of rejects at our coal beneficiation plants. We expect to source most of our requirements for coal rejects for our projects under construction, implementation and development through our beneficiation operations. We also plan to construct additional power projects in locations that are in close proximity to our existing and planned coal beneficiation plants to benefit further from the cost-effective supply of coal rejects.

SUMMARY OF INDUSTRY

*The information in this section has been extracted from the websites of publicly available documents from various sources, including CRISIL Limited ("**CRISIL**"), , the Ministry of Environment & Forests, the Ministry of Coal, BP Statistical Review, United States (International Energy Outlook, June 2014), the Central Electricity Regulatory Commission and the Central Electricity Authority. The contents of such websites or any website, linked directly or indirectly to such websites is not incorporated by reference into this Draft Red Herring Prospectus and should not be relied on. The data may have been re-classified by us for the purpose of presentation. Neither we nor any other person connected with the Offer has independently verified the information provided in this chapter. Industry sources and publications, referred to in this section, generally state that the information contained therein has been obtained from sources generally believed to be reliable but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured, and, accordingly, investment decisions should not be based on such information.*

*CRISIL Research, a division of CRISIL, has taken due care and caution in preparing this report ("**Report**") based on the information obtained by CRISIL from sources which it considers reliable ("**Data**"). However, CRISIL does not guarantee the accuracy, adequacy or completeness of the Data/Report and is not responsible for any errors or omissions or for the results obtained from the use of the Data/Report. This Report is not a recommendation to invest/disinvest in any company covered in the Report. CRISIL especially states that it has no liability whatsoever to the subscribers/users / transmitters/ distributors of this Report. CRISIL Research operates independently of, and does not have access to information obtained by CRISIL's Ratings Division/CRISIL Risk and Infrastructure Solutions Ltd ("**CRISL**"), which may, in their regular operations, obtain information of a confidential nature. The views expressed in this Report are that of CRISIL Research and not of CRISIL's Ratings Division/ CRISL. No part of this Report may be published/ reproduced in any form without CRISIL's prior written approval.*

Overview of the Indian Economy

With an estimated GDP of approximately US$6.774 trillion in calendar year 2013, on a purchasing power parity ("**PPP**") basis, India is the third largest economy in the world after the United States and China. (*Source: World Development Indicators Database, World Bank*) Over the past decade India's integration into the global economy has been accompanied by economic growth, although during the recent years, the growth has been slower than previously expected due to weakness in investment. According to the provisional estimates of the Central Statistical Organization, India's GDP grew at a rate of 4.7 per cent. in Fiscal 2014. (*Source: Central Statistical Organization of India*)

Electricity is a crucial infrastructural sector of any national economy and an essential factor in sustaining economic growth. The Planning Commission of the Government of India ("**GoI**") sets out targets for economic development in various sectors, including the power sector through successive five-year plans ("**Five Year Plans**"). The Twelfth Plan targeted a capacity addition of 88,537 megawatt ("**MW**") against which 46,766 .25 MW of capacity has already been added. *(Source: CEA, Power Scenario at a Glance, August 2014)* CRISIL expects an investment of ₹5.7 trillion over the period 2013-14 to 2017-18 driven by investments from the private sector. (*Source: CRISIL Research Power and Coal, September 2014*) Primary energy consumption in India has grown at a CAGR of 5.73 per cent. in the last two decades. *(Source: BP Statistical Review of World Energy June 2014)*

COAL SECTOR

Overview of the Global Coal Industry

Coal Reserves

According to BP Statistic Review of World Energy (June 2014), if calendar year 2013 rates of production remain constant, the world's coal reserves shall suffice for the next 113 years. According to the International Energy Outlook published by the U.S. Department of Energy, although coal deposits are widely distributed across the world, 72.4 per cent. of the world's recoverable reserves are located in five regions: the United States (26.6 per cent.), Russian Federation (17.6 per cent.), China (12.8 per cent.), India (6.8 per cent.) and Australia and New Zealand (8.6 per cent.) *(Source: BP Statistical Review of World Energy June 2014)*. In calendar year 2013, the abovementioned five regions, taken together, produced 6.0 billion tonnes of coal, representing 76.1 per cent. of total world coal production. *(Source: BP Statistical Review of World Energy June 2014)*

Coal fuels 40 per cent. of world electricity needs and dependence on coal is even higher in some countries such as South Africa, China, where coal satisfies more than 70 per cent., of the electricity needs of the country. (*Source: CRISIL Research Power and Coal, September 2014*)

Coal Production

India is the third largest coal producing country in the world after China and the United States for the calendar year 2013 (by million tonnes). (*Source: BP Statistical Review of World Energy June 2014*).

The table below sets out the worldwide coal production statistics from calendar year 2007 to 2011.

Worldwide coal production	2009	per cent. of total	2010	per cent. of total	2011	per cent. of total	2012	per cent. of total	2013	per cent. of total
	(in million tonnes except percentages)									
China	2973.0	43	3235.0	45	3516.0	46	3645.0	46	3680.0	47
USA	975.2	14	983.7	14	993.9	13	922.1	12	892.6	11
India.....	556.0	8	573.8	8	570.1	7	606.5	8	605.1	8
South Africa	250.6	4	257.2	4	251.6	3	258.3	3	256.7	3
Indonesia	256.2	4	275.2	4	353.3	5	386.0	5	421.0	5
Russian Federation ...	301.3	4	321.6	4	335.9	4	356.1	5	347.1	4
Australia	422.3	6	432.7	6	421.1	5	452.8	6	478.0	6
Others.....	1171.5	17	1182.4	16	1266.0	16	1266.5	16	1215.8	15
Total world.....	6906.1		7261.6		7708.0		7893.3		7896.4	

(Source: BP Statistical Review of World Energy June 20142)

Overview of the Coal Sector in India

According to BP Statistical Review of World Energy June 2014, coal is the dominant source of energy and satisfied 54.5 per cent. of the total primary energy requirement of India in 2013, whereas oil, natural gas, hydro electric, renewable energy and nuclear energy satisfied approximately 29 per cent., 8 per cent., 5 per cent., 2 per cent. and 1 per cent., respectively, of the total primary energy requirement of India in 2013. (*Source: BP Statistical Review of World Energy June 2014*)

According to CRISIL Research, during Fiscal 2013, the non-coking coal off-take to the power sector was approximately 77 per cent. for electricity generation. (*Source: CRISIL Research Power and Coal, September 2014*)

According to CRISIL Research's estimates, between Fiscal 2014 and Fiscal 2018, the total capacity addition in the power sector is expected to be approximately 61 GW, of which 86 per cent. is likely to be thermal, with the remainder hydro and nuclear-based. Coal will continue to dominate incremental capacity additions over this period, accounting for 81 per cent. (viz. 49.4 GW) of the total capacities being added. (*Source: CRISIL Research Power and Coal, September 2014*). As a result of the demand for coal in the thermal power and iron and steel industries, CRISIL Research estimates that the demand for non-coking coal in India will increase at a compounded annual growth rate of 6 per cent. from 640 million tonnes in Fiscal 2014 to approximately 808 million tonnes in Fiscal 2018, while the demand for coking coal is likely to increase at the rate of 9 per cent. in the same period. (*Source: CRISIL Research Power and Coal, September 2014*) The low cost of power generation using coal and the availability of huge coal reserves in India are the major incentives for setting up coal-based power plants.

Overview of Coal Reserves and Resources in India

As a result of exploration carried out by the Geological Survey of India, Central Mine Planning & Design Institute Limited, Singareni collieries Company Ltd. and Directorate of Geology & Mining, a cumulative total of 301.56 billion tonnes of geological resources of coal were estimated to be available in India as at 1 April 2014. (*Source. Ministry of Coal, GoI)*

State	Geological Resources of Coal*			
	Proved	Indicated	Inferred	Total
	(in million tonnes)			
Jharkhand	41377	32780	6559	80716
Orissa	27791	37873	9408	75073
Chhattisgarh	16052	33253	3228	52533
Bengal	13403	13022	4893	31318
Madhya Pradesh	10411	12382	2879	25673
Andhra Pradesh	9729	9670	3068	22468
Maharashtra	5667	3186	2110	10964
Uttar Pradesh	884	178	0	1062
Meghalaya	89	17	471	576
Assam	465	47	3	515
Nagaland	9	0	307	315
Bihar	0	0	160	160
Sikkim	0	58	43	101

State	Geological Resources of Coal*			
	Proved	Indicated	Inferred	Total
	(in million tonnes)			
Arunachal Pradesh	31	40	19	90
Total	125909	142506	33149	301564

* *Proved resources represent resource base with the highest confidence and can be produced only on detailed exploration.*
Indicated reserves include material within a 1,000 meters of the region of detailed exploration as projected based on qualitative information Inferred reserves comprise material occurring within 1,000 to 2,000 meters from the point of observation (Source: Ministry of Coal, GoI)

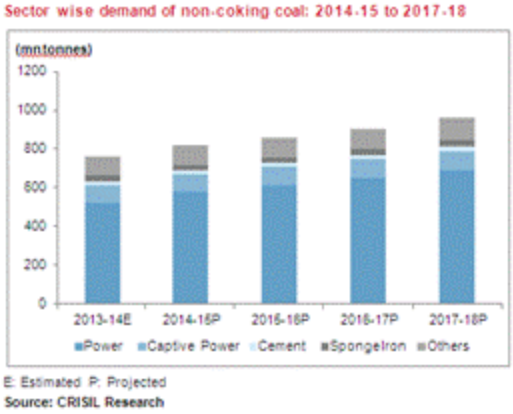
Six states, namely, Jharkhand, Orissa, Chhattisgarh, West Bengal, Andhra Pradesh and Madhya Pradesh account for over 95 per cent. of the total coal resources in India. (*Source: Ministry of Coal, GoI*)

The following table provides information of the type and category-wise coal resources of India as of 1st April 2014:

Type of Coal*	Proved	Indicated	Inferred	Total
				(million tonnes)
Coking:				
Prime Coking.....	4,614	699	-	5,313
Medium Coking.....	13,303	11,867	1,879	27,049
Semi-Coking.....	482	1,004	222	1,708
Sub-Total Coking	18,400	13,569	2,101	34,070
Non-Coking:	106,916	128,838	30,249	266,002
Tertiary Coal.....	591	99	799	1,493
Total.....	**125, 909**	**142,506**	**33,149**	**301,564**

* *Proved resources represent resource base with the highest confidence and can be produced only on detailed exploration.*
Indicated reserves include material within a 1,000 meters of the region of detailed exploration as projected based on qualitative information Inferred reserves comprise material occurring within 1,000 to 2,000 meters from the point of observation (Source: Ministry of Coal, GoI)

According to CRISIL Research, demand of non-coking coal is likely to be driven by increases in coal based power plants (both Independent Power Producers as well as captive power plants) through to Fiscal 2018. (*Source: CRISIL Research Power and Coal, September 2014*) Non-coking coal demand is expected to grow at a CAGR of 6 per cent. from Fiscal 2014 to Fiscal 2018. Coking coal demand is expected to have a CAGR of 9 per cent. from Fiscal 2014 to Fiscal 2018. The graphs below give an estimate of the demand for coking and non-coking coal in India between Fiscal 2014 and Fiscal 2018:



(Source: CRISIL Research Power and Coal, September 2014)

Coal Imports

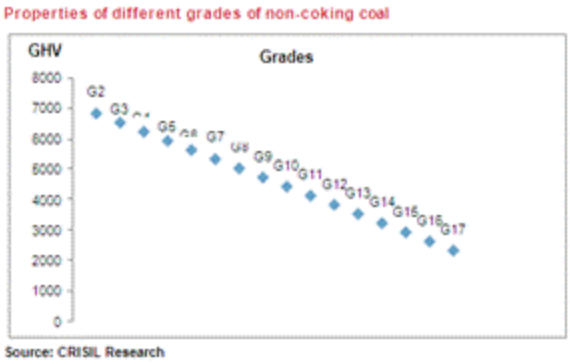
India's appetite for coal imports has grown steadily over the past years due to the widening gap between demand and supply in the coal sector. In Fiscal 2014, India imported about 158.1 million tonnes (provisional) of coal which is 20 per cent. of its total coal consumption. (*Source: CRISIL Research Power and Coal, September 2014*) Of this 122.1 million tonnes was non-coking coal. (*Source: CRISIL Research Power and Coal, September 2014*) CRISIL Research expects coal imports to reach 216 million tonnes in Fiscal 2018. (*Source: CRISIL Research Power and Coal, September 2014*)

Coal Characteristics

There are four types of coal by geological composition: lignite, peat, bituminous and anthracite. (*Source: CRISIL Research Power and Coal, September 2014*) Power generation is the single biggest consumer of coal and constituted 77 per cent. of the total coal off-take in India in Fiscal 2013. Significant end use industries for coal include steel, cement, fertilizer, paper, brick and chemicals. (*Source: CRISIL Research Power and Coal, September 2014*)

Grades of Non-Coking Coal

The grade of non-coking coal depends on its heating value. As shown in the chart below, as the ash and moisture content of coal increases, its gross heating value ("**GHV**") declines. Thus the ash content and the grade of coal are inversely proportional. (*Source: CRISIL Research Power and Coal, September 2014*)



(Source: CRISIL Research Power and Coal, September 2014)

The ash content of coal mined in Chhattisgarh, Jharkhand and Orissa along with the general grade and GCV thereof is as below:

State	General Grade	Ash Content	Gross Calorific Value
Chhattisgarh	G11, G12	35%-42%	3700-4300 kcal/kg
Jharkhand	G11, G12	35%-42%	3700-4300 kcal/kg
Orissa	G11, G12, G13, G14	35%-50%	3100-4600 kcal/kg

(Source: CRISIL Research Power and Coal, September 2014)

Run-of-mine coal, on average, has ash content between 36 and 45 per cent. and burning coal of higher ash content produces higher emissions of carbon dioxide, sulphur dioxide and other particulate matter, all of which contribute to air pollution, which makes coal beneficiation increasingly important. (*Source: CRISIL Research Power and Coal, September 2014*) Moreover, if users are based away from the pit head, transporting coal with high ash content is commercially unviable because of high freight costs. In addition, cost of handling ash is also incurred. . In order to make coal more beneficial, it becomes necessary to remove the impurities like ash, sulphur etc from it, and hence coal has to be washed. (*Source: CRISIL Research Power and Coal, September 2014*).

Clean coal

The Ministry of Coal has recognized coal beneficiation as an important area from an economic and environment point of view. (*Source: Ministry of Coal, Annual Report 2013-14*) The Ministry of Coal believes that the usage of beneficiated coal improves the economics of power generation and also reduces emissions. The directive of the Ministry of Environment and Forests ("**MoEF**") restricts the use of coal containing more than 34 per cent. ash content in power stations located 1,000 km away from pit heads. Additionally, plants located between 750-1000 km and 500-750 km would have to use coal having ash content less than 34 per cent with effect from January 1, 2015 and January 1, 2016 respectively. With this as a driver, a number of power utilities have shown inclination to use beneficiated coal for power generation and also coal beneficiation is one of the clean coal technologies prior to combustion of coal (*Source: Ministry of Coal, Annual Report 2013-14*). There are very few power plants (except some pit head plants) that receive coal from a single dedicated source. Most of these are supplied with G-11 to G-14 grade coal (85-90 per cent) having Gross Calorific Value (GCV) between 3100 kCal/kg to 4900 kCal/kg while others are supplied G-7 to G-8 grade coal (10-15 per cent) having Gross Calorific Value (GCV) between 4900 kCal/kg to 5500 kCal/kg. The thermal power stations (TPS) therefore receive coal of heterogeneous nature, both in terms of quality and size, which create innumerable problems for the power plants. As a result, TPS prefer to buy beneficiated coal, which ensures that all the supplies, irrespective of the source mine, are of a similar type. Further, through the beneficiation process, As per Coal Vision 2025 issued by the Ministry of Coal, 361 MT of non-coking coal needs to be beneficiated before industrial use. However, if total production of non-coking coal with ash content greater than 34 per cent. is beneficiated, it would result in 810 MT of non-coking coal being beneficiated before industrial use. (*Source: CRISIL Research Power and Coal, September 2014*)

To meet the demand and supply gap of beneficiated coal, guidelines for setting up of coal beneficiation plants on the land of public sector coal companies such as Coal India Limited were issued by the Ministry of Coal in September 2005. (*Source: Ministry of Coal, Annual Report 2009-10*).

Coal Beneficiation

Coal beneficiation (also known as coal washing) is a process by which the quality of raw coal is improved by reducing the ash content and extraneous matter that gets extracted along with the mined coal. Beneficiated coking coal is primarily used in manufacturing of hard coke for making steel and beneficiated non-coking coal is primarily used for power generation and by cement, sponge iron and other industrial plants. (*Source: CRISIL Research Power and Coal, September 2014*)

Coal beneficiation process

Coal beneficiation can be a simple process, involving only a single stage of size reduction to meet a top-size specification. Or it can be a quite complex, with crushing, sizing, cleaning and dewatering steps being used to prepare coal to meet as ash or sulphur specification. The type of process involved would depend upon the existing and the desired quality of coal. (*Source: CRISIL Research Power and Coal, September 2014*)

The cleaning of coal is mainly based on separation of the impurities by physicochemical methods based on the differences in the specific gravity of coal constituents and on the differences in surface properties of the coal and its mineral matter required. The wastes/rejects produced from coal beneficiation plant are highly dependent on the raw coal utilized and the final product (*Source: EIA Guidance Manual – Coal Washeries February 2010*) The various procedures are broadly classified as the 'wet' and 'dry' processes. The dry process doesn't involve the use of water, where as in the wet process, the water is the main medium for beneficiation and jigging. (*Source: EIA Guidance Manual – Coal Washeries January 2010*)

India's coal reserves are primarily low quality coal reserves with high ash and moisture content. The table below shows properties of coal in different countries:

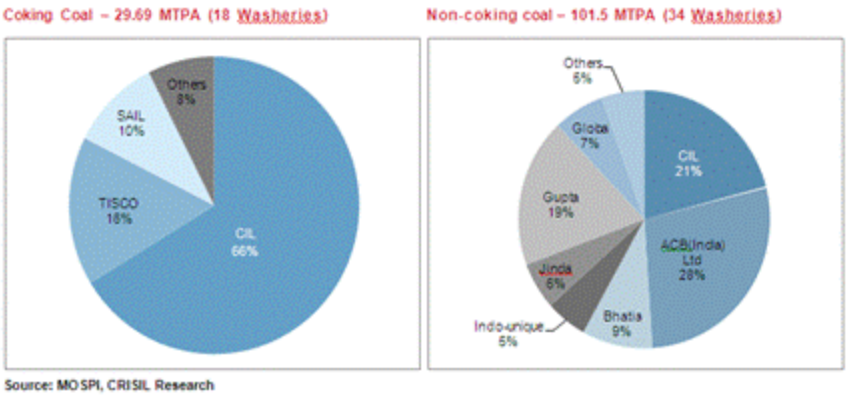
(Per cent.)	Australia	South Africa	India
Moisture.....	5-10	5-10	15-20
Ash.....	5-15	5-20	20-42
Sulphur.....	<1	<1	<1

(Source: CRISIL Research Power and Coal, September 2014)

Coal Washery Capacity

As per Ministry of Statistics and Programme Implementation ("**MOSPI**") and CRISIL Research estimates, India has 131.24 million tonnes per annum ("**MTPA**") of installed capacity of coal beneficiation currently. This includes 34 non-coking coal beneficiation plants with a total installed capacity of about 101.55 MTPA and 18 coking coal beneficiation plants with a total installed capacity of about 29.69 MTPA. (*Source: CRISIL Research Power and Coal, September 2014*)

The diagrams below show the total number of coking coal and non-coking coal beneficiation plants in India:



(*Source: CRISIL Research Power and Coal, September 2014*)

According to CRISIL Research, India's coal production was 557.5 MT in Fiscal 2013, of which beneficiated coal constituted only around 4 to 5 per cent. (*Source: CRISIL Research Power and Coal, September 2014*)

CIL has announced plans to set up 20 coal beneficiation plants on a build-operate-maintain basis or on turnkey basis in a phased manner aggregating to a total of 111.1 million tonnes. Under this model, while CIL would build and own the beneficiation plants they would be managed by private sector organizations. Out of these 16, tenders for 10 washeries have been floated. Amongst these 3 washeries are under construction, while remaining are under various stages of bid process management. (*Source: CRISIL Research Power and Coal, September 2014*)

THE OFFER

Offer[(1)]	**UP TO 30,940,000 Equity Shares**
which comprises:	
(I) Employee Reservation Portion	Up to 250,000 Equity Shares reserved for Eligible Employees
(II) Net Offer[(1)]	Up to 30,690,000 Equity Shares
comprising	
QIB Portion[(2)]	Up to 15,345,000 Equity Shares
which comprises	
Anchor Investor Portion[(2)]	Not more than 9,207,000] Equity Shares
Net QIB Portion	3,06,900 Equity Shares, i.e. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only (Mutual Funds Portion); and The balance 58,31,100 Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds.
Retail Portion[(1)]	Not less than 10,741,500 Equity Shares available for allocation in accordance with the ICDR Regulations.
Non-Institutional Portion[(1)]	Not less than 4,603,500 Equity Shares available for allocation on proportionate basis

Equity Shares outstanding prior to the Offer	238,005,728 Equity Shares
Equity Shares outstanding post the Offer	238,005,728 Equity Shares
Use of proceeds from the Offer:	Please refer to the section on "*Objects of the Offer*" beginning on page 146 of this Draft Red Herring Prospectus. Our Company will not receive any proceeds from the Offer for Sale.

(1) The Selling Shareholders are offering up to 30,940,000 Equity Shares pursuant to Section 28 of the Companies Act, 2013, of which up to 23,800,000 Equity Shares are being offered by Pineridge, up to 3,140,000 Equity Shares by Mr. Ganesh Chandra Mrig and up to 4,000,000 Equity Shares by Mr. Ashok Mrig.

Pineridge confirms that the Offer of up to 23,800,000 Equity Shares held by it has been authorised pursuant to a resolution passed by its board of directors on September 29, 2014.

Further, Mr. Ganesh Chandra Mrig and Mr. Ashok Mrig have authorised the Offer pursuant to their letters, each dated September 29, 2014.

Each of the Selling Shareholders confirms that their respective Equity Shares being sold by way of the Offer have been held by them for a period of at least one year prior to the date of filing of the Draft Red Herring Prospectus and, hence, are eligible for being offered for sale in the Offer.

Subject to valid Bids received at or above the Offer Price, in the event of under-subscription in the Retail Portion or the Non-Institutional Portion in the Net Offer, the unsubscribed portion would be allowed to be met with spill over from over subscription from any other category or a combination of categories at the sole discretion of the Company and Pineridge, in consultation with the Managers. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Offer. In the event of under-subscription in the Net Offer, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Offer.

Our Company and Pineridge, in consultation with the Managers, may decide to offer a discount of [●]% of the Offer Price, amounting to ₹ [●], to Retail Individual Bidders and Eligible Employees.

(2) Our Company, in consultation with the Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. In the event of under-subscription in the Anchor Investor Portion, the balance Equity Shares shall be included in the Net QIB Portion. 5% of the Net QIB Portion shall be available for allocation to Mutual Funds. Mutual Funds participating in the

Mutual Fund Portion will also be eligible for allocation in the remaining Net QIB Portion. In the event of under-subscription in the Mutual Fund Portion, the unsubscribed portion would be added to the balance of the Net QIB Portion to be allocated on a proportionate basis to the QIBs. For further details, please refer to the section on "Offer Procedure" on page 554 *of this Draft Red Herring Prospectus.*

SUMMARY FINANCIAL INFORMATION

The following selected consolidated restated financial statements should be read in conjunction with "Management's Discussion and Analysis of Financial Condition and Results of Operations", our historical consolidated restated financial statements and the related notes, which are included elsewhere in this Draft Red Herring Prospectus. The financial statements included in this Draft Red Herring Prospectus are not indicative of our future financial position, results of operations and cash flows, and our past operating results are not indicative of our future operating performance

Summary of consolidated statement of profit and loss, as restated

(Amounts in `million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Revenue from operations	10,480.65	12,639.18	13,427.79	17,315.05	15,873.22
Other income	202.73	189.05	150.98	151.92	194.10
Total revenue (A)	**10,683.38**	**12,828.23**	**13,578.77**	**17,466.97**	**16,067.32**
Expenses:					
Cost of material consumed	546.72	1,128.33	41.00	72.64	50.18
Purchases of coal	2,203.54	3,740.89	3,117.49	2,882.58	2,614.66
Purchases of stock in trade	-	-	-	27.92	6.34
Changes in inventories	(153.28)	(517.34)	88.43	(193.02)	(277.19)
Operating expenses	2,362.11	2,636.44	2,692.95	3,804.74	3,763.57
Employee benefit expenses	553.03	685.44	675.50	927.85	972.78
Finance cost	428.02	743.48	1,090.96	1,969.89	2,429.26
Depreciation/amortisation expense	718.04	1,040.40	674.46	1,127.60	1,306.01
Other expenses	1,531.24	1,465.21	1,424.36	2,384.53	2,983.91
Total expenses (B)	**8,189.42**	**10,922.85**	**9,805.15**	**13,004.73**	**13,849.52**
Profit before tax and adjustments (C) = (A) - (B)	**2,493.96**	**1,905.38**	**3,773.62**	**4,462.24**	**2,217.80**
Provision for tax					
Current tax	972.74	859.07	999.48	891.32	446.83
MAT credit entitlement	-	-	(171.40)	(438.51)	(116.49)
MAT credit entitlement for fiscal 2013 eligible in fiscal 2014	-	-	-	-	(72.91)
Deferred tax charge/(credit)	(12.73)	(18.44)	213.06	729.09	209.72
Fringe benefit tax	-	-	-	-	
Wealth tax	0.61	0.58	0.63	0.66	0.89
Taxes for earlier years	(19.69)	28.50	0.92	6.15	(0.06)
Total tax expense/ (credit) (D)	**940.93**	**869.71**	**1,042.69**	**1,188.71**	**467.98**

(Amounts in `million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Profit after tax and before adjustments (E) = (C) - (D)	**1,553.03**	**1,035.67**	**2,730.93**	**3,273.53**	**1,749.82**
Profit after tax and before adjustments and after prior period items (F), as audited	**1,553.03**	**1,035.67**	**2,730.93**	**3,273.53**	**1,749.82**
Adjustments [Add/(less)]					
Adjustments (refer note 1 of Annexure IV)	9.03	7.78	(54.61)	14.29	11.72
Current tax impact of adjustments (refer note 1 of Annexure IV)	-	-	-	-	-
Deferred tax impact of adjustments (refer note 1 of Annexure IV)	-	-	-	-	26.08
Total of adjustments after tax impact (G)	**9.03**	**7.78**	**(54.61)**	**14.29**	**37.80**
Net profit as restated (before consolidation adjustments) (H) = (F) + (G)	**1,562.06**	**1,043.45**	**2,676.32**	**3,287.82**	**1,787.62**
Consolidation adjustments:					
- Share of loss/ (profit) transferred to minority	81.49	124.93	36.74	(36.04)	(44.11)
- Share in profit of associate	36.80	85.05	130.60	64.01	57.31
- (Profit)/ loss on further acquisition of subsidiaries	76.68	-	4.73	-	
Total of consolidation adjustments (I)	**194.97**	**209.98**	**172.07**	**27.97**	**13.20**
Net profit as restated (after consolidation adjustments) (J) = (H) + (I)	**1,757.03**	**1,253.43**	**2,848.39**	**3,315.79**	**1,800.82**
Add: Profit brought forward from previous year, as restated (Refer note 2 below)	4,452.84	6,137.81	7,253.19	9,855.27	12,970.03
Profit balance available for appropriations	**6,209.87**	**7,391.24**	**10,101.58**	**13,171.06**	**14,770.85**
Appropriations					
Transfer to debenture redemption reserve		-	-	-	37.93
Transfer to general reserve	-	-	108.00	61.83	22.67
Proposed dividend/ Interim dividend	112.25	118.77	119.00	119.00	119.00
Corporate dividend tax	19.08	19.28	19.31	20.21	20.22
	6,078.54	**7,253.19**	**9,855.27**	**12,970.03**	**14,571.02**
Add: Opening profit of joint venture considered first Time	59.27	-	-	-	-
Add: Opening profit of Associates considered first Time	-	-	-	-	274.68
Balance carried forward to Summary of consolidated statement of assets and liabilities, as restated	**6,137.81**	**7,253.19**	**9,855.27**	**12,970.03**	**14,845.71**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).

2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Summary of consolidated statement of assets and liabilities, as restated

(Amounts in `million)

Sr. No.	Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
(1)	**Equity and Liabilities**					
	Shareholders' funds					
	(a) Share capital	1,187.42	2,380.06	2,380.06	2,380.06	2,380.06
	(b) Reserves and surplus					
	- Securities premium	5,350.35	4,186.45	4,186.45	4,186.45	4,186.45
	- Debenture Redemption Reserve	-	-	-	-	37.93
	- General reserve	279.37	279.37	387.37	449.21	471.88
	- Surplus in statement of profit and loss, as restated	6,137.81	7,253.19	9,855.27	12,970.03	14,845.71
	- Capital reserve on consolidation of subsidiaries	55.03	54.82	57.56	59.16	61.60
	-Capital reserve	566.16	566.16	566.16	566.16	566.16
	-Foreign exchange translation reserve	(11.00)	(22.99)	112.49	135.11	351.67
(2)	Share application money pending allotment	183.38	1,400.07	24.25	24.25	-
(3)	Minority interest	512.95	478.22	1,094.66	882.44	1,672.80
(4)	**Non-current liabilities**					
	Long-term borrowings	7,679.39	12,253.85	13,659.91	14,137.59	23,504.26
	Deferred tax liabilities (net)	237.85	219.42	447.79	1,211.07	1,474.44
	Other long-term liabilities	558.41	1,171.08	263.61	876.21	1,893.76
	Long-term provisions	33.98	61.65	63.96	93.78	84.40
(5)	**Current liabilities**					
	Short-term borrowings	1,136.17	2,964.07	2,960.02	5,898.11	7,628.72
	Trade payables	590.23	941.81	693.14	921.08	855.14
	Other current liabilities	2,198.59	1,844.84	2,830.87	7,216.38	6,875.67
	Short-term provisions	162.20	225.19	339.40	153.04	161.53
	Total	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**

(Amounts in `million)

Sr. No.	Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
	Assets					
(6)	**Non-current assets**					
	(a) Fixed assets					
	-Tangible assets	7,048.87	6,776.76	11,639.31	21,612.07	21,229.05
	-Intangible assets (including goodwill on consolidation)	224.45	223.77	253.47	234.46	647.08
	-Capital work in progress	3,676.69	13,216.58	10,766.64	9,728.72	22,961.93
	(b) Non-current investments	2,751.14	6,157.76	6,454.09	6,547.70	10,280.30
	(c) Long-term loans and advances	2,558.28	1,006.93	2,613.23	4,414.04	2,408.60
	(d) Deferred tax assets (net)	-	-	15.32	49.51	129.23
	(e) Other non-current assets	1,988.03	207.26	1,219.46	596.92	1,080.84
(7)	**Current assets**					
	(a) Inventories	1,402.50	1,952.39	1,528.53	1,820.04	2,231.29
	(b) Trade receivables	2,080.95	2,299.59	3,157.99	3,913.23	3,889.49
	(c) Cash and bank balances	4,247.95	3,435.78	1,264.68	1,854.25	672.14
	(d) Short-term loans and advances	819.16	916.15	965.29	1,303.37	1,268.04
	(e) Other current assets	60.27	64.29	44.96	85.82	254.19
	Total	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).

2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Consolidated statement of cash flows, as restated

(Amounts in `million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Cash flow from operating activities					
Profit before tax and restatement adjustments	2,493.96	1,905.38	3,773.62	4,462.24	2,217.80
Restatement adjustments (refer note 1 of Annexure IV)	9.03	7.78	(54.61)	14.29	11.72
Depreciation/ amortization	709.00	1,032.62	729.07	1,113.31	1,294.28
Preliminary Expenses Written Off	0.13	-	-	-	-
Provision for doubtful or bad debts/ slow or non Moving	-	14.05	-	-	-
Provision for doubtful advances	50.06	0.77	-	-	-
Loss/ (Profit) on sale of fixed assets	(1.02)	(0.06)	(6.12)	(2.06)	(0.74)
Loss of stock due to fire	17.42	-	-	-	-
Profit on sale of investments	-	-	(49.94)	-	-
Provision for diminution in the value of investment	-	-	23.32	-	-
Capital work-in-progress/ fixed assets written off	-	9.60	0.04	-	3.14
Bad debts written off	14.57	48.81	98.67	103.15	7.83
Sundry balances written back	(2.34)	(0.54)	(3.21)	(0.34)	(18.48)
Sundry balances written off	0.10	-	-	-	-
Finance cost	428.02	743.48	1,090.96	1,969.89	2,429.26
Interest income	(181.66)	(95.86)	(60.11)	(96.94)	(74.79)
Dividend income	(0.06)	(0.05)	(3.20)	(3.19)	(0.04)
Forward premium amortised	2.65	9.65	2.65	4.20	5.95
Exchange gain on buyers credit	-	-	-	(6.66)	26.90
Exchange gain on refund of share application money	-	-	-	(39.73)	-
Operating profit before following adjustments	**3,539.86**	**3,675.64**	**5,541.14**	**7,518.17**	**5,902.83**
(Increase)/ decrease in inventories	(142.78)	(549.90)	23.16	(291.51)	(411.25)
(Increase)/ decrease in trade receivables	(135.26)	(281.50)	(1,096.28)	(858.40)	15.91
(Increase)/ decrease in other current and non-current assets	0.72	(1.07)	6.10	(25.98)	(3.53)
(Increase)/decrease in loans and advances	(231.72)	(138.23)	(123.90)	(453.02)	229.73
(Decrease)/increase in trade payables	(64.14)	352.13	(55.89)	227.86	(200.24)
(Decrease)/ increase in other liabilities	5.02	(18.47)	344.73	706.51	1.90
(Decrease)/ increase in long term and short term provisions	6.95	31.28	9.95	28.42	(47.41)

(Amounts in `million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Cash generated from operations	**2,978.64**	**3,069.87**	**4,649.01**	**6,852.05**	**5,487.95**
Taxes paid	(1,029.03)	(817.62)	(865.84)	(1,154.30)	(576.08)
Net cash from operating activities (A)	**1,949.61**	**2,252.25**	**3,783.17**	**5,697.75**	**4,911.87**
Cash flow from investing activities					
Purchase of fixed assets/ capital work in progress	(4,091.25)	(7,369.33)	(5,913.19)	(6,225.33)	(12,344.39)
Sale of fixed assets	15.54	11.07	15.59	3.89	2.57
Share application money paid	(225.70)	-	(88.50)	(1,573.73)	(1,099.00)
Share application money refund received	-	-	380.59	135.98	1,235.00
Movement in fixed deposits	251.86	2,878.42	927.28	550.17	513.41
Purchase of investments	(369.18)	(3,334.30)	-	(228.04)	(2,088.03)
Sale of investments	-	0.05	31.84	-	332.05
Inter-corporate deposit paid	-	-	(635.00)	(156.00)	(583.56)
Inter-corporate deposit paid received back	-	-	396.50	249.50	285.00
Interest income	457.72	215.77	150.44	186.82	132.46
Dividend received	0.06	0.05	3.20	3.19	6.29
Net cash used in investing activities (B)	**(3,960.94)**	**(7,598.27)**	**(4,731.25)**	**(7,053.55)**	**(13,608.19)**
Cash flow from financing activities					
Proceeds from issue of equity share capital to minority shareholders	1.42	55.13	572.74	58.37	0.30
Proceeds from share application money	131.20	1,395.58	152.14	-	307.80
Repayments of share application money	(26.80)	(135.89)	(329.50)	-	(332.05)
Proceeds from securities premium	473.62	23.52	-	-	-
Proceeds from short term and long term borrowings	4,823.03	11,840.62	4,353.56	9,697.75	19,762.91
Repayments of short term and long term borrowings	(2,515.60)	(6,289.19)	(1,831.56)	(5,287.79)	(8,778.23)
Proceeds from inter corporate deposits	320.02	1,305.85	1,020.50	108.00	1,025.00
Repayments of inter corporate deposits	(320.02)	(934.50)	(971.03)	(214.00)	(625.00)
Dividends and tax on dividend	(106.83)	(131.33)	(138.05)	(138.31)	(139.21)
Finance cost	(949.33)	(1,498.25)	(2,125.44)	(2,499.82)	(3,103.19)
Net cash from financing activities (C)	**1,830.71**	**5,631.54**	**703.36**	**1,724.20**	**8,118.33**
D) Net Increase/(decrease) in cash and cash equivalents (A+B+C)	**(180.62)**	**285.52**	**(244.72)**	**368.40**	**(578.01)**
Cash and cash equivalents as at the beginning of the year/period	277.46	403.89	689.38	416.76	785.65
Adjustment upon investment/(divestment) of stake in the subsidiary	341.88	-	(4.45)	0.69	-
Foreign exchange transalation reserve (movement)	(34.83)	(0.03)	(23.47)	(0.19)	0.18
Cash and cash equivalents as at the end of the year/period	**403.89**	**689.38**	**416.76**	**785.65**	**207.83**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of Assets and Liabilities, as restated (Annexure IV) on page.

2. The cash flow statement has been prepared in accordance with 'Indirect method' as set out in the Accounting Standard (AS)-3 on 'Cash Flow Statements' as notified in the Companies (Accounting Standards) Rules, 2006.

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GENERAL INFORMATION

Our Company was incorporated as 'Aryan Coal Benefications Private Limited' under the provisions of the Companies Act, 1956, with a certificate of incorporation dated March 14, 1997. The name of our Company was changed to 'ACB (India) Private Limited' and a fresh certificate of incorporation consequent to change of name was consequently issued to us on September 18, 2009, by the RoC. Subsequently, our Company was converted into a public limited company *i.e.* 'ACB (India) Limited' and a fresh certificate of incorporation consequent to conversion to a public limited company was issued to us on October 1, 2009 by the RoC. For further details please refer to the section titled "*History and Certain Corporate Matters*" beginning on page 225 of this Draft Red Herring Prospectus.

ACB (India) Limited

C-102, L.G.F., New Multan Nagar,
Surya Enclave, New Delhi – 110 056, India.
Tel: +91 11 2529 1566
Fax: +91 11 2529 1567
Email: compliance@acbindia.com

There have been no changes to our Registered Office since incorporation.

Corporate Office of our Company

7th Floor, Corporate Tower, Ambience Mall,
N.H.-8, Gurgaon, Haryana – 122 002
Tel: +91 124 271 9000
Fax: +91 124 271 9185

Registration number

55-85837 of 1996-97

Corporate Identification Number

U10102DL1997PLC085837

Address of the RoC

Registrar of Companies, N. C. T. of Delhi and Haryana

4th floor, IFCI Tower,
61 Nehru Place,
New Delhi – 110 019.
India.

For physical verification of documents
Plot No. 131,
Sector 5, IMT-Manesar,
Gurgaon, Haryana.
India

Our Board

Name and occupation	Designation	Age (Years)	DIN	Address
Mr. Rudra Sen Sindhu Occupation: Service	Executive Chairman cum Managing Director	58	00006999	23, Rajdoot Marg, Chanakya Puri, New Delhi – 110021 India.

Name and occupation	Designation	Age (Years)	DIN	Address
Mr. Vir Sen Sindhu Occupation: Service	Joint Managing Director	53	00034773	1, Garud Nagar, Gevra Project, Korba-492452, Chhattisgarh India.
Mr. Kuldeep Singh Solanki Occupation: Business	Non-Executive Director	58	00009212	B-9/16, Vasant Vihar, New Delhi – 110057 India
Mr. Vrit Pal Sindhu Occupation: Service	Executive Director	49	00033480	23, Rajdoot Marg, Chanakya Puri, Delhi-110021 India
Mr. Niten Malhan Occupation: Service	Non-Executive Nominee Director*	43	00614624	Flat No. 2705, 27th Floor, North Tower, The Imperial Building, MP Mill Compound, Tardeo, Mumbai – 400 034 India.
Mr. Surinder Singh Kohli Occupation: Professional	Independent Director	69	00169907	J-170, Rajouri Garden, New Delhi – 110027 India.
Mr. Brij Behari Tandon Occupation: Professional	Independent Director	73	00740511	J-238, First Floor, Saket, New Delhi – 110017 India.
Mr. Charan Das Arha Occupation: Professional	Independent Director	69	02226619	Quarter No. 4, I.A.S. Quarters, Kundanbagh, Begumpet, Hyderabad – 500016 India.
Mr. Harish Ahuja Occupation: Business	Independent Director	59	00047548	22, Amrita Shergill Marg, New Delhi – 110003 India.
Mr. Samay Ram Occupation: Retired Indian army officer	Independent Director	75	00663816	381, Sector - 5, Gurgaon, Haryana – 122001, India
Mr. Ajay Mrig Occupation: Business	Non-Executive Director	53	00026593	House No. 17, Sector – 14, Gurgaon, Haryana – 122001, India
Mr. Ramesh Shah Occupation: Chartered Account	Non-Executive Independent Director	56	00029864	D – 51, Hauz Khas, New Delhi, 110016

Name and occupation	Designation	Age (Years)	DIN	Address
Mr. Rajpal Solanki Occupation: Service	Independent Director	57	00451315	BH-13, East Shaimar Bagh, New Delhi – 110 088

** Nominated by Pineridge*

For further details of our Directors, please refer to "*Our Management*" on page 261 of this Draft Red Herring Prospectus.

Company Secretary and Compliance Officer

Mr. Satish Kumar Sharma
7th Floor, Corporate Tower
Ambience Mall, Gurgaon
Haryana122 002
India
Tel: +91 124 2719024
Fax: +91 124 2719100
Email: compliance@acbindia.com

Chief Financial Officer

Mr. Sanjay Hasija is our Chief Financial Officer. His contact details are as follows:

Mr. Sanjay Hasija
E-29F, MIG Flats
Mayapuri,
New Delhi, 110064
India
Tel: 01242719000
Fax: 01242719185
Email: sanjay.hasija@acbindia.com

Selling Shareholders

The details of Mr. Ganesh Chandra Mrig are set forth below:

House No. 17,
Sector - 14,
Gurgaon -122001,
Haryana, India
Tel: 0124 - 2333293
Fax: 0124 - 2320416

The details of Mr. Ashok Mrig are set forth below:

Mr. Ashok Mrig
House No. 17, Sector -14,
Gurgaon – 122001
Haryana, India
Tel: 0124 - 2333293
Fax: 0124 - 2320416

Mr. Ashok Mrig aged about 48 years, holds a bachelor's degree in engineering (mechanical) from Indian Institute of Technology, Delhi. After completing engineering in the year 1988, he completed his master's degree in engineering (mechanical) from Cornell University, USA in the year 1990. He started his own business in the field of automotive parts in the year 1994. He possesses extensive knowledge in the field of automotive parts, cables and control levers. He has approx. 24 years of work experience in the automotive parts sector. He has been associated with the Group since 1999 as a shareholder of the Company.

The details of Pineridge are set forth below:

Registered office

c/o Warburg Pincus Asia Ltd,
8th Floor, Newton Tower,
Sir William Newton Street,
Port Louis,
Mauritius

Board of directors as of September 29, 2014

Name of Director	Address
Timothy Joseph Curt	c/o Warburg Pincus LLC 450 Lexington Ave New York, NY 10017
Tara Eileen O'Neill	c/o Warburg Pincus LLC 450 Lexington Ave New York, NY 10017
Sharmila Baichoo	c/o Warburg Pincus Asia Ltd., 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius
Uday Kumar Gujadhur	c/o DCDM Building, 10 Frere Felix De Valois Street, Port Louis, Mauritius
Gyaneshwarnath Gowrea	c/o Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius

Shareholding pattern as of September 29, 2014

Name of shareholder*	Percentage Ownership
Warburg Pincus Private Equity IX, L.P.	89.99991 %
Warburg Pincus (Bermuda) Private Equity IX, L.P.	10.00 %
WP IX Finance, L.P.	0.00009 %

** All the shareholders of Pineridge mentioned above are private equity funds managed by Warburg Pincus LLC.*

Book Running Lead Managers

Edelweiss Financial Services Limited
14th Floor, Edelweiss House
Off. C.S.T Road, Kalina
Mumbai 400 098, India.
Tel: +91 22 4086 3535
Fax: +91 22 4086 3610
Email ID: acb.ipo@edelweissfin.com
Investor Grievance Email: customerservice.mb@edelweissfin.com
Website: www.edelweissfin.com
Contact Person: Ms Neetu Ranka/ Mr. Sandeep Maheshwari
SEBI Registration Number: INM0000010650

Macquarie Capital Securities (India) Private Limited
(*formerly Macquarie Capital (India) Private Limited*)
92, Level 9, 2 North Avenue, Maker Maxity
Bandra Kurla Complex, Bandra East
Mumbai 400 051, India.
Tel: + 91 22 67204000
Fax: + 91 22 67204301
Email: acbil.ipo@macquarie.com
Investor Grievance Email: msgrievanceredressel@macquarie.com
Website: www.macquarie.in/mgl/in
Contact person: Mr. Anupam Kumar/ Mr. Vaibhav Bagri
SEBI Registration No: INM000010932

Syndicate Members

[●]

Domestic Legal Advisor to the Company

AZB & Partners
24th Floor, Express Towers
Nariman Point
Mumbai – 400 021
India.
Tel: +91 22 6639 6880
Fax: +91 22 6639 6888

Domestic Legal Advisor to Pineridge

AZB & Partners
Plot No. A8 – Sector - 4
Noida
Uttar Pradesh – 201 301
India.
Tel: +91 120 417 9999
Fax: +91 120 417 9900

Legal Counsel to the Managers as to Indian law

Luthra & Luthra Law Offices
103, Ashoka Estate
Barakhamba Road
New Delhi - 110 001
India.
Tel.: +91 11 4121 5100
Fax: +91 11 2372 3909

International Legal Counsel to Managers

Baker & McKenzie. Wong & Leow
8 Marina Boulevard #05-01
Marina Bay Financial Centre Tower 1
Singapore 018981
Tel: +65 6338 1888

Registrar to the Offer

Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L.B.S. Marg, Bhandup (West)
Mumbai-400 078
India.
Tel: +91 22 6171 5400
Fax: +91 22 25960329
Email: acb.ipo@linkintime.co.in
Investor Grievance Email: acb.ipo@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Mr. Sachin Achar
SEBI Registration Number: INR000004058

Investors can contact the Company Secretary and Compliance Officer and/or the Registrar to this Offer in case of any pre-Offer or post-Offer related problems, such as credit of allotted Equity Shares in the respective beneficiary accounts and refund orders.

All grievances relating to the Offer may be addressed to the Registrar to the Offer, giving full details such asname, application number, address of the applicant, number of the Equity Shares applied for, Bid Amount paidon submission of the Bid cum Application Form and the entity and centre where the Bid cum Application Formwas submitted.
All grievances relating to the ASBA process may be addressed to the Registrar to the Offer with a copy to therelevant SCSB and the Syndicate Members at the Specified Locations with whom the Bid cum ApplicationForm was submitted, giving full details such as name and address of the applicant, Bid cum Application Formnumber, number of the Equity Shares applied for, Bid Amount paid on submission of the Bid cum ApplicationForm and Designated Branch or the collection centre of the SCSB or the address of the centre of the SyndicateMember at the Specified Locations where the Bid cum Application Form was submitted by the ASBA Bidder.
Further, with respect to the Bid cum Application Forms submitted with the Registered Brokers, the investorshall also enclose the acknowledgment from the Registered Broker in addition to the documents/informationmentioned hereinabove.

Escrow Collection Banks and Public Offer Account Banks

[●]

Refund Bank

[●]

Self Certified Syndicate Banks

The list of banks that have been notified by SEBI to act as SCSBs for ASBA process, a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html, and at such other websites as may be prescribed by SEBI from time to time. For details of the Designated Branches with which Bid cum Application Forms can be physically submitted, please refer to the abovementioned link.

Non Syndicate Registered Brokers
Bidders can submit Bid cum Application Forms in the Offer using the stock broker network of the Stock Exchanges, i.e., through the Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the BSE and the NSE at http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx? expandable=3
and http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm, respectively.

Bankers to our Company

ICICI Bank Limited
ICICI Tower, NBCC Place, Bhism Pitamah Marg
Pragati Vihar, New Delhi-110 003
India
Tel: +91 11 2439 0000
Fax: +91 11 2439 0070
E-mail: vivek.chaturvedi@icicibank.com
Website: www.icicibank.com
Contact Person: Mr. Vivek Chaturvedi

HDFC Bank Limited
HDFC Bank House, Vatika Atrium, Block "A", Golf Course Road, Sector 53, Gurgaon, Haryana (India) – 122002
Tel: +91 0124 4664 398
Fax: +91 0124 4375 595
E-mail: mukesh.todi@hdfcbank.com
Website: www.hdfcbank.com

Standard Chartered Bank
2nd Floor, Building No. 7A,
DLF Cyber City, Sector 24/25,

Gurgaon-122002, Haryana.
Tel: +91 0124 4876 080
Fax: +91 0124 4876 080
Email: Kiran.hegde@sc.com
Website: www.sc.com/in
Contact Person: Mr. Kiran Hegde

Statutory Auditors

M/s. B S R & Company, Chartered Accountants
Building No. 10, 8th Floor, Tower-B
DLF Cyber City, Phase-II
Gurgaon- 122 002
India.
Tel: +91 124 2549191
Fax: +91 124 2549101
Email: ptulsyan@bsraffiliates
Firm registration no. 128032W

Inter-se responsibilities of the Managers

The responsibilities and co-ordination roles for various activities in this Offer have been distributed between Edelweiss and Macquarie as the Managers as under:

S. No.	Activity	Responsibility	Designated Co-ordinating Manager
1.	Capital structuring with relative components and formalities	Managers	Edelweiss
2.	Due-diligence of the Company including its operations/management/business plans/legal, *etc*. Drafting and design of the Draft Red Herring Prospectus, the Red Herring Prospectus and the Prospectus including the memorandum containing the salient features of the Prospectus. The Managers shall ensure compliance with stipulated requirements and completion of prescribed formalities with the stock exchanges, the Registrar of Companies and SEBI, including finalisation of the prospectus and its filing with the Registrar of Companies.	Managers	Edelweiss
3.	Drafting and approval of statutory advertisements.	Managers	Edelweiss
4.	Drafting and approval of publicity material limited to non-statutory advertisements including corporate advertisements, brochure *etc*.	Managers	Edelweiss
5.	Appointment of other intermediaries, *viz*., legal counsel, registrar, advertising agency and printers.	Managers	Edelweiss
6.	Preparation of road-show presentation and FAQs.	Managers	Macquarie
7.	International institutional marketing strategy International institutional marketing of the Offer, which will exclude marketing in the United States and includes: ▪ Institutional marketing strategy ▪ Finalising the list and division of investors for one to one meetings, in consultation with the Company and Pineridge, and ▪ Finalising road show schedule and investor meeting schedules	Managers	Macquarie
8.	Domestic institutional marketing strategy	Managers	Edelweiss

S. No.	Activity	Responsibility	Designated Co-ordinating Manager
	Domestic institutional marketing of the Offer, which will cover: ▪ Institutional marketing strategy ▪ Finalising the list and division of investors for one to one meetings, in consultation with the Company and Pineridge, and ▪ Finalising road show schedule and investor meeting schedules		
9.	Non-Institutional and Retail Marketing of the Offer, which will cover, *inter alia*, ▪ Formulating marketing strategies, preparation of publicity budget ▪ Finalising media, marketing & public relations strategy ▪ Finalising centers for holding conferences for brokers, *etc.* ▪ Follow-up on distribution of publicity and Company material including application form, prospectus and deciding on the quantum of the Offer material ▪ Finalising collection centres	Managers	Edelweiss
10.	Appointment of Escrow Collection Banks, Refund Banks and Public Offer Account Banks	Managers	Edelweiss
11.	Co-ordination with stock exchanges for Book Building Process software, bidding terminals and mock trading	Managers	Edelweiss
12.	Finalisation of Offer Price	Managers	Edelweiss
13.	Post bidding activities including management of Escrow Accounts, Refund Accounts and Public Offer Accounts, co-ordination of non-institutional allocation, coordination with Registrar and banks, intimation of allocation and dispatch of refund to Bidders, *etc.* The post Offer activities of the Offer will involve essential follow up steps, which include finalisation of trading and dealing instruments and dispatch of certificates and demat delivery of shares, with the various agencies connected with the work such as Registrar to the Offer, Escrow Collection Banks, Refund Banks and Public Offer Account Banks. The Book Running Lead Managers shall be responsible for ensuring that these agencies fulfill their functions and enable them to discharge the responsibility through suitable agreements with the Company and the Selling Shareholders. Finalising the underwriting arrangements*	Managers	Edelweiss

** In case of under-subscription in the Offer, the Managers responsible for the underwriting arrangements shall be responsible for invoking underwriting obligations and ensuring that the notice for devolvement containing the obligations of the Underwriters is issued in terms of these regulations and as agreed to in the Underwriting Agreement.*

Credit rating

As this is an offer of equity shares, a credit rating is not required for this Offer.

Trustees

As this is an offer of equity shares, the appointment of trustees are not required.

IPO Grading Agency and other details

An IPO Grading Agency is not required for this Offer.

Experts to our Company for the Offer

M/s. B S R & Company, Chartered Accountants, have provided their written consent for the inclusion of the reports on the Restated Consolidated Financial Information and the Restated Standalone Financial Information in the form and context in which it will appear in the Draft Red Herring Prospectus, and to be named as an expert in relation hereto, and such consent has not been withdrawn at the time of delivery of the Draft Red Herring Prospectus to SEBI. As the Equity Shares have not been and will not be registered under the Securities Act, M/s. B S R & Company, Chartered Accountants, have not filed a consent under the Securities Act.

M/s. A. L. Sehgal & Co., Chartered Accountants, have provided their written consent for the inclusion of the statement of possible tax benefits in the form and context in which it will appear in the Draft Red Herring Prospectus, and to be named as an expert in relation thereto, and such consent has not been withdrawn at the time of delivery of the Draft Red Herring Prospectus to SEBI.

Monitoring Agency

The Offer being an offer for sale, our Company will not receive any proceeds from the Offer and is not required to appoint a monitoring agency for the Offer.

Appraising Entity

The objects of this Offer have not been appraised by any agency.

Book Building Process

Book building refers to the collection of Bids from investors, on the basis of the Draft Red Herring Prospectus and the bid cum application forms. The principal parties involved in the Book Building Process are:

1. the Company;
2. the Selling Shareholders;
3. the Managers;
4. the Syndicate Members, who are intermediaries registered with SEBI or registered as brokers with BSE/NSE and eligible to act as Underwriters. Syndicate Members are appointed by the Managers;
5. the Escrow Collection Bank(s)/ Public Offer Account Banks and the Refund Bank(s);
6. the SCSBs;
7. the Non Syndicate Registered Brokers; and
8. the Registrar to the Offer.

This Offer is being made through the Book Building Process wherein 50% of the Net Offer shall be available for allocation to QIBs. Provided that the Company may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis out of which one-third shall be reserved for domestic Mutual Funds only. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the Net QIB Portion. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received at or above the Offer Price. Further, up to 250,000 Equity Shares shall be available for allocation on a proportionate basis to the Eligible Employees, subject to valid Bids being received from them at or above the Offer Price.

QIBs (excluding Anchor Investors) and Non-Institutional Investors can participate in the Offer only through the ASBA process and Retail Individual Investors have the option to participate through the ASBA process. Anchor Investors are not permitted to participate through the ASBA process.

In accordance with the SEBI Regulations, QIBs bidding in the QIB Category and Non-Institutional Investors bidding in the Non-Institutional Category are not allowed to withdraw or lower the size of their Bids (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Retail Individual Investors can revise their Bids during the Bid/ Offer Period and withdraw their Bids until finalisation of the Basis of Allotment. Further, Anchor Investors cannot withdraw their Bids after the Anchor Investor Bid/ Offer Period. Allocation to the Anchor Investors will be on a discretionary basis. For further details, see "Offer Procedure" on page 554 of this Draft Red Herring Prospectus.

In the event of under-subscription in the Retail Portion or the Non-Institutional Portion in the Net Offer, the unsubscribed portion would be allowed to be met with spill over from over subscription from any other category or a combination of categories at the sole discretion of the Company, in consultation with the Managers. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Offer. In the event of under-subscription in the Net Offer, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Offer. Our Company will comply with the ICDR Regulations and any other ancillary directions issued by SEBI for this Offer. Each of the Selling Shareholders confirms that it will comply with the ICDR Regulations and any other directions issued by SEBI, as applicable to such Selling Shareholder in relation to the Equity Shares offered by such Selling Shareholder under the Offer.

The Book Building Process is subject to change. Investors are advised to make their own judgment about investment through this process prior to making a Bid in the Offer. The Company may decide to close the Offer Period for QIBs one day prior to the Offer Closing Date. Please refer to the section on "*Terms of the Offer*" beginning on page 71 of this Draft Red Herring Prospectus for more details.

Illustration of Book Building and Price Discovery Process *(Investors should note that this example is solely for illustrative purposes and is not specific to the Offer)*.

Bidders can Bid at any price within the Price Band. For instance, assume a price band of ₹ 20 to ₹ 24 per share, issue size of 3,000 equity shares and receipt of five bids from bidders, details of which are shown in the table below. A graphical representation of the consolidated demand and price would be made available at the Syndicate Bidding Centres during the Offer Period. The illustrative book below shows the demand for the shares of the issuer company at various prices and is collated from bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%
1000	23	1500	50.00%
1500	22	3000	100.00%
2000	21	5000	166.67%
2500	20	7500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the above issuer company is able to issue the desired number of shares is the price at which the book cuts off, *i.e.*, ₹ 22 in the above example.

Our Company and Pineridge, in consultation with the Managers, will finalise the Offer Price at or below such Cut-Off Price, *i.e.* in the case of the above illustration, at or below ₹ 22. All Bids at or above this issue price and cut-off price are valid Bids and are considered for allocation in the respective categories.

Steps to be taken by the Bidders for Bidding:

- Check eligibility for Bidding;
- Ensure that you have an active demat account and the demat account details are correctly mentioned in the Bid cum Application Form;
- Except for Bids submitted on behalf of the Central Government or the State Government or officials appointed by a court and Bidders resident in the state of Sikkim who may be exempt from specifying their PAN for transacting in the securities market, all Bidders should mention their Permanent Account Number (PAN) allotted under the IT Act. In case of Bids submitted on behalf of the Central Government or the State Government or officials appointed by a court, such Bidders shall provide sufficient documentary evidence in support of the fact that such Bids have been submitted on behalf of the Central Government or the State Government or officials appointed by a court. Residents of Sikkim shall provide sufficient documentary evidence in support of their address as provided in the SEBI MRD circular MRD/DOP/Dep/cir-29/2004 dated August 24, 2004 (please refer to the section on "*Offer Procedure*" on page 554 of this Draft Red Herring Prospectus);
- Ensure that the Bid cum Application Form is duly completed as per instructions given in the Draft Red Herring Prospectus and in the Bid cum Application Form;
- Ensure the correctness of your Demographic Details, given in the Bid cum Application Form, with the details recorded with your Depository Participant;
- Bidders can submit their Bids through ASBA either by submitting Bid cum Application Forms to (i) the Syndicate/Sub Syndicate at any of the Syndicate Bidding Centres, or the Non Syndicate Registered Brokers at any of the Non Syndicate Broker Centres, or (ii) the SCSBs with whom the ASBA Account is maintained. Bids by ASBA Bidders to the SCSBs through physical ASBA will only be submitted at the Designated Branches. For further details please see "*Offer Procedure – Submission of Bid cum Application Form*" on page 583 of this Draft Red Herring Prospectus. ASBA Bidders should ensure that the specified bank accounts have adequate credit balance at the time of submission of the Bid cum Application Form to the Syndicate/Sub Syndicate, the Non Syndicate Registered Brokers, or SCSB to ensure that their Bid is not rejected; and
- Bids by QIBs (excluding Anchor Investors), and the NII shall be submitted only through the ASBA process.

Withdrawal of the Offer

Our Company and / or any of the Selling Shareholders, in consultation with the Managers, reserve the right not to proceed with the Offer at any time after the Offer Opening Date but before the Allotment of Equity Shares. In such an event the Company shall issue a public notice in the newspapers (including the reasons for such withdrawal), in which the pre-Offer advertisements were published, within two days of the Offer Closing Date. Our Company shall also inform the same to the Stock Exchanges on which the Equity Shares are proposed to be listed and the Managers, through the Registrar to the Offer, shall notify the SCSBs to unblock the accounts of the ASBA Bidders.

If our Company and / or any of the Selling Shareholders withdraw the Offer after the Offer Closing Date and our Company, thereafter, determines that it will proceed with an initial public offering of its Equity Shares, our Company shall file a fresh draft red herring prospectus with SEBI. Notwithstanding the foregoing, the Offer is also subject to obtaining (i) final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment; and (ii) the final approval of the RoC, after the Prospectus is filed with the RoC.

In terms of the ICDR Regulations, QIB Bidders and Non-Institutional Investors are not allowed to withdraw or lower the size of their Bids (both in terms of number of Equity Shares Bid for and Bid Amount) at any stage after the Offer Closing Date, and Anchor Investors cannot withdraw their Bids after the Anchor Investor Bidding Date.

Allotment to Retail Individual Investors and Minimum Bid Lots

In the event, the Bids received from Retail Individual Investors exceeds 10,741,500 Equity Shares, then the maximum number of Retail Individual Investors who can be allocated/Allotted the minimum Bid Lot will becomputed by dividing the total number of the Equity Shares available for allocation/Allotment to RetailIndividual Investors by the minimum Bid Lot ("**Maximum RIB Allottees**"). The allocation/Allotment to RetailIndividual Investors will then be made in the following manner:

- In the event the number of Retail Individual Investors who have submitted valid Bids in the Offer is equal to or less than Maximum RIB Allottees, (i) Retail Individual Investors shall be allocated / Allotted the minimum Bid Lot; and (ii) the balance Equity Shares, if any, remaining in the RetailCategory shall be allocated/ Allotted on a proportionate basis to the Retail Individual Investors who have received allocation/Allotment as per (i) above for less than the Equity Shares Bid by them (i.e. who have Bid for more than the minimum Bid Lot).
- In the event the number of Retail Individual Investors who have submitted valid Bids in the Offer is more than Maximum RIB Allottees, the Retail Individual Investors (in that category) who will then be allocated/ Allotted minimum Bid Lot shall be determined on draw of lots basis.

For details, see "Offer Procedure" on page 554

Offer Programme

Offer Period

OFFER OPENS ON	[●]*
OFFER FOR QIBS CLOSES ON	[●]**
OFFER FOR RETAIL AND NON-INSTITUTIONAL (INCLUDING ELIGIBLE EMPLOYEES BIDDING UNDER THE EMPLOYEE RESERVATION PORTION) INVESTORS CLOSES ON	[●]**

* *Our Company, in consultation with the Managers, may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Offer Opening Date.*

** *Our Company and Pineridge, in consultation with the Managers, may decide to close the Offer Period for QIBs one Working Day prior to the Offer Closing Date.*

Except in relation to Bids received from Anchor Investors, the Bids and any revision in Bids shall be accepted only between **10.00 a.m. and 5.00 p.m. IST** during the Offer Period as mentioned above at the Syndicate Bidding Centres mentioned on the Bid cum Application Form, the Non Syndicate Broker Centres mentioned in the websites of the Stock Exchanges, or, the Designated Branches (in case of Bids submitted by the ASBA Bidders). On the Offer Closing Date, the Bids shall be accepted only between **10.00 a.m. and 3.00 p.m. IST** and uploaded until (i) 4.00 p.m. IST, in case of Bids by QIBs (Bidding under the Net QIB Portion) and Non-Institutional Investors, or such extended time as permitted by the Stock Exchanges, and (ii) 5.00 p.m. in case of Bids by Retail Individual Bidders and Eligible Employees Bidding under the Employee Reservation Portion, or such extended time as permitted by the Stock Exchanges. It is clarified that Bids not uploaded would be rejected. Bids by ASBA Bidders shall be uploaded in the electronic system to be provided by the Stock Exchanges either by (i) a Syndicate/Sub Syndicate, (ii) the SCSBs, or (iii) a Non Syndicate Registered Broker.

Due to limitation of time available for uploading the Bids on the Offer Closing date, the Bidders are advised to submit their Bids one day prior to the Offer Closing Date and, in any case, no later than the times mentioned above on the Offer Closing Date. All times are Indian Standard Time. Bidders are cautioned that in the event a large number of Bids are received on the Offer Closing Date, as is typically experienced in pubic offerings, some Bids may not get uploaded due to lack of sufficient time. Investors please note that as per letter no. List/smd/sm/2006 dated July 3, 2006 and letter no. NSE/IPO/25101- 6 dated July 6, 2006 issued by BSE and NSE respectively, Bids and any revision in Bids shall not be accepted on Saturdays and holidays as declared by the Stock Exchanges. Such Bids that cannot be uploaded will not be considered for allocation under the Offer. Bids will be accepted only on Working Day. Bids by ASBA Bidders shall be uploaded in the electronic system to be provided by the Stock Exchanges either by (i) a Syndicate/Sub Syndicate, (ii) an SCSB, or (iii) a Non Syndicate Registered Broker. Neither our Company nor the Selling Shareholders are liable for any failure in downloading the Bids due to faults in any software/hardware system or otherwise.

On the Offer Closing Date, extension of time will be granted by the Stock Exchanges only for uploading the Bids

received by Retail Individual Bidders and Eligible Employees after taking into account the total number of Bids received up to the closure of the time period for acceptance of Bid cum Application Forms as stated herein and reported by the Managers to the Stock Exchanges within half an hour of such closure.

The Price Band will be decided by our Company and Pineridge, in consultation with the Managers. The announcement of the Price Band shall also be made available on the websites of the Managers and at the terminals of the Syndicate.

Our Company and Pineridge, in consultation with the Managers, reserve the right to revise the Price Band during the Offer Period in accordance with the ICDR Regulations provided that the Cap Price is less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side *i.e.* the Floor Price can move up or down to the extent of 20% of the Floor Price disclosed at least five Working Days prior to the Offer Opening Date and the Cap Price will be revised accordingly.

In case of revision of the Price Band, the Offer Period will be extended, in accordance with regulation 46(2) of the ICDR Regulations, for a minimum of three additional Working Days after revision of the Price Band, subject to the total Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Offer, if applicable, will be widely disseminated by notification to the BSE and the NSE, by issuing a press release and also by indicating the changes on the web sites of the Managers and at the terminals of the Syndicate.

Underwriting Agreement

After determination of the Offer Price but prior to filing of the Prospectus with the RoC, our Company and Selling Shareholders will enter into an Underwriting Agreement with the Underwriters for the Equity Shares proposed to be offered through the Offer. It is proposed that pursuant to the terms of the Underwriting Agreement, the Managers shall be responsible for bringing in the amount devolved in the event that their respective Syndicate Members do not fulfil their underwriting obligations. The underwriting shall be to the extent of the Bids uploaded by the Underwriter including through its Syndicate / Sub Syndicates. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriter are several and are subject to certain conditions to closing, as specified therein.

The Underwriting Agreement is dated [●] and has been approved by our Board.

The Underwriters have indicated their intention to underwrite the following number of Equity Shares:

This portion has been intentionally left blank and will be filled in before filing of the Prospectus with the RoC.

(Amount in ₹ million)

Details of the Underwriters	Indicative Number of Equity Shares to be Underwritten	Amount Underwritten
[●]	[●]	[●]
[●]	[●]	[●]

In the opinion of our Board of Directors (based on a certificate dated [●] given by the Underwriters), the resources of the above mentioned Underwriters are sufficient to enable them to discharge their respective underwriting obligations in full. The abovementioned Underwriters are registered with SEBI under Section 12(1) of the SEBI Act or registered as brokers with the Stock Exchange(s). Our Board of Directors, at its meeting held on [●] has accepted and entered into the Underwriting Agreement with the Underwriters.

Allocation among the Underwriters may not necessarily be in proportion to their underwriting commitments set forth in the table above. Notwithstanding the above table, the Underwriters shall be responsible for ensuring payment with respect to Equity Shares allocated to investors procured by them. In the event of any default in

payment, the Underwriters, will be required to procure subscriptions for/subscribe to Equity Shares to the extent of the defaulted amount, as specified in the Underwriting Agreement.

CAPITAL STRUCTURE

Our Equity Share capital, pre-Offer and post- Offer, as at the date of this Draft Red Herring Prospectus, is set forth below:

(in ₹ except Equity Share data)

	Details	Aggregate value at face value	Aggregate value at Offer Price
A.	**Authorised share capital**		
	1,000,000,000 equity shares having a face value of ₹ 10 each	10,000,000,000	-
B.	**Issued, subscribed and paid-up share capital before the Offer**		-
	238,005,728 equity shares having a face value of ₹ 10 each	2,380,057,280	[●]
C.	**Present Offer in terms of this Draft Red Herring Prospectus**		
	Offer for sale of up to 30,940,000 equity shares having a face value of ₹ 10 each*	309,400,000	[●]
	Of Which		
	Employee Reservation Portion of up to 2,50,000 Equity Shares	25,00,000	[●]
	Net Offer #	30,69,00,000	[●]
D.	**Issued, subscribed and paid-up share capital after the Offer**		
	238,005,728 equity shares having a face value of ₹ 10 each	238,005,7280	[●]
E.	**Securities Premium Account**		
	Before the Offer	3,041,672,922	
	After the Offer	3,041,672,922	

* *Out of the total Equity Shares being offered by way of the Offer aggregating up to 30,940,000 Equity Shares, up to 23,800,000 Equity Shares are being offered by Pineridge, up* to *3,140,000 Equity Shares by Mr. Ganesh Chandra Mrig and up to 4,000,000 Equity Shares by Mr. Ashok Mrig.*

Pineridge confirms that the Offer of up to 23,800,000 Equity Shares held by it has been authorised pursuant to a resolution passed by its board of directors on September 29, 2014.

Further, Mr. Ganesh Chandra Mrig, and Mr. Ashok Mrig have authorised the Offer of Equity Shares help by them pursuant to their letters, each dated September 29, 2014.

\# *Our Company and Pineridge, in consultation with the Managers, may decide to offer a discount of* [•]*% of the Offer Price, amounting to* ₹ [•], *to Retail Individual Bidders and Eligible Employees.*

Offer for Sale by the Selling Shareholders

The Offer comprises an offer for sale of (i)up to 23,800,000 Equity Shares by Pineridge and (ii) up to 3,140,000 and up to 4,000,000 Equity Shares by Mr. Gansesh Chandra Mrig and Mr. Ashok Mrig respectively. Pineridge has held

23,800,000 Equity Shares offererd by it in the Offer for a period of more than one year prior to the filing of this Draft Red Herring Prospectus. The Indivdual Selling Shareholders have held 7,140,000 Equity Shares offered by them in the Offer for a period of more than one year prior to the filing of this Draft Red Herring Prospectus.

Details of increase in authorised share capital since incorporation:

Sr. No.	Particulars of increase	Date of shareholders' meeting	AGM/EGM
1.	Increase in authorised share capital from the initial authorised share capital of ₹ 5,000,000 divided into 500,000 Equity Shares to ₹ 10,000,000 divided into 1,000,000 Equity Shares.	June 1, 2000	EGM
2.	Increase in authorised share capital from ₹ 10,000,000 divided into 1,000,000 Equity Shares to ₹ 23,500,000 divided into 2,350,000 Equity Shares.	March 30, 2001	EGM
3.	Increase in authorised share capital from ₹ 23,500,000 divided into 2,350,000 Equity Shares to ₹ 43,500,000 divided into 4,350,000 Equity Shares.	May 10, 2001	EGM
4.	Increase in authorised share capital from ₹ 43,500,000 divided into 4,350,000 Equity Shares to ₹ 1,000,000,000 divided into 100,000,000 Equity Shares.	March 31, 2008	EGM
5.	Increase in authorised share capital from ₹ 1,000,000,000 divided into 100,000,000 Equity Shares to ₹ 1,250,000,000 divided into 125,000,000 Equity Shares.	March 26, 2009	EGM
6.	Increase in authorised share capital from ₹ 1,250,000,000 divided into 125,000,000 Equity Shares to ₹ 10,000,000,000 divided into 1,000,000,000 Equity Shares.	September 4, 2009	EGM

Notes to capital structure

1. Equity share capital history of our Company

The following is the history of the equity share capital and share premium account of our Company:

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Nature of consideration	Reasons for allotment	Cumulative no. of Equity Shares	Cumulative paid-up share capital (₹)	Cumulative share premium (₹)
March 14, 1997	300	10	10	Cash	Subscription to the Memorandum	300	3,000	Nil
March 31,	499,700	10	10	Cash	Further	500,000	5,000,000	Nil

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Nature of consideration	Reasons for allotment	Cumulative no. of Equity Shares	Cumulative paid-up share capital (₹)	Cumulative share premium (₹)
1999					allotment			
October 25 2000	500,000	10	10	Cash	Further allotment	1,000,000	10,000,000	Nil
March 31, 2001	1,330,000	10	50	Cash	Further allotment	2,330,000	23,300,000	53,200,000
March 28, 2002	399,500	10	75	Cash	Further allotment	2,729,500	27,295,000	79,167,500
March 31, 2003	150,000	10	100	Cash	Further allotment	2,879,500	28,795,000	92,667,500
December 29, 2003	406,250	10	160	Cash	Further allotment	3,285,750	32,857,500	153,605,000
March 3, 2006	597,409	10	3,348	Cash	Further allotment	3,883,159	38,831,590	2,147,756,242
March 14, 2008[(i)]	298,705	10	4,023	Cash	Conversion of warrants	4,181,864	41,818,640	3,346,459,407
March 28, 2008	43,740	10	6,004	Cash	Further allotment	4,225,604	42,256,040	3,608,636,967
March 31, 2008[(ii)]	84,512,080	10	-	-	Bonus issue in the ratio of 20:1	88,737,684	887,376,840	2,763,516,167
June 23, 2008	3,262,896	10	26	Cash	Rights issue in the ratio of 1:10	92,000,580	920,005,800	2,815,722,503
March 30, 2009	5,853,800	10	158	Cash	Further allotment	97,854,380	978,543,800	3,682,084,903
March 31, 2009[(iii)]	5,326,440	10	20.29	Consideration other than cash	Swap	103,180,820	1,031,808,200	3,736,900,505
August 17, 2009[(iv)]	3,136,392	10	159.43	Cash	Conversion of warrants	106,317,212	1,063,172,120	4,205,571,562

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Nature of consideration	Reasons for allotment	Cumulative no. of Equity Shares	Cumulative paid-up share capital (₹)	Cumulative share premium (₹)
September 4, 2009[v]	12,424,352	10	10	Consideration other than cash	Swap	118,741,564	1,187,415,640	4,205,571,562
September 15, 2010[vi]	118,741,564	10	-	-	Bonus issue in the ratio of 1:1	237,483,128	2,374,831,280	3,018,155,922
February 25, 2011	522,600	10	55	Cash	Rights issue in the ratio of 1:100	238,005,728	2,380,057,280	3,041,672,922

(i) *Our Company by way of an application dated January 3, 2011, sought the approval of the FIPB for the subscription to 298,705 Equity Shares upon the conversion of 298,705 warrants by Pineridge. These warrants were issued by our Company to Pineridge, by way of a preferential allotment under the foreign direct investment route. On May 9, 2011, FIPB granted its ex-post facto approval for the issuance of 298,705 warrants and their subsequent conversion into Equity Shares on March 14, 2008. The FIPB approval was subject to compounding by the RBI. Our Company on May 25, 2011 filed a compounding application dated May 24, 2011 with the RBI. The RBI, pursuant to its order dated November 11, 2011, has compounded the contraventions of FEMA by our Company on payment of ₹ 1 million. Our Company has made the requisite payment to the RBI. For further details of the compounding proceeding, please refer to the section on "Outstanding Litigation and Material Developments" on page 428 of this Draft Red Herring Prospectus.*

(ii) *Bonus Equity Shares have been issued out of the securities premium account by capitalising ₹ 845,120,800.*

(iii) *Our Company entered into a share swap agreement dated March 30, 2009 with SACPL in terms whereof 14,494,944 equity shares of SCPL held by SACPL were swapped with 5,326,440 Equity Shares.*

(iv) *These warrants were held by Pragati Vanijaya Limited and in terms of the said warrants Pragati Vanijaya Limited had the right to transfer the same to Mr. Rudra Sen Sindhu and his family, Mr. Ganesh Chandra Mrig and his family and Mr. Kuldeep Singh Solanki and his family. Pragati Vanijaya Limited requested our Company to allot Equity Shares post the conversion of these warrants to Mr. Rudra Sen Sindhu and his family, Mr. Ganesh Chandra Mrig and his family and Mr. Kuldeep Singh Solanki and his family. Accordingly, pursuant to the board resolution of our Company dated August 17, 2009 the warrants were converted and 870,423 Equity Shares, 563,924 Equity Shares, 322,033 Equity Shares, 752,734 Equity Shares and 627,278 Equity Shares were issued to Mr. Rudra Sen Sindhu, Vir Sen Sindhu, Mr. Vrit Pal Sindhu, Mr. Ganesh Chandra Mrig and Mr. Kuldeep Singh Solanki, respectively.*

(v) *Our Company had entered into five share swap agreements, each dated September 4, 2009, consequent to and pursuant to a Board resolution dated September 4, 2009; our Company allotted 18,978,974 Equity Shares as consideration for 14,804,623 equity shares of Global Coal and Mining Private Limited. However, our Company received 6,257,358 equity shares of Global Coal and Mining Private Limited in lieu of the aforesaid allotment instead of 14,804,623 equity shares, as a result of which, our Company, pursuant to a Board resolution dated March 3, 2010, in supercession of the Board resolution dated September 4, 2009, and by way of a letter to the RoC dated May 18, 2010, allotted 12,424,352 Equity Shares as consideration for 6,257,358 equity shares of Global Coal and Mining Private Limited and effectively cancelled the allotment of 6,554,622 Equity Shares for non-receipt of consideration. The Form 2 for the allotment of 12,424,352 Equity Shares and a letter for effective cancellation of 6,554,622 Equity Shares was filed by our Company with the RoC on May 18, 2010.*

(vi) *Bonus Equity Shares have been issued out of the securities premium account by capitalising ₹ 1,187,415,640.*

2. Details of further issue of Equity Shares by way of rights issues

Our Company has twice issued Equity Shares by way of rights issue; first, on June 23, 2008 and secondly, on February 25, 2011. The details of these two rights issues are as follows:

*Rights issue on June 23, 2008 ("**First Rights Issue**")*

Serial No.	List of shareholders as on May 30, 2008	No. of shares held as on May 30, 2008	Actual rights entitlement of each allottee in the ratio of 1 share for every 10 shares held	Actual number of shares allotted in the rights issue	List of allottees to whom shares allotted on June 23, 2008 by way of renunciations	No. of shares allotted to the allottees on June 23, 2008 by way of renunciations
1	Ganesh Chandra Mrig	6,949,950	694,995		Ajay Mrig	518,621
2	Rudra Sen Sindhu	12,986,400	1,298,640	610,000	-	-
3	Vir Sen Sindhu	9,206,925	920,693	335,000	-	-
4	Sushil Mrig	4,337,865	433,787		-	-
5	Ashok Mrig	4,327,365	432,737	123,076	-	-
6	Vrit Pal Sindhu	4,785,060	478,506	200,000	-	-
7	Col. Girdhari Singh AVSM (Retd.)	1,260,000	126,000		-	-
8	Kuldeep Singh Solanki	9,458,400	945,840	945,840	-	-
9	Saroj Sindhu	600,600	60,060	-	Mass Agencies Private Limited	44,352
10	Vir Sen Sindhu(HUF)	210,000	21,000	-	-	-
11	Vrit Pal Sindhu (HUF)	210,000	21,000	-	-	-
12	Ekta Sindhu	829,500	82,950	-	-	-
13	Satyapal Sindhu	1,339,800	133,980	60,000	-	-
14	Satyapal Sindhu(HUF)	732,900	73,290	-	-	-
15	Dev Suman Sindhu(HUF)	210,000	21,000	-	-	-
16	Rachna Sindhu	420,000	42,000	-	-	-
17	Sumati Sindhu	323,400	32,340	-	-	-
18	Surabhi Sindhu	323,400	32,340	-	-	-
19	Sarvesh Sindhu	689,850	68,985	-	-	-

20	Indu Solanki	1,638,000	163,800	163,800	-	-
21	Pragati Vanijaya Limited	1,018,500	101,850	-	Mass Agencies Private Limited	101,850
22	Dev Suman Sindhu	903,735	90,374	62,490	-	-
23	Pineridge	22,470,294	2,247,029	-	-	-
24	Abhimanyu Sindhu	1,241,100	124,110	70,000	-	-
25	Sahishta Sindhu	689,850	68,985	-	-	-
26	Maneesha Finlease Limited	656,250	65,625	27,867	-	-
27	Narhari Prasad K Koya and Harmila Narendra Koya	918,540	91,854	-	-	-

*Rights issue on February 25, 2011 ("**Second Rights Issue**")*

Serial No.	List of shareholders as on January 1, 2011	No. of shares held as on January 1, 2011	Actual rights entitlement of each allottee in the ratio of 1 share for every 100 shares held	Actual number of shares allotted in the rights issue	List of allottees to whom shares allotted on February 25, 2011 by way of renunciations	No. of shares allotted to the allottees on February 25, 2011 by way of renunciations
1	Rudra Sen Sindhu	37,493,628	374,936	7,280	-	-
2	Vir Sen Sindhu	24,717,708	247,177	-	-	-
3	Vrit Pal Sindhu	13,325,214	133,252	-	-	-
4	Satyapal Sindhu	2,799,600	27,996	-	-	-
5	Dev Suman Sindhu	1,932,450	19,325	-	-	-
6	Abhimanyu Sindhu	3,026,926	30,269	-	-	-
7	Saroj Sindhu	1,201,200	12,012	-	-	-
8	Ekta Sindhu	1,659,000	16,590	-	-	-
9	Rachna Sindhu	840,000	8,400	-	-	-
10	Shahista Sindhu	1,379,700	13,797	-	-	-
11	Sumati Sindhu	646,800	6,468	-	-	-
12	Surabhi Sindhu	646,800	6,468	-	-	-
13	Sarvesh Sindhu	1,379,700	13,797	-	-	-
14	Satyapal Sindhu(HUF)	1,465,800	14,658	-	-	-

Serial No.	List of shareholders as on January 1, 2011	No. of shares held as on January 1, 2011	Actual rights entitlement of each allottee in the ratio of 1 share for every 100 shares held	Actual number of shares allotted in the rights issue	List of allottees to whom shares allotted on February 25, 2011 by way of renunciations	No. of shares allotted to the allottees on February 25, 2011 by way of renunciations
15	Dev Suman Sindhu(HUF)	420,000	4,200	-	-	-
16	Vir Sen Sindhu(HUF)	420,000	4,200	-	-	-
17	Vrit Pal Sindhu (HUF)	420,000	4,200		-	-
18	Ganesh Chandra Mrig	15,255,776	152,558	3,120	-	-
19	Sushil Mrig	8,675,730	86,757	-	-	-
20	Ashok Mrig	8,488,752	84,888	-	-	-
21	Ajay Mrig	4,066,226	40,662	-	-	-
22	Monica Mrig	393,682	3,937	-	-	-
23	Kuldeep Singh Solanki	28,186,636	281,866	2,600	-	-
24	Narhari Prasad K Koya & Harmila Narendra Koya	2,536,590	25,366	23,715	-	-
25	Pineridge	51,679,364	516,794	483,150	-	-
26	Pragati Vanijaya Limited	7,005,824	70,058	-	-	-
27	Maneesha Finlease Limited	1,368,234	13,682	-	-	-
28	Mass Agencies Private Limited	292,404	2,924	2,735	-	-
29	Sarvesh Coaltech Private Limited	10,652,880	106,529	-	-	-
30	Mitter Sen Agrofarms Private Limited	5,106,504	51,065	-	-	-

3. Equity Shares allotted for consideration other than cash

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Consideration	Persons to whom issued	Reasons for allotment
March 31, 2008#	84,512,080	10	-	-	Shareholders of our Company	Bonus issue in the ratio 20:1
March 31, 2009	5,326,440	10	20.29	14,494,944 equity shares of SCPL acquired from shareholders of SCPL.	SACPL	Acquisition of 14,494,944 equity shares of SCPL.
September 4, 2009	12,424,352	10	10	6,257,358 equity shares of GCMPL acquired from various shareholders of GCMPL	1. Mitter Sen Agrofarms Private Limited 2. Rudra Sen Sindhu 3. Mr. Abhimanyu Sindhu 4. Mr. Vrit Pal Sindhu 5. Mr. Vir Sen Sindhu 6. Mr. Ajay Mrig 7. Ms. Monica Mrig 8. Mr. Ganesh Chandra Mrig	Acquisition of 6,257,358 equity shares of Global Coal and Mining Private Limited acquired from various shareholders of Global Coal and Mining Private Limited.
September 15, 2010#	118,741,564	10	-	-	Shareholders of our Company	Bonus issue in the ratio of 1:1

 # The Equity Shares issued pursuant to these bonus issues are not ineligible as per Regulation 33 of ICDR Regulations as the same are neither resulting from a bonus issue by utilization of revaluation reserves or unrealised profits of our Company nor from the bonus issue against Equity Shares which are ineligible for minimum Promoters' contribution.

4. History of Equity Share Capital held by the Promoters

Details of build-up of the Promoters shareholding in the Company.

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
Mr. Rudra Sen	March 14, 1997	Subscription to the Memorandum	Cash	100	10	100	10	0.00	0.00	0.00
	March 31, 1999	Allotted	Cash	89,900	10	90,000	10	0.90	0.04	0.04

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
Sindhu	October 25, 2000	Allotted	Cash	150,000	10	240,000	10	1.50	0.10	0.10
	March 31, 2001	Allotted	Cash	32,400	10	272,400	50	1.62	0.11	0.11
	September 24, 2003	Purchased from Kylsons Finance Private Limited	Cash	31,000	10	303,400	10	1.14	0.13	0.13
		Purchased from Impulsive Finance & Services Private Limited	Cash	31,000	10	334,400			0.14	0.14
		Purchased from F-MEC Tours and Travels Private Limited	Cash	30,000	10	364,400			0.15	0.15
		Purchased from HM Fincap Limited	Cash	20,000	10	384,400			0.16	0.16
		Purchased from Agraj Marketing Private Limited	Cash	1,500	10	385,900			0.16	0.16
	June 12, 2004	Purchased from Mr. Abhimanyu Sindhu	Cash	12,000	10	397,900	10	1.10	0.17	0.17
		Purchased from Mr. Abhimanyu Sindhu	Cash	42,000	10	439,900			0.18	0.18
		Purchased from Mr. Abhimanyu Sindhu	Cash	18,000	10	457,900			0.19	0.19
		Purchased from Mr. Abhimanyu Sindhu	Cash	14,400	10	472,300			0.20	0.20
		Purchased from Mr. Abhimanyu Sindhu	Cash	23,600	10	495,900			0.21	0.21
	February 27, 2006	Purchased from Sindhu Trade	Cash	91,250	10	587,150	160	19.60	0.25	0.25

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
		Links Limited								
		Purchased from Sainik Mining and Allied Services Limited	Cash	31,250	10	618,400			0.26	0.26
	March 31, 2008	Bonus issue in the ratio of 20:1	Bonus	12,368,000	10	12,986,400	-	-	5.46	5.46
	June 23, 2008	Rights issue in the ratio of 1:10	Cash	610,000	10	13,596,400	26	15.86	5.71	5.71
	August 17, 2009	Conversion of warrants	Cash	870,423	10	14,466,823	159.43	138.77	6.08	6.08
	September 04, 2009	Swap	Other than cash	4,279,991	10	18,746,814	10	42.80	7.88	7.88
	September 15, 2010	Bonus	Bonus	18,746,814	10	37,493,628	-	-	15.75	15.75
	February 25, 2011	Rights issue in the ratio of 1:100	Cash	7,280	10	37,500,908	55	0.40	15.76	15.76
	October 1, 2011	Purchased from Mr. Sushil Mrig	Cash	45,091	10	37,545,999	126.05	5.68	15.78	15.78
	October 1, 2011	Purchased from Mr. Ajay Mrig	Cash	1,021,480	10	38,567,479	126.05	128.75	16.20	16.20
	October 1, 2011	Purchased from Mr. Ashok Mrig	Cash	896,976	10	39,464,455	126.05	113.06	16.58	16.58
	Total			**39,464,455**						
Mr. Ganesh Chandra Mrig	March 14, 1997	Subscription to the Memorandum	Cash	100	10	100	10	0.00	0.00	0.00
	March 31, 1999	Allotted	Cash	46,570	10	46,670	10	0.47	0.02	0.02
	October, 25 2000	Allotted	Cash	123,330	10	170,000	10	1.23	0.07	0.07
	March 31, 2001	Allotted	Cash	9,600	10	179,600	50	0.48	0.08	0.08
	March 23, 2002	Purchased from Akshay Portfolio Private Limited	Cash	53,400	10	233,000	10	0.53	0.10	0.10

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
	September 24, 2003	Purchase from Saar Enterprices Private Limited	Cash	37,000	10	270,000	10	0.40	0.11	0.11
		Purchase from H.M. Stock Lease Private Limited	Cash	2,950	10	272,950			0.11	0.11
	June 12, 2004	Purchased from Kylsans Finance Private Limited.	Cash	4,000	10	276,950	10	0.36	0.12	0.12
		Purchased from Inderjeet Trade Links Private Limited	Cash	10,000	10	286,950			0.12	0.12
		Purchased from Magatronik System Private Limited	Cash	10,000	10	296,950			0.12	0.12
		Purchased from Savitri Electronic Private Limited	Cash	12,000	10	308,950			0.13	0.12
	August 19, 2005	Purchased from Param Mitter Coal Movers Private Limited	Cash	22,000	10	330,950	160	3.52	0.14	0.14
	March 31, 2008	Bonus issue in the ratio of 20:1	Bonus	6,619,000	10	6,949,950	-	-	2.92	2.92
	July 25, 2008	Sale to Mr. Narhari Prasad N. Koya and Ms. Harmila Narendra Koya	Cash	(143,690)	10	6,806,260	285.9	(41.08)	2.86	2.86
	August 17, 2009	Conversion of warrants	Cash	752,734	10	7,558,994	159.43	120.01	3.18	3.18
	September 04, 2009	Swap	Other than cash	68,894	10	7,627,888	10	0.69	3.20	3.20
	September 15, 2010	Bonus	Bonus	7,627,888	10	15,255,776	-	-	6.41	6.41
	February 23, 2011	Transfer by way of gift to Mr.	Other than	(6,619,000)	10	8,636,776	-	-	3.63	3.63

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
		Ajay Mrig	cash							
	February 25, 2011	Rights issue in the ratio of 1:100	Cash	3,120	10	8,639,896	55	0.17	3.63	3.63
	March 14, 2011	Sale to Mr. Vrit Pal Sindhu	Cash	(187,260)	10	8,452,636	158.03	(29.59)	3.55	3.55
	March 19, 2011	Receipt of Gift from Mr. Ashok Mrig.	Other than cash	1,897,449	10	10,350,085	-	-	4.35	4.35
	October 16, 2012	Transfer by way of gift to Mr. Ajay Mrig	Other than cash	(4,284,146)	10	6,065,939	-	-	2.55	2.55
	Total			**6,065,939**						
Mr. Kuldeep Singh Solanki	March 31,1999	Allotted	Cash	56,670	10	56,670	10	0.57	0.02	0.02
	October, 25, 2000	Allotted	Cash	83,330	10	140,000	10	0.83	0.06	0.06
	March 31, 2001	Allotted	Cash	28,000	10	168,000	50	1.40	0.07	0.07
	March 23, 2002	Purchased from Shubh Exim Limited	Cash	8,000	10	176,000	10	1.60	0.07	0.07
		Purchased from Saraswati Finvest Private Limited	Cash	74,000	10	250,000			0.11	0.11
		Purchased from Sindwave Finance Services Limited	Cash	78,000	10	328,000			0.14	0.14
	September 24, 2003	Purchased from Marudhar Builders Private Limited	Cash	12,000	10	340,000	10	0.80	0.14	0.14
		Purchased from Growth Well Finlease Private Limited	Cash	6,500	10	346,500			0.15	0.15

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
		Purchased from H.M. Capital Services Limited.	Cash	20,000	10	366,500			0.15	0.15
		Purchased from H.M. International Finance Limited.	Cash	20,000	10	386,500			0.16	0.16
		Purchased from H.M. Securities Limited.	Cash	20,000	10	406,500			0.17	0.17
		Purchased from Agraj Marketing Private Limited	Cash	350	10	406,850			0.17	0.17
		Purchased from H.M. Stock Lease Private Limited	Cash	1,050	10	407,900			0.17	0.17
	June 12, 2004	Purchased from Growth Well Finlease Private Limited	Cash	15,000	10	422,900	10	0.30	0.18	0.18
		Purchased from Agraj Marketing Private Limited	Cash	15,000	10	437,900			0.18	0.18
	August 19, 2005	Purchased from Param Mitter Coal Movers Private Limited	Cash	10,000	10	447,900	160	2.00	0.19	0.19
		Purchased from Sindhu Trade Links Limited	Cash	2500	10	450,400			0.19	0.19
	March 31, 2008	Bonus issue in the ratio of 20:1	Bonus	9,008,000	10	9,458,400	-	-	3.97	3.97
	June 23, 2008	Rights issue in the ratio of 10:1	Cash	945,840	10	10,404,240	26	24.59	4.37	4.37
	August 17, 2009	Allotted	Cash	627,278	10	11,031,518	159.43	100.01	4.63	4.63
	September 26, 2009	Transfer by way of gift from Indu	Other than cash	1,801,800	10	12,833,318	-	-	5.39	5.39

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
		Solanki								
	September 26, 2009	Transfer by way of gift from Mr. Girdhari Singh	Other than cash	1,260,000	10	14,093,318	-	-	5.92	5.92
	September 15, 2010	Bonus	Bonus	14,093,318	10	28,186,636	-	-	11.84	11.84
	February 25, 2011	Rights issue in the ratio of 1:100	Cash	2,600	10	28,189,236	55	0.14	11.84	11.84
	May 19, 2011	Sale to Mr. Vir Sen Sindhu	Cash	(828,956)	10	27,360,280	60	(49.74)	11.50	11.50
	Total			**27,360,280**						
Mr. Vir Sen Sindhu	March 14, 1997	Subscription to the Memorandum	Cash	100	10	100	10	0.00	0.00	0.00
	March 31, 1999	Allotted	Cash	89,900	10	90,000	10	0.90	0.04	0.04
	October 25, 2000	Allotted	Cash	143,340	10	233,340	10	1.43	0.10	0.10
	March 31, 2001	Allotted	Cash	17,500	10	250,840	50	0.88	0.11	0.11
	March 23, 2002	Purchased from B.T. Technet Limited	Cash	74,000	10	324,840	10	0.82	0.14	0.14
		Purchased from D.B. International Stock Brokers Limited	Cash	8,000	10	332,840			0.14	0.14
	September 24, 2003	Purchased from Tulip Engineering Private Limited	Cash	32,000	10	364,840	10	0.67	0.15	0.15
		Purchased from Adonis Stock Shares Private Limited	Cash	1,585	10	366,425			0.15	0.15
		Purchased from Savitri Electricals Limited	Cash	33,000	10	399,425			0.17	0.17
	June 12, 2004	Purchased from Saar Enterprises	Cash	10,000	10	409,425	10	0.39	0.17	0.17

Name of Promoters	Date of Allotment / Transfer	Nature of Transaction	Nature of Consideration	No. of Equity Shares	Face Value per Equity Share	Cumulative Shareholding	Acquisition Price per Equity Share	Aggregate Price (₹ In Million)	% of pre-Offer paid-up Capital	% age of post-Offer Paid Capital
		Private Limited								
		Purchased from Shri Ram Trade Links Private Limited	Cash	10,000	10	419,425			0.18	0.18
		Purchased from Avishkar Marketing Private Limited.	Cash	15,000	10	434,425			0.18	0.18
		Purchased from Kylsans Finance Private Limited.	Cash	4,000	10	438,425			0.18	0.18
	March 31, 2008	Bonus issue in the ratio of 20:1	Bonus	8,768,500	10	9,206,925	-	-	3.87	3.87
	June 23, 2008	Rights issue in the ratio of 1:10	Cash	335,000	10	9,541,925	26	8.71	4.01	4.01
	August 17, 2009	Conversion of warrants	Cash	563,924	10	10,105,849	159.43	89.91	4.25	4.25
	September 4, 2009	Swap	Other than cash	2,253,005	10	12,358,854	10	22.53	5.19	5.19
	September 15, 2010	Bonus	Bonus	12,358,854	10	24,717,708	-	-	10.39	10.39
	May 19, 2011	Purchased from Mr. Kuldeep Singh Solanki	Cash	828,956	10	25,546,664	60	49.74	10.73	10.73
	October 1, 2011	Purchased from Mr. Sushil Mrig	Cash	1,963,547	10	27,510,211	126.05	247.50	11.56	11.56
	Total			**27,510,211**						

As on the date of this Draft Red Herring Prospectus, none of the Equity Shares have been pledged by our Promoters. Further, all the Equity Shares were fully paid up at the time of allotment.

Our Promoters have confirmed to the Company and the Managers that the Equity Shares held by our Promoters have been financed from their personal funds or their internal accruals, as the case may be, and no loans or financial assistance from any banks or financial institution has been availed by them for this purpose.

5. Certain details of the Equity Shares purchased by the Promoters and Promoter Group between the years 2003 to 2006

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
JSD Finance and Investment Private Limited 304, Madras House, 67/4, Daryaganj, New Delhi	March 28, 2002	75	8,000	Nil	Sushil Mrig	8,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Kylsans Finance Private Limited. E-14/D, Vishnu Garden, 304, New Delhi	March 28, 2002	75	31,000	Nil	Rudra Sen Sindhu	31,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	8,000	Nil	Vir Sen Sindhu	4,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
					Ganesh Chandra Mrig	4,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Impulsive Financial Services Private Limited. B-63, Sivaji Vihar, New Delhi	March 28, 2002	75	31,000	Nil	Rudra Sen Sindhu	31,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	12,000	Nil	Satyapal Sindhu	12,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
F-MEC Tours and Travels Private Limited. J-220/36,	March 28, 2002	75	30,000	Nil	Rudra Sen Sindhu	30,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Vishnu Garden, New Delhi	March 31, 2003	100	13,500	Nil	Dev Suman Sindhu	13,500	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Saar Enterprises Private Limited C-43, Vishnu Garden, New Delhi	March 28, 2002	75	37,000	Nil	Ganesh Chandra Mrig	37,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	10,000	Nil	Vir Sen Sindhu	10,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Tulip Engineering Private Limited G-24, Vishnu Garden, New Delhi	March 28, 2002	75	32,000	Nil	Vir Sen Sindhu	32,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	7,500	Nil	Vrit Pal Sindhu	7,500	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Savitri Electricals Private Limited 1179/80, T.C. Harts, Subhash Nagar, New Delhi	March 28, 2002	75	33,000	Nil	Vir Sen Sindhu	33,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	12,000	Nil	Ganesh Chandra Mrig	12,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Mont Financial Services Private Limited 8, Punjabi Bagh, New Delhi	March 28, 2002	75	23,000	Nil	Dev Suman Sindhu	23,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Shri Ram Trade Links Private Limited CSC/3/18/2, Rohini, Delhi	March 28, 2002	75	15,000	Nil	Sushil Mrig	15,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	10,000	Nil	Vir Sen Sindhu	10,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Marudhar Builders Private Limited CSC/3/18/2, Rohini, New Delhi	March 28, 2002	75	12,000	Nil	Kuldeep Singh Solanki	12,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Narayani Trading Private Limited CSC/3/18/2, Rohini, New Delhi	March 28, 2002	75	15,000	Nil	Ashok Mrig	15,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Growth Well Finlease Private Limited 8, Punjabi	March 28, 2002	75	6,500	Nil	Kuldeep Singh Solanki	6,500	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Bagh, New Delhi	March 31, 2003	100	15,000	Nil	Kuldeep Singh Solanki	15,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Fine Finance and Leasing Private Limited 306, C.A. Chamber, 18/12, W.E.A. Karol Bagh, New Delhi	March 28, 2002	75	6,600	Nil	Vrit Pal Sindhu	6,600	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Roopin Capital Private Limited 301, Dhaka Chambers, 2068/39, Naiwala, Karol Bagh, New Delhi	March 28, 2002	75	6,600	Nil	Vrit Pal Sindhu	6,600	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
H.M. Enterprises Limited 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	9,300	Nil	Ashok Mrig	9,300	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
H.M. Fincap Limited 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	20,000	Nil	Rudra Sen Sindhu	20,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
H.M. Capital Services Limited 106, Ashoka, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	20,000	Nil	Kuldeep Singh Solanki	20,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
H.M. International Finance Limited 106, Ashoka, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	20,000	Nil	Kuldeep Singh Solanki	20,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
H.M. Securities Limited 106, Ashoka, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	20,000	Nil	Kuldeep Singh Solanki	20,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Adonis Stock Shares Private Limited 402, New Delhi House,	March 28, 2002	75	13,000	Nil	Dev Suman Sindhu	6,435	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
27, Barakhamba Road, New Delhi					Vir Sen Sindhu	1,585	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Vrit Pal Sindhu	1,000	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Ashok Mrig	3,665	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Sushil Mrig	315	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Agraj Marketing Private Limited. 8, Punjabi Bagh, New Delhi	March 28, 2002	75	6,500	Nil	Sushil Mrig	4,650	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Rudra Sen Sindhu	1,500	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Kuldeep Singh Solanki	350	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
	March 31, 2003	100	15,000	Nil	Kuldeep Singh Solanki	15,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
H.M. Stock Lease Private Limited 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	75	4,000	Nil	Kuldeep Singh Solanki	1,050	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
					Ganesh Chandra Mrig	2,950	10	September 24, 2003	28,79,500	Facilitation of exit for non-Promoter shareholders
Abhimanyu Sindhu[1] 96-A, Sindhu Bhawan, Subhash Nagar, Rohtak, Haryana	-	-	-	Member of the Promoter Group and brother of the Promoters, Rudra Sen Sindhu and Vir Sen Sindhu	Rudra Sen Sindhu	1,10,000	10	June 12, 2004	32,85,750	Inter-se transfer between Persons related to each other
Gupta Impex Private Limited RZ-105A, Nandram Park, Uttam Nagar, New Delhi	March 31, 2003	100	12,000	Nil	Vrit Pal Sindhu	12,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Avishkar Marketing Private Limited CSC/18/3/2, Rohini, Delhi	March 31, 2003	100	15,000	Nil	Vir Sen Sindhu	15,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Inderjeet Trade Links Private Limited 8, Punjabi Bagh West, New Delhi	March 31, 2003	100	10,000	Nil	Ganesh Chandra Mrig	10,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Magatronik System Private Limited 33, QD Market, Pitam Pura, New Delhi	March 31, 2003	100	10,000	Nil	Ganesh Chandra Mrig	10,000	10	June 12, 2004	32,85,750	Facilitation of exit for non-Promoter shareholders
Param Mitter Coal Movers Private Limited (“**PMCM**”) C-101, L.G.F., New Multan Nagar, New Delhi	December 29, 2003	160	62,500	PMCM is a member of the Promoter Group. Abhimanyu Sindhu was the Director of the Company between October 23, 2000 and April 2, 2004. Further, he has been the director of PMCM between November 2,	Ganesh Chandra Mrig	22,000	160	August 19, 2005	32,85,750	Consolidation of Ganesh Chandra Mrig’s shareholding in the Company
					Sushil Mrig	15,500	160	August 19, 2005	32,85,750	Consolidation of Sushil Mrig’s shareholding in the Company
					Ashok Mrig	15,000	160	August 19, 2005	32,85,750	Consolidation of Ashok Mrig’s shareholding in the Company

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
				1994 and April 8, 2004 and, subsequently, from March 25, 2008 till date.	Kuldeep Singh Solanki	10,000	160	August 19, 2005	32,85,750	Consolidation of Kuldeep Singh Solanki's shareholding in the Company
Sindhu Trade Links Limited ("**STL**") C-102, L.G.F., New Multan Nagar, New Delhi.	December 29, 2003	160	93,750	STL was a member of the Promoter Group. Rudra Sen Sindhu, one	Kuldeep Singh Solanki	2,500	160	August 19, 2005	32,85,750	Consolidation of Kuldeep Singh Solanki's shareholding in the Company

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Please note that pursuant to orders dated August 19, 2010 and January 19, 2011 passed by the Calcutta High Court and Delhi High Court, respectively, STL, amongst others, merged with Bhandari Consultancy and Finance Limited. On March 31, 2011, the exitsing entity, *i.e.* Bhandari Consultancy and Finance Limited, changed its name to Sindhu Trade Links Limited				of the Promoters, was a director of STL between May 10, 1993 and March 31, 2011; Ganesh Chandra Mrig, one of the Promoters, was a director of STL between April1, 2000 and March 31, 2011; Vir Sen Sindhu, one of the Promoters, was a director of STL between August 5, 2000 and July 10, 2010; and Abhimanyu Sindhu, a member of the Promoter Group, was a director of STL between January 1, 1995 and April 20, 2004.	Rudra Sen Sindhu	91,250	160	February 27, 2006	32,85,750	Consolidation of Rudra Sen Sindhu's shareholding in the Company

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
Ch. Mitter Sen Sindhu[2] 96-A, Subhash Nagar, Rohtak, Haryana	-	-	-	Father of Rudra Sen Sindhu and Vir Sen Sindhu, two of the Promoters.	Abhimanyu Sindhu	31,000	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
Mitter Sen Sindhu (HUF)[3] 96-A, Subhash Nagar, Rohtak, Haryana	-	-	-	Mitter Sen Sindhu is the Karta of the HUF and father of the Promoters, Rudra Sen Sindhu and Vir Sen Sindhu	Abhimanyu Sindhu	28,100	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
					Dev Suman Sindhu	100	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
					Satya Pal Sindhu	1,800	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
Sarvesh Sindhu[4] 23-25, Rajdoot Marg, New Delhi	-	-	-	Son of one of the Promoters, Rudra Sen Sindhu and a member of the Promoter Group.	Saroj Sindhu	7,150	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
Sumati Sindhu[5] 23-25, Rajdoot Marg, New Delhi	-	-	-	Daughter of one of the Promoters, Rudra Sen Sindhu and a member of	Saroj Sindhu	1,450	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	Allotment price (in ì)	No. of Equity Shares allotted	Relationship of the allottee with the Company (including common directors)/ Promoter/ Promoter Group	Name of the acquiring Promoter / Promoter Group	No. of Equity Shares acquired by Promoter/Promoter Group	Acquisition price by Promoter/Promoter Group (in ì)	Date of acquisition by Promoter/ Promoter Group	Cumulative total Equity Shares at the time of sale	Reasons for such sale and purchase
				the Promoter Group.	Shahista Sindhu	15,700	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
Surabhi Sindhu[6] 23-25, Rajdoot Marg, New Delhi	-	-	-	Daughter of one of the Promoters, Rudra Sen Sindhu and a member of the Promoter Group.	Shahista Sindhu	17,150	10	February 27, 2006	32,85,750	Inter-se transfer between Persons related to each other
Sainik Mining and Allied Services Limited ("**SMASL**") G-65, Bali Nagar, New Delhi	December 29, 2003	160	62,500	SMASL is a member of the Promoter Group. Rudra Sen Sindhu, Kuldeep Singh Solanki, Vir Sen Sindhu, three of the Promoters, are directors of SMASL	Rudra Sen Sindhu	31,250	160	February 27, 2006	32,85,750	Consolidation of Rudra Sen Sindhu's shareholding in the Company
					Maneesha Finlease Limited	31,250	160	February 27, 2006	32,85,750	Consolidation of Maneesha Finlease Limited's shareholding in the Company

[1] *These 110,000 Equity Shares, sold by Abhimanyu Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 12,000 Equity Shares were allotted to DB (International) Stock Brokers Limited, (ii) 42,000 Equity Shares were allotted to Foresight Finance Limited, (iii) 18,000 Equity Shares were allotted to Mirror Marketing and Advertising Private Limited, (iv) 14,400 Equity Shares were allotted to NVG India Limited, and (v) 23,600 Equity Shares were allotted to Prabhat Capital Services Limited. On March 23, 2002, DB (International) Stock Brokers Limited, Foresight Finance Limited, Mirror Marketing and Advertising Private Limited and NVG India Limited transferred 12,000 Equity Shares, 42,000 Equity Shares, 18,000 Equity Shares and 14,400 Equity Shares, respectively, to Abhimanyu Sindhu for a consideration of ₹ 10 per Equity Share.*

[2] *These 31,000 Equity Shares, sold by Mitter Sen Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 1,000 Equity Shares were allotted to Mitter Sen Sindhu; and (ii) 30,000 Equity Shares were allotted to B.T. Technet Limited. On March 23, 2002, B.T. Technet Limited transferred 30,000 Equity Shares*

to Mitter Sen Sindhu for a consideration of ₹ 10 per Equity Share.

[3]*These 28,100 Equity Shares, sold by Mitter Sen Sindhu (HUF), were allotted on March 31, 2001 at a price of ì 50 per Equity Share to B.T. Technet Limited. On March 23, 2002, B.T. Technet Limited transferred 28,100 Equity Shares to Mitter Sen Sindhu (HUF) for a consideration of ₹ 10 per Equity Share.*

[4]*These 7,150 Equity Shares, sold by Sarvesh Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share to Shubh Exim Limited. On March 23, 2002, Shub Exim Limited transferred 7,150 Equity Shares to Sarvesh Sindhu for a consideration of ì 10 per Equity Share.*

[5]*These 17,150 Equity Shares, sold by Sumati Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share to Rapid Growth Capital Services Private Limited. On March 23, 2002, Rapid Growth Capital Services Private Limited transferred 17,150 Equity Shares to Sumati Sindhu for a consideration of ₹ 10 per Equity Share.*

[6] *These 17,150 Equity Shares, sold by Surabhi Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 2,000 Equity Shares were allotted to Rapid Growth Capital Services Private Limited, and (i i) 15,150 Equity Shares were allotted to Shubh Exim Limited. On March 23, 2002, Rapid Growth Capital Services Limited and Shubh Exim Limited transferred 2,000 Equity Shares and 15,150 Equity Shares, respectively, to Surabhi Sindhu for a consideration of ₹ 10 per Equity Share.*

6. Further details in relation to paragraph 5 above

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
JSD Finance & Investment Private Limited 304, Madras House, 67/4, Daryaganj, New Delhi	March 28, 2002	8,000	75	January 8, 2001 - ì 6,00,000	Sushil Mrig	September 24, 2003
Kylsans Finance Private Limited E-14/D, Vishnu Garden, 304, New Delhi	March 28, 2002	31,000	75	August 21, 2001 - ì 5,00,000, August 28, 2001 - ì 4,00,000, October 04, 2001 - ì 4,00,000, November 22, 2001 - ì 10,00,000 March 28, 2002 - ì 25,000	Rudra Sen Sindhu	September 24, 2003
	March 31, 2003	8,000	100	September 2, 2002 - ì 8,00,000	Vir Sen Sindhu	June 12, 2004
					Ganesh Chandra Mrig	June 12, 2004
Impulsive Financial Services Private Limited B-63, Sivaji Vihar, New Delhi	March 28, 2002	31,000	75	September 24, 2001 - ì 3,00,000 September 25, 2001 - ì 4,00,000 September 28, 2001 - ì 2,00,000 January 08, 2002 - ì 5,00,000 January 21, 2002 - ì 4,00,000	Rudra Sen Sindhu	September 24, 2003

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
				February 09, 2002 - ì 5,00,000 March 28, 2002 - ì 25,000		
	March 31, 2003	12,000	100	August 27, 2002 - ì 6,00,000 August 30, 2002 - ì 6,00,000	Satyapal Sindhu	June 12, 2004
F- MEC Tours & Travels Private Limited. J-220/36, Vishnu Garden, New Delhi	March 28, 2002	30,000	75	September 24, 2001 - ì 4,00,000 September 25, 2001 - ì 2,00,000 September 28, 2001 - ì 6,00,000 October 4, 2001 - ì 3,00,000 November 22, 2001 - ì 7,00,000 March 28, 2002 - ì 50,000	Rudra Sen Sindhu	September 24, 2003
	March 31, 2003	13,500	100	August 27, 2002 - ì 7,50,000 August 30, 2002 - ì 6,00,000	Dev Suman Sindhu	June 12, 2004
Saar Enterprises Private Limited ("**Saar**") C-43, Vishnu Garden, New Delhi	March 28, 2002	37,000	75	August 28, 2001 - ì 6,00,000 September 5, 2001 - ì 6,00,000 November 21, 2001 - ì 5,00,000 November 22, 2001 - ì 6,00,000 January 3, 2002 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 25,000 to Saar on March 27, 2002)*	Ganesh Chandra Mrig	September 24, 2003
	March 31, 2003	10,000	100	August 30, 2002 - ì 5,00,000 September 4, 2002 - ì 5,00,000	Vir Sen Sindhu	June 12, 2004
Tulip Engineering Private Limited G-24, Vishnu Garden, New Delhi	March 28, 2002	32,000	75	August 21, 2001 - ì 5,00,000 September 05, 2001 - ì 4,00,000 October 4, 2001 - ì 3,00,000 November 20, 2001 - ì 7,00,000 January 3, 2002 - ì 5,00,000	Vir Sen Sindhu	September 24, 2003
	March 31, 2003	7,500	100	August 30, 2002 - ì 5,00,000 September 2, 2002 - ì 2,50,000	Vrit Pal Sindhu	June 12, 2004
Savitri Electricals Private Limited ("**Savitri**")	March 28, 2002	33,000	75	September 24, 2001 - ì 3,00,000 September 25, 2001 - ì 4,00,000 October 4, 2001 - ì 3,00,000	Vir Sen Sindhu	September 24, 2003

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
1179/80, T.C. Harts, Subhash Nagar, New Delhi				November 21, 2001 - ì 5,00,000 November 26, 2001 - ì 5,00,000 January 9, 2002 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 25,000 to Savitri on March 27, 2002)*		
	March 31, 2003	12,000	100	August 27, 2002 - ì 6,50,000 August 30, 2002 - ì 5,50,000	Ganesh Chandra Mrig	June 12, 2004
Mont Financial Services Private Limited ("**MFSPL**") 8, Punjabi Bagh, New Delhi	March 28, 2002	23,000	75	August 21, 2001 - ì 6,00,000 February 6, 2002 - ì 6,50,000 February 18, 2002 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 25,000 to MFSPL on March 27, 2002)*	Dev Suman Sindhu	September 24, 2003
Shri Ram Trade Links Private Limited CSC3/18/2, Rohini, Delhi	March 28, 2002	15,000	75	February 18, 2002 - ì 11,00,000 March 28, 2002 - ì 25,000	Sushil Mrig	September 24, 2003
	March 31, 2003	10,000	100	August 29, 2002 - ì 10,00,000	Vir Sen Sindhu	June 12, 2004
Marudhar Builders Private Limited CSC/3/18/2, Rohini, New Delhi	March 28, 2002	12,000	75	October 01, 2001 - ì 2,00,000 January 24, 2002 - ì 7,00,000	Kuldeep Singh Solanki	September 24, 2003
Narayani Trading Private Limited ("**Narayani**") CSC/3/18/2, Rohini, New Delhi	March 28, 2002	15,000	75	August 21, 2001 - ì 4,00,000 February 6, 2002 - ì 7,50,000 *(The Company returned the excess share application money amounting to ì 25,000 to Narayani on March 27, 2002)*	Ashok Mrig	September 24, 2003
Growth Well Finlease Private Limited ("**Growth Well**") 8, Punjabi Bagh, New Delhi	March 28, 2002	6,500	75	September 29, 2001 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 12,500 to Growth Well on March 27, 2002)*	Kuldeep Singh Solanki	September 24, 2003
	March 31, 2003	15,000	100	August 26, 2002 - ì 7,50,000	Kuldeep Singh Solanki	June 12, 2004

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
				August 28, 2002 - ì 7,50,000		
Fine Finance and Leasing Private Limited ("**FFLPL**") 306, C.A. Chamber, 18/12, W.E.A. Karol Bagh, New Delhi	March 28, 2002	6,600	75	August 21, 2001 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 5,000 to FFLPL on March 27, 2002)*	Vrit Pal Sindhu	September 24, 2003
Roopin Capital Private Limited ("**RCPL**") 301, Dhaka Chambers, 2068/39, Naiwala, Karol Bagh, New Delhi	March 28, 2002	6,600	75	August 21, 2001 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 5,000 to RCPL on March 27, 2002)*	Vrit Pal Sindhu	September 24, 2003
H.M. Enterprises Limited ("**HMEL**") 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	9,300	75	April 27, 2001 - ì 7,00,000 *(The Company returned the excess share application money amounting to ì 2,500 to HMEL on March 27, 2002)*	Ashok Mrig	September 24, 2003
H.M. Fincap Limited 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	20,000	75	August 16, 2001 - ì 15,00,000	Rudra Sen Sindhu	September 24, 2003
H.M. Capital Services Limited 106, Ashoka, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	20,000	75	August 16, 2001 - ì 15,00,000	Kuldeep Singh Solanki	September 24, 2003
H.M. International Finance Limited 106, Ashoka, 877, East Park	March 28, 2002	20,000	75	August 16, 2001 - ì 15,00,000	Kuldeep Singh Solanki	September 24, 2003

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
Road, Karol Bagh, New Delhi						
H.M. Securities Limited 106, Ashoka, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	20,000	75	April 27, 2001 - ì 15,00,000	Kuldeep Singh Solanki	September 24, 2003
Adonis Stock Shares Private Limited (“**Adonis**”) 402, New Delhi House, 27, Barakhamba Road, New Delhi	March 28, 2002	13,000	75	January 4, 2002 - ì 10,00,000 *(The Company returned the excess share application money amounting to ì 25,000 to Adonis on March 27, 2002)*	Dev Suman Sindhu	September 24, 2003
					Vir Sen Sindhu	September 24, 2003
					Vrit Pal Sindhu	September 24, 2003
					Ashok Mrig	September 24, 2003
					Sushil Mrig	September 24, 2003
Agraj Marketing Private Limited (“**Agraj**”) 8, Punjabi Bagh, New Delhi	March 28, 2002	6,500	75	August 21, 2001 - ì 5,00,000 *(The Company returned the excess share application money amounting to ì 12,500 to Agraj on March 27, 2002)*	Sushil Mrig	September 24, 2003
					Rudra Sen Sindhu	September 24, 2003
					Kuldeep Singh Solanki	September 24, 2003
	March 31, 2003	15,000	100	August 26, 2002 - ì 15,00,000	Kuldeep Singh Solanki	June 12, 2004
H.M. Stock Lease Private Limited 106, Ashoka Palace, 877, East Park Road, Karol Bagh, New Delhi	March 28, 2002	4,000	75	April 27, 2001 - ì 3,00,000	Kuldeep Singh Solanki	September 24, 2003
					Ganesh Chandra Mrig	September 24, 2003
Abhimanyu Sindhu[1] 96-A, Sindhu Bhawan, Subhash Nagar, Rohtak, Haryana	-	-	-	-	Rudra Sen Sindhu	June 12, 2004
Gupta Impex	March	12,000	100	August 27, 2002 - ì 9,00,000	Vrit Pal	June 12,

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
Private Limited RZ-105A, Nandram Park, Uttam Nagar, New Delhi	31, 2003			August 30, 2002 - ì 3,00,000	Sindhu	2004
Avishkar Marketing Private Limited CSC/18/3/2, Rohini, Delhi	March 31, 2003	15,000	100	September 4, 2002 - ì 8,00,000 September 10, 2002 - ì 7,00,000	Vir Sen Sindhu	June 12, 2004
Inderjeet Trade Links Private Limited 8, Punjabi Bagh West, New Delhi	March 31, 2003	10,000	100	August 30, 2002 - ì 10,00,000	Ganesh Chandra Mrig	June 12, 2004
Magatronik System Private Limited 33, QD Market, Pitam Pura, New Delhi	March 31, 2003	10,000	100	August 30, 2002 - ì 10,00,000	Ganesh Chandra Mrig	June 12, 2004
Param Mitter Coal Movers Private Limited ("**PMCM**") C-101, L.G.F., New Multan Nagar, New Delhi	December 29, 2003	62,500	160	August 29, 2003 - ì 50,00,000 December 26, 2003 - ì 50,00,000	Ganesh Chandra Mrig	August 19, 2005
					Sushil Mrig	August 19, 2005
					Ashok Mrig	August 19, 2005
					Kuldeep Singh Solanki	August 19, 2005
Sindhu Trade Links Limited ("**STL**") C-102, L.G.F., New Multan Nagar, New Delhi	December 29, 2003	93,750	160	September 5, 2003 - ì 1,00,00,000 December 22, 2003 - ì 50,00,000	Kuldeep Singh Solanki	August 19, 2005
					Rudra Sen Sindhu	February 27, 2006
Ch. Mitter Sen Sindhu[2] 96-A, Subhash Nagar, Rohtak, Haryana	-	-	-	-	Abhimanyu Sindhu	February 27, 2006

Name & address of original allottee based on Form No. 2 filed with the RoC	Date of allotment	No. of Equity Shares allotted	Allotment price (in ì)	Date of receipt of payment by the Company	Promoter / Promoter Group who subsequently purchased the Equity Shares	Date of sale to Promoter/ Promoter Group
Mitter Sen Sindhu (HUF)[3] 96-A, Subhash Nagar, Rohtak, Haryana	-	-	-	-	Abhimanyu Sindhu	February 27, 2006
					Dev Suman Sindhu	February 27, 2006
					Satya Pal Sindhu	February 27, 2006
Sarvesh Sindhu[4] 23-25, Rajdoot Marg, New Delhi	-	-	-	-	Saroj Sindhu	February 27, 2006
Sumati Sindhu[5] 23-25, Rajdoot Marg, New Delhi	-	-	-	-	Saroj Sindhu	February 27, 2006
					Sahista Sindhu	February 27, 2006
Surabhi Sindhu[6] 23-25, Rajdoot Marg, New Delhi	-	-	-	-	Sahista Sindhu	February 27, 2006
Sainik Mining and Allied Services Limited ("**SMASL**") G-65, Bali Nagar, New Delhi	December 29, 2003	62,500	160	September 5, 2003 - ì 75,00,000 September 9, 2003 - ì 25,00,000	Rudra Sen Sindhu	February 27, 2006
					Maneesha Finlease Limited	February 27, 2006

[1] *These 110,000 Equity Shares, sold by Abhimanyu Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 12,000 Equity Shares were allotted to DB (International) Stock Brokers Limited, (ii) 42,000 Equity Shares were allotted to Foresight Finance Limited, (iii) 18,000 Equity Shares were allotted to Mirror Marketing and Advertising Private Limited, (iv) 14,400 Equity Shares were allotted to NVG India Limited, and (v) 23,600 Equity Shares were allotted to Prabhat Capital Services Limited. On March 23, 2002, DB (International) Stock Brokers Limited, Foresight Finance Limited, Mirror Marketing and Advertising Private Limited and NVG India Limited transferred 12,000 Equity Shares, 42,000 Equity Shares, 18,000 Equity Shares and 14,400 Equity Shares, respectively, to Abhimanyu Sindhu for a consideration of ₹ 10 per Equity Share.*

[2] *These 31,000 Equity Shares, sold by Mitter Sen Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 1,000 Equity Shares were allotted to Mitter Sen Sindhu; and (ii) 30,000 Equity Shares were allotted to B.T. Technet Limited. On March 23, 2002, B.T. Technet Limited transferred 30,000 Equity Shares to Mitter Sen Sindhu for a consideration of ₹ 10 per Equity Share.*

[3] *These 28,100 Equity Shares, sold by Mitter Sen Sindhu (HUF), were allotted on March 31, 2001 at a price of ì 50 per Equity Share to B.T. Technet Limited. On March 23, 2002, B.T. Technet Limited transferred 28,100 Equity Shares to Mitter Sen Sindhu (HUF) for a consideration of ₹ 10 per Equity Share.*

[4] *These 7,150 Equity Shares, sold by Sarvesh Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity*

Share to Shubh Exim Limited. On March 23, 2002, Shub Exim Limited transferred 7,150 Equity Shares to Sarvesh Sindhu for a consideration of ₹ 10 per Equity Share.

[5]*These 17,150 Equity Shares, sold by Sumati Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share to Rapid Growth Capital Services Private Limited. On March 23, 2002, Rapid Growth Capital Services Private Limited transferred 17,150 Equity Shares to Sumati Sindhu for a consideration of ₹ 10 per Equity Share.*

[6] *These 17,150 Equity Shares, sold by Surabhi Sindhu, were allotted on March 31, 2001 at a price of ì 50 per Equity Share such that (i) 2,000 Equity Shares were allotted to Rapid Growth Capital Services Private. Limited, and (ii) 15,150 Equity Shares were allotted to Shubh Exim Limited. On March 23, 2002, Rapid Growth Capital Services Limited and Shubh Exim Limited transferred 2,000 Equity Shares and 15,150 Equity Shares, respectively, to Surabhi Sindhu for a consideration of ₹ 10 per Equity Share.*

7. History of Equity Shares held by Pineridge

Serial No.	Date	No. of Equity Shares	Nature of transaction	Price per share	Shares held (Cumulative)
1	March 3, 2006	597,409	Initial allotment to Pineridge	3,348	597,409
2	April 10, 2007	173,900	Purchase from secondary market	3,694	771,309
3	March 14, 2008	298,705	Conversion of warrants	4,023	1,070,014
4	March 31, 2008	21,400,280	Bonus in the ratio 20:1	-	22,470,294
5	March 30, 2009	3,369,388	Further allotment to Pineridge	158	25,839,682
6	September 15, 2010	25,839,682	Bonus in the ratio 1:1	-	51,679,364
7	February 25, 2011	483,150	Subscription to rights issue	55	52,162,514
	Total	**52,162,514**			

In relation to acquisition of 173,900 Equity Shares by Pineridge from the secondary market on April 10, 2007, these Equity Shares were acquired by Pineridge from the following members of the Promoter Group of the Company pursuant to a framework agreement (details of which have been provided in point 8 below):

Name of Seller	Address of Seller	No. of Equity Shares sold	Relation with Promoter(s)/members of the Promoter Group
Pragati Vanijaya Limited ("**PVL**")	129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi – 110 035	139,000	PVL is a member of the Promoter Group as well as one of the Group Companies of the Company. Further, Mr. Ganesh Chandra Mrig and Mr. Vir Sen Sindhu, Promoters of the Company are also the promoters of PVL.
Ms. Sumati Sindhu	23, Rajdoot Marg, Chanakya Puri, New Delhi – 110 021	17,450	Member of the Promoter Group of the Company and daughter of Mr. Rudra Sen Sindhu, one of the Promoters of the Company.
Ms. Surabhi Sindhu	23, Rajdoot Marg, Chanakya Puri, New Delhi – 110 021	17,450	Member of the Promoter Group of the Company and daughter of Mr. Rudra Sen Sindhu, one of the Promoters of the Company.
Total		**173,900**	

8. Framework agreement dated March 31, 2007 among Pineridge, Sarvesh Coaltech Private Limited ("SACPL"), Pragati Vanijya Limited ("Pragati"), certain members of the Promoter Group and our Company on, among other things, transfer of certain equity shares of our Company and issuance of warrants by our Company, and certain corporate actions in relation to share capital of our Company pursuant to this agreement

A framework agreement dated March 31, 2007 was entered into among Pineridge, SACPL, Pragati, certain members of the Promoter Group and our Company ("**Framework Agreement**"), which contemplated *inter alia* an alignment of interest across certain related businesses of the Promoters to avoid potential conflicts of interest, which was sought to be achieved through certain share transfers between the said parties. Pineridge acquired 173,900 Equity Shares from certain members of the Promoter Group in terms of the Framework Agreement. For details of the transferees, please see point 8 on page 132 of this Draft Red Herring Prospectus. Pursuant to the Framework Agreement, the Promoters/ members of the Promoter Group sold equity shares held by them in certain Subsidiaries to our Company, namely, Aryan Energy Private Limited, Aryan Clean Coal Technologies Private Limited, Aryan Ispat and Power Private Limited and Kartikay Coal Washeries Private Limited ("**Subsidiary Share Sale**"), on March 31, 2008. The Framework Agreement provided that in return for the Subsidiary Share Sale, our Company would allot 148,414 Equity Shares ("**Entitled Shares**") at a price of ₹ 550/- per Equity Share to the Promoters/ members of the Promoter Group.

In order to effect the allotment of the Entitled Shares, our Company undertook the First Rights Issue. In addition to the Entitled Shares, it was further decided by our Company to allot 6,962 Equity Shares to Mass Agencies Private Limited, a company owned by certain key management personnel of our Company, at the same price of ₹ 550/- per Equity Share, which was to be facilitated by the renunciation of rights entitlements by Pragati Vanijaya Limited and by Mrs. Saroj Sindhu, both shareholders of our Company and members of the Promoter Group, pursuant to the First Rights Issue. Adjusting for the 20:1 bonus issue that was implemented before the First Rights Issue, the Promoter/ members of the Promoter Group were required to be allotted 3,116,694 Equity Shares and Mass Agencies Private Limited was required to be allotted 146,202 Equity Shares (101,850 Equity Shares renounced by Pragati Vanijaya Limited and 44,352 Equity Shares by Saroj Sindhu; together, the "**Mass Agencies Entitlement**"), which aggregated to 3,262,896 Equity Shares. Consequently, the First Rights Issue of our Company was conducted by virtue of which the allotment of the Entitled Shares and the Mass Agencies Entitlement was effected. Pineridge abstained from participating in the First Rights Issue pursuant to the Framework Agreement.

The Framework Agreement also contemplated, among other things, a restructuring (the "**GCMPL Restructuring**") in the shareholding pattern of Global Coal and Mining Private Limited ("**GCMPL**"), one of the associate companies of our Company. In terms of the Framework Agreement, the GCMPL Restructuring was proposed to be consummated through various steps including, among other things, the following:

(i) Sale of shares in GCMPL by GCMPL's promoters and their affiliates, namely, Mr. K.S. Solanki and his affiliates ("**Solanki Group**"), Mr. R.S. Sindhu and his affiliates ("**Sindhu Group**") and Mr. G.C. Mrig and his affiliates ("**Mrig Group**") (collectively, the "**GCMPL Promoters**"), to our Company. The consideration for such sale was an issuance of Equity Shares by our Company to the GCMPL Promoters in accordance with certain valuation principles as applicable to the GCMPL Promoters enshrined in the Framework Agreement ("**GCMPL Promoters Valuation Principles**"). The GCMPL Promoters Valuation Principles were based on the financial results of GCMPL for the financial year ended March 31, 2007;

(ii) Sale of shares in GCMPL by all third party shareholders of GCMPL, namely, Mr. Raj Singh and his affiliates ("**Raj Singh Group**") and Mr. Bijay Kumar Mandhani and his affiliates ("**Bijay Mandhani Group**") (collectively, the "**GCMPL Third Party Shareholders**") to the Company. The consideration for such sale was an issuance of Equity Shares by the Company to the GCMPL Third Party Shareholders in accordance with certain valuation principles as applicable to the GCMPL Third Party Shareholders enshrined in the Framework Agreement ("**GCMPL Third Party Valuation Principles**"). The GCMPL

Third Party Valuation Principles were based on the financial results of GCMPL for the financial year ended March 31, 2008.

Subsequent to the execution of the Framework Agreement, CIPL Investments (the "**GCMPL Investor**") approached GCMPL for the purposes of a private equity investment in GCMPL. In order to facilitate the aforementioned private equity investment into GCMPL, the Framework Agreement was subsequently amended on July 14, 2007 (such amended agreement hereinafter referred to as the "**Amended Framework Agreement**"). Certain significant amendments were made to the Framework Agreement under the Amended Framework Agreement, as under:

(i) It was provided that the GCMPL Investor, would be required to agree to swap all equity shares held by it in GCMPL to our Company by no later than August 31, 2009, and subscribe to fresh Equity Shares.

(ii) It was provided that Equity Shares issued to the Solanki Group would be valued in terms of the GCMPL Third Party Valuation Principles and not in terms of the GCMPL Promoters Valuation Principles, as was originally envisaged under the Framework Agreement.

(iii) Further, it was provided that the maximum number of Equity Shares that the GCMPL Promoters would be entitled to subscribe to pursuant to the GCMPL Restructuring (the "**Maximum Promoter Swap Shares**") would be determined by applying the GCMPL Promoters Valuation Principles on all of the GCMPL Promoters. However, in the event that the number of Equity Shares that the Solanki Group would be entitled to subscribe to pursuant to the application of the GCMPL Third Party Valuation Principles was lesser than what the Solanki Group was entitled to under the GCMPL Promoters Valuation Principles, the Sindhu Group and the Mrig Group would be entitled to receive such additional Equity Shares as mutually agreed amongst them, such that the Maximum Promoter Swap Shares would always remain constant.

Pursuant to the execution of the Amended Framework Agreement, the GCMPL Investor invested in equity shares of GCMPL.

Further, the application of the GCMPL Third Party Valuation Principles to the Solanki Group led to the Solanki Group being entitled to receive certain lesser Equity Shares than its entitlement had the GCMPL Promoters Valuation Principles been applied to it. As a result of this, in terms of the Amended Framework Agreement (as mentioned in point (iii) above), these balance Equity Shares ("**Excess Swap Shares**") were entitled to be allotted to the Sindhu Group and the Mrig Group as agreed between themselves.

In order to effect the GCMPL Restructuring, our Company entered into five share swap agreements, each with the Solanki Group, the Sindhu Group, the Mrig Group, the Bijay Mandhani Group and with the Raj Singh Group, each dated September 4, 2009 ("**GCMPL Share Swap Agreements**"). No agreement was entered into by our Company with GCMPL Investor for such a share swap.

Further to the GCMPL Share Swap Agreements, the following allotments of Equity Shares were made to the shareholders of GCMPL by our Company on September 4, 2009, in accordance with the Amended Framework Agreement:

Shareholder group	Number of Equity Shares allotted
Sindhu Group	9,367,499
Mrig Group	1,780,227
Solanki Group	3,084,398
Raj Singh Group	2,224,902
Bijay Mandhani Group	2,521,948
Total Equity Shares allotted	**18,978,974**

However, subsequent to the abovementioned allotments, our Company received 6,257,358 equity shares of GCMPL solely from the Sindhu Group and the Mrig Group, and Mittersen Agrofarms Private Limited ("**Mittersen**"), a company in which Mr. R.S. Sindhu and Mr. K.S. Solanki held 50% of its equity share capital each, in lieu of the 18,978,974 Equity Shares allotted, and did not receive any equity shares of GCMPL from the members of the Solanki Group (except Mittersen), the Raj Singh Group and the Bijay Mandhani Group. Consequently, by a resolution dated March 3, 2010, in supercession of the resolution dated September 4, 2009, our Company allotted 12,424,352 Equity Shares to the Sindhu Group, Mrig Group and Mittersen, and cancelled 6,554,622 Equity Shares allotted to the Solanki Group, the Raj Singh Group and the Bijay Mandhani Group in the following manner:

Shareholder group	Number of Equity Shares allotted	Number of Equity Shares cancelled
Sindhu Group	9,367,499	-
Mrig Group	1,780,227	-
Solanki Group	3,084,398	1,807,772*
Raj Singh Group	2,224,902	2,224,902
Bijay Mandhani Group	2,521,948	2,521948
Total Equity Shares allotted/ cancelled	**18,978,974**	**6,554,622**

* *Excludes the Equity Shares allotted to Mittersen.*

Subsequently, it was brought to the attention of our Company that the allotment of 12,424,352 Equity Shares to the Sindhu Group, Mrig Group and Mittersen on March 3, 2010 and the cancellation of 6,554,622 Equity Shares by our Company to members of the Solanki Group, the Raj Singh Group and the Bijay Mandhani Group had resulted in allotment of 1,683,958 Equity Shares to the Sindhu Group and the Mrig Group in excess of what was contemplated under the Amended Framework Agreement ("**Excess Equity Shares**") for the following reasons:

(i) The entitlement of the Excess Swap Shares to the Sindhu Group and the Mrig Group, in light of the circumstances mentioned in point (iii) and paragraph 8 on page 133 of this Draft Red Herring Propsectus, had been envisaged upon the assumption that all of the shareholders of GCMPL would participate in the share-swap pursuant to the GCMPL Restructuring.

(ii) However, since only a few of the shareholders of GCMPL, namely, the Sindhu Group, the Mrig Group and Mittersen participated in the share swap, the Sindhu Group and the Mrig Group were entitled only to a certain number of the Excess Swap Shares and not all of the Excess Swap Shares, as had been allotted to them pursuant to the allotment of 12,424,352 Equity Shares on March 3, 2010.

In light of the aforesaid allotment of the Excess Equity Shares, there was a need to realign the shareholding structure of our Company so as to ensure that such excess allotment to the Sindhu Group and the Mrig Group would not result in an increase of their individual holdings in our Company in excess of what was contemplated under the Amended Framework Agreement. Consequently, there was a need to reduce the existing shareholding of the Sindhu Group and the Mrig Group in our Company to the extent of the Excess Equity Shares. In relation to this, it was mutually agreed between the Sindhu Group, the Mrig Group and the Solanki Group that the effect of the Excess Equity Shares would be nullified by way of cancellation of the shareholding in all of the three aforementioned groups (to the extent of the Excess Equity Shares), in proportion to their shareholding in our Company as was existing prior to the Second Rights Issue. Consequently, as represented by the Company the nullification of the Excess Equity Shares was envisaged to be undertaken in a manner as detailed below:

Name of shareholder group	Number of Excess Equity Shares whose effect was sought to be nullified

Name of shareholder group	Number of Excess Equity Shares whose effect was sought to be nullified
Sindhu Group	977,536
Mrig Group	378,421
Solanki Group	328,001
Total Excess Equity Shares	**1,683,958**

Consequently, in order to realign the shareholding structure of the Company to a shareholding structure that would have existed had the Global Coal restructuring, as contemplated under the Amended Framework Agreement, taken place in its entirety, the Second Rights Issue was undertaken by our Company to which Pineridge partially subscribed to the extent of 93.49% of its rights entitlement. Pineridge partially subscribed to the Second Rights Issue in order to realign its shareholding in our Company.

Both the Framework Agreement and the Amended Framework Agreement were terminated by the parties to the said agreements by way of a termination agreement dated May 26, 2011.

9. Details of Promoters' contribution and Lock-in:

Details of Promoters' contribution is provided below:

Name of the Promoter	No. of Equity Shares locked-in	Date of allotment/transfer and when made fully paid-up	Face value (`)	Issue/ acquisition price per Equity Shares (`)	Mode of acquisition/ transfer	% of the fully diluted post-Issue capital
Mr. Rudra Sen Sindhu	100	March 14, 1997	10	10	Primary allotment pursuant to subscription	0.00%
	89,900	March 31, 1999	10	10	Primary allotment	0.04%
	150,000	October 25, 2000	10	10	Primary allotment	0.06%
	32,400	March 31, 2001	10	50	Primary allotment	0.01%
	31,000	September 24, 2003	10	10	Secondary purchase	0.01%
	31,000	September 24, 2003	10	10	Secondary purchase	0.01%
	30,000	September 24, 2003	10	10	Secondary purchase	0.01%
	20,000	September 24, 2003	10	10	Secondary purchase	0.01%
	1,500	September 24, 2003	10	10	Secondary purchase	0.00%
	12,000	June 12, 2004	10	10	Secondary purchase	0.01%
	42,000	June 12, 2004	10	10	Secondary purchase	0.02%
	18,000	June 12, 2004	10	10	Secondary purchase	0.01%
	14,400	June 12, 2004	10	10	Secondary purchase	0.01%
	23,600	June 12, 2004	10	10	Secondary purchase	0.01%
	91,250	February 27, 2006	10	160	Secondary purchase	0.04%
	31,250	February 27, 2006	10	160	Secondary purchase	0.01%
	12,368,000	March 31, 2008	10	-	Primary allotment pursuant to bonus issue	5.20%
	610,000	June 23, 2008	10	26	Primary allotment pursuant to rights issue	0.26%
	870,423	August 17, 2009	10	159.43	Allotted	0.37%

Name of the Promoter	No. of Equity Shares locked-in	Date of allotment/transfer and when made fully paid-up	Face value (`)	Issue/ acquisition price per Equity Shares (`)	Mode of acquisition/ transfer	% of the fully diluted post-Issue capital
	4,279,991	September 04, 2009	10	10	Primary allotment pursuant to Swap	1.80%
	4,851,239	September 15, 2010	10	-	Primary allotment pursuant to Bonus issue	2.04%
Subtotal	**23,598,053**					**9.91%**
Mr. Ganesh Chandra Mrig	100	March 14, 1997	10	10	Primary allotment pursuant to Subscription	0.00%
	46,570	March 31, 1999	10	10	Primary allotment	0.02%
	123,330	October, 25 2000	10	10	Primary allotment	0.05%
	9,600	March 31, 2001	10	50	Primary allotment	0.00%
	53,400	March 23, 2002	10	10	Secondary purchase	0.02%
	37,000	September 24, 2003	10	10	Secondary purchase	0.02%
	2,950	September 24, 2003	10	10	Secondary purchase	0.00%
	4,000	June 12, 2004	10	10	Secondary purchase	0.00%
	10,000	June 12, 2004	10	10	Secondary purchase	0.00%
	10,000	June 12, 2004	10	10	Secondary purchase	0.00%
	12,000	June 12, 2004	10	10	Secondary purchase	0.01%
	22,000	August 19, 2005	10	160	Secondary purchase	0.01%
	2,594,989	March 31, 2008	10	0	Primary allotment pursuant to Bonus issue	1.09%
Subtotal	**29,25,939**					**1.23%**
Mr. Kuldeep Singh Solanki	56,670	March 31,1999	10	10	Primary allotment	0.02%
	83,330	October, 25, 2000	10	10	Primary allotment	0.04%
	28,000	March 31, 2001	10	50	Primary allotment	0.01%
	8,000	March 23, 2002	10	10	Secondary purchase	0.00%
	74,000	March 23, 2002	10	10	Secondary purchase	0.03%
	78,000	March 23, 2002	10	10	Secondary purchase	0.03%
	12,000	September 24, 2003	10	10	Secondary purchase	0.01%
	6,500	September 24, 2003	10	10	Secondary purchase	0.00%
	20,000	September 24, 2003	10	10	Secondary purchase	0.01%
	20,000	September 24, 2003	10	10	Secondary purchase	0.01%
	20,000	September 24, 2003	10	10	Secondary purchase	0.01%
	350	September 24, 2003	10	10	Secondary purchase	0.00%
	1,050	September 24, 2003	10	10	Secondary purchase	0.00%
	15,000	June 12, 2004	10	10	Secondary purchase	0.01%
	15,000	June 12, 2004	10	10	Secondary purchase	0.01%
	10,000	August 19, 2005	10	160	Secondary purchase	0.00%
	2500	August 19, 2005	10	160	Secondary purchase	0.00%
	9,003,832	March 31, 2008	10	0	Primary allotment pursuant to Bonus issue	3.78%
Subtotal	**9,454,232**					**3.97%**

Name of the Promoter	No. of Equity Shares locked-in	Date of allotment/transfer and when made fully paid-up	Face value (`)	Issue/ acquisition price per Equity Shares (`)	Mode of acquisition/ transfer	% of the fully diluted post-Issue capital
Mr. Vir Sen Sindhu	100	March 14, 1997	10	10	Primary allotment pursuant to Subscription	0.00%
	89,900	March 31, 1999	10	10	Primary allotment	0.04%
	143,340	October 25, 2000	10	10	Primary allotment	0.06%
	17,500	March 31, 2001	10	50	Primary allotment	0.01%
	74,000	March 23, 2002	10	10	Secondary purchase	0.03%
	8,000	March 23, 2002	10	10	Secondary purchase	0.00%
	32,000	September 24, 2003	10	10	Secondary purchase	0.01%
	1,585	September 24, 2003	10	10	Secondary purchase	0.00%
	33,000	September 24, 2003	10	10	Secondary purchase	0.01%
	10,000	June 12, 2004	10	10	Secondary purchase	0.00%
	10,000	June 12, 2004	10	10	Secondary purchase	0.00%
	15,000	June 12, 2004	10	10	Secondary purchase	0.01%
	4,000	June 12, 2004	10	10	Secondary purchase	0.00%
	8,768,500	March 31, 2008	10	0	Primary allotment pursuant to Bonus issue	3.68%
	335,000	June 23, 2008	10	26	Primary allotment pursuant to Rights issue	0.14%
	563,924	August 17, 2009	10	159.43	Primary allotment	0.24%
	1,517,073	September 4, 2009	10	10	Primary allotment pursuant to Swap	0.64%
Subtotal	**11,622,922**					**4.88%**
Total	**47,601,146**					**20.00%**

Of the Equity Shares held by our Promoters, 9.91% Equity Shares held by Mr. Rudra Sen Sindhu; 1.23% Equity Shares held by Mr. Ganesh Chandra Mrig; 3.97% Equity Shares held by Mr. Vir Sen Sindhu and 4.88% Equity Shares held by Mr. Kuldeep Singh Solanki, aggregating to 20% of the pre-Offer share capital of our Company, are eligible for computation of Promoters' contribution and lock-in under Regulation 33 of the ICDR Regulations. In this connection, as per Regulation 33 of the ICDR Regulations, our Company confirms that the Equity Shares locked as Promoters contribution are not ineligible for computation of Promoters' contribution and confirm the following:

i. The Equity Shares were not acquired during the preceding three years for consideration other than cash or revaluation of assets or capitalization of intangible assets or bonus shares out of revaluations reserves or unrealised profits or bonus shares which are otherwise ineligible for computation of Promoters contribution;

ii. The Equity Shares acquired during the one year period preceding the date of this Draft Red Herring Prospectus have not been acquired, at a price lower than the price at which Equity Shares are being offered to the public in the Offer;

iii. The Equity Shares were not issued to the Promoters upon conversion of a partnership firm;

iv. The Equity Shares held by the Promoters are not subject to any pledge; and

v. Specific written consent has been obtained from the Promoters for inclusion of the Equity Shares in the minimum Promoters' contribution subject to lock-in.

The Promoters' contribution has been brought in to the extent of not less than the specified minimum lot, as per Schedule VIII of the ICDR Regulations, and from the persons defined as "Promoters" under sub-regulation (za) of Regulation 2(1) of the ICDR Regulations.

The Promoters' have by a written undertaking consented to have such number of Equity Shares, held by them to be considered as Promoters' contribution and locked-in, which would constitute at least 20% of the post-Offer Equity Share Capital of our Company, for a period of three years from the date of Allotment.

10. Details of pre-Offer Equity share capital locked in for one year

In addition to the lock-in of Promoters' contribution specified above, the entire pre- Offer Equity Share Capital, except the Equity Shares to be transferred pursuant to the Offer, shall be locked in for a period of one year from the date of Allotment of Equity Shares.

Lock-in of Equity Shares Allotted to Anchor Investors

In terms of the ICDR Regulations, Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion, if any, shall be locked-in for a period of 30 days from the date of Allotment of Equity Shares.

Other requirements in respect of lock-in

The Equity Shares held by the Promoters may be transferred to and amongst the Promoter Group or to a new promoter or persons in control of our Company, subject to continuation of the applicable lock-in in the hands of the transferees for the remaining period and compliance with the provisions of the Takeover Code, as applicable.

The Equity Shares held by persons other than the Promoters prior to the Offer may be transferred to any other person holding Equity Shares which are locked-in along with the Equity Shares proposed to be transferred, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the Takeover Code, as applicable.

The Equity Shares held by the Promoters which are locked-in for a period of one year from the date of Allotment can be pledged with any scheduled commercial bank or public financial institution as collateral security for loans granted by such bank or financial institution, provided that the pledge of the Equity Shares is one of the terms of sanction of the loan.

11. The list of top ten shareholders of our Company and the Equity Shares held by them is as follows:

(a) Our top ten shareholders and the number of Equity Shares held by them as of the date of this Draft Red Herring Prospectus is as follows:

Sr. No.	Name	No. of Equity Shares	%
1.	Pineridge	52,162,514	21.92
2.	Mr. Rudra Sen Sindhu	39,464,455	16.58
3.	Mr. Vir Sen Sindhu	27,510,211	11.56
4.	Mr. Kuldeep Singh Solanki	27,360,280	11.50
5.	Mr. Vrit Pal Sindhu	16,932,117	7.11
6.	Mr. Ajay Mrig	13,863,261	5.82
7.	Sarvesh Coaltech Private Limited	10,652,880	4.48
8.	Pragati Vanijaya Limited	7,005,824	2.94
9.	Mr. Ganesh Chandra Mrig	6,065,939	2.55

Sr. No.	Name	No. of Equity Shares	%
10.	Mitter Sen Agrofarms Private Limited	5,106,504	2.15

12. Our top ten shareholders and the number of Equity Shares held by them ten days prior to the date of filing this Draft Red Herring Prospectus is as follows:

Sr. No.	Name	No. of Equity Shares	%
1.	Pineridge	52,162,514	21.92
2.	Mr. Rudra Sen Sindhu	39,464,455	16.58
3.	Mr. Vir Sen Sindhu	27,510,211	11.56
4.	Mr. Kuldeep Singh Solanki	27,360,280	11.50
5.	Mr. Vrit Pal Sindhu	16,932,117	7.11
6.	Mr. Ajay Mrig	13,863,261	5.82
7.	Sarvesh Coaltech Private Limited	10,652,880	4.48
8.	Pragati Vanijaya Limited	7,005,824	2.94
9.	Mr. Ganesh Chandra Mrig	6,065,939	2.55
10.	Mitter Sen Agrofarms Private Limited	5,106,504	2.15

13. Our top ten shareholders and the number of Equity Shares held by them two years prior to the date of this Draft Red Herring Prospectus is as follows:

Sr. No.	Name	No. of Equity Shares	%
1.	Pineridge	52,162,514	21.92
2.	Mr. Rudra Sen Sindhu	39,464,455	16.58
3.	Mr. Vir Sen Sindhu	27,510,211	11.56
4.	Mr. Kuldeep Singh Solanki	27,360,280	11.50
5.	Mr. Vrit Pal Sindhu	16,932,117	7.11
6.	Sarvesh Coaltech Private Limited	10,652,880	4.48

Sr. No.	Name	No. of Equity Shares	%
7.	Mr. Ganesh Chandra Mrig	10,350,085	4.35
8.	Mr. Ajay Mrig	9,579,115	4.02
9.	Pragati Vanijaya Limited	7,005,824	2.94
10.	Mitter Sen Agrofarms Private Limited	5,106,504	2.15

14. The shareholding pattern of our Company before and after the Offer is as follows:

Category code	Category of shareholder	Number of shareholders	Pre-Offer				Post-Offer				Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares			
					As a percentage of (A+B)	As a percentage of (A+B+C)			As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(A)	**Promoter and Promoter Group**											
(1)	**Indian**											
(a)	Individuals/ Hindu Undivided Family	22	154073921	154073921	64.74	64.74	146933921	146933921	61.73	61.73	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-					-	-
(c)	Bodies Corporate	6	28913849	28913849	12.15	12.15	28913849	28913849	12.15	12.15	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(1)	28	182987770	182987770	76.88	76.88	175847770	175847770	73.88	73.88	-	-

Category code	Category of shareholder	Number of shareholders	Pre-Offer				Post-Offer				Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares			
					As a percentage of (A+B)	As a percentage of (A+B+C)			As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(2)	**Foreign**											
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	28	182987770	182987770	76.88	76.88	175847770	175847770	73.88	73.88	-	-
(B)	**Public shareholding**											
(1)	**Institutions**											
(a)	Mutual Funds/ UTI	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(c)	Central Government/ State Government(s	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-

Category code	Category of shareholder	Number of shareholders	Pre-Offer				Post-Offer				Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares			
					As a percentage of (A+B)	As a percentage of (A+B+C)			As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
	)											
(d)	Venture Capital Funds	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(e)	Insurance Companies	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
(i)	Any other (specify)	-	-	-	-	-	[●]	[●]	[●]	[●]	-	-
	Sub-Total (B)(1)	0	0	0	0	0	[●]	[●]	[●]	[●]	-	-
(2)	**Non-institutions**											
(a)	Bodies Corporate	1	295139	295139	0.12	0.12	[●]	[●]	[●]	[●]	-	-
(b)	Individuals	-	-	-	-	-	-	-	-	-	-	-
(i)	Individual shareholders holding nominal share capital up to ₹ 1 lakh.	-	-	-	-	-	-	-	-	-	-	-
(ii)	Individual shareholders holding nominal share capital in excess of ₹ 1	1	2560305	2560305	1.08	1.08	[●]	[●]	[●]	[●]	-	-

Category code	Category of shareholder	Number of shareholders	Pre-Offer				Post-Offer				Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares			
					As a percentage of (A+B)	As a percentage of (A+B+C)			As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
	lakh.											
(c)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other (specify) -Foreign Body corporate	1	52162514	52162514	21.92	21.92	-	-	-	-	-	-
	Sub-Total (B)(2)	3	55017958	55017958	23.12	23.12	62157958	62157958	26.11	26.11	-	-
	Total Public Shareholding (B)= (B)(1)+(B)(2)	3	55017958	55017958	23.12	23.12	62157958	62157958	26.11	26.11	-	-
	TOTAL (A)+(B)	**31**	**238005728**	**238005728**	**100**	**100**	**233005728**	**233005728**	**100**	**100**	-	-
(C)	**Shares held by Custodians and against which Depository Receipts have been issued**											
(1)	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-	-	-
(2)	Public	-	-	-	-	-	-	-	-	-	-	-
	TOTAL (A)+(B)+(C)	**31**	**238005728**	**238005728**	**100**	**100**	**233005728**	**233005728**	**100**	**100**	-	-

15. Our Promoters, Directors or their relatives and Promoter Group have not undertaken any transaction in the Equity Shares during a period of six months preceding the date of filing of the Draft Red Herring Prospectus with SEBI.

16. Our Promoters, Directors or their relatives and Promoter Group have not undertaken any transaction in the equity shares of any of the Subsidiaries during a period of six months preceding the date of filing of the Draft Red Herring Prospectus with SEBI.

17. There have been no sales, purchases or subscription of Equity Shares by our Promoters, Promoter Group and Directors within three years immediately preceeding the date of this DRHP, which in aggregate is equal to or greater than 1% of the pre-Offer capital of our Company.

18. Our Company has not issued any Equity Shares during a period of one year preceeding the date of filing of this Draft Red Herring Prospectus at a price lower than the Offer Price.

19. **None of our Directors or key managerial personnel hold Equity Shares in the Company, other than as set out below:**

S. No.	Name of the Director	No. of Equity Shares held	% of shareholding
1.	Mr. Rudra Sen Sindhu	39,464,455	16.58
2.	Mr. Vir Sen Sindhu	27,510,211	11.56
3.	Mr. Kuldeep Singh Solanki	27,360,280	11.50
4.	Mr. Vrit Pal Sindhu	16,932,117	7.11
5.	Mr. Ajay Mrig	13,863,261	5.82

20. Our Company does not have an employee stock option plan in place.

21. The Managers and their associates (determined as per the definition of 'associate company' under section 2(6) of the Companies Act, 2013) do not hold any Equity Shares

22. No person connected with the Offer shall offer any incentive, whether direct or indirect, in any manner, whether in cash, kind, services or otherwise, to any Bidder.

23. 50% of the Net Offer shall be available for allocation to QIBs. 5% of the Net QIB Portion shall be available for allocation to Mutual Funds only and the remaining Net QIB Portion shall be available for allocation to QIBs including Mutual Funds subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer will be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received from them at or above the Offer Price. Further, up to 250,000 Equity Shares shall be available for allocation on a proportionate basis to the Eligible Employees, subject to valid Bids being received from them at or above the Offer Price.

24. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Offer. In the event of under-subscription in the Retail Portion or the Non-Institutional Portion in the Net Offer, the unsubscribed portion would be allowed to be met with spill over from over subscription from any other category or a combination of categories at the sole discretion of the Company and Pineridge, in consultation with the Managers. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. In the event of under-subscription in the Net Offer, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Offer.

25. Our Promoters, members of our Promoter Group, our Company, the Selling Shareholders, our Directors and the Managers have not entered into any buy-back or standby arrangements for the purchase of Equity Shares from any person.

26. Our Company and Pineridge, in consultation with the Managers, may decide to offer a discount of [●]% of the Offer Price, amounting to ₹ [●], to Retail Individual Bidders and Eligible Employees.

27. There are no outstanding convertible securities including warrants, options or rights to convert debentures into

our Equity Shares.

28. The Equity Shares are fully paid up and there are no partly paid up Equity Shares as on the date of this Draft Red Herring Prospectus.

29. A Bidder cannot make a Bid for more than the number of Equity Shares offered through the Offer, subject to the maximum limit of investment prescribed under relevant laws applicable to each category of Bidder.

30. Any oversubscription to the extent of 10% of this Offer can be retained for the purpose of rounding off and making Allotments in minimum lots, while finalising the Basis of Allotment. Consequently, the Allotment may increase by a maximum of 10% of this Offer, as a result of which the post-Offer paid-up capital would also increase by the excess amount of Allotment so made. In such an event, the Equity Shares to be locked-in towards the Promoters Contribution shall be suitably increased, so as to ensure that 20% of the post-Offer paid-up capital is locked in.

31. As of the date of this Draft Red Herring Prospectus, our Company has 31 shareholders.

32. There will be no further issue of Equity Shares, whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from the filing of the Draft Red Herring Prospectus until the Equity Shares have been listed or refunds, if required, have been made.

33. There are no financing arrangements whereby the Promoter Group, the Directors or their relatives may have financed the purchase of Equity Shares by any other person other than in the normal course of business of the financing entity in the six months immediately preceding the date of filing of the Draft Red Herring Prospectus.

34. Our Company presently does not intend or propose to alter the capital structure for a period of six months from the Offer Opening Date, by way of split or consolidation of the denomination of Equity Shares or further issue of Equity Shares (including issue of securities convertible into or exchangeable, directly or indirectly for Equity Shares) whether on a preferential basis or issue of bonus or rights or further public issue of specified securities or qualified institutions placement or otherwise. However, if our Company enters into acquisitions, joint ventures or other arrangements, our Company may, subject to necessary approvals, consider raising additional capital to fund such activity or use Equity Shares as currency for acquisitions or participation in such joint ventures.

35. Our Company has not issued any Equity Shares out of revaluation reserves.

36. As on date of this Draft Red Herring Prospectus, our Company has not allotted any Equity Shares pursuant to any scheme approved under Sections 391 to 394 of the Companies Act 1956.

37. There shall be only one denomination of the Equity Shares, unless otherwise permitted by law. Our Company shall comply with such disclosure and accounting norms as may be specified by SEBI from time to time.

38. All Equity Shares will be fully paid up at the time of Allotment failing which no Allotment shall be made.

39. Our Promoters and Promoter Group (other than in their capacity as Selling Shareholders), and our Group Companies will not participate in this Offer.

OBJECTS OF THE OFFER

The objects of the Offer are to achieve the benefits of listing the Equity Shares on the Stock Exchanges and for the sale of up to 30,940,000 Equity Shares by the Selling Shareholders. Further, our Company expects that listing of the Equity Shares on the Stock Exchanges will enhance its visibility and brand image and provide liquidity to its existing shareholders. Our Company will not receive any proceeds of the Offer and all the proceeds of the Offer will go to the Selling Shareholders.

Offer Related Expenses

The total expenses of the Offer are estimated to be approximately ₹ [●] million. The expenses of this Offer include, among others, listing fees, underwriting and management fees, printing and distribution expenses, advertisement expenses and legal fees, as applicable. The estimated Offer expenses are as follows:

(₹ in million)

Activity	Estimated expenses*	As a % of the total estimated Offer expenses*	As a % of the total Offer size*
Fees payable to the Manager	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Printing and stationery	[●]	[●]	[●]
Fees payable to the Registrar	[●]	[●]	[●]
Underwriting commission, fees payable to the Bankers to the Offer, brokerage and selling commission, as applicable*	[●]	[●]	[●]
Brokerage and selling commission payable to Registered Brokers	[●]	[●]	[●]
Processing fees to SCSBs for ASBA Applications procured by the members of the Syndicate or Registered Brokers and submitted with the SCSBs**	[●]	[●]	[●]
Others (listing fees, legal fees, etc.)	[●]	[●]	[●]
Total estimated Offer expenses	[●]	[●]	[●]

**Will be incorporated at the time of filing of the Prospectus.*
*** SCSBs would be entitled to processing fees of Rs. [•] per the bid and the application forms .*

All expenses with respect to the Offer will be shared, except listing fees, among the Selling Shareholders, in proportion to the Equity Shares being offered by them in this Offer.

Payments of any kind made by our Company in relation to the offer shall be on behalf of the Selling Shareholders and such payments will be reimbursed by the Selling Shareholders to our Company in proportion to the Equity Shares being offered for sale in the Offer.

Monitoring of Utilization of Funds

Since the Offer is an offer for sale and our Company will not receive any proceeds from the Offer, our Company is not required to appoint a monitoring agency for the Offer.

BASIS FOR OFFER PRICE

The Offer Price will be determined by the Company and Pineridge, in consultation with the Managers, on the basis of an assessment of market demand for the offered Equity Shares by the Book Building Process and on the basis of the following qualitative and quantitative factors. Please refer to the sections on "*Risk Factors*" and "*Financial Statements*" on pages 25 and 342, respectively, for a more informed view. The trading price of the Equity Shares could decline due to the factors mention in the section "*Risk Factors*" and you may lose all or part of your investment. The face value of the Equity Shares of our Company is ₹ 10 each and the Offer Price is [●] times of the face value at the lower end of the Price Band and [●] times the face value at the higher end of the Price Band.

Qualitative Factors

Some of the qualitative factors which form the basis for computing the Offer Price are:

a) Largest coal beneficiation company in India with plants in strategic locations
b) Strong logistics support for our coal beneficiation customers
c) Track record of identifying coal beneficiation opportunities and successfully commissioning new projects in a cost efficient and timely manner
d) Ability to re-process and effectively utilize coal rejects
e) Integrated coal beneficiation and power generation operations
f) Strategic location of power projects
g) Experience in developing and operating power generation plants and established track record of implementation
h) Experienced senior management team

For a detailed discussion on the qualitative factors, which form the basis for computing the Offer Price, see the sections on "*Our Business*" and "*Risk Factors*" on pages 175 and 25, respectively of this Draft Red Herring Prospectus.

Quantitative Factors

The information presented below is based on the Restated Consolidated Financial Information and Restated Standalone Financial Statement of our Company. For details, please refer to the sections on "*Financial Statements – Consolidated Financial Statements*" and "*Financial Statements – Standalone Financial Statements*" beginning on pages F-1 and F-113, respectively of this Draft Red Herring Prospectus.

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

1. *Basic and Diluted Earnings / (Loss) per Share ("EPS")*[(1)]

Period ended	Restated Standalone Basic and Diluted EPS (₹)	Weight
March 31, 2014	6.21	3
March 31, 2013	10.94	2
March 31, 2012	7.26	1
Weighted Average	**7.96**	

Period ended	Restated Consolidated Basic and Diluted EPS (₹)	Weight
March 31, 2014	7.57	3
March 31, 2013	13.93	2
March 31, 2012	11.97	1
Weighted Average	**10.42**	

Notes:

(1) The face value of the Equity Share is ₹10.

2. Price Earning (P/ E) Ratio in relation to the Offer Price of ₹[●] per Equity Share

Sr. No.	Particulars	Restated Standalone	Restated Consolidated
1.	P/E ratio on the Basic and Diluted EPS for the year ended March 31, 2014 at the Floor Price	[●]	[●]
2.	P/E ratio on the Basic and Diluted EPS for the year ended March 31, 2014 at the Cap Price	[●]	[●]

Industry P/ E*

Coal Washing business:

There are no comparable listed companies in India engaged in the same line of business as our Company, hence comparison with industry peers are not applicable.

Power Generation

	P/ E Ratio	Name of the company	Face value of equity shares (₹)
Highest	19.5	Reliance Power Limited	10
Lowest	10.0	NTPC Limited	10
Average	15.0		

**Note: The industry high and low has been considered from the industry peer set provided below. The industry composite has been calculated as the arithmetic average P/E of the industry peer set provided below. For further details see "Comparison with listed industry companies" below.*

*3. Return on Networth (RoNW)**

Period ended	Standalone RoNW (%)	Consolidated RoNW (%)	Weight
2014	8.01	7.88	3
2013	15.18	15.98	2
2012	11.79	16.23	1
Weighted Average	**11.03**	**11.97**	

**Note : RoNW is computed as net profit after tax for the respective years divided by the net worth as at the end of the said years. Net worth has been computed as sum of share capital and reserves (net of any revaluation reserves) less any miscelleanous expenditure.*

4. Minimum Return on Total Increased Net Worth after Offer needed to maintain Pre-Offer Basic EPS for the year ended March 31, 2014

Period ended	Restated Standalone (%)	Restated Consolidated (%)
At the Floor Price	[●]	[●]
At the Cap Price	[●]	[●]

*5. Net Asset Value per Equity Share of face value of ₹10.00 each**

NAV	Restated Standalone	Restated Consolidated
As on March 31, 2014	77.53	96.06
After the Offer	77.53	96.06

Offer Price: ₹ [●] per Equity Share

***** Note:Net Assets Value per Equity Share (₹) = Net worth as per statement of adjusted Assets and liabilities at end of the year divided by Equity shares outstanding at the end of the year

6. Comparison with other listed companies

Our total income currently comprises revenues earned from our coal beneficiation operations, sale of coal, sale of power and certain other components. The table below provides a break-up of our total income, and the percentage contribution thereto from each of our activities:

Based on Restated Consolidated Financial Information

(₹ in million)

Particulars	Fiscal 2012	Fiscal 2013	Fiscal 2014
Income			
Coal			
Coal beneficiation and allied receipts	4,376.90	5539.62	5601.59
-Sale of coal	8,125.36	8273.16	5247.36
Sub-total	12502.26	13812.78	10848.95
% Contribution to Total Income	92.07%	79.08%	67.52%
Power			
-Sale of power	881.95	3378.62	4954.48
% Contribution to Total Income	6.50%	19.34%	30.84%
Others			
-Sale of traded goods	-	32.77	7.31
-Sale of equipments	43.33	88.91	48.96
-Professional consultancy receipts and operating revenues	0.25	1.97	13.52
Sub-total	43.58	123.65	69.78
% Contribution to Total Income	0.32%	0.71%	0.43%
Other Income	150.98	151.92	194.1
% Contribution to Total Income	1.11%	0.87%	1.21%
Total income (A)	13578.77	17466.97	16067.31

As may be observed from the table, our coal-related businesses contributed 92.07%, 79.08% and 67.52%, respectively, to our total income during fiscals 2012, 2013 and 2014. Similarly, our operations related to sale of power contributed 6.50%, 19.34% and 30.84 % during the corresponding period.

Based on Restated Standalone Financial Information

(₹ in million)

Particulars	Fiscal 2012	Fiscal 2013	Fiscal 2014
Income			
Coal			

Coal beneficiation and allied receipts	3,278.93	3,789.85	3,622.29
-Sale of coal	4,944.12	6,300.48	4,471.47
Sub-total	8,223.05	10,090.33	8,093.76
% Contribution to Total Income	89.83%	73.89%	63.40%
Power			
-Sale of power	881.94	3344.57	4380.79
% Contribution to Total Income	9.63%	24.49%	34.31%
Other Income	48.86	221.01	292.44
% Contribution to Total Income	0.53%	1.62%	2.29%
Total income (A)	9,153.85	13,655.91	12,766.99

As may be observed from the table, our coal-related businesses contributed 89.83%, 73.89%% and 63.40%, respectively, to our total income during fiscals 2012, 2013 and 2014. Similarly, our operations related to sale of power contributed 9.63%, 24.49% and 34.31% during the corresponding periods.

Coal Washing Business:

Since there are no listed companies in India engaged in coal beneficiation business to which our operations may be compared to, a comparison against industrial peers is not applicable.

Power Generation business:

A comparison against other power generation companies along with their total capacities is given below for reference:

	Latest Financial year	Capacity (MW)	Face Value of Equity Shares (in ₹)	Closing price on September 29, 2014	Revenue, FY 14 (in ₹ Mn)	Diluted EPS[1] (in ₹)	P/E Ratio[2]	RoNW (%)[3]	NAV per Equity Share[4] (in ₹)
ACB (India) Limited. [#]	2014	498[@]	10	[●]	16067.32	7.57	[●]	7.88	96.06
Peer Group									
Adani Power Limited	2014	8,580	10	44.5	1,59,544	*N.M*	*N.M*	*N.M*	22.78
JSW Energy Limited	2014	3,140	10	71.4	89,076	4.6	15.5	11.82%	40.07
KSK Energy Ventures Limited	2014	1472	10	70.4	22,484	*N.M*	*N.M*	*N.M*	80.26
NTPC Limited	2014	43,128	10	138.6	8,16,991	13.83	10.0	13.11%	105.52
Reliance Power Limited	2014	5,285	1	71.5	55,459	3.66	19.5	5.27%	69.61

[@] - *Includes our proportionate capacity of 103.4MW in our Associate, SPCL*

N.M implies not a meaningful numberdue to negative EPS

[*]*Source: All the financial information for Peer Group mentioned above is on a consolidated basis and is sourced*

from the annual reports of the respective company for the year ended March 31, 2014, company presentations and news sources.

 # Source: Based on the restated consolidated financial information for the year ended March 31, 2014

(1): Diluted EPS refers to the Diluted EPS sourced from the annual reports of the respective company for the year ended March 31,2014.

(2): P/E Ratio has been computed based on the closing market price of equity shares on September 29, 2014, divided by the Diluted EPS provided under Note 1.

(3): RoNW is computed as net profit after tax divided by closing net worth. Net worth has been computed as sum of share capital and reserves.

(4): NAV is computed as the closing net worth divided by the closing outstanding number of equity shares adjusted for partly paid-up shares as per the annual reports of the respective company for the latest financial year - year ended March 31, 2014 (as available).

7. The Offer price will be [●] times of the face value of the Equity Shares.

The Offer Price will be determined by our Company and Pineridge, in consultation with the Managers, on the basis of the demand from investors for the Equity Shares through the Book Building Process.

STATEMENT OF TAX BENEFITS

The Board of Directors
ACB (India) Limited
C- 102, LGF, Surya Enclave, New Multan Nagar,
New Delhi -110056

Dear Sirs,

Sub: Statement of possible Tax Benefits

In accordance with the existing provisions of the Income Tax Act, 1961 and Wealth Tax Act, 1957 currently in force in India, the following possible tax benefits may be available to ACB (India) Limited ("**Company**") and to the shareholders of the Company. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant provisions of the statute. Hence, the ability of the Company or its shareholders to derive the tax benefits is dependent upon their fulfilling such conditions which, based on business imperatives the Company faces in the future, the Company may or may not choose to fulfil. No assurance is given that the revenue authorities will concur with the views expressed herein.

The Government of India introduced the Direct Taxes Code Bill, 2010 ("DTC") in the Lok Sabha on August 30, 2010. The DTC is under the legislative process and is expected to be enacted in due course. We are unable to express any opinion on the effect of the same on the Company and its shareholders as the DTC has not yet been enacted and brought into force.

The benefits discussed in the enclosed statement are neither exhaustive nor are they conclusive.. This statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the issue.

We do not express any opinion or provide any assurance as to whether:

i) the Company or its shareholders will continue to obtain these benefits in future; or
ii) the conditions prescribed for availing the benefits have been / would be met with.

No assurance is given that the revenue authorities/ Courts will concur with the views expressed herein. Our views are based on existing provisions of law and its interpretation, which are subject to change from time to time. We do not assume any responsibility to update the views consequent to such changes. We shall not be liable to the Company for any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We are not liable to any other person in respect of this statement.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of their understanding of the business activities and operations of the Company.

Yours sincerely,

***for* A. L. Sehgal & Co.**
Chartered Accountants
Firm Registration No. – 3380N

(Vishal Sehgal)
Partner
Membership no: 096010

Date: 29.09.2014
Place: New Delhi

ACB (India) Limited

STATEMENT OF TAX BENEFITS

1. Special Tax Benefits available to the Company under the Income Tax Act, 1961

1.1 Section 80IA(4)(iv) of the Income Tax Act, 1961("**Act**") provides deduction in respect of profits and gains of industrial undertakings set up in any part of India for generation or generation and distribution of power. Deduction under section 80IA is available, subject to prescribed conditions, in respect of 100% profits of the undertaking for a period of 10 consecutive assessment years out of 15 years beginning with the year in which the undertaking begins production of power. The deduction is available provided that production of power is started on or before the prescribed date. According to the tax laws currently in force, commencement of production of power can take place at any time during the period beginning on the Ist day of April, 1993 and ending on the 31st day of March2017.

1.2 Under section 32(1) of the Act, any undertaking or enterprise engaged in generation or generation and distribution of power may, at its option, claim depreciation on specified assets calculated on the basis of straight line method or on the basis of written down value method. This option should be exercised by the Company before due date for furnishing return of income under section 139 of the Act. Further, any option once exercised by the Company is final and would apply to all succeeding years.

The company is entitled to claim depreciation at the prescribed rates on specified tangible and intangible assets under Section 32 of the Act. In case of any new plant and machinery (other than ships and aircrafts) that will be acquired and installed by the company, the company is entitled to depreciation for a further sum equal to twenty percent of the actual cost of such machinery or plant subject to conditions specified in Section 32(iia) of the Act.

Unabsorbed depreciation, if any, for an Assessment Year ("**AY**") can be carried forward and set off against any source of income in subsequent AY as per Section 32(2) of the Act.

1.3 The Company will be entitled to amortize preliminary expenditure, being expenditure incurred on public issue of shares, under section 35D of the Act, subject to the limit specified in section 35D(3). The deduction is allowable for an amount equal to one-fifth of such expenditure for each of five successive assessment years beginning with the assessment year in which the business commences or as the case may be, the previous year in which the extension of the undertaking is completed or the new unit commences production or operation.

2. Special Tax Benefits available to the Shareholders of the Company

Nil

3. General Tax Benefits available to the Company under the Income Tax Act, 1961

3.1 As per Section 32AC(1) of the Income Tax Act, 1961, where an assessee, being a company,—

(a) is engaged in the business of manufacture of an article or thing and

(b) invests a sum of more than Rs.100 crores in new assets (plant or machinery) as specified in Section 32AC, during the period beginning from 1st April, 2013 and ending on 31st March, 2015, then, the assessee shall be allowed—

(i) for assessment year 2014-15, a deduction of 15% of aggregate amount of actual cost of new assets acquired and installed during the financial year 2013-14, if the cost of such assets exceeds Rs.100 crores;

(ii) for assessment year 2015-16, a deduction of 15% of aggregate amount of actual cost of new assets, acquired and installed during the period beginning on 1st April, 2013 and ending on 31st March, 2015, as reduced by the deduction allowed, if any, for assessment year 2014-15.

As per Section 32AC (1A) of the Income Tax Act, 1961, where an assessee, being a company, engaged in the business of manufacture or production of article or thing, acquires and installs new assets and the amount of actual cost of such new assets acquired and installed during any previous year exceeds 25 crores, then there shall be allowed a deduction of a sum equal to 15% of the actual cost of such new assets for the assessment year relevant to that previous year.

No deduction under Section 32AC (1A) of the Income Tax Act, 1961 shall be allowed for any assessment year commencing on or after the 1st day of April , 2018 i.e. assessment year 2018-19.

Also no deduction under Section 32AC (1A) shall be allowed for the assessment year 2015-16 to the assessee, which is eligible to claim deduction under section 32AC(1) of the Income Tax Act, 1961 for the said assessment year.

However there is a restriction on the transfer of plant or machinery for a period of 5 years, in respect of any assessee who is eligible to deduction under Section 32AC(1) and 32AC(1A). However, this restriction shall not apply in a case of amalgamation or demerger but shall continue to apply to the amalgamated company or resulting company, as the case may be.

3.2 Under section 32 of the Act, the deduction for depreciation will be available at the prescribed rates on tangible assets such as building, plant and machinery, furniture and fixtures, etc. and intangible assets. Such as patents, trademarks, copy rights, know how, licenses, franchise or any other business or commercial rights of similar nature.

3.3 Income earned by the Company by way of dividend referred to in Section 115-O of the Income Tax Act, 1961 received from domestic companies is exempt from tax under section 10(34) of the Act. However, as per section 94(7) of the Act, losses arising from sale / transfer of shares, where such shares are purchased within three months prior to the record date and sold within three months from the record date, will be disallowed to the extent such loss does not exceed the amount of dividend claimed exempt.

Any income received by the Company from distribution made by any mutual fund specified under section 10(23D) of the Act or from the administrator of the specified undertaking or from the administrator of specified company referred to in Section 10(35) of the Act, is exempt from tax in the hands of the Company under section 10(35) of the Act. However, as per section 94(7) of the Act, losses arising from the sale/ redemption of units purchased within three months prior to the record date (for entitlement to receive income) and sold within nine months from the record date, will be disallowed to the extent such loss does not exceed the amount of income claimed exempt.

3.4 Section 115BBD of Income-tax Act provides for taxation of gross dividends received by an Indian company from a specified foreign company (in which it has shareholding of 26% or more) at the rate of 15% if such dividend is included in the total income.

3.5 As per section 94(8) of the Act, if an investor purchases units within three months prior to the record date for entitlement of bonus, and is allotted bonus units without any payment on the basis of holding original units on the record date and such person sells/ redeems the original units within nine months of the record date, then the loss arising from sale/ redemption of the original units will be ignored for the purpose of computing income chargeable to tax and the amount of loss ignored shall be regarded as the cost of acquisition of the bonus units.

3.6 Income by way of interest, premium on redemption or other payment on notified securities, bonds, certificates issued by the Central Government is exempt from tax under section 10(15) of the Act in accordance with and subject to the conditions and limits as may be specified in notifications.

3.7 Long-term capital gain on sale of equity shares or units of an equity oriented mutual fund will be exempt from tax under section 10(38) of the Act provided that the transaction of such sale is chargeable to Securities Transaction Tax ("**STT**"). However, when the company is liable to tax on book profits under section 115JB of the Act, the said income is required to be included in book profits and taken into account in computing the book profit tax payable under section 115 JB.

3.8 In the computation of long term capital gains (which is not exempt from tax), as per the provisions of section 48, the actual cost of acquisition may be substituted by the indexed cost of acquisition i.e. the actual cost is scaled up by the prescribed index factor, resulting into reduced taxable income.

3.9 In accordance with the provisions of section 112 of the Act, long-term capital gains on transfer of capital assets other than bonds or debentures (excluding capital indexed bonds issued by the Government), transfer of which is not subject to STT, is chargeable to tax at the rate of 20% plus applicable surcharge, education cess and secondary & higher education cess ('Education Cess').

However, where tax on long term capital gains arising on sale of listed securities or unit of mutual fund specified in section 10(23D) of the Act or zero coupon bond, calculated at the rate of 20% with cost indexation benefit exceeds the tax calculated at the rate of 10% without cost indexation benefit, then such gains are chargeable to tax at a concessional rate of 10% (plus applicable surcharge and Education Cess).

According to the provisions of section 54EC of the Act and subject to the conditions specified therein, capital gains arising from the transfer of any long-term capital asset shall not be taxable, provided that the Company has at any time within a period of six months after the date of such transfer, invested the whole of capital gains in any long-term specified asset.

However, if such long-term specified asset is transferred or converted into money within a period of three years from the date of its acquisition, the amount of capital gains exempted earlier shall become chargeable to tax as long term capital gains in the year in which such long-term specified asset is transferred or converted into money. Section 54EC also provides that the investment made by an assessee in the long term specified asset, out of capital gains arising from the transfer of one or more original asset or assets, during the financial year in which the original asset or assets are transferred and in the subsequent financial year shall not exceed INR 50 lakh. Further, if only a portion of capital gains is so invested, then the exemption is available proportionately.

For the purpose of section 54EC, long term specified assets means any bond redeemable after three years and issued by:

i) National Highway Authority of India constituted under section 3 of The National Highway Authority of India Act, 1988; or
ii) Rural Electrification Corporation Limited, a company formed and registered under the Companies Act, 1956.

3.10 Under Section 111A of the Act, short-term capital gain on sale of equity shares or units of an equity oriented mutual fund shall be chargeable to tax at the rate of 15% (plus applicable surcharge and Education Cess) provided that transaction of such sale is chargeable to STT.

3.11 According to the provisions of section 115JAA(1A) of the Act, credit is allowed in respect of any Minimum Alternate Tax ("**MAT**") paid under section 115JB of the Act for any assessment year commencing on or after April 1, 2006. Tax credit which can be carried forward is equal to the difference between MAT paid by the Company for one assessment year and tax computed as per normal provisions of the Act for that assessment year. MAT Tax credit, which can be allowed shall be the difference of the tax paid for any assessment year under Section 115JB(1) and the amount of tax payable as per normal provisions of the Act for that assessment year. MAT credit can be carried forward for the purpose of set off up to 10 years succeeding the year in which the MAT credit is allowable.

3.12 As per Section 35DDA, the Company is eligible for deduction in respect of payments made to its employees in connection with their voluntary retirement for an amount equal to 1/5th of such expenses over 5 successive AYs subject to conditions specified in that section.

3.13 In case of loss under the head "Profit and Gains from Business or Profession" except loss from speculation business, it can be set-off against incomes of other head of sources except income under the head "Income from salary" and the excess remaining loss, if any, after set-off can be carried forward for set-off - against business income of the next eight Assessment Years.

3.14 Under section 32(2) of the Act, the unabsorbed depreciation arising due to absence/ insufficiency of profits or gains chargeable to tax can be carried forward. The amount is allowed to be carried forward and set off for the succeeding years until the amount is exhausted without any time limit.

3.15 As per the provisions of section 80G of the Act, the deduction will be available in respect of donations to various charitable institutions and funds covered under that section, subject to fulfillment of the conditions specified therein.

4 Benefits available to all Shareholders

4.1 According to the provisions of section 10(34) of the Act, any income by way of dividends referred to in section 115-O (i.e. dividends declared, distributed or paid on or after 1 April 2003 by a domestic company) received on shares of the Company is exempt from tax. However, as per section 94(7) of the Act, losses arising from sale/ transfer of shares, where such shares are purchased within three months prior to the record date and sold within three months from the record date, will be disallowed to the extent such loss does not exceed the amount of dividend claimed exempt.

4.2 Shares of the company held as Capital assets for a period of more than twelve months preceding the date of transfer will be treated as a long-term capital asset. Capital gains arising on transfer of long-term capital assets, being equity shares in a company, on which STT is paid, is exempt under section 10(38) of the Act whereas short-term capital gains arising from similar transaction shall be subject to tax under section 111A of the Act at the rate of 15% (plus applicable surcharge and Education Cess).

4.3 The benefit of exemption from tax under section 10(38) of the Act on long-term capital gains will not be available where no STT is paid. In such cases, long-term capital gains on sale or transfer of listed securities would be chargeable to tax (plus applicable surcharge and Education Cess) at lower of 20% (with cost indexation benefit) or at a concessional rate of 10% (without considering cost indexation benefit) in accordance with the provisions of section 112 of the Act. In the computation of long term capital gains (which is not exempt from tax), as per the provisions of section 48, the actual cost of acquisition may be substituted by the indexed cost of acquisition i.e. the actual cost is scaled up by the prescribed Index factor, resulting into reduced taxable income.

4.4 As per section 54-EC of the Act, subject to the conditions specified therein, tax on capital gains arising from transfer of long-term capital asset shall not be taxable, provided that the Shareholder has at any time, within a period of six months from the date of transfer, invested the whole of capital gains in any specified long-term asset. However, if such long-term asset is transferred or converted into money within a period of three years from the date of its acquisition, amount of capital gains exempted earlier shall become chargeable to tax as long term capital gains in the year in which such long-term asset is transferred or converted into money. Section 54EC also provides that the investment made by an assessee in the long term specified asset, out of capital gains arising from the transfer of one or more original asset or assets, during the financial year in which the original asset or assets are transferred and in the subsequent financial year shall not exceed INR 50 lakh. Where the whole of capital gains is not invested in long term specified asset, then exemption would be proportional to the amount of capital gains invested in long term specified asset.

For the purpose of section 54EC, long term specified assets referred to herein above means any bond redeemable after three years and issued by:

i) National Highway Authority of India constituted under section 3 of The National Highway Authority of India Act, 1988;
ii) Rural Electrification Corporation Limited, the company formed and registered under the Companies Act, 1956.

4.5 According to the provisions of section 54-F of the Act and subject to the conditions specified therein, long-term capital gains arising to an individual or a Hindu undivided family on transfer of shares of the company on which STT is not payable, shall not be chargeable to tax, provided that the net consideration is utilized for either of the following:

i) Purchase of one residential house in India within a period of one year before or two years after the date of transfer of such long term capital assets; or
ii) Construction of one residential house in India within a period of three years after the date of transfer of the long-term capital asset.

Such benefit will not be available if the individual-

- owns more than one residential house, other than the new residential house, on the date of transfer of the shares; or
- purchases another residential house within a period of one year after the date of transfer of the shares; or
- constructs another residential house within a period of three years after the date of transfer of the shares; and
- the income from such residential house, other than the one residential house owned on the date of transfer of the original asset, is chargeable under the head "Income from house property".

Further, if only a portion of the net consideration is so invested, then the exemption is available proportionately. However, if the residential house in which investment is made is transferred within a period of three years from the date of its purchase or construction, the amount of capital gains exempted earlier would become chargeable to tax as long term capital gains in the year in which such residential house is transferred.

4.6 As per the provision of Section 71(3), if there is a loss under the head "Capital Gains", it cannot be set-off with the income under any other head. As per section 74 of the Act, short term capital loss suffered during the year is allowed to be set-off against short-term capital gains as well as long term capital gains of the same year. Balance loss, if any, can be carried forward for eight years for claiming set-off against subsequent years' short term as well as long-term capital gains of subsequent years. Long-term capital loss suffered during the year is allowed to be set-off against long-term capital gains. Balance loss, if any, can be carried forward and set-off against long-term capital gains only.

4.7 Under section 36(1)(xv) of the Act, STT paid by a shareholder in respect of taxable securities transactions entered into in the course of its business, would be allowed as a deduction if the income arising from such taxable securities transactions is included in the income computed under the head "Profits and gains of business or profession"

5 Benefits available to Non - Resident Shareholders

5.1 Under section 10(34) of the Act, income by way of dividends referred to in section 115-O received on the shares of the Company would be exempt from income tax in the hands of shareholders.

5.2 Under section 10(38) of the Act, long term capital gains arising to a shareholder on transfer of equity shares in the Company would be exempt from tax where the sale transaction has been entered into on a recognized stock exchange of India and is liable to securities transaction tax.

5.3 As per section 54-EC of the Act, subject to the conditions specified therein, tax on capital gains arising from transfer of long-term capital asset shall not be taxable, provided that the Shareholder has at any time, within a

period of six months from the date of transfer, invested the whole of capital gains in any specified long-term asset. However, if such long-term asset is transferred or converted into money within a period of three years from the date of its acquisition, amount of capital gains exempted earlier shall become chargeable to tax as long term capital gains in the year in which such long-term asset is transferred or converted into money. Section 54EC also provides that the investment made by an assessee in the long term specified asset, out of capital gains arising from the transfer of one or more original asset or assets, during the financial year in which the original asset or assets are transferred and in the subsequent financial year shall not exceed INR 50 lakh. Where the whole of capital gains is not invested in long term specified asset, then exemption would be proportional to the amount of capital gains invested in long term specified asset.

For the purpose of section 54EC, long term specified assets referred to herein above means any bond redeemable after three years and issued by:

i) National Highway Authority of India constituted under section 3 of The National Highway Authority of India Act, 1988;
ii) Rural Electrification Corporation Limited, the company formed and registered under the Companies Act, 1956.

5.4 According to the provisions of section 54-F of the Act and subject to the conditions specified therein, long-term capital gains arising to an individual or a Hindu undivided family on transfer of shares of the company on which STT is not payable, shall not be chargeable to tax, provided that the net consideration is utilized for either of the following:

i) Purchase of one residential house in India within a period of one year before or two years after the date of transfer of such long term capital assets; or
ii) Construction of one residential house in India within a period of three years after the date of transfer of the long-term capital asset.

Such benefit will not be available if the individual-

i) owns more than one residential house, other than the new residential house, on the date of transfer of the shares; or
ii) purchases another residential house within a period of one year after the date of transfer of the shares; or
iii) constructs another residential house within a period of three years after the date of transfer of the shares; and
iv) the income from such residential house, other than the one residential house owned on the date of transfer of the original asset, is chargeable under the head “Income from house property”.

Further, if only a portion of the net consideration is so invested, then the exemption is available proportionately. However, if the residential house in which investment is made is transferred within a period of three years from the date of its purchase or construction, the amount of capital gains exempted earlier would become chargeable to tax as long term capital gains in the year in which such residential house is transferred.

5.6 Under section 111A of the Act and other relevant provisions of the Act, short -term capital gains arising on transfer of equity shares in the Company would be taxable at a rate of 15 percent (plus applicable surcharge, education cess) where such transaction of sale is entered on a recognized stock exchange in India and is liable to securities transaction tax.

5.8 Under section 112 of the Act and other relevant provisions of the Act, long term capital gains, (other than those exempt under section 10(38) of the Act) arising on transfer of shares in the Company, would be subject to tax at the rate of 20 percent (plus applicable surcharge, education cess) after indexation. The amount of such tax should however be limited to 10% (plus applicable surcharge, education cess) without indexation, at the option of the shareholder, if the transfer is made after listing of shares.

5.9 As per the provisions of Section 90, the Non Resident shareholder has an option to be governed by the provisions of the tax treaty, if they are more beneficial than the domestic law wherever India has entered into Double Taxation Avoidance Agreement (DTAA) with the relevant country for avoidance of double taxation of income.

As per provisions of section 90(4) of the Act, a non-resident, shall not be entitled to claim any relief under DTAA, unless a certificate of his being a resident in any country outside India or specified territory outside India, as the case may be has been obtained by him from the government of that country or specified territory. In other words, the non-resident taxpayers shall be entitled to be governed by the provisions of the DTAA only when they obtain a tax residency certificate from the government of their country of residence.

In addition, as per the provisions of section 90(5) of the Act, a non-resident shall also provide prescribed documents.

5.10 Non-Resident Indian("**NRIs**") (as defined in Section 115C(e) of the Act) shareholders who have subscribed to shares in an Indian company in convertible foreign exchange, can exercise the option of being governed by the provisions of Chapter XII-A of the Act, which inter alia entitles them to the following benefits:

a. In accordance with and subject to the provisions of section 115D read with section 115E of the Act, long term capital gains arising on transfer of shares in an Indian company acquired out of convertible foreign exchange, are taxable at the rate of 10% (plus applicable surcharge and education cess). Cost indexation benefit and deduction under Chapter VI-A, will not be available but with protection against foreign currency fluctuation under the first proviso to section 48 of the Act.. Further, income from investment or income from long term capital gains of an asset other than Specified Asset as defined in 115C(f) (which includes shares, debentures, deposits of Indian Company and other prescribed securities/ assets) will be chargeable to tax at the rate of 20%.

b. In accordance with and subject to the provisions of section 115F of the Act, long term capital gains arising on sale of shares in an Indian company held by a NRI shareholder and purchased out of convertible foreign exchange shall not be chargeable to income tax, if the entire net consideration is invested for a period of three years in any savings certificates specified under section 10(4B) or specified assets as defined in section 115C(f) (which includes shares, debentures, deposits of Indian Company and other prescribed securities/ assets) of the Act. In case the whole of sales consideration is not invested in prescribed savings certificates or specified assets, proportionate capital gains would be liable to tax.

   Such exemption is available provided investment in savings certificates/ specified assets are made within a period of six months from the date of transfer of shares. However, if such savings certificates or specified assets are transferred or converted (otherwise than by way of transfer) into money within three years from the date of acquisition, the amount so exempted will be chargeable to tax under the head 'Capital Gains' in the year when such assets/ certificates are transferred.

c. As per section 115G of the Act, a NRI Shareholder would not be required to file a return of income under section 139(1) of the Act, where the total income consists only of investment income and/or long-term capital gains as defined under section 115C of the Act and tax deductible at source has been deducted from such income as per provisions of Chapter XVIIB of the Act.

d. According to the provisions of section 115H of the Act, where, a NRI shareholder in any previous year, becomes assessable as a resident in India in any subsequent assessment year, he may furnish a declaration in writing to the assessing officer, along with his return of income for that assessment year filed under section 139 of the Act, to the effect that the provisions of the Chapter XII-A shall continue to apply to him in relation to such investment income derived from specified assets for that year and subsequent assessment years until such assets are converted into money. However, this option is not available in respect of shares in an Indian company.

e. As per the provision of section 115I of Act, an NRI Shareholder may elect not to be governed by the provisions of Chapter XII-A for any assessment year by furnishing his return of income for that assessment year under section 139 of the Act, declaring therein that the provisions of Chapter XII-A shall not apply to him for that assessment year and accordingly his total income for that assessment year will be computed in accordance with the other provisions of the Act.

6. Benefits available to Foreign Institutional Investors ('FIIs')

6.1 In accordance with section 10(34), dividend income declared, distributed or paid by the Company (referred to in section 115-O) will be exempt from tax in the hands of Foreign Institutional Investors (FIIs). Capital gains arising in the hands of FIIs on sale of shares are governed by Section 115AD of the Act. According to the provisions of section 115AD of the Act, long-term capital gains arising on transfer of shares held by FIIs are taxable at the rate of 10% (plus applicable surcharge and education cess). Short term capital gains on transfer of shares are taxable at the rate of 15% (plus applicable surcharge and education cess) provided that the transaction is subject to levy of STT. In other cases, Short Term capital gains would be liable to tax at 30% (plus applicable surcharge and education cess). Cost indexation benefits are not available to FIIs. Further, the provisions of the first proviso of section 48 of the Act will not apply.

6.2 In accordance with section 10(38), any income arising from the transfer of a long term capital asset being an equity share in a company is not includible in the total income, if the transaction is chargeable to STT.

6.3 In accordance with and subject to the provisions of section 115AD read with section 196D(2) of the Act, no deduction of tax at source is applicable on payment in respect of capital gains arising to a FII from the transfer of the equity shares in an Indian company.

6.4 Under section 54EC of the Act, long term capital gain arising on the transfer of shares of the Company other than the sale referred to in section 10(38) of the Act is exempt from tax to the extent the same is invested in certain notified bonds within a period of six months from the date of such transfer (up to a maximum limit of Rs. 5.0 million) for a minimum period of three years.

6.5 As per the provisions of Section 90, the Non Resident shareholder has an option to be governed by the provisions of the tax treaty, if they are more beneficial than the domestic law wherever India has entered into Double Taxation Avoidance Agreement (DTAA) with the relevant country for avoidance of double taxation of income.

6.6 In the case of all non-resident shareholders, the aforesaid tax rates are subject to the benefits, if any, available under the double taxation avoidance agreements signed by India with the country of which the non-resident shareholder may be a tax resident, subject to fulfilment of conditions prescribed there under.

7 Benefits available to Mutual Funds

Under section 10(23D) of the Act, exemption is available in respect of income (including capital gains arising on transfer of shares of the Company) of a Mutual Fund registered under the Securities and Exchange Board of India Act, 1992 or such other Mutual fund set up by a public sector bank or a public financial institution or authorized by the Reserve Bank of India and subject to the conditions as the Central Government may specify by notification.

8 Venture Capital Companies/Fund

In terms of section 10(23FB) of the I.T. Act, income of:-

- Venture Capital company which has been granted a certificate of registration under the Securities and Exchange Board of India Act, 1992 and notified as such in the Official Gazette; and

- Venture Capital Fund, operating under a registered trust deed or a venture capital scheme made by Unit trust of India, which has been granted a certificate of registration under the Securities and Exchange Board of India Act, 1992, set up for raising funds for investment in a Venture Capital Undertaking,

  is exempt from income tax,

Exemption available under the Act is subject to investment in domestic company whose shares are not listed and which is engaged in certain 'specified' business/ industry.

According to Section 115U of the Act, any income accruing or arising to or received by a person from his investment in venture capital companies/ funds would be taxable in his hands in the same manner as if it were the income accruing/ arising/ received by such person had the investments been made directly in the venture capital undertaking.

Further, as per Section 115U(5) of the Act, the income accruing or arising to or received by the Venture Capital Company/Funds from investments made in a Venture Capital Undertaking if not paid or credited to a person (who has made investments in a Venture Capital Company/ Fund) shall be deemed to have been credited to the account of the said person on the last day of the previous year in the same proportion in which such person would have been entitled to receive the income had it been paid in the previous year

9 Benefits under the Wealth Tax Act, 1957:

Shares in an Indian company are excluded from the definition of 'asset' as defined in section 2(ea) of the Wealth Tax Act, 1957. Accordingly, shares of the Company are not liable to wealth tax in the hands of the shareholders.

10 Gift Tax

Gift tax is not leviable in respect of any gifts made on or after October 1, 1998. Therefore, gift of shares will not attract gift tax in the hands of the shareholders. Under section 56(2)(vii) If an individual or HUF receives any property, which includes shares, without consideration, the aggregate fair market value of which exceeds Rs. 50,000, the whole of the fair market value of such property will be considered as income in the hands of the recipient. Similarly, if an individual or HUF receives any property, which includes shares, for consideration which is less than the fair market value of the property by an amount exceeding Rs. 50,000, the fair market value of such property as exceeds the consideration will be considered as income in the hands of the recipient.

11 Tax Deduction at source

No income-tax is deductible at source from income by way of capital gains under the present provisions of the IT Act, in case of residents. However, as per the provisions of section 195 of the IT Act, any income by way of capital gains, payable to non residents (other than long-term capital gains exempt under section 10(38) of the IT Act), may be liable to the provisions of with-holding tax, subject to the provisions of the relevant tax treaty. Accordingly, income tax may have to be deducted at source in the case of a non- resident at the rate under the domestic tax laws or under the tax treaty, whichever is beneficial to the assessee, unless a lower withholding tax certificate is obtained from the tax authorities. As per section 196D, no tax is to be deducted from any income, by way of capital gains arising from the transfer of shares payable to Foreign Institutional Investor.

Notes:

1 The above statement sets out the provisions of law in a summary manner and is not a complete analysis or listing of all potential tax consequences of the purchase, ownership and disposal of shares. The above information is neither designed nor intended to be a substitute for professional tax advice.

2 The information provided above sets out the possible tax benefits available to the Company and its shareholders under the prevailing direct tax laws of India and does not cover any indirect tax law benefits or benefits under any other law. Several of these benefits are dependent on the Company and its shareholders fulfilling the conditions prescribed under the relevant tax laws. Hence, the ability of the Company and its shareholders to derive the tax benefits is dependent upon fulfilling such conditions, which based on the business imperatives, the Company may or may not choose to fulfil.

3 The tax benefits given above include amendments introduced by the Finance Act, 2014. Some or all of the tax consequences described above may be modified by future amendments to the Act.

4 In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in this Issue and reliance shall not be placed on the contents of this statement.

5 In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the relevant Double Taxation Avoidance Agreement, if any, between India and the country in which the non-resident has fiscal domicile.

6 No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes.

***for* A. L. Sehgal & Co.**
Chartered Accountants
Firm Registration No. 3380N

(Vishal Sehgal)
Partner
Membership no: 096010

Date: 25.09.2014
Place: New Delhi

INDUSTRY OVERVIEW

*The information in this section has been extracted from the websites of publicly available documents from various sources, including CRISIL Limited ("**CRISIL**"), , the Ministry of Environment & Forests, the Ministry of Coal, BP Statistical Review, United States (International Energy Outlook, June 2014), the Central Electricity Regulatory Commission and the Central Electricity Authority. The contents of such websites or any website, linked directly or indirectly to such websites is not incorporated by reference into this Draft Red Herring Prospectus and should not be relied on. The data may have been re-classified by us for the purpose of presentation. Neither we nor any other person connected with the Offer has independently verified the information provided in this chapter. Industry sources and publications, referred to in this section, generally state that the information contained therein has been obtained from sources generally believed to be reliable but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured, and, accordingly, investment decisions should not be based on such information.*

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Overview of the Indian Economy

With an estimated GDP of approximately US$6.774 trillion in calendar year 2013, on a purchasing power parity ("**PPP**") basis, India is the third largest economy in the world after the United States and China. (*Source: World Development Indicators Database, World Bank*) Over the past decade India's integration into the global economy has been accompanied by economic growth, although during the recent years, the growth has been slower than previously expected due to weakness in investment. According to the provisional estimates of the Central Statistical Organization, India's GDP grew at a rate of 4.7 per cent. in Fiscal 2014. (*Source: Central Statistical Organization of India*)

Electricity is a crucial infrastructural sector of any national economy and an essential factor in sustaining economic growth. The Planning Commission of the Government of India ("**GoI**") sets out targets for economic development in various sectors, including the power sector through successive five-year plans ("**Five Year Plans**"). The Twelfth Plan targeted a capacity addition of 88,537 megawatt ("**MW**") against which 46,766 .25 MW of capacity has already been added. *(Source: CEA, Power Scenario at a Glance, August 2014)* CRISIL expects an investment of ₹5.7 trillion over the period 2013-14 to 2017-18 driven by investments from the private sector. (*Source: CRISIL Research Power and Coal, September 2014*) Primary energy consumption in India has grown at a CAGR of 5.73 per cent. in the last two decades. *(Source: BP Statistical Review of World Energy June 2014)*

COAL SECTOR

Overview of the Global Coal Industry

Coal Reserves

According to BP Statistic Review of World Energy (June 2014), if calendar year 2013 rates of production remain constant, the world's coal reserves shall suffice for the next 113 years. According to the International Energy Outlook published by the U.S. Department of Energy, although coal deposits are widely distributed across the world, 72.4 per cent. of the world's recoverable reserves are located in five regions: the United States (26.6 per cent.), Russian Federation (17.6 per cent.), China (12.8 per cent.), India (6.8 per cent.) and Australia and New Zealand (8.6 per cent.) *(Source: BP Statistical Review of World Energy June 2014)*. In calendar year 2013, the

abovementioned five regions, taken together, produced 6.0 billion tonnes of coal, representing 76.1 per cent. of total world coal production. *(Source: BP Statistical Review of World Energy June 2014)*

Coal fuels 40 per cent. of world electricity needs and dependence on coal is even higher in some countries such as South Africa, China, where coal satisfies more than 70 per cent., of the electricity needs of the country. (*Source: CRISIL Research Power and Coal, September 2014*)

Coal Production

India is the third largest coal producing country in the world after China and the United States for the calendar year 2013 (by million tonnes). (*Source: BP Statistical Review of World Energy June 2014*).

The table below sets out the worldwide coal production statistics from calendar year 2007 to 2011.

Worldwide coal production	2009	per cent. of total	2010	per cent. of total	2011	per cent. of total	2012	per cent. of total	2013	per cent. of total
	(in million tonnes except percentages)									
China	2973.0	43	3235.0	45	3516.0	46	3645.0	46	3680.0	47
USA	975.2	14	983.7	14	993.9	13	922.1	12	892.6	11
India	556.0	8	573.8	8	570.1	7	606.5	8	605.1	8
South Africa	250.6	4	257.2	4	251.6	3	258.3	3	256.7	3
Indonesia	256.2	4	275.2	4	353.3	5	386.0	5	421.0	5
Russian Federation	301.3	4	321.6	4	335.9	4	356.1	5	347.1	4
Australia	422.3	6	432.7	6	421.1	5	452.8	6	478.0	6
Others	1171.5	17	1182.4	16	1266.0	16	1266.5	16	1215.8	15
Total world	6906.1		7261.6		7708.0		7893.3		7896.4	

(Source: BP Statistical Review of World Energy June 20142)

Overview of the Coal Sector in India

According to BP Statistical Review of World Energy June 2014, coal is the dominant source of energy and satisfied 54.5 per cent. of the total primary energy requirement of India in 2013, whereas oil, natural gas, hydro electric, renewable energy and nuclear energy satisfied approximately 29 per cent., 8 per cent., 5 per cent., 2 per cent. and 1 per cent., respectively, of the total primary energy requirement of India in 2013. (*Source: BP Statistical Review of World Energy June 2014*)

According to CRISIL Research, during Fiscal 2013, the non-coking coal off-take to the power sector was approximately 77 per cent. for electricity generation. (*Source: CRISIL Research Power and Coal, September 2014*)

According to CRISIL Research's estimates, between Fiscal 2014 and Fiscal 2018, the total capacity addition in the power sector is expected to be approximately 61 GW, of which 86 per cent. is likely to be thermal, with the remainder hydro and nuclear-based. Coal will continue to dominate incremental capacity additions over this period, accounting for 81 per cent. (viz. 49.4 GW) of the total capacities being added. (*Source: CRISIL Research Power and Coal, September 2014*). As a result of the demand for coal in the thermal power and iron and steel industries, CRISIL Research estimates that the demand for non-coking coal in India will increase at a compounded annual growth rate of 6 per cent. from 640 million tonnes in Fiscal 2014 to approximately 808 million tonnes in Fiscal 2018, while the demand for coking coal is likely to increase at the rate of 9 per cent. in the same period. (*Source: CRISIL Research Power and Coal, September 2014*) The low cost of power generation using coal and the availability of huge coal reserves in India are the major incentives for setting up coal-based power plants.

Overview of Coal Reserves and Resources in India

As a result of exploration carried out by the Geological Survey of India, Central Mine Planning & Design Institute Limited, Singareni collieries Company Ltd. and Directorate of Geology & Mining, a cumulative total of 301.56 billion tonnes of geological resources of coal were estimated to be available in India as at 1 April 2014. (*Source.*

Ministry of Coal, GoI)

State	Geological Resources of Coal*			
	Proved	Indicated	Inferred	Total
	(in million tonnes)			
Jharkhand	41377	32780	6559	80716
Orissa	27791	37873	9408	75073
Chhattisgarh	16052	33253	3228	52533
Bengal	13403	13022	4893	31318
Madhya Pradesh	10411	12382	2879	25673
Andhra Pradesh	9729	9670	3068	22468
Maharashtra	5667	3186	2110	10964
Uttar Pradesh	884	178	0	1062
Meghalaya	89	17	471	576
Assam	465	47	3	515
Nagaland	9	0	307	315
Bihar	0	0	160	160
Sikkim	0	58	43	101
Arunachal Pradesh	31	40	19	90
Total	125909	142506	33149	301564

* *Proved resources represent resource base with the highest confidence and can be produced only on detailed exploration.*
Indicated reserves include material within a 1,000 meters of the region of detailed exploration as projected based on qualitative information
Inferred reserves comprise material occurring within 1,000 to 2,000 meters from the point of observation (Source: Ministry of Coal, GoI)

Six states, namely, Jharkhand, Orissa, Chhattisgarh, West Bengal, Andhra Pradesh and Madhya Pradesh account for over 95 per cent. of the total coal resources in India. (*Source: Ministry of Coal, GoI*)

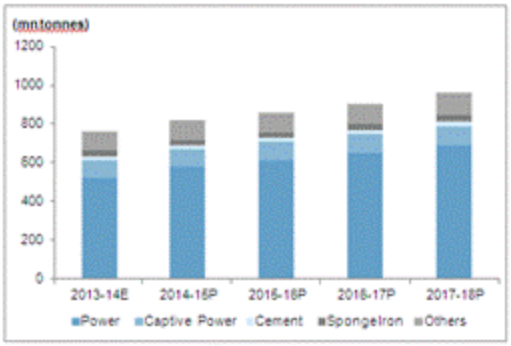
The following table provides information of the type and category-wise coal resources of India as of 1st April 2014:

Type of Coal*	Proved	Indicated	Inferred	Total
				(million tonnes)
Coking:				
Prime Coking	4,614	699	-	5,313
Medium Coking	13,303	11,867	1,879	27,049
Semi-Coking	482	1,004	222	1,708
Sub-Total Coking	18,400	13,569	2,101	34,070
Non-Coking:	106,916	128,838	30,249	266,002
Tertiary Coal	591	99	799	1,493
Total	**125, 909**	**142,506**	**33,149**	**301,564**

* *Proved resources represent resource base with the highest confidence and can be produced only on detailed exploration.*
Indicated reserves include material within a 1,000 meters of the region of detailed exploration as projected based on qualitative information
Inferred reserves comprise material occurring within 1,000 to 2,000 meters from the point of observation (Source: Ministry of Coal, GoI)

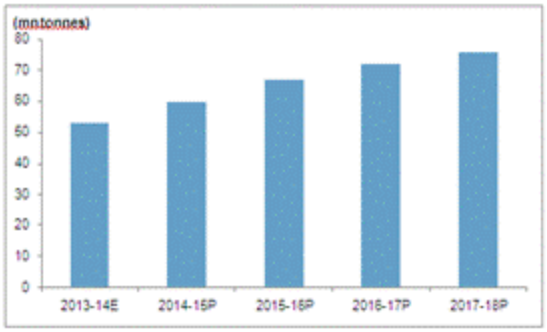
According to CRISIL Research, demand of non-coking coal is likely to be driven by increases in coal based power plants (both Independent Power Producers as well as captive power plants) through to Fiscal 2018. (*Source: CRISIL Research Power and Coal, September 2014*) Non-coking coal demand is expected to grow at a CAGR of 6 per cent. from Fiscal 2014 to Fiscal 2018. Coking coal demand is expected to have a CAGR of 9 per cent. from Fiscal 2014 to Fiscal 2018. The graphs below give an estimate of the demand for coking and non-coking coal in India between Fiscal 2014 and Fiscal 2018:

Sector wise demand of non-coking coal: 2014-15 to 2017-18



E: Estimated P: Projected
Source: CRISIL Research

Demand of coking coal: 2014-15 to 2017-18



E: Estimated P: Projected
Source: CRISIL Research

(Source: CRISIL Research Power and Coal, September 2014)

Coal Imports

India's appetite for coal imports has grown steadily over the past years due to the widening gap between demand and supply in the coal sector. In Fiscal 2014, India imported about 158.1 million tonnes (provisional) of coal which is 20 per cent. of its total coal consumption. (*Source: CRISIL Research Power and Coal, September 2014*) Of this 122.1 million tonnes was non-coking coal. (*Source: CRISIL Research Power and Coal, September 2014*) CRISIL Research expects coal imports to reach 216 million tonnes in Fiscal 2018. (*Source: CRISIL Research Power and Coal, September 2014*)

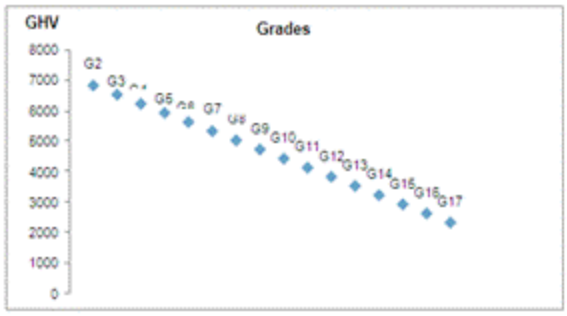
Coal Characteristics

There are four types of coal by geological composition: lignite, peat, bituminous and anthracite. (*Source: CRISIL Research Power and Coal, September 2014*) Power generation is the single biggest consumer of coal and constituted 77 per cent. of the total coal off-take in India in Fiscal 2013. Significant end use industries for coal include steel, cement, fertilizer, paper, brick and chemicals. (*Source: CRISIL Research Power and Coal, September 2014*)

Grades of Non-Coking Coal

The grade of non-coking coal depends on its heating value. As shown in the chart below, as the ash and moisture content of coal increases, its gross heating value ("**GHV**") declines. Thus the ash content and the grade of coal are inversely proportional. (*Source: CRISIL Research Power and Coal, September 2014*)

Properties of different grades of non-coking coal



Source: CRISIL Research

(Source: CRISIL Research Power and Coal, September 2014)

The ash content of coal mined in Chhattisgarh, Jharkhand and Orissa along with the general grade and GCV thereof is as below:

State	General Grade	Ash Content	Gross Calorific Value
Chhattisgarh	G11, G12	35%-42%	3700-4300 kcal/kg
Jharkhand	G11, G12	35%-42%	3700-4300 kcal/kg
Orissa	G11, G12, G13, G14	35%-50%	3100-4600 kcal/kg

(Source: CRISIL Research Power and Coal, September 2014)

Run-of-mine coal, on average, has ash content between 36 and 45 per cent. and burning coal of higher ash content produces higher emissions of carbon dioxide, sulphur dioxide and other particulate matter, all of which contribute to air pollution, which makes coal beneficiation increasingly important. (*Source: CRISIL Research Power and Coal, September 2014*) Moreover, if users are based away from the pit head, transporting coal with high ash content is commercially unviable because of high freight costs. In addition, cost of handling ash is also incurred. . In order to make coal more beneficial, it becomes necessary to remove the impurities like ash, sulphur etc from it, and hence coal has to be washed. (*Source: CRISIL Research Power and Coal, September 2014*).

Clean coal

The Ministry of Coal has recognized coal beneficiation as an important area from an economic and environment point of view. (*Source: Ministry of Coal, Annual Report 2013-14*) The Ministry of Coal believes that the usage of beneficiated coal improves the economics of power generation and also reduces emissions. The directive of the Ministry of Environment and Forests ("**MoEF**") restricts the use of coal containing more than 34 per cent. ash content in power stations located 1,000 km away from pit heads. Additionally, plants located between 750-1000 km and 500-750 km would have to use coal having ash content less than 34 per cent with effect from January 1, 2015 and January 1, 2016 respectively. With this as a driver, a number of power utilities have shown inclination to use beneficiated coal for power generation and also coal beneficiation is one of the clean coal technologies prior to combustion of coal (*Source: Ministry of Coal, Annual Report 2013-14*). There are very few power plants (except some pit head plants) that receive coal from a single dedicated source. Most of these are supplied with G-11 to G-14 grade coal (85-90 per cent) having Gross Calorific Value (GCV) between 3100 kCal/kg to 4900 kCal/kg while others are supplied G-7 to G-8 grade coal (10-15 per cent) having Gross Calorific Value (GCV) between 4900 kCal/kg to 5500 kCal/kg. The thermal power stations (TPS) therefore receive coal of heterogeneous nature, both in terms of quality and size, which create innumerable problems for the power plants. As a result, TPS prefer to buy beneficiated coal, which ensures that all the supplies, irrespective of the source mine, are of a similar type. Further, through the beneficiation process, As per Coal Vision 2025 issued by the Ministry of Coal, 361 MT of non-coking coal needs to be beneficiated before industrial use. However, if total production of non-coking coal with ash content greater than 34 per cent. is beneficiated, it would result in 810 MT of non-coking coal being beneficiated before industrial use. (*Source: CRISIL Research Power and Coal, September 2014*)

To meet the demand and supply gap of beneficiated coal, guidelines for setting up of coal beneficiation plants on the land of public sector coal companies such as Coal India Limited were issued by the Ministry of Coal in September 2005. (*Source: Ministry of Coal, Annual Report 2009-10*).

Coal Beneficiation

Coal beneficiation (also known as coal washing) is a process by which the quality of raw coal is improved by reducing the ash content and extraneous matter that gets extracted along with the mined coal. Beneficiated coking coal is primarily used in manufacturing of hard coke for making steel and beneficiated non-coking coal is primarily used for power generation and by cement, sponge iron and other industrial plants. (*Source: CRISIL Research Power and Coal, September 2014*)

Coal beneficiation process

Coal beneficiation can be a simple process, involving only a single stage of size reduction to meet a top-size specification. Or it can be a quite complex, with crushing, sizing, cleaning and dewatering steps being used to

prepare coal to meet as ash or sulphur specification. The type of process involved would depend upon the existing and the desired quality of coal. (*Source: CRISIL Research Power and Coal, September 2014*)

The cleaning of coal is mainly based on separation of the impurities by physicochemical methods based on the differences in the specific gravity of coal constituents and on the differences in surface properties of the coal and its mineral matter required. The wastes/rejects produced from coal beneficiation plant are highly dependent on the raw coal utilized and the final product (*Source: EIA Guidance Manual – Coal Washeries February 2010*) The various procedures are broadly classified as the 'wet' and 'dry' processes. The dry process doesn't involve the use of water, where as in the wet process, the water is the main medium for beneficiation and jigging. (*Source: EIA Guidance Manual – Coal Washeries January 2010*)

India's coal reserves are primarily low quality coal reserves with high ash and moisture content. The table below shows properties of coal in different countries:

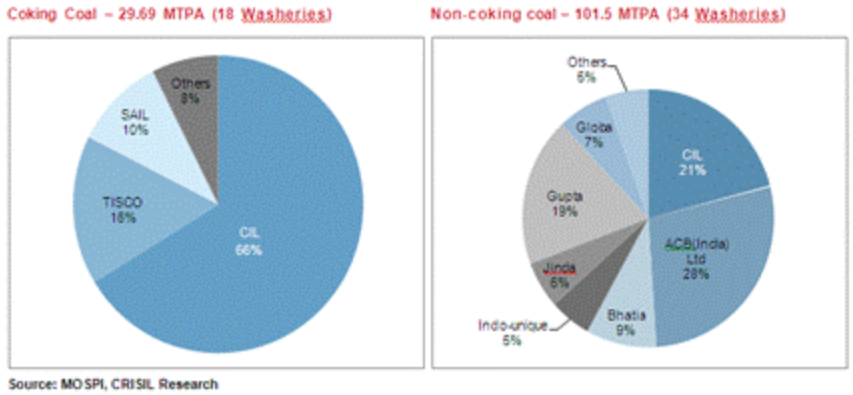
(Per cent.)	Australia	South Africa	India
Moisture.....	5-10	5-10	15-20
Ash.....	5-15	5-20	20-42
Sulphur.....	<1	<1	<1

(Source: CRISIL Research Power and Coal, September 2014)

Coal Washery Capacity

As per Ministry of Statistics and Programme Implementation ("**MOSPI**") and CRISIL Research estimates, India has 131.24 million tonnes per annum ("**MTPA**") of installed capacity of coal beneficiation currently. This includes 34 non-coking coal beneficiation plants with a total installed capacity of about 101.55 MTPA and 18 coking coal beneficiation plants with a total installed capacity of about 29.69 MTPA. (*Source: CRISIL Research Power and Coal, September 2014*)

The diagrams below show the total number of coking coal and non-coking coal beneficiation plants in India:



(*Source: CRISIL Research Power and Coal, September 2014*)

According to CRISIL Research, India's coal production was 557.5 MT in Fiscal 2013, of which beneficiated coal constituted only around 4 to 5 per cent. (*Source: CRISIL Research Power and Coal, September 2014*)

CIL has announced plans to set up 20 coal beneficiation plants on a build-operate-maintain basis or on turnkey basis in a phased manner aggregating to a total of 111.1 million tonnes. Under this model, while CIL would build and own the beneficiation plants they would be managed by private sector organizations. Out of these 16, tenders for 10 washeries have been floated. Amongst these 3 washeries are under construction, while remaining are under various stages of bid process management. (*Source: CRISIL Research Power and Coal, September 2014*)

POWER SECTOR

Adequate and reliable power supply is essential to sustain economic growth. According to projections made by the Central Electricity Authority ("**CEA**"), in the 18th Electric Power Survey ("**EPS**"), demand for electricity is likely to increase from 937 billion kWh in Fiscal 2012 to 1,354 billion kWh in Fiscal 2017. Peak demand is expected to grow from 130,006 MW to 199,540 MW during the same period. In addition, CRISIL Research estimates that there will be a capacity addition of 88.5 GW during the Twelfth Five Year Plan. (*Source: CRISIL Research Power and Coal, September 2014*)

The Indian power sector has historically been characterized by energy shortages although the deficit has been coming down over the recent past. As shown in the table below, in the period from April 2014 to July 2014, peak energy deficit was estimated to be at 4.7 per cent. (*Source: CEA, "Monthly Review", August 2014*) The following table also sets forth the peak and normative shortages of power in India from Fiscal 2008 to July 2014:

Fiscal	Peak Requirement	Availability	Shortage*	
	(MW)	*(MW)*	*(MW)*	*(per cent.)*
2008.....	108,866	90,793	18,073	16.6
2009.....	109,809	96,685	13,124	12.0
2010.....	118,472	102,725	15,748	13.3
2011.....	122,287	110,256	12,031	9.8
2012.....	130,006	116,191	13,816	10.6
2013.....	135,453	123,294	12,159	9.0
2014.....	135,918	129,815	6,103	4.5
April 2014 – July 2014	148,166	141,160	7,006	4.7

* Shortage being defined as the difference between Requirement and Availability

(Source: CEA, Monthly reviews)

Regional Demand-Supply Scenario

The following table displays the peak and normative power shortages in India for the period from April 2014 to July 2014 across different regions in India:

(April 2014 to July 2014	Peak Requirement	Availability	Shortage*		Normative Requirement	Availability	Shortage*	
	(MW)			*(per cent.)*			*(MU)*	*(per cent.)*
North.....	51,112	47,367	3,745	7.3	117,725	110,938	6,787	5.8
West	43,170	42,365	805	1.9	107,308	106,169	1,139	1.1
South	39.094	35,698	3,396	8.7	97,934	92,371	5,563	5.7
East.....	16,628	16,342	286	1.7	41,334	40,863	471	1.1
North-East.	2,263	2,045	218	9,6	4,537	4,159	378	8.3

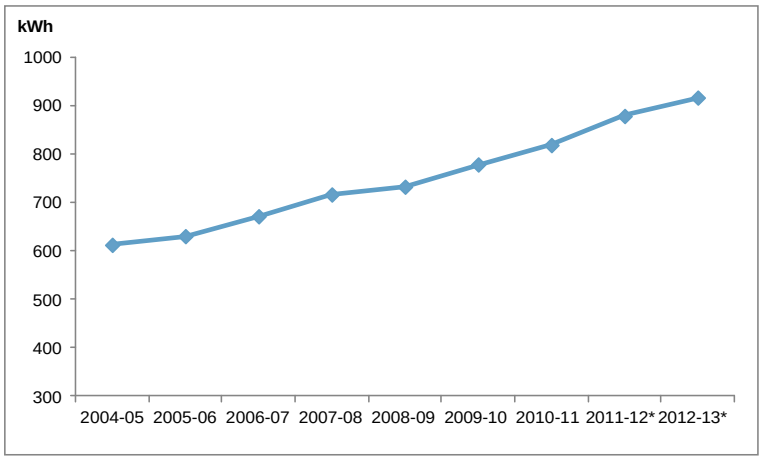
* *Shortage being defined as the difference between Requirement and Availability*
(Source: CEA, Monthly review, August 2014)

As shown in the table above, energy deficits vary widely across India, with the North-East region facing the highest peak and normative shortfalls followed by the Southern Region (Peak shortfall) and Northern region (normative shortfall)..

According to the 18th Electric Power Survey, by Fiscal 2017, peak demand in India is expected to reach 199,540 MW with an energy requirement of 1,354 billion units. (*Source: 18th Electric Power Survey of India*)

Large Energy Deficit Results in Low Per Capita Consumption of Electricity

According to CEA, the per capita consumption of power in India has increased from 671.9 kWh/year in Fiscal 2007 to 917.18 kWh/year in Fiscal 2013, at a CAGR of 5.32 per cent.. Historical per capita consumption was 631.4 kWh, 671.9 kWh, 717.1 kWh, 733.5 kWh, and 778.6 kWh for Fiscal 2006, Fiscal 2007, Fiscal 2008, Fiscal 2009 and Fiscal 2010 respectively. (*Source: CEA, Monthly Review of Power Sector, August 2014*)



(Source: CEA)

** Provisional*

Historical Capacity Additions

The Eleventh Plan (2007-08 to 2011-12) stipulated to add capacities of 78,000 MW, but met only 54,963 MW of the target. This shortfall is the result of delays in project developers securing fuel linkages, the poor financial health of State electricity boards (SEBs) leading to postponement of capacity expansion, challenges in achieving financial closure owing to delays in clearances and land acquisition issues. Power deficit in the country has decreased from 9.9 per cent in 2007-08 to 8.7 per cent in 2012-13 on the back of strong capacity additions.

The total capacity addition during the past 25 years between the Sixth and the Eleventh Five Year Plans was approximately 146,000 MW. As per CEA, total capacity addition of 88.5 GW is planned for the Twelfth Five Year Plan (2012-17) which should result in substantial investments in the power generation sector.

According to CEA estimates, as at 31 August 2014, the total installed power generation capacity in India was 253,389.49 MW. Further, as at 31 August 2014, the total installed thermal power generation capacity was 176,118.59 MW (or 69.5 per cent. of the total installed power generation capacity), of which coal, gas and diesel based power generation capacity was 152,310.89 MW, 22,607.95 MW and 1,199.75 MW respectively, which accounted respectively for 86.48 per cent., 12.84 per cent. and 0.68 per cent. of the total thermal power generation capacity. (*Source: CEA, "Monthly review", August 2014*)

Currently, Indian generation uses all available fuel options including conventional, non-conventional and emerging power generation technologies.

	Installed Capacity as on August 2014 (Figures in MW)							
	Hydro	Thermal				Nuclear	R.E.S	Total
Sector		Coal	Gas	Diesel	Total		(MNRE)	
State.....	27482.00	55290.50	6974.42	602.61	62867.53	0.00	3803.67	94153.20
Private.....	2694.00	50495.38	8568.00	597.14	59660.52	0.00	27888.47	90242.99

	Installed Capacity as on August 2014 (Figures in MW)							
	Hydro	Thermal				Nuclear	R.E.S	Total
Sector		Coal	Gas	Diesel	Total		(MNRE)	
Central.....	10622.76	46525.01	7065.53	0.00	53590.54	4780.00	0.00	68993.30
Total.....	**40798.76**	**152310.89**	**22607.95**	**1199.75**	**176118.59**	**4780.00**	**31692.14**	**253389.49**
Per cent. Total of Capacity.....	**16.10 per cent.**	**60.11 per cent.**	**8.92 per cent.**	**0.47 per cent.**	**69.51 per cent.**	**1.89 per cent.**	**12.51 per cent.**	**100.0 per cent.**

(Source: CEA, "Monthly review", August 2014)

The central and state governments together own and operate approximately 72.77 per cent. of the installed power capacity in India. The private sector participation has increased in India from 10.59 per cent. as at March 2005 to 35.61 per cent. as at August 2014. (*Source: CEA , Power Scenario at a Glance, August 2014*)

CRISIL Research estimates that between Fiscal 2014 and Fiscal 2018, 61 GW of capacity will be added, of which 86 per cent. is likely to be thermal, with the remainder being hydro and nuclear power. Coal will continue to dominate incremental capacity additions over this period, accounting for 81 per cent. (or approximately 49.4 GW) of the total capacities being added. (*Source: CRISIL Research Power and Coal, September 2014)*

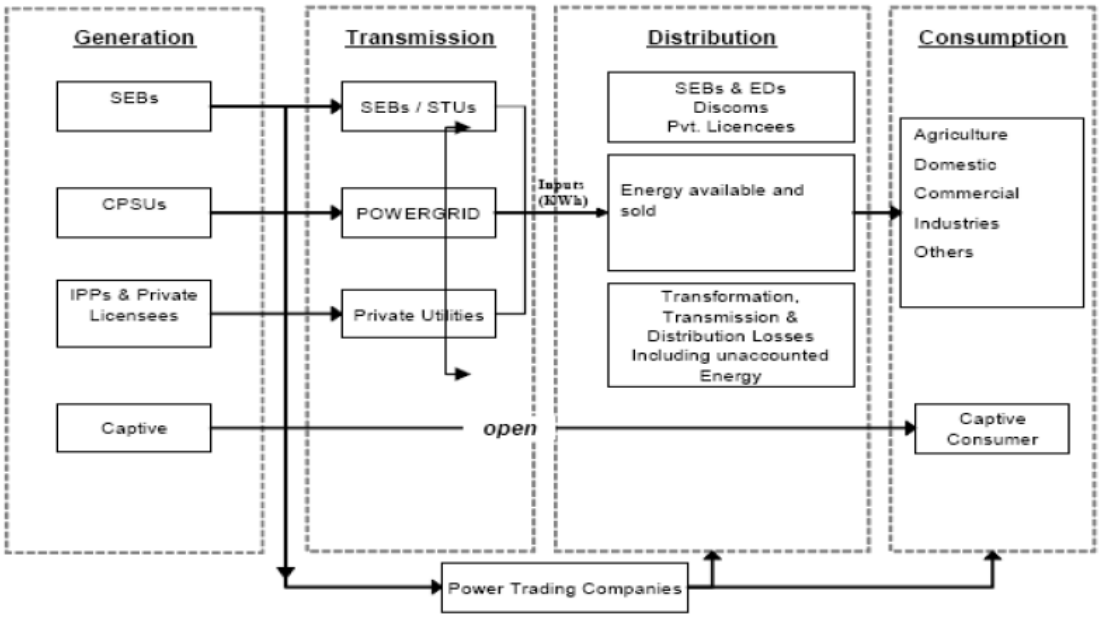
CEA estimates the total capacity addition over the Twelfth Plan to be 88.50 GW. The table below sets out the break-down of fuel-wise capacity additions between Fiscal 2013 and Fiscal 2017.

GW	Coal	Lignite	Gas/LNG	Hydel	Nuclear
Central.....	13.80	0.25	0.80	6.00	5.30
State.....	12.20	0.00	1.70	1.60	0.00
Private	43.30	0.27	0.00	3.20	0.00

(Source: CEA, Power Scenario at a Glance, November 2012)

Organization of the Power Industry

The following diagram depicts the current structure of the Indian power industry:



Key to the diagram:

CPSUs	Central Public Sector Undertakings
Discoms	Distribution Companies
ED	Electricity Department
IPP	Independent Power Producer
SEB	State Electricity Board
STU	State Transmission Units

Transmission and Distribution

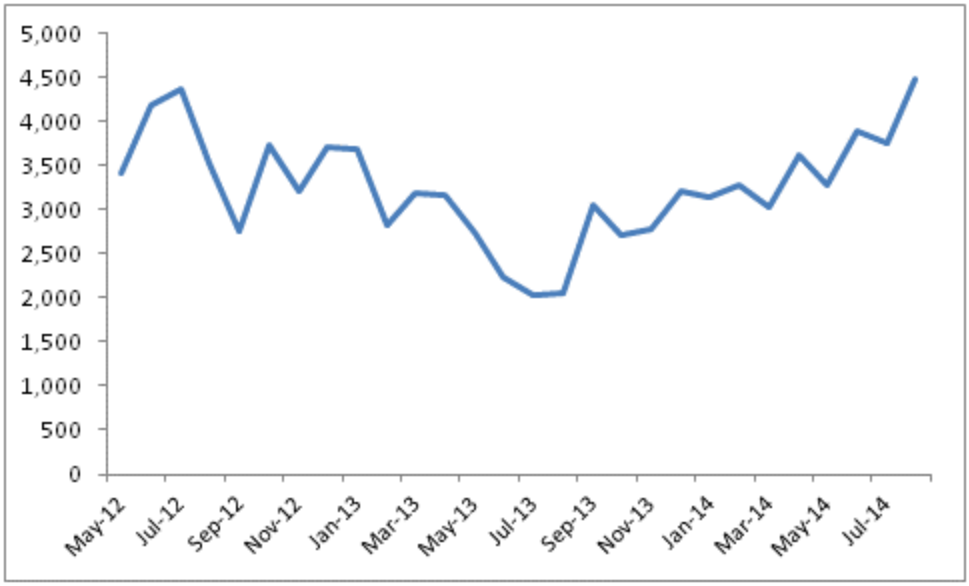
In India, the transmission and distribution system is a three-tier structure comprising distribution networks, state grids and regional grids. These distribution networks and state grids are primarily owned and operated by the respective state electricity boards or state governments (through state electricity departments). Most inter-state transmission links are owned and operated by Power Grid Corporation of India Limited ("**PGCIL**"), with some jointly owned by the state electricity boards concerned. In addition, PGCIL owns and operates a number of inter-regional transmission lines (part of the national grid) to facilitate the transfer of power from a surplus region to one with deficit. (*Source: CRISIL Research Power and Coal, September 2014*)

Power Trading

Power trading was introduced in India to meet the short-term requirement of power. Power trading helps achieve optimal utilisation of power resources in different regions. Hence, the government set up a power trading corporation ("**PTC**") to promote power trading. Over the years, several private players have shown interest in power trading, and have acquired trading licences. However, increasing prices of power traded in the last three to four years resulted in the Central Electricity Regulatory Commission ("**CERC**") imposing a ceiling on margins to be earned by power traders. (*Source: CRISIL Research Power and Coal, September 2014*)

The quantum of energy sales through traders has grown at a CAGR of 21.6 per cent. from Fiscal 2009 to Fiscal 2014. According to CRISIL Research, in Fiscal 2014, total short-term sale of electricity stood at 104.6 billion kWh, which was about 11 per cent. of total power generation in the year. (*Source: CRISIL Research Power and Coal, September 2014*) The short-term sale of electricity takes place via three routes: bilateral, unscheduled interchange ("**UI**") and power exchanges. (*Source: Economics Division, Central Electricity Regulatory Commission, Monthly Report on Short-term Transactions of Electricity in India, November 2012*)

The prices of day ahead market trades on the Indian Energy Exchange have ranged between 2.0 and 4.5 between May 2012and August 2014. The monthly price movement is as represented below (in INR / MWh) (*Source: Unrestricted market price, http://www.iexindia.com/Reports/MarketPrice.aspx*)



Tariffs

The main objectives of the National Tariff Policy ("**NTP**") notified by the GOI on 6 January 2006, include promoting competition, efficiency in operations and improvements in the quality of supply and ensuring the availability of electricity to consumers at reasonable and competitive rates. (*Source: CRISIL Research Power and Coal, September 2014*)

The NTP stipulates that all future power requirements should be procured competitively by distribution licensees except in cases of expansion of existing projects or where there is a state controlled or state-owned developer involved, in which case, regulators will need to resort to tariffs determined by reference to standards of the CERC, **provided that** expansion of generating capacity by private developers for this purpose will be restricted to a one-time addition of not more than 50 per cent. of the existing capacity. Under the NTP, even for public sector projects, tariffs for all new generation and transmission projects are decided on the basis of competitive bidding after a certain period of time. (*Source: CRISIL Research Power and Coal, September 2014*)

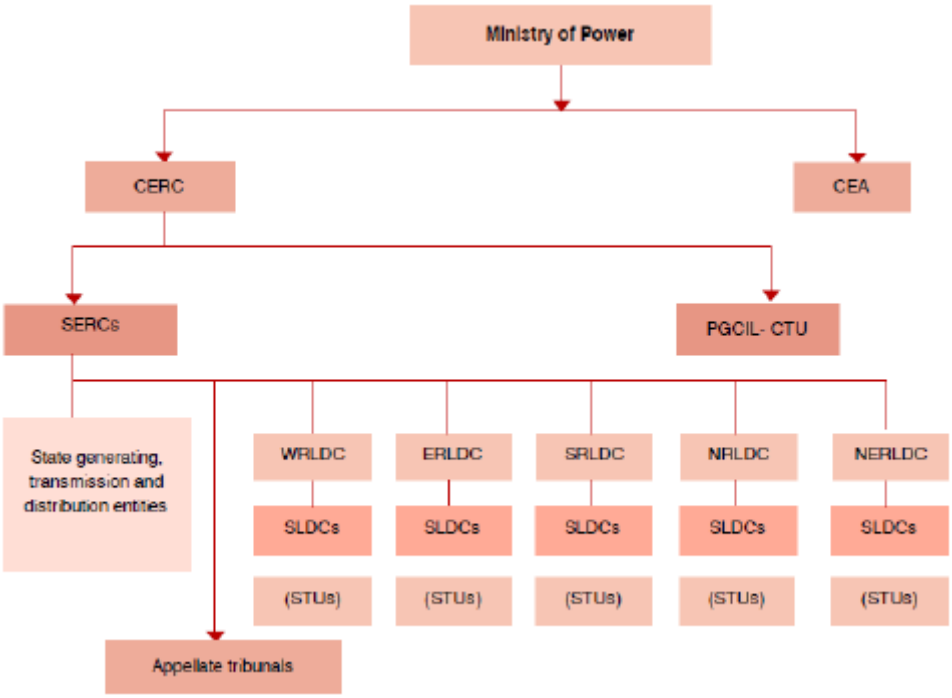
Regulatory Control

The power sector in India involves governance by the central and state regulatory agencies. The sector is highly regulated with various functions being distributed between multiple implementing agencies. The three chief regulators for the sector are CERC, Central Electricity Authority ("**CEA**") and the state electricity regulatory commissions. (*Source: CRISIL Research Power and Coal, September 2014*)

The Ministry of Power works in close coordination with CERC and CEA. While CERC's role is more of a regulator for approving tariffs of central utilities, approving licences, etc., CEA is primarily a technical advisor focused on planning (estimating power demand and generation and transmission capacity addition) and specifying technical standards and safety requirements for construction, operation and maintenance of electrical standards and lines . CEA also reviews the performance of the power sector on a monthly basis. (*Source: CRISIL Research Power and Coal, September 2014*)

Regulatory Structure

The following diagram depicts the regulatory structure of the power industry in India.



Key to the diagram:

CEA	Central Electricity Authority
CERC	Central Electricity Regulatory Commission
CTU	Central Transmission Utility
ERLDC	Eastern Regional Load Despatch Centre
NERLDC	North-Eastern Regional Load Despatch Centre
NRLDC	Northern Regional Load Despatch Centre
SLDC	State Load Despatch Centre
SRDLC	Southern Regional Load Despatch Centre
STU	State Transmission Utility
WRLDC	Western Regional Load Despatch Centre

(*Source: CRISIL Research Power and Coal, September 2014*)

OUR BUSINESS

The following information should be read together with the information contained in the sections titled "Risk Factors," "Industry Overview", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Financial Statements" on pages 25, 163, 390 and 342, respectively, of this Draft Red Herring Prospectus.

Unless otherwise stated, the financial information of our Company used in this section is derived from our Restated *Consolidated Financial Information. In this section, a reference to the "Company" or "ACBL" means ACB (India) Limited. Unless the context otherwise requires, references to "we," "us," or "our" refer to ACBL, its Subsidiaries, its Associates and its Joint Ventures, taken as a whole on a consolidated basis.*

Overview

As of August 2014, we are the largest coal washing company in India, with an aggregate design beneficiation capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We have approximately 16 years of experience in the coal beneficiation business and as of the date of this Draft Red Herring Prospectus, we have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the single largest coal washery in India in Dipka, Chhattisgarh, with an installed and designed capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Our plan is to increase our aggregate design beneficiation capacity, on a proportional basis to 91.79 MTPA by the end of Fiscal 2019.

In connection with our coal beneficiation operations, we also offer logistics services to our customers to manage their supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites. Our beneficiation plants generate coal rejects as a by-product, part of which we reprocess, which are then used to generate electrical power. As of August 2014, our thermal power plants have an aggregate installed capacity of 380 MW fuelled by coal rejects, reprocessed coal rejects and blended coal. We source majority of the coal rejects we need for the operational power plants in Chhattisgarh from our coal beneficiation business. We also sell coal rejects, reprocessed coal rejects, coal rejects blended with imported coal or with coal (both processed and unprocessed) purchased through the e-auction process conducted by certain public sector undertakings. In addition, we have the Sangli Wind Power Plant and have an investment in Kakinada Power Plant (208 MW) (which is owned by our Associate, SPGL). We consider our coal beneficiation operations, power generation operations and sale of coal to be an integrated business.

Our strategy going forward is also to increase the percentage of our total income that will be generated from our power operations. In furtherance of this, our Company and our Subsidiaries have four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW) at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development. Our power projects are strategically located in areas that we believe have the fuel resources required to operate such facilities. For further details, see the section titled "*Power Projects under Construction, Implementation and Development*" below.

Our primary customers for coal beneficiation and allied receipts are government entities engaged in power generation who have selected us for coal beneficiation through a public tendering process. We also service private companies operating in various industries including the production of aluminium, cement, sponge iron and power generation. Our top customers in Fiscal 2014 were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited, Andhra Pradesh Generation Company, and Nabha Power Limited. In Fiscal 2014, they accounted in aggregate for 79.04% of our income from coal beneficiation and allied receipts. We currently have seven customers in our power generation business, which include Gujarat Urja Vikas Nigam Limited, Chhattisgarh State Power Trading Company Limited ("**Chhattisgarh SPTC**"), Maharashtra State Electricity Distribution Company Limited, Transmission Corporation of Andhra Pradesh Limited and Transmission Corporation of Telangana State Limited,. We have also entered into contracts with Chhattisgarh SPTC and PTC India Limited for the sale of power in connection with the operational power plants and power projects that are under construction. Most of our customers in our sale of coal business are industrial consumers or coal traders. Our top five customers in Fiscal 2014 were Adhunik Power & Natural Resources Limited, Bharat Aluminium Co. Limited, Mahavir

Multitrade Private Limited, Aryan Ispat & Power Private Limited, and Mahavir Global Coal Limited. In Fiscal 2014, they accounted in aggregate for 59.30% of our income from sale of coal.

In December 28, 2013, we signed an agreement with a public sector undertaking, with respect to establishment of a 1.6 MTPA coal beneficiation plant at Dahibari, Jharkhand and commenced construction in this regard. On May 27, 2014, our Company received a letter of intimation from a public sector undertaking, to establish a 10 MTPA coal beneficiation plant at Basundhara, Odisha. These projects are being undertaken by us on a build, operate and maintain basis and the cost of building, operating and managing these beneficiation plants will be borne by these public sector undertakings.

Two of our arrangements with customers in our coal beneficiation and power generation businesses are connected since we beneficiate raw coal for a customer, provide them with the beneficiated coal and utilise the coal rejects generated in the beneficiation process to generate electrical power, which we provide to the related power distribution entities of our respective customers. One of these arrangements is with entities of the Government of Gujarat, the Gujarat State Electricity Corporation Limited and Gujarat Urja Vikas Nigam Limited; the other arrangement is with certain private sector entities. Both arrangements are currently operative.

Our revenue and EBITDA on a consolidated basis, from our coal operations and power generation businesses for Fiscal 2012, 2013 and 2014 were as set forth in the table below:

Business	**Fiscal 2012**		**Fiscal 2013**		**Fiscal 2014**	
	Revenue(1)	**EBITDA(2)**	**Revenue(1)**	**EBITDA(2)**	**Revenue(1)**	**EBITDA(2)**
						(₹ in million)
Coal Operations	12,661.14	5,267.38	14,072.45	6,210.07	11,196.79	3,822.43
Power Generation.	1,009.58	551.84	3,493.43	1,759.59	5,089.46	2,574.61

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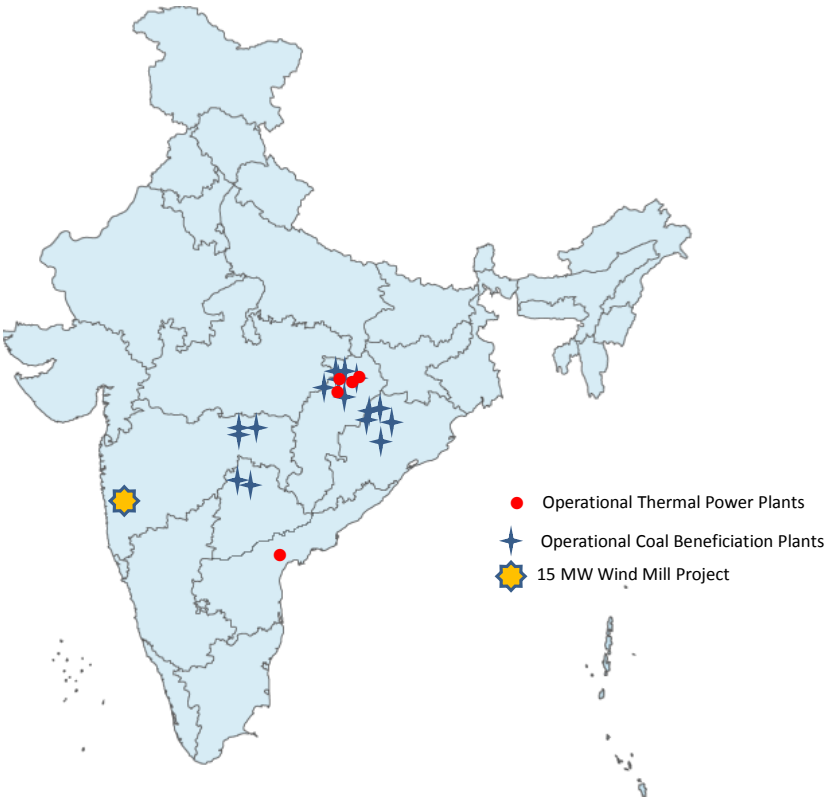
(1) *Includes internal revenue as per Annexure XV on Statement on Consolidated Segment Reporting, as restated.*

(2) *Summation of segment results and segment depreciation as per Annexure XV on Statement on Consolidated Segment Reporting, as restated*

Income from our coal operations includes income generated from (i) coal beneficiation and allied receipts and; (ii) the sale of coal. Income from our power generation business includes income generated from the sale of thermal power and wind power. In Fiscal 2012, 2013 and 2014, 91.50%, 79.24% and 68.27% of our total income were generated by our coal operations and 7.30%, 19.67% and 31.03% of our total income were generated by power generation businesses, respectively.

The map below provides an overview of the locations of our current coal beneficiation plants and power projects under operation:



Our Competitive Strengths

Largest coal washing company in India with plants in strategic locations

As of August 2014, we are the largest coal washing company in India, with an aggregate design beneficiation capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the largest coal beneficiation plant in India in Dipka, Chhattisgarh, with an installed and designed capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*) Out of our total design coal beneficiation capacity, we have a total design coal beneficiation capacity of 38.43 MTPA in Chhattisgarh, a state that has significant coal reserves according to the Ministry of Coal (*Source: www.coal.nic.in/welcome.html, as of April 1, 2014*). We plan to add, on a proportional basis, 29.22 MTPA of design capacity in various locations where we expect increases in demand for beneficiated coal, such as the IB Valley and Talcher coalfields in Odisha, the Raigarh and Korba coalfields in Chhattisgarh and the North Karanpura coalfield in Jharkhand. We believe that our large current and planned coal beneficiation capacities at strategic locations enable us to realize economies of scale, competitively bid for coal beneficiation contracts, enter into contracts for the beneficiation of large volumes of coal with our customers and provide us access to large quantities of coal rejects.

Strong logistics support for our coal beneficiation customers

As an integrated service provider, we offer comprehensive logistics services to our customers. Our logistics services include picking up raw coal at the mine, transporting the coal to our coal beneficiation plant, transporting the beneficiated coal to our customer (either by rail or by truck), storing both raw coal and beneficiated coal as needed (we have dedicated storage facilities at our coal beneficiation plants, on land owned by the Company near the coal beneficiation plants and next to railway sidings where coal is loaded onto trains), monitoring the supply chain for our customers so they remain aware of pending deliveries on a real-time basis and reconciling the quantities of beneficiated coal delivered with the quantities subject to contract. These services enable us to manage our customers' supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites.

Track record of identifying coal beneficiation opportunities and successfully commissioning new projects in a cost efficient and timely manner

We have a track record of successfully identifying and establishing new coal beneficiation plants. We have established a systematic method of site evaluation, design, project management, construction and operation. For instance, in October 1999 we set-up our first coal beneficiation plant with a design coal beneficiation capacity of 1.00 MTPA near the Dipka mines. Over the years, due to an increase in the mining of coal and an increase in the demand for washed coal in the area, we expanded the design capacity of this coal beneficiation plant. Currently, our coal beneficiation plant in Dipka is the largest coal washing plant in India with an installed and designed capacity of 12.00 MTPA (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Since October 1999, we have acquired interests in and have commissioned, in aggregate, 16 additional coal beneficiation plants.

Our extensive experience in developing and implementing coal beneficiation projects across India also helps us implement such projects efficiently and in a timely manner. Depending upon the nature of the project and the planned design capacity, we are typically able to build a coal beneficiation plant in approximately 12 to 18 months from receipt of necessary approvals.

Ability to re-process and effectively utilize coal rejects

The process of coal beneficiation generates coal rejects which, if improperly handled or subjected to unsuitable conditions, can harm the environment. Through the use of new technologies such as jig equipment, which further breaks down coal rejects into organic coal particles and inorganic impurities, we have successfully reprocessed these rejects to extract the remaining carbon in the form of better quality rejects and coal fines. These re-processed coal rejects can be directly used in power generation plants as a substitute for raw coal. We also blend the coal rejects with raw-coal (either unprocessed or processed) purchased from third parties (primarily from public sector undertakings through e-auctions) and imported coal. Blended coal has a higher calorific value as a fuel as compared to coal rejects. We use re-processed coal rejects and blended coal in our power plants or sell them to our customers. Since coal rejects are the property of our customers, we typically purchase such rejects from our customers or adjust the value of these rejects against the beneficiation charges due from our customers.

Integrated coal beneficiation and power generation operations

As of the date of this Draft Red Herring Prospectus, we have 17 beneficiation plants and our thermal power plants have an aggregate installed capacity of 380 MW fuelled by coal rejects, reprocessed coal rejects and blended coal. We continue to be one of the few companies in India that has successfully developed and commissioned power projects that use low calorific value coal rejects as fuel (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We source the majority of our requirement for coal rejects for the operational power plants from our coal beneficiation operations. In relation to the projects under construction, implementation and development, that would be based on reject coal, we intend to source the entire requirement for coal rejects through our beneficiation operations. The ability to use coal rejects as fuel enables us to avoid the cost of transporting and storing coal rejects while providing us with a viable means to generate power. Thus, we are able to leverage efficiencies between our coal beneficiation and our power generation businesses and generate power on a cost-effective basis. We believe these efficiencies are likely to increase as we expand our operations in both businesses.

Strategic location of power projects

We believe that our power projects are strategically located in areas that have the fuel resources required to operate such facilities. For instance, the Chakabura Power Plant (Phase I and Phase II), is fuelled by coal rejects, reprocessed coal rejects and/or blended coal generated by our coal beneficiation plants in Chakabura. Similarly, our Korba Power Plant and our Ratija Power Plant (Phase I) which are fuelled by coal rejects, reprocessed coal rejects and/or blended coal, adjoin our coal beneficiation plants in those areas, thereby reducing fuel transportation expenses. Furthermore, two of the raw coal based power projects under construction, with an aggregate design capacity of 900 MW, are located within a distance of 20 kilometres from the mine pithead, and are also within the State of Chhattisgarh, where most of our coal beneficiation plants are situated.

Furthermore, almost all of the current power projects and projects under construction, implementation and development are located in central India under the Western Region Power Grid, which has historically had a large power supply deficit and where the transmission of power does not require the payment of inter-regional transmission charges. We have entered into arrangements with, amongst others, Transmission Corporation of Andhra Pradesh and Gujarat Urja Vikas Nigam Limited for off-take arrangements for power from the operational

power plants in Ratija, Kakinada and Korba, respectively. We have also entered into arrangements with PTC India Limited and Chhattisgarh SPTC for off-take arrangements for power from the Bandakhar Power Plant and the Raigarh Power Plant, which are expected to be commissioned at various points of time in Fiscal 2015 and Fiscal 2016.

Experience in developing and operating power generation plants and established track record of implementation

We have a track record of commissioning power projects. We commissioned the Chakabura Power Plant (Phases I and II) and the Ratija Power Plant (Phase I), which were planned and executed using our in-house project management capabilities. In addition to these projects, which were constructed and commissioned by us, we commissioned our Korba Power Plant on an engineering, procurement and construction contract basis. Further, we expect to commission the Bandakhar Power Plant and Raigarh Power Plant over Fiscal 2015 and Fiscal 2016, which are being constructed by third parties, pursuant to engineering, procurement and construction contracts. For further details, see " – *Power Generation Business*" below.

While the construction of these projects was undertaken either by us or through third parties, we believe that our experience in developing power generation plants and our in-house project planning and execution capabilities represent a significant competitive strength. Further, all our power generation plants are operated by our own in-house team, which represents a significant strength and enables us to lower our operational and maintenance costs.

Experienced senior management team

We are managed by an experienced professional team of senior managers, with extensive management and operational experience in the coal and power sectors. Our experienced management team brings us industry experience and knowledge of coal mining, production and related logistics services, managing and operating coal beneficiation plants, managing, implementing and operating power projects, cost and operational efficiencies and marketing and business development initiatives. We believe that our senior management's expertise has played a key role in the growth of our business and in the development of consistent procedures and internal controls. In addition, the skills and diversity of our senior management team give us flexibility to respond to changes in the business environment. Our management, supported by a capable and talented pool of employees, will continue to be an important driver of growth and success in all of our existing and new business ventures.

Our Strategy

Capitalize on the expected growth in demand for beneficiated coal in India

We believe that demand for coal, and particularly beneficiated coal, will increase due to a variety of factors, including increased demand for power generation in India, the poor quality of Indian raw coal, the benefits of using beneficiated coal in improving the efficiency and utilization of power plants and the potential for lowering transportation costs and increasing the life of a power plant. Raw coal in Chhattisgarh and Jharkhand has an ash content of approximately between 35% and 42% and raw coal in Odisha has an ash content of approximately between 35% and 50% (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Demand for beneficiated coal may increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis. Furthermore, plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

The only way to reduce the ash content of raw coal is to beneficiate it or blend it with coal of a sufficiently low ash content. There are also commercial benefits to transporting beneficiated coal over a long distance, which weighs less but has a higher calorific value than raw coal.

As a leader in the coal beneficiation industry in India, with an aggregate coal beneficiation design capacity, on a proportional basis, of 62.57 MTPA, we believe that we are well-positioned to capitalize on the increased demand. We believe demand will increase from both our existing customers as well as from new customers, including from customers in the private sector, in which case we will likely be required to expand capacities at our existing locations or build new coal beneficiation plants to service such new customers. We plan to add, on a proportional basis, 29.22 MTPA of design capacity in various locations where we expect increases in demand for beneficiated coal, such as the IB Valley and Talcher coalfields in Odisha, the Raigarh and Korba coalfields in Chhattisgarh and the North Karanpura coalfield in Jharkhand.

Leverage our expertise to capitalize on emerging opportunities in the coal beneficiation business

We are the largest coal washing company in India, with an aggregate design coal washing capacity, on a proportional basis, of 62.57 MTPA (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). and we believe we are well-positioned to capitalize on emerging opportunities in the industry. For example, in December 2012, the Ministry of Coal for the Government of India issued guidelines for setting up coal beneficiation plants on public sector companies' land to bridge the demand and supply gap of beneficiated coal. Pursuant to this, certain public sector undertakings are in the process of setting up coal beneficiation plants.

We have entered into agreements with certain public sector undertakings with respect to establishment of coal beneficiation plants. These projects are being undertaken by us on a build, operate and maintain basis and the cost of building, operating and managing these beneficiation plants will be borne by these public sector undertakings.

Additionally, we continue with our plans to participate in opportunities to set-up coal beneficiation plants on a build, operate and maintain basis.

Increase the use of beneficiated coal on a voluntary basis by educating customers regarding its advantages

Coal beneficiation is a relatively new concept in India. We intend to continue educating existing and potential customers about the benefits of coal beneficiation, including improving the efficiency and utilization of power plants, increasing their life, lowering the power consumption of process equipment and reducing transportation costs. In addition, we believe that the environmental benefits of utilizing beneficiated coal will become increasingly important to our customers. We plan to continue to educate our customers about changing environmental regulations and standards and financial as well as operational benefits of using beneficiated coal, and leverage our capabilities in coal beneficiation to help them comply with such standards.

Capitalize on the growth of the Indian power generation sector

The power sector in India has historically been characterized by power shortages that have increased over time. According to provisional data from the Central Electricity Authority of India, the total peak shortage was approximately 7.006 GW in August 2014 (*Source Central Electricity Authority of India, Monthly Power Supply Position, August 2014*). According to the Integrated Energy Policy report, dated August 2006 and issued by the Planning Commission of India, in order to sustain 8.0-9.0%, GDP growth rate, India would require additional capacity of about 159-190 GW by 2017 and 278–341 GW by 2022, based on normative parameters (*Source: Integrated Energy Policy, Expert Committee on Power*). Given our experience in developing and operating power generation plants and our established track record of implementation, we believe that we are well-positioned to capitalize on this growth through our projects under construction, implementation and development. Our management anticipates that private sector participation will be essential to India's requirement for power. In furtherance of this, our Company and our Subsidiaries have four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW) at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development. We believe our increased power generation capacity will allow us to capitalize on the growth opportunities existing in this sector. We will continue to look at further opportunities to set up and acquire power projects in various locations across India.

Balanced mix of off-take arrangements with long-term and merchant sales in our power generation business

We plan to maintain a balanced combination of long-term and short-term PPAs to mitigate the risks of short term power tariff fluctuations and in order to increase our income. We believe that power distribution companies will require substantial amounts of power in order to meet their growing power demands and to cope adequately with existing power shortages in their respective licensed areas. We intend to take advantage of these power requirements by entering into secured long-term off-take arrangements with power distribution companies and state governments for a majority of our power generation, in addition to selling power under short-term contracts to third parties on a merchant basis.

Continue to realize integration benefits from the use of coal rejects in power generation

We plan to continue to realize integration benefits between our coal beneficiation and power generation businesses and thereby generate power at a reduced cost. We currently have four coal reject based power plants having an

aggregate installed capacity of 380 MW, adjoining our coal beneficiation plants in the location. One power plant having designed capacity of 25MW, through our Associate SPMRPL, is under construction. In addition, we plan to add another unit with a design capacity of 50 MW to our Ratija Power Plant (Phase II) by March 2017. We also plan to add another unit with a design capacity of 25MW through our Associate, SRMRPL. These power projects will benefit from our ability to re-process coal rejects to make them usable for power generation and lower the cost of fuel due to the large availability of rejects at our coal beneficiation plants. We expect to source most of our requirements for coal rejects for our projects under construction, implementation and development through our beneficiation operations. We also plan to construct additional power projects in locations that are in close proximity to our existing and planned coal beneficiation plants to benefit further from the cost-effective supply of coal rejects.

History

Our Company was incorporated as Aryan Coal Benefications Private Limited on March 14, 1997. We subsequently changed the name of the Company to ACB (India) Private Limited and the Registrar of Companies issued a fresh certificate of incorporation to us on September 18, 2009. We then converted the Company into a public limited company, ACB (India) Limited and the Registrar of Companies issued a fresh certificate of incorporation to us on October 1, 2009.

In 1999, our first coal beneficiation plant was planned and commissioned in Dipka, Chhattisgarh. In 2001, we received our first major work order to supply beneficiated coal to the Punjab State Electricity Board. In 2003, we established a manufacturing plant for coal beneficiation equipment in Rewari, Haryana, and we set up the Sangli Wind Power Plant in 2005.

In 2006, Pineridge invested approximately ₹ 2,000 million for a 15.38% equity interest in our Company. Subsequently, Pineridge made further investments in the Company at different stages and its current equity interest in the Company is 21.92%

In 2007, our Company commissioned Chakabura Power Plant (Phase I) with an installed capacity of 30 MW.

In 2011, our Company commissioned the first unit of its Korba Power Plant.

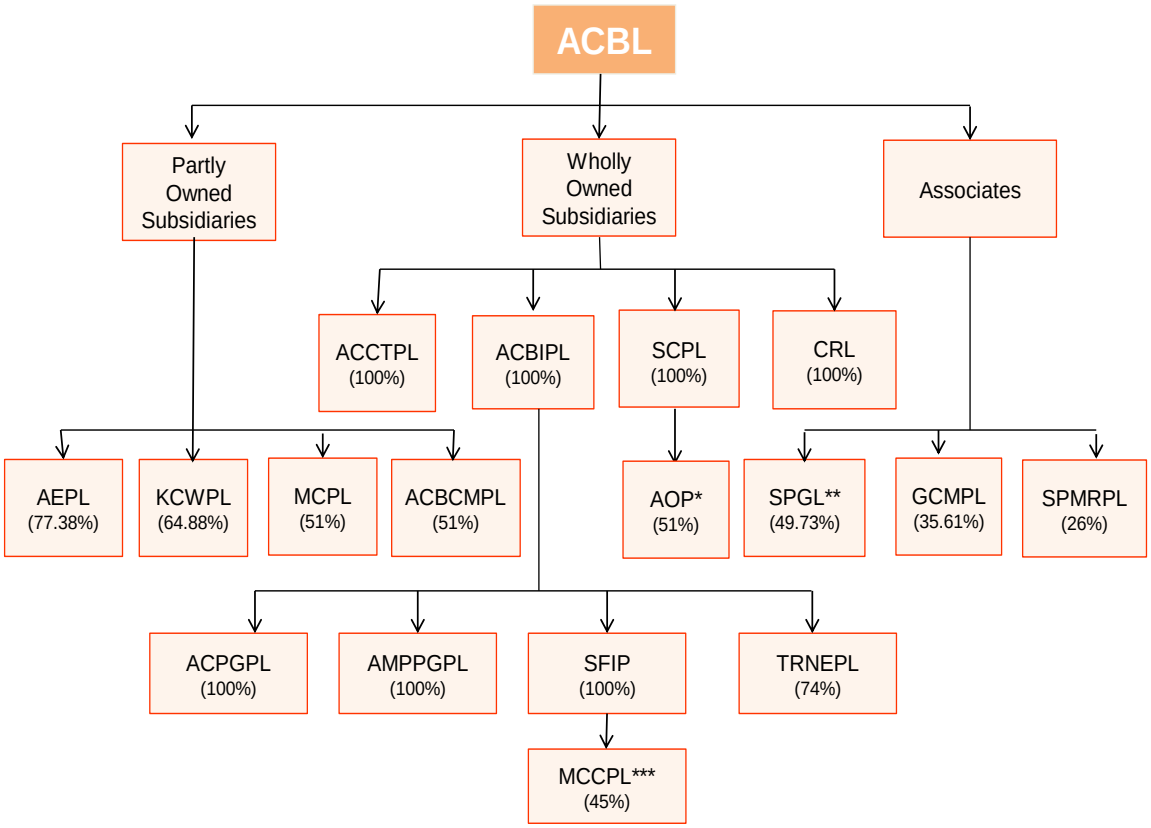
In 2013, we signed an agreement with one of the public sector undertakings with respect to establishment of a 1.6 MTPA coal beneficiation plant and commenced construction in this regard.

In May, 2014, our Company received a letter of intimation from a public sector undertaking to establish a 10 MTPA coal beneficiation plant at Odisha, on a build, operate and maintain (BOM) basis.

For further information, see the section titled "*History and Certain Corporate Matters*" on page 225 of this Draft Red Herring Prospectus.

Our Operations

The following diagram illustrates our corporate structure:



**SCPL, in consortium with GCMPL, has been awarded with a contract by APGENCO for execution of work in Talcher area for which an AOP has been formed in the name of Spectrum Coal and Power Limited (in consortium with Global Coal and Mining Private Limited). SCPL hold 51% share in the AOP.*

***Our Company holds a 49.73 per cent combined direct and indirect equity interest in SPGL.*

****ACBIPL holds 100 percent equity interest in SFIP which in turn holds 45 percent equity interest in MCCPL. ACBIPL also holds debentures in Kolahai Infotech Private Limited which has 55 per cent equity interest in MCCPL*

Coal Beneficiation Business and Related Activities

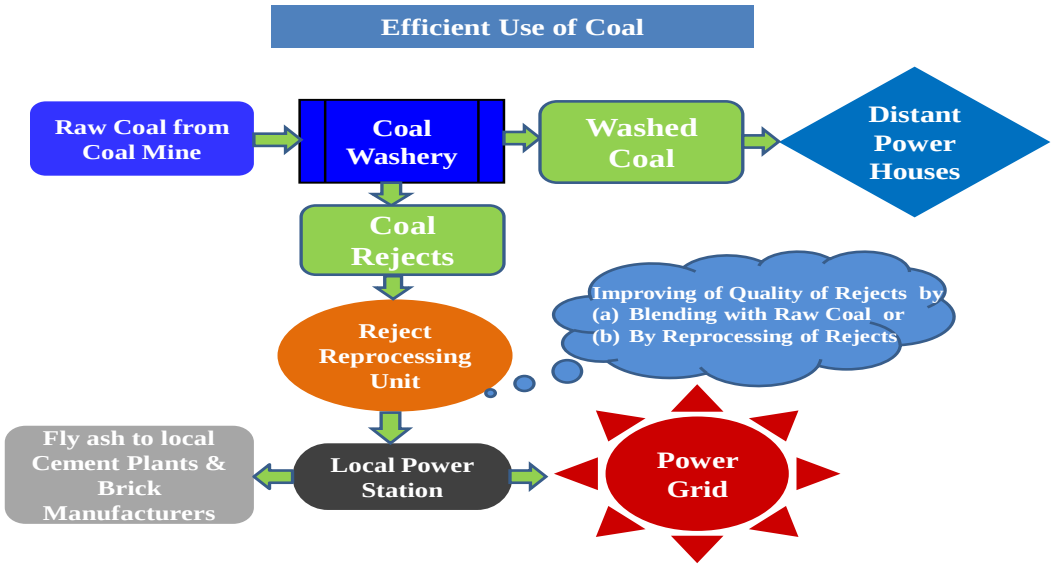
We were incorporated in 1997 with the objective of developing, constructing and operating coal beneficiation plants in India. We commenced our coal beneficiation operations in October 1999 with the commissioning of our first coal beneficiation plant in Dipka, Chhattisgarh, with a design capacity of 1.00 MTPA. Over the years, we have expanded our operations to become the largest coal beneficiation company in India with a total coal washing capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*) We have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. We also own the largest coal washing plant in India with an installed and designed capacity of 12.00 MTPA located in Dipka, Chhattisgarh (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). In Fiscal 2012, 2013 and 2014, our Company and our Subsidiaries beneficiated in aggregate 26.09 million tonnes, 24.88 million tonnes and 21.56 million tonnes of raw coal, respectively and reprocessed, in aggregate, 2.61 million tonnes, 3.43 million tonnes and 3.30 million tonnes of reject coal, respectively. In Fiscal 2012, 2013 and 2014, our Associates beneficiated, in aggregate, 4.10 million tonnes, 4.32 million tonnes and 3.38 million tonnes of raw coal, respectively.

Our income from coal beneficiation and allied receipts, which is mainly on account of beneficiation of raw coal, was 4,376.90 million, 5,539.62 million and 5,601.59 million in Fiscal 2012, 2013 and 2014, respectively.

In connection with our coal beneficiation services, we also offer logistics services to our customers to help them manage their supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites. In addition, we benefit from various operational efficiencies as a result of our size and integration. We also benefit from the in-house ability to manufacture certain basic equipment such as barrel washers, drum washers,

rotary breaker conveyor systems screens, thickeners and vibratory feeders, which we use in our coal beneficiation business.

The following diagram illustrates the uses to which we put raw coal:



The beneficiation of coal also entails certain related business activities such as the disposal of rejects. Coal rejects must be evacuated from the plant due to environmental reasons and space constraints as well as to maintain smooth operations. We dispose of coal rejects by (a) selling them on an "as is where is basis," or (b) by mixing them with coal (processed and unprocessed) and selling the blended coal or (c) by reprocessing them and selling the reprocessed product. For further details, see the section titled "*Sale of Coal*" below. We also use coal rejects, reprocessed coal rejects and blended coal in our power plants. This provides us with an efficient source of fuel for our power generation business.

Coal Beneficiation Plants

Current Plants

Our design capacity, on a proportional basis, is 62.57 MTPA (which includes a proportional capacity of 5.34 MTPA in the plants owned by our Associates). The details of our 11 beneficiation plants are as follows:

Plant	Entity owning the plant	Company's Equity Stake in the Entity owning the plant	Location	Capacity[1] (in MTPA)	Effective Economic Interest in the Capacity[2] (in MTPA)	Month and Year of Commissioning of Initial Capacity	Technology
Dipka Coal Washery	ACBL	N.A.	Korba, Chhattisgarh	12.00	12.00	June 1999	Rotary breaker, barrel washer, jig.
Pandarpauni Coal Washery	ACBL	N.A.	Chandrapur, Maharashtra	1.62	1.62	September 2003	Rotary breaker, barrel washer and dense media bath, classifiers.

Plant	Entity owning the plant	Company's Equity Stake in the Entity owning the plant	Location	Capacity[1] (in MTPA)	Effective Economic Interest in the Capacity[2] (in MTPA)	Month and Year of Commissioning of Initial Capacity	Technology
Chakabura Coal Washery	ACBL	N.A.	Korba, Chhattisgarh	7.50	7.50	May 2004	Rotary breaker, barrel washer, jig.
Binjhri Coal Washery (0.96 MTPA)[3]	ACBL	N.A.	Korba, Chhattisgarh	0.96	0.96	May 2009	Rotary breaker, barrel washer.
Gevra Coal Washery	ACBL	N.A.	Korba, Chhattisgarh	6.25	6.25	January 2008	Barrel washer.
Hemgir Coal Washery (5.00 MTPA)	ACBL	N.A.	Sundargarh, Odisha	5.00	5.00	May 2011	Drum Washer, Dense Media Cyclone.
Kalinga Coal Washery (9.52 MTPA)[5]	SCPL	99.99%	Talcher, Odisha	9.52	9.52	June 2008	Dense media cyclone.
Ratija Coal Washery (10.00 MTPA)	SCPL	99.99%	Korba, Chhattisgarh	10.00	10.00	January 1999	Rotary breaker, dense media cyclone.
Balanda Coal Washery (2.57 MTPA)	AEPL	77.38%	Talcher, Odisha	2.57	1.99	September 2003	Barrel washer.
Gauri Coal Washery[4]	AEPL	77.38%	Chandrapur, Maharashtra	0.99	0.77	June 2006	Rotary breaker, barrel washer.
Wani Coal Washery	KCWPL	64.88%	Yavatmal, Maharashtra	2.50	1.62	June 2005	Rotary breaker, dense media bath.
Total capacity				**58.91**	**57.23**		

(1) *Capacity refers to the normative production capacity of our beneficiation plants in terms of the amount of raw coal that each plant can beneficiate in a year. The basis of our normative production capacity calculation for each plant is the production capacity as approved by the relevant pollution control board. The capacities, have been extrapolated and expressed in raw coal terms in cases in which the pollution control board has approved the same in terms of beneficiated coal and other end products. Further, the ratio of extrapolation, where all end products are not mentioned in the consent order, is based on the beneficiation characteristics of raw coal in the respective regions. Where all end products are mentioned in the consent order, the extrapolation is based on the summation of all these end products. In certain instances, where approvals from the relevant pollution control board are on a daily or monthly basis, the capacities have been extrapolated using 330 as the number of working days and 12 as the number of months, as the case may be. In cases in which the capacity of a particular plant has been assessed by a government agency, such assessed capacity has been used as normative production capacity. The actual amount of raw coal processed at our beneficiation plants in any particular period may differ significantly from the normative production capacity due to, among other things, scheduled and unscheduled downtime at our beneficiation plants, material available and customer demand.*

(2) *Effective Economic Interest in the capacity refers to our Company's effective ownership of the capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.*

(3) *The Binjhri Coal Washery (0.96 MTPA) has been set up, however, no agreement for coal beneficiation has been executed as on date.*

(4) *The Gauri Coal Washery is not operational because the customer for whom we primarily built the plant discontinued using beneficiated coal.*

(5) *The Kalinga Coal Washery (9.52 MTPA) is not currently operational pending the signing of a memorandum of understanding between APGENCO and MCL for diversion of raw coal from "all rail mode" to "road cum washery mode". For further details, see "- Odisha" below.*

The details of the six beneficiation plants owned by our Associates, in which we have an equity interest, are as follows:

Plant	Entity owning the plant	Company's Equity Stake in the Entity owning the plant	Location	Capacity(1) (in MTPA)	Effective Economic Interest in the Capacity(2) (in MTPA)	Month and Year of Commissioning of Initial Capacity	Technology
Ratija Coal Washery (3.30 MTPA)(3)	MCCPL	45%	Korba, Chhattisgarh	3.30	1.49	April 2007	Dense media cyclone.
IB Valley Coal Washery (5.00 MTPA)	GCMPL	35.61%	Jharsuguda, Odisha	5.00	1.78	January 2006	Dense media bath, jig.
Balanda Coal Washery (2.91 MTPA)	GCMPL	35.61%	Talcher, Odisha	2.91	1.04	March 2003	Dense media bath.
Ramagundam Coal Washery	GCMPL	35.61%	Vithal Nagar, Andhra Pradesh	1.17	0.42	January 2005	Barrel washer.
Manuguru Coal Washery	GCMPL	35.61%	Khammam, Andhra Pradesh	1.06	0.38	January 2010	Jig.
Kanberi Coal Washery(4)	SPMRPL	26%	Korba, Chhattisgarh	0.90	0.23	March 2010	Dense media bath.
Total capacity				**14.34**	**5.34**		

(1) *Capacity refers to the normative production capacity of our beneficiation plants in terms of the amount of raw coal that each plant can beneficiate in a year. The basis of our normative production capacity calculation for each plant is the production capacity as approved by the relevant pollution control board. The capacities have been extrapolated and expressed in raw coal terms in cases in which the pollution control board has approved the same in terms of beneficiated coal and other end products. Further, the ratio of extrapolation, where all end products are not mentioned in the consent order, is based on the beneficiation characteristics of raw coal in the respective regions. Where all end products are mentioned in the consent order, the extrapolation is based on the summation of all these end products.In certain instances where approvals from the relevant pollution control board are on a daily or monthly basis, the capacities have been extrapolated using 330 as the number of working days and 12 as the number of months, as the case may be. In cases in which the capacity of a particular plant has been assessed by a government agency, such assessed capacity has been used as normative production capacity. The actual amount of raw coal processed at our beneficiation plants in any particular period may differ significantly from the normative production capacity due to, among other things, scheduled and unscheduled downtime at our beneficiation plants, material available and customer demand.*

(2) Effective Economic Interest in the capacity refers to our Company's effective ownership of the capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(3) The Ratija plant is not operational owing to the absence of railway siding and certain road permits.

(4) We have set up the washery but no agreement for coal beneficiation has been executed as on date.

Below are descriptions of our four largest operating coal beneficiation plants (in terms of capacity):

Dipka Coal Washery

The Dipka plant is located in the Korba district in the state of Chhattisgarh. We commissioned the Dipka Coal Washery in June 1999 with an installed and designed capacity of 1.00 MTPA, which, pursuant to subsequent expansions, is currently at 12.00 MTPA. The Dipka Coal Washery beneficiated 11.58 million tonnes, 11.06 million tonnes and 10.39 million tonnes of coal in Fiscal 2012, 2013 and 2014, respectively, which accounted for 40.35%, 39.07% and 41.81% of our total coal beneficiation for the respective periods. Its capacity utilization in Fiscal 2014, including both the beneficiation of raw coal and the reprocessing of coal rejects, was 86.61% and its major customers were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited and Punjab State Power Corporation Limited.

Ratija Coal Washery (10.00 MTPA)

The Ratija Coal Washery (10.00 MTPA) is located in the Korba district in the state of Chhattisgarh and was commissioned in January 1999 with a design capacity of 2.50 MTPA, which, pursuant to subsequent expansions, is currently at 10.00 MTPA. The Ratija Coal Washery (10.00 MTPA) beneficiated 7.09 million tonnes, 6.98 million tonnes and 5.99 million tonnes of raw coal and reprocessed 0.08 million tonnes, 0.45 million tonnes and 0.51 million tonnes of coal rejects in Fiscal 2012, 2013 and 2014, respectively, which accounted for 24.97%, 26.25% and 26.14% of our total coal beneficiation for the respective periods. Its capacity utilization in Fiscal 2014, including both the beneficiation of raw coal and the reprocessing of coal rejects, was 64.99% and its major customers were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited and Nabha Power Limited.

Chakabura Coal Washery

The Chakabura Coal Washery is located in the Korba district in the state of Chhattisgarh. We commissioned the Chakabura Coal Washery in May 2004 with a design capacity of 2.00 MTPA, which, pursuant to subsequent expansions, is currently at 7.50 MTPA. The Chakabura Coal Washery beneficiated 1.56 million tonnes, 1.64 million tonnes and 1.03 million tonnes of raw coal and reprocessed 2.53 million tonnes, 2.98 million tonnes and 2.79 million tonnes of coal rejects in Fiscal 2012, 2013 and 2014, respectively, which accounted for 14.25%, 16.33% and 15.38% of our total coal beneficiation for the respective periods. Its capacity utilization in Fiscal 2014, including both the beneficiation of raw coal and the reprocessing of coal rejects, was 50.99%, and its major customers were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited, ACC Limited and Lafarge India Private Limited.

Gevra Coal Washery

The Gevra Coal Washery is located in the Korba district in the state of Chhattisgarh. We commissioned the Gevra Coal Washery in March 2008 with a capacity of 2.50 MTPA, which, pursuant to subsequent expansions, is currently at 6.25 MTPA. The Gevra Coal Washery beneficiated 4.84 million tonnes, 4.54 million tonnes and 3.41 million tonnes of raw coal in Fiscal 2012, 2013 and 2014, respectively, which accounted for 16.86%, 16.05% and 13.71% of our total raw coal beneficiation for the respective periods. Its capacity utilization in Fiscal 2014, including both the beneficiation of raw coal and the reprocessing of coal rejects, was 54.53% and its major customers were Gujarat State Electricity Corporation Limited, Rajasthan Rajya Vidyut Utpadan Nigam Limited and Punjab State Power Corporation Limited.

Planned Projects

We plan to increase our coal beneficiation capacity, on a proportional basis, to 91.79 MTPA by the end of Fiscal 2019.

The details of our coal beneficiation projects that are expected to be commissioned in the next five years appear below:

Project	Entity owning the project	Company's Equity Stake in the Entity owning the project	Location	Proposed Capacity[1] (in MTPA)	Effective Economic Interest in the Capacity[2] (in MTPA)	Status	Expected Commissioning Date[3]
Planned Binjhri Coal Washery	ACBL	N.A.	Korba, Chhattisgarh	3.84	3.84	Consent to establish has been received. Consent to operate has been applied for.	Fiscal 2018(1.44 MTPA) Fiscal 2019 (2.4 MTPA)
Kuchena Coal Washery	ACBL	N.A.	Korba, Chhattisgarh	5.00	5.00	Land acquired. Public hearing conducted. Environmental clearance awaited.	Fiscal 2018 (Phase I of 2.5 MTPA) Fiscal 2019 (Phase II of 2.5 MTPA)
Planned IB Valley Coal Washery	ACBL	N.A.	Jharsuguda, Odisha	5.00	5.00	Beginning land acquisition.	Fiscal 2019
North Karanpura Coal washery	MCPL	51%	Mccluskieganj, Ranchi, Jharkhand	5.00	2.55	Beginning land acquisition	Fiscal 2019
Planned Kalinga Coal Washery	SCPL	100%	Talcher, Odisha	1.48	1.48	Utilizing land previously acquired.	Fiscal 2018
Raigarh Coal Washery	ACBL	N.A.	Raigarh, Chhattisgarh	2.40	2.40	Land acquired. Public hearing conducted. Environmental clearance received for 0.96 MTPA. Consent to establish received.	Fiscal 2017(Phase I of 0.96 MTPA) Fiscal 2018 (Phase II of 1.44 MTPA)
Planned Hemgir Coal Washery	ACBL	N.A.	Sundargarh, Odisha	5.00	5.00	Utilising land previously acquired.	Fiscal 2018
Ramkrishnapuram Coal Washery	AEPL	77.38%	Adilabad, Andhra Pradesh	0.96	0.74	Land has been allocated . Environmental clearance received and construction started.	Fiscal 2015

Project	Entity owning the project	Company's Equity Stake in the Entity owning the project	Location	Proposed Capacity[1] (in MTPA)	Effective Economic Interest in the Capacity[2] (in MTPA)	Status	Expected Commissioning Date[3]
Total capacity				**28.48**	**25.81**		

(1) Capacity refers to the total capacity of raw coal, as per management's estimate, that is expected to be processed subject to receipt of permissions from the respective state governments through their respective pollution control boards at the relevant project as of its commissioning date.

(2) Effective Economic Interest in the capacity refers to our Company's effective ownership of the capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(3) Indicates the fiscal year in which the beneficiation plant is expected to become operational based on management estimates.

The details of the coal beneficiation plants which our Associates, MCCPL and GCMPL, plan to commission is as below:

Project	Entity owning the project	Company's Equity Stake in the Entity owning the project	Location	Proposed Capacity[1] (in MTPA)	Effective Economic Interest in the Capacity[2] (in MTPA)	Status	Expected Commissioning Date[3]
Planned Ratija Coal Washery	MCCPL	45%	Korba, Chhattisgarh	6.70	3.02	Under construction.	Fiscal 2019
Planned Balanda Coal Washery	GCMPL	35.61%	Talcher Odisha	1.09	0.39	Under Construction	Fiscal 2015
Total capacity				**7.79**	**3.41**		

(1) Capacity refers to the total capacity of raw coal, as per management's estimate, that is expected to be processed, subject to receipt of permissions from the respective state governments through their respective pollution control boards at the relevant project as of its commissioning date.

(2) Effective Economic Interest in the capacity refers to our Company's effective ownership of the capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(3) Indicates the fiscal year in which the beneficiation plant is expected to become operational based on management estimates.

Below are descriptions of our current plants and planned projects in Chhattisgarh and Odisha:

Chhattisgarh

Our Company and its Subsidiaries own five coal beneficiation plants in the state of Chhattisgarh, with a total design capacity of 36.71 MTPA. In addition, each of our Associates, MCCPL and SPMRPL, has commissioned a coal beneficiation plant in Chhattisgarh, with a total installed capacity of 3.30 MTPA and 0.90 MTPA, in which our proportional capacity is 1.49 MTPA and 0.23 MTPA, respectively. Of the seven coal beneficiation plants, four plants are operational, with a total design capacity of 35.75 MTPA. All our current plants in Chhattisgarh are located

in the Korba district and beneficiate coal mined by a public sector undertaking, and are located within a distance of approximately 15 kilometres from the mines.

We currently use six railway sidings to transport beneficiated coal to the end user. We lease three sidings from a public sector undertaking, who own the rights to use two railway sidings and pay siding charges to Gujarat State Electricity Corporation Limited for use of one railway siding. We use a fleet of trucks to transport coal from the mines to our project site and from the project site to the railways sidings. We typically use third party contractors to meet our truck requirements.

In Chhattisgarh, raw coal supplied to thermal power plants generally has ash content between 35% and 42% and has a gross calorific value of 3,700 to 4,300 kilocalories per kilogram of fuel (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). As of April 1, 2014, Chhattisgarh has proved, indicated and inferred coal reserves of 52,533 million tonnes (*Source: http://coal.nic.in/welcome.html*). Some of our coal beneficiation plants located in Chhattisgarh have on-site reprocessing facilities to reprocess the coal rejects resulting from the coal beneficiation process.

Our key customers include the respective state electricity boards of the states of Gujarat, Punjab, Rajasthan and Andhra Pradesh. Apart from these state utilities, we also provide our services to a number of private sector companies that have a presence in the cement, power, sponge iron and steel industries.

We are planning to expand our coal beneficiation capacity in Chhattisgarh by 11.24 MTPA by setting up two coal beneficiation plants (through our Company and its Subsidiaries) in Kuchena and Raigarh with a design capacity of 5.00 MTPA and 2.40 MTPA, respectively, and expanding the design capacity of our Company's coal beneficiation plant in Binjhri by 3.84 MTPA to 4.80 MTPA from the current capacity of 0.96 MTPA. These expansions are planned to be undertaken to cater to the increased demand for beneficiated coal in the region by the end of Fiscal 2019. Furthermore, we, through our Associate, MCCPL, also plan to expand the capacity of coal beneficiation plant in Ratija by 6.70 MTPA from the current design capacity of 3.30 MTPA (in which our proportional capacity is 1.49 MTPA) to 10.0 MTPA (in which our proportional capacity will be 4.50 MTPA). Our target customers in the Chhattisgarh region are also companies that have a presence in the cement, power, sponge iron and steel industries.

Odisha

We own (through our Company and its Subsidiaries) three coal beneficiation plants in Odisha, with a total design capacity of 17.09 MTPA, in which our proportional capacity is 16.51 MTPA. In addition, our Associate, GCMPL, has commissioned two coal beneficiation plants in Odisha, with a total design capacity of 7.91 MTPA, in which our proportional capacity is 2.82 MTPA. Out of the above five plants, four coal beneficiation plants are operational, with a total design capacity of 15.48 MTPA.

One of our coal beneficiation plants, with a design capacity of 9.52 MTPA, has been commissioned but is not currently operational pending the signing of a memorandum of understanding between APGENCO and MCL for diversion of raw coal from "all rail mode" to "road cum washery mode". The plant has been set-up on a build, own and operate basis for Andhra Pradesh Power Generation Corporation Limited ("**APGENCO**") and is located in Talcher, Odisha. The contract with APGENCO is for a period of 20 years from the date of commencement of commercial operations. Pursuant to the contract, we propose to beneficiate 11 MTPA of coal for APGENCO. Our management expects production to commence in the third quarter of Fiscal 2015.

We currently have four railway sidings to transport beneficiated coal to our customers. We use a fleet of trucks to transport coal from the mines to our beneficiation plants and from the beneficiation plants to the railways sidings. We mostly use third party contractors to meet our truck requirements.

In Odisha, raw coal supplied to thermal power plants generally has ash content between 35% and 50% and has a gross calorific value of 3,100 to 4,300 kilocalories per kilogram of fuel (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). As of April 1, 2014, Odisha has proved, indicated and inferred coal reserves of 75,073 million tonnes (*Source: http://coal.nic.in/welcome.html*). Other than the coal consumed by the power projects situated near the mine area, most of the other customers prefer to use beneficiated coal. Our key customers include, APGENCO and Andhra Pradesh Power Development Company Limited.

In order to increase our presence in Odisha, we are setting up a new project and expanding existing ones to increase our design capacity by 11.28 MTPA. Our Company is setting up a new coal beneficiation plant with a design capacity of 5.00 MTPA in IB Valley. We (through our Company and its Subsidiaries) are also planning to expand our existing coal beneficiation plants in Kalinga and Hemgir from 1.48 MTPA to 4.80 MTPA, respectively. Our

Associate, GCMPL, is also expanding the capacity of Balanda Coal Washery (2.91 MTPA) from 2.91 MPTA (in which our proportional capacity is 1.04 MTPA) to 4.00 MTPA (in which our proportional capacity will be 1.43 MTPA). Our target customers in the Odisha region are power companies and the sponge iron and steel manufacturing industries.

Other Regions

We also have a presence in the states of Maharashtra and Andhra Pradesh. In Maharashtra, we (through our Company and its Subsidiaries) have three coal beneficiation plants with a total design coal beneficiation capacity of 5.11 MTPA (our proportionate capacity is 4.01 MTPA). In Andhra Pradesh, through our Associate, GCMPL, we have two coal beneficiation plants having a total design coal beneficiation capacity of 2.23 MTPA (in which our proportionate interest is 0.8 MTPA). In Andhra Pradesh, we (through our Subsidiary, AEPL) plan to increase our design coal beneficiation capacity by 0.96 MTPA (our proportionate capacity will increase by 0.74 MTPA).

Furthermore, we, through our Subsidiary, MCPL, plan to set up a 5.00 MTPA (our proportionate capacity will increase by 2.55 MTPA) coal beneficiation plant in North Karanpura, Mccluskieganj, Ranchi, Jharkhand. According to the Ministry of Coal, as of April 1, 2014, Jharkhand has the highest proved, indicated and inferred coal reserves, *i.e.* 80,716 million tonnes (*Source: http://coal.nic.in/welcome.html*). Most of the coal linkages in this region are also long-distance. Consequently, we believe there is a huge opportunity for coal beneficiation in the state of Jharkhand.

Emerging Opportunities

Due to our position as the largest coal washing company in India (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*), we believe we are well-positioned to capitalize on emerging opportunities that are becoming available in the industry. We are continuing with our plans to participate in opportunities to set-up coal beneficiation plants to be set-up by certain public sector undertakings on a build, operate and maintain basis.

Coal India Limited tenders

Coal India Limited through its subsidiaries announced plans to establish 20 coal beneficiation plants with an aggregate design capacity of 111.1 MTPA (*Source: Ministry of Coal Press Release dated December 10, 2012, accessible at http://coal.nic.in/welcome.html*). These coal beneficiation plants are to be established on a public-private partnership model. The model tender documents contemplate that the coal beneficiation plants will be established by the winning bidder on a build, operate, and maintain basis. Our Company has submitted bids for construction of coal beneficiation plants on a build, operate and maintain basis. As at the date of this Draft Red Herring Prospectus, we have won two of these bids.

In relation to the winning bids, in December , 2013, we signed an agreement with a public sector undertaking, with respect to establishment of a 1.6 MTPA coal beneficiation plant in Jharkhand and commenced construction in this regard. Furthermore, in May, 2014, our Company received a letter of intimation from one of these public sector undertakingsto establish a 10 MTPA coal beneficiation plant at Odisha.

Customers, Sales and Marketing

Before we build a coal beneficiation plant, we attempt to identify our likely customers. Our primary customers are government entities engaged in power generation who have selected us for coal beneficiation through a public tendering process. Of the contracts entered into by us, the major operating contracts with various entities range for a period of one to five years and are extendable, at the option of the customer or by mutual agreement. Most of these entities are state electricity boards controlled by the relevant state government.

The table below summarises certain of our major contracts:

Customer	Entity	Location	Quantity in terms of raw coal (in MTPA)	Period of Contract	Terms for Extension	Extension(s)	Present Status
Gujarat State Electricity Corporation	ACBL	Dipka Area	10.80	July 1, 2014 to June 30, 2016	Extendable for six months	-	Valid through June 2016

Customer	Entity	Location	Quantity in terms of raw coal (in MTPA)	Period of Contract	Terms for Extension	Extension(s)	Present Status
Limited							
Rajasthan RajyaVidyut Utpadan Nigam Limited	ACBL	Dipka Area	7.20	5 years from the date of commencement of work	Extendable based on performance	-	Valid through December 2017
Nabha Power Limited	ACBL	Dipka Area	1.89	April 1, 2014 to March 31, 2015	Extendable for one to three years	-	Valid up to March 31, 2015
Punjab State Power Corporation Limited	ACBL	Dipka Area	0.72	February 25, 2011 to February 24, 2012 and further extended up to October 2014	Extendable for three years	Extended for two years	Valid through October 2014
Nabha Power Limited	SCPL	Dipka Area	1.49	February 15, 2014 to February 14, 2015	Extendable for one to three years	-	Valid up to February 14, 2015
Andhra Pradesh Power Generation Corporation	AEPL	Talcher	0.505	3 years from the date of commencement of work	-	-	Valid through March 2015
Andhra Pradesh Power Development Company	AEPL	Talcher	1.47	3 years from the date of commencement of work	-	-	Valid up to 3 years from the commencement of work

We also enter into contracts of shorter durations in our ordinary course of business. Apart from government entities, we also provide our products and services to private sector companies, as discussed below.

Customers in the private sector

We have customers in the private sector that place orders for coal beneficiation in smaller quantities. These customers are in various industries including the production of aluminium, cement, sponge iron and power generation. Most of our contracts in the private sector are of a short-term nature. Our top customers in the private sector in Fiscal 2014 were Lafarge India Private Limited, Nabha Power Limited, ACC Limited and OCL India Limited.

The table below details the number of tonnes of raw coal that we beneficiated for these customers as of the periods indicated:

Customer	Quantity of Raw Coal Beneficiated in Fiscal 2013	Quantity of Raw Coal Beneficiated in Fiscal 2014
	(in million tonnes)	
Lafarge India Private Limited	-	0.16
Nabha Power Limited	-	0.43
ACC Limited	0.61	0.34
OCL India Limited	0.07	0.06

Marketing Strategy

Our marketing department comprises a team of marketing professionals located at our headquarters as well as across the regions where we operate. In addition to identifying and approaching new customers, the marketing department also helps to manage our customer relationships and monitors customer collections.

Raw coal in India is generally has an ash content of approximately between 35% and 45%. Demand for beneficiated coal is expected to increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis. Furthermore, plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus. Power plants located in critically polluted areas, urban areas and ecologically sensitive areas are also restricted in the same manner. The only ways to reduce the ash content of raw coal is to beneficiate it or blend it with coal of sufficiently low ash content.

As a result, our marketing strategy focuses on power plants which we believe will source coal from mines located at a distance exceeding 1,000 kilometres from the power plant, within a distance of 500 kilometres to 1,000 kilometres and those located in critically polluted areas, urban areas and ecologically sensitive areas. We also approach other customers that are located within 1,000 kilometres of a mine and attempt to educate them about the operational, environmental, regulatory and other benefits of utilizing beneficiated coal and how we can leverage our capabilities in coal beneficiation to help them realize such benefits.

Contractual requirements

We charge based on the quantity of raw coal we beneficiate and deliver to our customers; a component of the price includes ancillary logistics services (discussed below). The quantity of beneficiated coal yielded after raw coal is beneficiated depends on a variety of factors including the beneficiation process used and the original quality of the raw coal. The quality of the raw coal we receive is specified in our contracts. Sampling of the raw coal is either done by us or a third party at various times during the term of a coal beneficiation agreement. We do not take ownership of the raw coal at any time. We transport the coal from the mines to our beneficiation plants on behalf of the customer, we beneficiate it and we are then required to deliver the beneficiated coal to the customer. The price we charge for coal beneficiation may be determined by contract or, in the case of private companies, based on the relevant market rate. Payments generally become due on delivery of beneficiated coal, although we typically allow a credit period of 60 days. In addition, at the end of each month, we reconcile the quantities of beneficiated coal actually delivered to our customers to the quantities of coal required to be delivered according to the contract.

Project Identification and Implementation

We have a systematized method for identifying and implementing new coal beneficiation projects and opportunities. This includes undertaking site evaluation, design, project management and construction. In addition, our in-house team proactively monitors the developments in the coal mining and power industries. When our team identifies a new mine being developed or an existing mine being expanded, our senior management evaluates the viability of setting up a coal beneficiation plant to capitalize on such opportunities.

The key criteria our management considers in evaluating the viability of a coal beneficiation plant are given below:

- Firm source of coal supply (confirmation that the existing mine or a new mine which will commence soon or that a mine which will be expanded would have sufficient proven reserves to justify a coal beneficiation plant);
- Availability of land and proximity of such land to the mine (being closer to the mine reduces transportation expenses for delivering the bulkier raw coal to the coal beneficiation plant);
- Distance from railway sidings (to reduce transportation expenses associated with transporting the beneficiated coal from the coal beneficiation plant to the railway siding for delivery to our customers);
- Quality of coal (the quality of the coal affects the beneficiation processes and technology we use and the characteristics of the beneficiated coal that we deliver to our customer. The quality of coal is established through coal sampling studies);
- Availability of infrastructure (such as water, power, land and railway siding);
- Identification of potential customers for beneficiated coal. Although we typically do not enter into contracts with our customers prior to constructing a coal beneficiation plant, we attempt to identify customers and initiate non-binding discussions with them. We believe that the key customers for beneficiated coal would be located at a significant distance from the mine because such customers are best suited to benefit from coal beneficiation and are more likely to need beneficiation services given the legal restrictions on using coal with a high ash content.

It generally takes approximately 12 to 15 months to obtain the various governmental approvals and clearances prior to commencement of construction of a coal beneficiation plant. Key approvals required for setting up a coal beneficiation plant include environmental clearance from the Ministry of Environment and Forest and consent for establishment from the relevant state pollution control boards prior to commencement of construction of the coal beneficiation plant. During that time, we prepare detailed design and engineering plans, seek quotes for plant equipment and finalize the configuration thereof, secure power and water supplies and finalize tie-ups with our customers. Our in-house design team customizes the plans for the coal beneficiation plant depending on the specific characteristics of the raw coal available to us and the coal we expect to deliver to our customers. Once the coal beneficiation plant is constructed, consents to operate from the relevant state pollution control board and the chief inspector of factories are required before the plant can commence operations.

Upon securing the necessary approvals, it typically takes approximately 12 to 18 months to build a coal beneficiation plant. We hire local contractors to construct our coal beneficiation plants based on our designs and the project management for the plant is carried out in-house.

Infrastructure

The key infrastructure required to operate a coal beneficiation plant is access to water and power.

Water

Water is a key requirement for the coal beneficiation process. We generally use the following sources of water, depending upon the location of the coal beneficiation plant:

- Ground Water – we obtain ground water by drilling bore wells to pump it out. For the use of ground water, we obtain the approval of the Ground Water Board.
- River Water – we use river water to beneficiate coal if there is a river near the coal beneficiation plant. For the use of river water, we obtain the approval of the Department of Irrigation of the relevant state.
- Abandoned Mines – abandoned mines serve as water reservoirs. With permission from the relevant mine owner, we pump out water from these mines to beneficiate coal.
- Power Plants – thermal power plants have residual water called cooling tower blown down water that we can use to meet our water requirements.

We also recycle the water used in our coal beneficiation plants through a five stage clarification process in which suspended particulates are screened out. This recycling process reduces our use of fresh water

Power

Our projects are developed with a primary and secondary source of power supply. While grid connectivity acts as a primary source of power supply, during periods of power unavailability, the plant can be operated by diesel generator sets installed at the plant site. For supply of power from the grid, we source power from our plants (located in and around the region) or from other power plants on the grid.

Logistics

Transportation of coal from the mine to the end customer is important as it involves huge costs, especially in case of long distance linkages, where the cost of transporting the coal may be higher than the cost of the coal itself. We offer logistics services to our customers which generally include picking up raw coal at the mine, transporting the coal to our coal beneficiation plant, transporting the beneficiated coal to our customer (either by rail or by truck), storing both raw coal and beneficiated coal as needed (we have dedicated storage facilities at both our coal beneficiation plants and next to the railway sidings where we load beneficiated coal to trains using high capacity loaders), monitoring the supply chain for our customers so they are aware of pending deliveries on a real time basis and reconciling the quantities of beneficiated coal delivered to the quantities of coal required to be delivered according to contract. We either build the cost of these services into the price we charge for coal beneficiation or charge our customers separately in addition to beneficiation charges.

Transportation

Raw coal is typically delivered to our coal beneficiation plants by road transport. We either transport the raw coal using our own vehicles or hire local companies to deliver the coal to the coal beneficiation plant. The raw coal is weighed at the mine. Beneficiated coal is weighed at either the railway siding before it is dispatched onto a train or at our customer's point of delivery. The use of beneficiated coal is particularly beneficial to customers located far from the mines because, in these instances, the cost of transporting the coal may be higher than the cost of the coal itself. Hence, it is beneficial for them to leave the coal rejects at the coal beneficiation plant and only pay for the transportation of the beneficiated coal.

After the coal is beneficiated, it is delivered to our customers, primarily by rail. Our coal beneficiation plants tend to be located near the mine and the railway siding from which beneficiated coal is loaded on to trains for delivery to our customers. We often build railway sidings if necessary to connect our coal beneficiation plants to the main railway lines. In addition to railway sidings, we at times also construct roads to improve the accessibility of our coal beneficiation plant and save time in the transportation of coal from and to our coal beneficiation plants. Customers with smaller orders generally pick up beneficiated coal from our plants at their expense.

Sampling

Beneficiated coal is sampled for the benefit of our customers either prior to delivery or at the customer's place of business, pursuant to the terms of the relevant customer contract. Although certain variations in quality and quantity are acceptable as per the contract terms, if the beneficiated coal varies from the standard set by the contract, the price for the beneficiated coal is adjusted accordingly and/or a bonus/penalty is applied. We also routinely sample the coal delivered from the mine in order to deliver beneficiated coal to our customers' specifications.

Equipment

Procurement from external suppliers

We procure certain key equipment such as crushers, screens, cyclones and jigs from various third party suppliers on an order basis. For example, we have purchased crushers from Larsen & Toubro Limited, screens from Metso Minerals (India) Private Limited, cyclones from Tecpro Systems (P) Limited and jigs from MBE Coal & Mineral Technology India Private Limited.

In-house manufacturing team

As part of our backward integration efforts, we manufacture coal beneficiation equipment through our wholly-owned subsidiary, ACCTPL. Our plant is located in Rewari, Haryana. By manufacturing our own equipment, we believe we are able to operate more efficiently and reduce our project's down-time and capital costs. Basic equipment manufactured at this plant includes barrel washers, drum washers, conveying equipment, thickeners, rotary breakers, vibrating feeders and mobile screens. At present, the majority of the equipment we manufacture is consumed internally or by group/Associate companies, and we estimate that approximately 10% of our coal beneficiation procurement requirements are met through our in-house manufacturing capacity.

Maintenance

We generally maintain our equipment in-house. As our coal beneficiation plants are modular, we do not typically have any significant plant down-time. Instead different modules are shut down individually. In addition, certain equipment is replaced on a scheduled basis to avoid unexpected breakdowns.

Our income from the sale of equipment is primarily derived from the sale of equipment to our Associates. In Fiscal 2012, 2013 and 2014, total income generated from the sale of equipment was ₹166.43 million, ₹193.28 million and ₹113.37 million (including internal revenue as per Annexure XV on Statement Consolidated Segment Reporting, as restated), respectively.

Production Process

Our coal beneficiation projects use beneficiation technologies to separate inorganic impurities from organic coal particles. This process is described below.

Coal beneficiation

Coal beneficiation is a process by which impurities such as ash and rock are removed from coal to upgrade its value. Beneficiation is accomplished by separating and removing inorganic impurities from organic coal particles. The inorganic ash impurities are predominantly denser than the coal particles. This property is the basis for separating the coal particles from the ash impurities.

The schemes used in coal beneficiation can be divided into four basic phases: initial preparation, fine coal processing, coarse coal processing and final preparation. In the initial preparation phase of coal beneficiation, the raw coal is unloaded, stored, conveyed, crushed, and classified by screening into coarse and fine coal fractions. The size fractions are then conveyed to their respective beneficiation processes. As such, fine coal processing and coarse coal processing use similar operations and equipment to separate the contaminants. The primary difference is the severity of operating parameters. The majority of our coal beneficiation processes use upward currents or pulses of a fluid such as water to fluidize a bed of crushed coal and impurities. The lighter coal particles rise and are removed from the top of the bed. The heavier impurities are removed from the bottom. Coal beneficiated in the wet processes must then be dried in the final preparation processes. Final preparation processes such as dewatering are used to remove moisture from coal, thereby reducing its weight and raising its heating value.

Coals of various ash contents can be mixed or "blended" at a preparation plant or loading facility to meet the specific combustion and environmental needs of customers. Coal blending helps increase profitability by reducing the cost of meeting specific customer quality requirements.

Sale of Coal

As discussed above, we consider our coal beneficiation and related business activities and our sale of coal business to be an integrated operation. The process of coal beneficiation generates coal rejects, including substances such as coal fines, soil, sand and rock that contain some economic value. The income from sale of coal is primarily on account of sale of coal rejects, sale of blended coal, sale of reprocessed rejects and sale of imported coal and coal (both processed and unprocessed) purchased through the e-auction process.

We typically acquire ownership of the coal rejects by purchasing them from our customers or by giving them credit and adjusting it against the beneficiation charges due from our customers. We record the value paid under the heading "*Purchase of Coal*." Thereafter, we dispose of the rejects in the following ways:

- Disposal of rejects on an "as is where is basis." We dispose of a certain portion of rejects on an "as is where is basis" to our customers, who may use the rejects as fuel to manufacture biomass or bricks, and record the same under the heading "*Sale of Coal*."
- Disposal through a process of blending coal rejects with raw coal purchased in e-auction. We dispose of a certain portion of coal rejects by blending them with raw coal purchased in e-auction, thereby increasing their calorific value to make them usable for power generation or other uses. We record the sale of such blended coal under the heading "*Sale of Coal*" and record the purchase of coal in e-auction under the heading "*Purchase of Coal*."
- Disposal of coal rejects after reprocessing. We have also established reprocessing facilities where coal rejects are reprocessed to improve their quality. End-products of this process include coal rejects of better

quality, coal fines and low-quality coal rejects with a low calorific value. We utilize reprocessed coal rejects and/or blended coal rejects for the generation of power at the Korba Power Plant and at our Chakabura Power Plant and blended coal for the generation of power at our Ratija Power Plant (Phase I) and sell the balance to our customers. We record the sale of better quality rejects, coal fines and low quality coal rejects under the heading "*Sale of Coal*."

- Disposal through a process of blending of low grade coal rejects, generated during reprocessing of coal rejects, with imported coal. We dispose of a certain portion of low grade coal rejects, generated during reprocessing of coal rejects, by blending them with imported coal, thereby increasing their calorific value to make them usable for power generation or others uses. We record the sale of such blended coal under the heading "*Sale of Coal*" and record the import of coal, including freight, under the heading "*Purchase of Coal*".

The e-auction scheme of coal was introduced in April 2005 to provide access to coal for customers of a public sector undertaking who were not able to source their coal requirement through the available institutional mechanisms under the New Coal Distribution Policy (e.g., an insufficient allocation under the New Coal Distribution Policy, seasonal coal requirements and a coal requirement that does not warrant a long-term linkage). The quantity of coal offered under e-auction is reviewed from time to time by the Ministry of Coal.

In Fiscal 2012, 2013 and 2014, we sold 5.85 million tonnes, 4.56 million tonnes and 2.70 million tonnes of coal, respectively.

Our ability to obtain coal through the e-auction scheme has decreased as competition has increased. Our income from sale of coal was ₹8,273.16 million and ₹ 5,247.36 million in Fiscal 2013 and 2014, respectively.

As we expand our power generation operations based on coal rejects, we expect that the volume of coal rejects required for our power projects will increase, which increase will be compensated by an increase in the generation of coal rejects owing to the higher utilization of existing beneficiation capacities and addition of new capacity.

Power Generation Business

We entered into the thermal power generation business in February 2007 with the commissioning the Chakabura Power Plant (Phase I). Our Company and its Subsidiaries have four operational thermal power plants, with an aggregate installed capacity of 380 MW. In addition, we have the Sangli Wind Power Plant with an aggregate installed capacity of 15 MW and an investment in Kakinada Power Plant (208 MW) (which is owned by our Associate, SPGL). Thus, we have, in total, six operational power projects.

We plan to set-up, through our Company and its Subsidiaries, four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW), which are at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development.

We are focused on expanding our power generation business so as to continue to realize the integration benefits from the use of coal rejects in power generation as well as to pursue opportunities in power generation through the use of raw coal. We expect our power generation business to become increasingly significant for us. Our power projects are strategically located in areas that have the fuel resources required to operate such facilities. We intend to sell the power generated by our projects using a combination of long-term and short-term power off-take agreements to power distribution companies and some industrial consumers.

We classify our power projects as:

- "operational", if the engineering, procurement and construction phase has been completed or substantially completed, trial operation has been satisfactorily completed or is in progress and the project is earning revenue from operation. We currently have five operational power projects consisting of (i) Chakabura Power Plant (Phase I), (ii) Chakabura Power Plant (Phase II), (iii) Korba Power Plant, (iv) Sangli Wind Power Plant and (v) Ratija Power Plant (Phase I). We also have an investment in the Kakinada Power Plant (208 MW), which is owned in part through our Associate, SPGL.

- "under construction", if the financing documents providing for funding by the banks have become effective and all initial pre-commitment conditions precedent are satisfied to the extent they have not been waived

and one or more of the following activities is in progress: engineering, erection, installation, construction, start-up, demonstration and testing, and training of personnel in the operation and maintenance ("**O&M**") of the project. We currently have one power project in the construction phase consisting of the Raigarh Power Plant. We also have an investment in the Bandakhar Power Plant and Kanberi Power Plant Phase-I, which are owned in part through our Associates, MCCPL and SPMRPL, respectively.

- "under implementation", if a detailed project report has been prepared and/or a substantial portion of the land required for the project has been acquired some of the principal project agreements have been entered into and sanction letters for firm commitments have been received from lenders. We currently have two power projects in the implementation phase consisting of (i) a 1,200 MW (2 x 600 MW) raw coal based power project at Sidhi, Madhya Pradesh, (the "**Sidhi Power Plant**") and (ii) the Ratija Power Plant (Phase II). We also have an investment in the Kakinada Power Plant (350 MW) which is owned in part through our Associate, SPGL.
- "under development", if our Board of Directors has approved the project, we are in the process of acquiring the required land, the detailed project report has been prepared and we have signed an MoU with a government entity. During the development phase, we may not have a sanction or commitment letter nor do we have permits, licenses, clearances or approvals from the relevant government authorities. Our projects under development are a 1,200 MW (2 x 600 MW) raw coal-based power project at Champa, Chhattisgarh, (the "**Champa Power Plant**") and 25MW coal reject based power project at Kanberi, Korba, Chhattisgarh, (the "**Kanberi Power Plant Phase-II"**).

In Fiscal 2012, 2013 and 2014, our Company and its Subsidiaries generated 422.21 million kWh, 1,614.89 million kWh and 2299.01 million kWh of power, respectively. Of which, we sold 342.90 million kWh, 1,419.24 million kWh and 2013.37 million kWh, in Fiscal 2012, 2013 and 2014, respectively, to various power distribution companies and some industrial consumers. The balance of the power generated by our Company and its Subsidiaries was used to power the power plants themselves or to provide power to some of our coal beneficiation plants in the area near our operational power plants.

Income from our power generation business comprises of the income generated by our thermal power business and our wind power business. Our income from our power generation business was ₹ 3,378.62 million and ₹ 4,954.48 million in Fiscal 2013 and 2014, respectively.

Operational Power Plants

The following is an overview of our operational power plants:

Chakabura Power Plant (Phase I) and Chakabura Power Plant (Phase II)

Both phases of the Chakabura Power Plant are located in Chakabura, Chhattisgarh and are fuelled by reprocessed coal rejects and/or blended coal. The installed capacity of Chakabura Power Plant (Phase I) is 30 MW and the installed capacity of Chakabura Power Plant (Phase II) is 30 MW.

The Chakabura Power Plant (Phase I) was a pilot project set up by our Company to utilize coal rejects generated as a by-product of our coal beneficiation business.

In Fiscal 2013 and 2014, the Plant Availability Factor for Chakabura Power Plant (Phase I) was 95.14 % and 92.98%, respectively, and its Plant Load Factor was 89.60% and 56.57%, respectively.

Fuel Supply

The primary fuel for both phases of the Chakabura Power Plant is coal rejects, reprocessed coal rejects and/or blended coal. As both phases of the Chakabura Power Plant are adjacent to our Chakabura coal beneficiation plant, the coal rejects are being transferred directly through conveyor belts to the plant site.

Water Supply

The water for both phases of the Chakabura Power Plant is sourced from the Kholar Nalla, Korai, which is adjacent to the project site, as per approvals received from the Water Resources Department, Government of Chhattisgarh, by an order dated January 18, 2006 and a letter agreement dated January 16, 2008 for permission to draw approximately 5,918 cubic meters per day for a term of 30 years commencing from March 21, 2006, in accordance with the terms and conditions contained therein.

Sangli Wind Power Plant

The wind power plant with an installed capacity of 15 MW is located in Sangli, Maharashtra, and is operated by Suzlon Windfarm Services Limited ("**Suzlon**"). The facility comprises 12 wind turbine generator units of 1.25 MW each. It was commissioned in 2005 at a cost of ₹740.30 million.

In Fiscal 2013 and 2014, its Plant Availability Factor was 89.52% and 95.88%, respectively, and its Plant Load Factor was 18.57% and 18.73%, respectively.

Procurement / Implementation

Suzlon commissioned the Sangli Wind Power Plant on our behalf in 2005. We also entered into an operations and maintenance agreement with Suzlon whereby Suzlon has agreed to operate and maintain the wind turbine generator units and other equipment at the Sangli Wind Power Plant including, among other things, the provision of routine maintenance, security, management and technical services. The agreement is for a period of 10 years commencing on October 1, 2005. The agreement may be renewed on its expiry on such terms and conditions as may mutually be agreed between us. We agreed to pay Suzlon quarterly O&M charges of ₹3.00 million (excluding taxes) beginning on October 1, 2007 and subject to an escalation of 5.0% per annum beginning on October 1, 2008.

Under the terms of the agreement, Suzlon is liable for all the repairs, operations, maintenance costs and replacement costs for all 12 wind turbine generators, and has agreed to maintain a minimum 95% combined availability for all 12 wind turbine generator units per annum for as so long as it provides us with O&M services. If plant availability falls below the minimum, Suzlon is required to compensate our Company in accordance with the O&M agreement. We have obtained insurance for the wind turbine generator units and other equipment at our own expense. Upon termination of the agreement for any reason, Suzlon is entitled to remove all their equipment and facilities located at the project site for the purposes of operating and maintaining the power plant, without any hindrance from us.

Power Off-take Arrangements

We entered into a wind energy purchase agreement with Maharashtra State Electricity Distribution Company Limited dated September 28, 2005 for the sale of 100% of the power that is generated by the Sangli Wind Power Plant. The PPA is for a term of 13 years from the date of commencement of commercial operations of the power plant, with an option to renew the agreement by mutual agreement of the parties. Maharashtra State Electricity Distribution Company Limited has agreed to pay us on a monthly basis in accordance with the fixed tariff set out in the agreement.

Korba Power Plant

The 270 MW (2 x 135 MW) reprocessed coal rejects and/or blended coal based power plant is located in the Kasaipali village in the Korba district, Chhattisgarh adjacent to our coal beneficiation plants in the Korba area. We commissioned the first and the second units of the plant on December 13, 2011 and June 21, 2012, respectively. The total cost incurred on the Korba Power Plant is ₹ 13,260 million.

In Fiscal 2013 and 2014, its Plant Availability was 76.38% and 83.74%, respectively, and its Plant Load Factor was 70.00% and 80.10%, respectively.

The project site for the Korba Power Plant is accessible by the Korba-Champa highway and Katghora Bilaspur highway and is near Bilaspur. We believe that the location is suitable for the Korba Power Plant in light of the ease of access to the site and its close proximity to a readily available fuel and water supply. In addition, the Korba Power Plant has the ease of access to the Sipat Pooling Station, from which power is transmitted to the Gujarat State Transmission Utility Network.

Fuel Supply

We use reprocessed coal rejects and/or blended coal to fuel the Korba Power Plant. We have entered into a fuel supply agreement with the Gujarat State Electricity Corporation Limited dated June 20, 2007 for a term of 25 years from October 1, 2009, pursuant to which we have the right to utilize the coal rejects generated by the coal beneficiation operations carried out for the Gujarat State Electricity Corporation Limited in the Korba coalfields of a public sector undertaking, by any coal beneficiary operator.

We have made an application to the Ministry of Coal of India for a coal linkage on June 24, 2009 to the extent of 22% of the fuel requirement at the Korba Power Plant. The application is currently being considered by the Ministry of Coal.

Water Supply

The Korba Power Plant requires approximately 10.00 million cubic meters of water per annum which is sourced from the Kholar Nalla, Korai. Our Company has received approvals from the Office of the Additional Secretary, Water Resources Department, Government of Chhattisgarh to draw 10.00 million cubic meters of water per annum.

Power off-take Arrangements

PPA with Gujarat Urja Vikas Nigam Ltd.

We entered into a long-term PPA dated February 26, 2007 with Gujarat Urja Vikas Nigam Limited for the sale of 200 MW (at the periphery of Gujarat) of electricity generated by the Korba Power Plant, at a tariff comprising of the quoted tariff by us for every year, determined in accordance with the formula provided in the PPA. The monthly tariff payment consists of a monthly capacity payment charge, a monthly energy charge, a monthly incentive payment (for availability exceeding 85% for any contract year) and a monthly penalty payment (for availability of less than 75% for any contract year). The PPA is for a term of 25 years from the date of commencement of commercial operation of the first unit, and may, on the mutual agreement of both parties, be extended.

PPA with Chhattisgarh SPTC

We entered into a long-term PPA on January 4, 2011 with Chhattisgarh SPTC for sale of 5% of the net power generated by the Korba Power Plant at a variable cost for a period of 20 years. Pursuant to the terms of the PPA, Chhattisgarh SPTC also has a preferential right to purchase power of up to an additional 30% of the aggregate design capacity of the Korba Power Plant for a period of 20 years. Pursuant to a letter dated January 2, 2012, the Chhattisgarh SPTC terminated the PPA dated January 4, 2011 and a new PPA has been entered into on December 5, 2013 for the purchase of 5% of the net power generated at a variable cost. Pursuant to a letter dated January 18, 2012, Chhattisgarh SPTC is currently purchasing the 5% net power generated at a rate of ₹2 per kWh.

Kakinada Power Plant (208 MW)

The Kakinada Power Plant (208 MW) is owned in part through our Associate, SPGL.

In Fiscal 2013 and 2014, its Plant Availability was 97.72% and 97.22%, respectively, and its Plant Load Factor was 57.47% and 60.60%, respectively.

Fuel Supply

The primary fuel for the Kakinada Power Plant (208 MW) is natural gas. SPGL has entered into a fuel supply agreement with GAIL (India) Limited dated December 30, 2010 for supply of 0.90 mmcmd of natural gas on firm basis and 0.15 mmcmd on fall back basis for the period from January 1, 2011 to December 31, 2015.

Water Supply

The water for this project is sourced from the Godavari river at Samalkot, Andhra Pradesh for which SPGL has received approvals from the Office of the Irrigation Department of the Government of Andhra Pradesh to draw 20 cubic feet per second of water.

PPA with Andhra Pradesh State Electricity Board

SPGL entered into a long-term PPA, dated January 23, 1997, with Andhra Pradesh State Electricity Board (now known as Transmission Corporation of Andhra Pradesh Limited ("**APTRANSCO**")) for the sale of approximately 208 MW of electricity generated by the Kakinada Power Plant (208 MW), at a tariff comprising of the quoted tariff by us for every year, determined in accordance with the formula provided in the PPA. Pursuant to bifurcation of erstwhile Andhra Pradesh, into Andhra Pradesh and Telangana, the power, generated from the project, is currently sold to Transmission Corporation of Andhra Pradesh Limited, and Transmission Corporation of Telangana State Limited in the ratio of 46.11% and 53.89% respectively. The PPA is for a term of 18 years from the date of commencement of commercial operation. SPGL is required to submit a renovation and modernisation proposal to the Transmission Corporation of Andhra Pradesh Limited at least 18 months before the expiry of the PPA and upon

acceptance thereof by the Transmission Corporation of Andhra Pradesh Limited, the PPA may be extended for another term. The PPA has been priced on Tariff calculated as under:

Tariff = Fixed charges + Variable charges + Incentive/Disincentive +Taxes on income of normative ROE.

Ratija Power Plant (Phase I)

We commissioned the Ratija Power Plant (Phase I), in February 2013. The project site is adjacent to our existing coal beneficiation operations in the Ratija Village. The site is located 30 kilometres from Korba (nearest town). The project site is also close to the Lilaghar River. The site is suitable for the Ratija Power Plant (Phase I) because of the ease of access to the site and the readily accessible fuel and water supply. The total cost of Ratija Power Plant (Phase I) is ₹ 3,560 million.

Fuel Supply

The primary fuel for the Ratija Power Plant (Phase I) is blended coal. The expected consumption of coal rejects for the Ratija Power Plant (Phase I) is approximately 0.42 MTPA at a Plant Load Factor of 85%. SCPL received an approval dated July 6, 2005 from the Ministry of Coal of India for long-term coal linkage with respect to the Ratija Power Plant (Phase I) for an amount of 0.098 MTPA of raw coal, in order to meet our requirements of fuel, which was cancelled by a public sector undertaking on March 1, 2013. The Standing Linkage Committee (long term) of Ministry of Coal has in its meeting held on September 13, 2013 approved the revival of the linkage awarded to the project. As at the date of this Draft Red Herring Prospectus, we have not entered into a fuel supply agreement for the long-term coal linkage. Till the time such fuel supply agreement is entered into, we intend to purchase raw coal under the e-auction scheme.

Secondary fuel in the form of light diesel oil is required to start up the coal fired boilers, which we source from local vendors. The secondary fuel is transported to the Ratija Power Plant (Phase I) by road.

Water Supply

We estimate that approximately two million cubic meters of water per annum will be required for the Ratija Power Plant (Phase I). We have received an approval dated January 17, 2008 from the Water Resources Department, Government of Chhattisgarh, for the allocation of two million cubic meters of water per annum from the Lilagarh River for the Ratija Power Plant (Phase I). We transport water to the project site through a water pumping station and a pipeline network. The agreement for drawal of water is yet to be signed pending construction of certain anicuts by the Water Resources Department, Government of Chhattisgarh.

Power Off-take Arrangements

PPA

We entered into a long-term PPA with a private sector player in 2009 for the sale of power that will be generated by the Ratija Power Plant (Phase I). The PPA gives the customer a right of first refusal to purchase up to 15 MW of electricity generated by the Ratija Power Plant (Phase I). The PPA is for a term of 15 years from the date of commencement of commercial operation of the power project. Upon expiry of the term, the customer has a further right of first refusal for the purchase of power generated by the project for the following 10 years, on substantially the same terms as those contained in the current PPA.

PPA with the Chhattisgarh SPTC and other selling arrangements

On January 4, 2011, we entered into a long-term PPA with the Chhattisgarh SPTC for the sale of 5% of the net power generated by the Ratija Power Plant (Phase I) at a variable cost for a period of 20 years.

Chhattisgarh SPTC has terminated the PPA signed on January 4, 2011, pursuant to its letter dated February 14, 2012 and has a new PPA has been entered into on December 5, 2013 for the purchase of 5% of net power generated at variable cost. The balance power is sold to third parties on a merchant basis.

Power Evacuation

Power Grid Corporation, in accordance with the terms of the bulk power transmission agreement entered with us and dated April 30, 2009, has granted open access to the Ratija Power Plant (Phase I) for 100 MW. On request of SCPL, Power Grid Corporation has reduced the said open access of 100 MW to 60MW vide its meeting held on

August 29, 2013, The agreement has granted connectivity to us though Power Grid Corporation's Sipat Pooling Station in the Western Grid.

Land

We have been allotted land measuring 169 acres from the Government of Chhattisgarh and we have taken possession of the land.

Power Projects under Construction, Implementation and Development

Summary details of our power projects under construction, implementation and development are set forth in the table below:

Classification	**Under Construction**			**Under Implementation**			**Under Development**	
Facility	**Bandakhar Power Plant**(1)	**Raigarh Power Plant**(2)	**Kanberi Power Plant (Phase-I)**(3)	**Sidhi Power Plant**	**Kakinada Power Plant (350 MW)** (4)	**Ratija Power Plant (Phase II)**	**Champa Power Plant**	**Kanberi Power Plant (Phase-II)**(3)
Entity owning the plant	MCCPL	TRNEPL	SPMRPL	AMPPGPL	SPGL	SCPL	ACPGPL	SPMRPL
Location	Bandakhar, Chhattisgarh	Raigarh, Chhattisgarh	Kanberi, Korba, Chhattisgarh	Sidhi, Madhya Pradesh	Kakinada, Andhra Pradesh	Ratija, Chhattisgarh	Champa - Janjgir, Chhattisgarh	Kanberi, Korba, Chhattisgarh
Design capacity	300 MW	600 MW	25MW	1,200 MW	350MW	50 MW	1,200 MW	25MW
Unit Capacity	1x300 MW	2x300 MW	1 X 25MW	2x600 MW	1x350 MW	1x50 MW	2x600 MW	1 X 25MW
Fuel	Raw Coal	Raw Coal	Coal Rejects, Reprocessed Coal Rejects and Blended Coal	Raw Coal	Raw Coal/ Gas	Coal Rejects, Reprocessed Coal Rejects and Blended Coal	Raw Coal	Coal Rejects, Reprocessed Coal Rejects and Blended Coal
Fuel linkage	Long-term fuel supply agreement signed with SECL pursuant to LOA for 1.30 MTPA granted by the Ministry of Coal, India	Long-term fuel supply agreement signed with SECL pursuant to LOA for 2.60 MTPA granted by the Ministry of Coal, India	No	Applied to the Ministry of Coal, India for long-term coal linkage of 6.20 MTPA	Applied for gas allocation to the Ministry of Petroleum and Natural Gas, India	Applied to the Ministry of Coal, India for long-term coal linkage of 0.0980 MTPA	Applied to the Ministry of Coal, India for long- term coal linkage of 6.20 MTPA	No
Status of Land Acquisition.....	Acquired and in possession	Acquired and in possession of majority of the land acquired.	Acquired and in possession	Award and possession of the land granted by the Government of Madhya Pradesh	Acquired and in possession	Acquired and in possession	Under acquisition	Under acquisition.

Classification	Under Construction			Under Implementation			Under Development	
Facility	**Bandakhar Power Plant**[1]	**Raigarh Power Plant**[2]	**Kanberi Power Plant (Phase-I)**[3]	**Sidhi Power Plant**	**Kakinada Power Plant (350 MW)**[4]	**Ratija Power Plant (Phase II)**	**Champa Power Plant**	**Kanberi Power Plant (Phase-II)**[3]
Expected Commissioning Date[5] ...	December 2014	Unit 1 – March 2015 Unit 2 – September 2015	December 2014	Unit 1 – March 18 Unit 2 – September 18	September 2018	March 2017	Unit 1 – March 2019 Unit 2 – September 2019	June 2017
Financial Closure Status[6].....	Yes	Yes	Yes	Yes	Yes	No	No	No
Estimated Project Cost[7].....	₹ 16,060.00 million	₹ 32,460.00 million	₹ 2,140.00 million	₹ 58,091.26 million	₹ 14,000.00 million	₹ 2,854.86 million	₹ 60,735.89 million	₹ 1,300.00 million
Amount incurred as of March 31, 2014.....	₹ 12,776.15 million	₹ 19,118.39 million	₹ 1,900.96 million	₹ 377.69 million	₹ 244.99 million	₹ 355.36 million	₹ 4.29 million	-
Sale Arrangements.....	A PPA has been entered into for 5% of power generated with Chhattisgarh SPTC. A PPA for sale of 250 MW is entered with Discoms of Rajasthan State through PTC India Limited and the remainder to be sold on merchant basis.	In accordance with MOU signed with Government of Chhattisgarh, 5% of power generated is expected to be sold to Chhattisgarh SPTC. A PPA for sale of 390 MW is entered with Discoms of UP State through PTC India Limited and the remainder to be sold through competitive bidding and on merchant basis.	Up to 5% of power generated is expected to be sold to Chhattisgarh SPTC. Also Chhattisgarh SPTC will have the first right to purchase power up to 30% of the aggregate capacity of the generating unit. PPA for supply of 30MW (inclusive of both phases) has been signed with PTC India Limited.	5% of power generated is expected to be sold to the Government of Madhya Pradesh. A PPA in this regard has been executed. The balance power generated is expected to be sold through competitive bidding and on merchant basis.	A PPA in this regard has not been entered into as of the date of the Draft Red Herring Prospectus	Up to 35% of power generated is expected to be sold to Chhattisgarh SPTC. PPAs in this regard have not been entered into as of the date of the Draft Red Herring Prospectus. The remainder to be sold on merchant basis.	5% of power generated is expected to be sold to Chhattisgarh SPTC. A PPA in this regard has not been entered into as at the date of the Draft Red Herring Prospectus. The balance power generated is expected to be sold through competitive bidding and on merchant basis.	Up to 35% of power generated is expected to be sold to Chhattisgarh SPTC. PPA for supply of 30MW (inclusive of both phases) has been signed with PTC India Limited. Balance power is expected to be sold through PTC India Limited on take or pay basis.

(1) *ACBL's Effective Economic Interest in capacity in Bandakhar Power Plant is 135 MW. Effective Economic Interest in capacity refers to ACBL's effective ownership of capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.*

(2) ACBL's Effective Economic Interest in Capacity in Raigarh Power Plant is 444 MW. Effective Economic Interest in Capacity refers to ACBL's effective ownership of capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(3) ACBL's Effective Economic Interest in capacity in each phase of the Kanberi Power Plant is 6.5MW. Effective Economic Interest in Capacity refers to ACBL's effective ownership of capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(4) ACBL's Effective Economic Interest in capacity in Kakinada Power Plant (350 MW) is 174.06 MW. Effective Economic Interest in Capacity refers to ACBL's effective ownership of capacity based on its equity ownership in the relevant entity as of the date of this Draft Red Herring Prospectus.

(5) Expected commissioning dates are based on management's estimate.

(6) Financial Closure in relation to projects under construction refers to the financing documents providing for funding by the banks having become effective and all initial precommitment conditions precedent having been satisfied to the extent they have not been waived. Financial Closure in relation to projects under implementation refers to the issuance of underwritten commitment letters by lenders for financing the project, subject to the terms and conditions contained therein.

(7) Estimated project costs for projects under construction are based on management estimates and include expected cost overruns. Estimated project costs for projects under implementation are based on detailed project reports prepared by an external consultant. Estimated project costs for projects under development are based on detailed project reports prepared by an external consultant, except in the case of Kanberi Power Plant Phase I and Phase II, which is based on management estimates.

A description of the projects under construction appears below:

Bandakhar Power Plant

Overview

Our Associate, MCCPL, is constructing the Bandakhar Power Plant in which we hold 45% equity interest as at March 31, 2014. The proposed commissioning date of the project is December 2014.

The project site is located in the Bandakhar Village in the Korba district, Chhattisgarh, The site is located approximately 16 kilometres from Korba (nearest town). The project site is also close to the Lilaghar River. The site is suitable for the Bandakhar Power project because of the ease of access to the site and the readily accessible fuel and water supply.

MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board

MCCPL entered into an MoU dated September 26, 2006 with the Government of Chhattisgarh. and the Chhattisgarh State Electricity Board, under which the Government of Chhattisgarh has agreed to facilitate the development of power generation in relation to the Bandakhar Power Plant. MCCPL entered into an implementation agreement dated August 1, 2009 with the Government of Chhattisgarh and the Chhattisgarh State Power Holding Company Limited (an affiliate of the Chhattisgarh State Electricity Board) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of the Bandakhar Power Plant.

Procurement/ Implementation

MCCPL signed an engineering, procurement and construction contract for undertaking the engineering, procurement and construction of the Bandakhar Power Plant and related equipment with IOT Infrastructure and Energy Services Limited on July 6, 2011 for a contract price of ₹9,399.90 million (excluding taxes).

Fuel Supply

A long-term fuel supply agreement has been entered into with SECL on August 28, 2013 pursuant to an LOA for 1.30 MTPA granted by the Ministry of Coal, India.

The primary fuel for the Bandakhar Power Plant will be raw coal. The expected consumption of coal for the project is 1.30 MTPA at a Plant Load Factor of 80%. The raw coal will be transported by road from the mine to the project site, as the mine is at a distance of approximately 5 to 6 kilometres from the project site.

Secondary fuel in the form of light diesel oil will be required to start up the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Bandakhar Power Plant by road.

Water Supply

MCCPL has been granted the allocation of 3.09 million cubic meters per annum of water. MCCPL intends to transport the water to the project site by a water pumping station and a pipeline network.

Power Off-take Arrangements

A PPA has been entered into on December 11, 2013, for 5% of power generated with Chhattisgarh SPTC.

A PPA has been entered into on November 1, 2013 for sale of 250 MW with Discoms of Rajasthan State through PTC India Limited.

The remaining power generated will be sold on a merchant basis.

Power Evacuation

MCCPL has been granted long-term open access by Power Grid Corporation through their Sipat Pooling Station and have entered into a bulk power transmission agreement on February 24, 2010 with Power Grid Corporation.

Land

MCCPL is in possession of 404 acres of land required for the project.

Raigarh Power Plant

Overview

We are constructing the Raigarh Power Plant pursuant to our acquisition of a 74% equity interest as at March 31, 2014 in TRNEPL, which entered into an MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board for the construction of a 600 MW power plant. The power project will be commissioned with two units of 300 MW each, with an aggregate design capacity of 600 MW upon completion of construction. The proposed commissioning date of the first unit is March 2015 and the second unit is September 2015.

The project site is located in the Nawapara Village in the Raigarh district, Chhattisgarh, and is approximately 10 kilometres from Gharghoda (nearest town). The site is suitable for the Raigarh Power Plant because of the readily accessible fuel and water supply.

MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board

We entered into an MoU dated June 11, 2007 with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board, pursuant to which, the Government of Chhattisgarh had agreed to facilitate the development of power generation in relation to the Raigarh Power Plant. We entered into an implementation agreement dated January 15, 2010 with the Government of Chhattisgarh and the Chhattisgarh State Power Holding Company Limited (an affiliate of the Chhattisgarh State Electricity Board) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of the Raigarh Power Plant.

Procurement/ Implementation

We have signed supplies and services contracts with BGR Energy System Limited on March 23, 2012 for undertaking the engineering, procurement and construction of the Raigarh Power Plant and related equipment for a contract price of ₹16,983.57 million (excluding taxes).

Fuel Supply

The primary fuel for the Raigarh Power Plant will be raw coal. The expected consumption of coal for the project is 2.60 MTPA with a Plant Load Factor of 80%. TRNEPL has entered into a long-term fuel supply agreement with SECL, pursuant to an LOA for 2.60 MTPA granted by the Ministry of Coal, India.

The raw coal will be transported by road from the mine to the project site, as the mine is at a distance of approximately 16 kilometres from the project site.

Secondary fuel in the form of light diesel oil will be required to start up the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Raigarh Power Plant by road.

Water Supply

We have been granted the allocation of 19.00 million cubic meters per annum of water from the river Kurket on June 29, 2009 by the Water Resources Department, Government of Chhattisgarh. We intend to transport the water to the project site by a water pumping station and a pipeline network.

Power Off-take Arrangements

In accordance with an MOU signed with the Government of Chhattisgarh on June 11, 2007, 5% of power generated is expected to be sold to Chhattisgarh SPTC.

A PPA for sale of 390 MW is entered with Discoms of UP State through PTC India Limited.

The remaining power generated will be sold through competitive bidding and merchant basis.

Power Evacuation

We have been granted long-term open access by Power Grid Corporation through their Tamnar Pooling Station and entered into a bulk power transmission agreement dated April 11, 2011 with Power Grid Corporation.

Land

The total land requirement for the Raigarh Power Plant is approximately 548 acres. We have currently acquired and are in possession of approximately 521.58 acres of land.

Kanberi Power Plant (Phase-I)

Overview

Our Associate, SPMRPL, is constructing Kanberi Power Plant (Phase-I), in which we have 26% equity interest as at March 31, 2014.

The project site is located in the Kanberi Village in the Korba district, Chhattisgarh, The site is located approximately 8 kilometres from Korba (nearest town).

MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board

SPMRPL entered into an MoU dated September 4, 2008 with the Government of Chhattisgarh. and the Chhattisgarh State Electricity Board, under which the Government of Chhattisgarh has agreed to facilitate the development of power generation in relation to both phases of the Kanberi Power Plant (Phase-I) in the state of Chhattisgarh. SPMRPL entered into an implementation agreement dated April 29, 2011 with the Government of Chhattisgarh and the Chhattisgarh State Power Holding Company Limited (an affiliate of the Chhattisgarh State Electricity Board) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of both phases of the Kanberi Power Plant (Phase-I).

Procurement/ Implementation

Construction contract of Kanberi Power Plant (Phase-I) has been awarded on a "package" basis, whereby the component equipment is ordered separately in order to save capital costs. The overall management and project implementation of the Kanberi Power Plant (Phase-I) is being handled by SPMRPL.

Fuel Supply

The primary fuel for the Kanberi Power Plant (Phase-I) will be coal rejects, reprocessed coal rejects and / or blended coal. The expected consumption of coal for the project is 0.24 MTPA, at a Plant Load Factor of 80%. Reject coal generated from the coal washery of SPMRPL will be used for blending with raw coal.

Secondary fuel in the form of light diesel oil will be required to start up the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Kanberi Power Plant (Phase-I) by road.

Water Supply

SPMRPL has been granted the allocation of 1.7 million cubic meters per annum of water from the river Hasdeo on January 17, 2011 by the Water Resources Department, Government of Chhattisgarh. SPMRPL intends to transport the water to the project site by a water pumping station and a pipeline network.

Power Off-take Arrangements

SPMRPL has signed a PPA on April 20, 2009 with PTC India Limited for supply of 30 MW (inclusive of both phases of the Kanberi Power Plant) to be sold to PTC India Limited on a 'take or pay' basis at a tariff of ₹2.60 per kWh.

In addition, as per the long-term PPA with Chhattisgarh SPTC under the terms of Implementation Agreement dated April 29, 2011, entered between Government of Chhattisgarh, Chhattisgarh State Power Holding Company Limited and SPMRPL, Chhattisgarh SPTC is entitled to 5% of power generated and will also have the first right to purchase power up to 30% of the aggregate capacity of the generating unit of SPMRPL. Long-term PPA with Chhattisgarh SPTC under the terms of Implementation Agreement dated April 29, 2011, entered between Government of Chhattisgarh, Chhattisgarh State Power Holding Company Limited and SPMRPL.

Power Evacuation

Permission has been granted by Chhattisgarh State Power Transmission Co. Ltd. vide their letter dated March 26, 2010 for construction of 132 KV Pooling substation and 132 KV LILO line for independent connectivity.

Land

SPMRPL has acquired and is in possession of land required for the project.

Projects under Implementation and Development

Sidhi Power Plant

Overview

We are currently implementing the Sidhi Power Plant, which will be commissioned with two units of 600 MW each. The proposed commissioning date of the first unit is March 2018 and for second unit is in September 2018.

The project site is located in the Village Musamudi and Bhumka Tehsil Majhauli in the Sidhi district, Madhya Pradesh. The site is suitable for the Sidhi Power Plant because of the ease of access to the site and the readily accessible fuel and water supply.

MoU with the Government of Madhya Pradesh

We entered into an MoU dated January 16, 2007 (as amended on December 26, 2007) with the Government of Madhya Pradesh, under which the Government of Madhya Pradesh has agreed to facilitate the development of power generation in relation to the Sidhi Power Plant. We entered into an implementation agreement dated May 27, 2008 (as amended on October 26, 2009 and on April 24, 2013) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of the Sidhi Power Plant.

Procurement/ Implementation

The Company had invited bids for an engineering, procurement and construction / BTG contract under an international competitive bidding process and had received bids from various engineering, procurement and construction/BTG contractors/suppliers. The Company has already completed the technical evaluation of the bids, but work has yet to be awarded as at the date of this Draft Red Herring Prospectus due to non-allocation of coal linkage for the project and consequential non-receipt of environment clearance for the project.

Fuel Supply

The primary fuel for the Sidhi Power Plant will be raw coal. The expected consumption of coal for the Sidhi Power Plant is 6.20 MTPA at a Plant Load Factor of 85%. Accordingly, we have made an application for a long term coal linkage for 6.20 MTPA to the Standing Linkage Committee, Ministry of Coal of India on June 29, 2009. We propose to construct our own railway siding for the project to link the power plant to the nearest railway line.

Secondary fuel in the form of light diesel oil will be required to power the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Sidhi Power Plant by road.

Water Supply

The amount of water required for the Sidhi Power Plant is estimated to be approximately 44.00 million cubic meters per annum. We have received an approval dated May 18, 2010 from the Water Resources Department, Government of Madhya Pradesh, for allocation of 44.00 million cubic meters of water per annum from the Banas River for the

Sidhi Power Plant. However, the Central Water Commission, New Delhi has not provided its no-objection for the use of water from Banas on account of this river being a part of inter state basin with Chhattisgarh.

Power Off-take Arrangements

A PPA has been entered into with the Government of Madhya Pradesh on August 24, 2013 for sale of 5% of power generated. The balance power generated is expected to be sold through competitive bidding and on merchant basis.

Power Evacuation

Power Grid Corporation, in accordance with the terms of its letter to us dated January 21, 2009, has granted open access to the Sidhi Power Plant at its Vindhyachal Pooling Station subject to certain terms and conditions.

Power from the Sidhi Power Plant shall be evacuated through a 75 km, 400 KV dedicated transmission line connected to the Vindhyachal Pooling Station to transmit the power. We have signed a bulk power transmission agreement with Power Grid Corporation on February 24, 2010 for the evacuation of power.

Land

We have made payment for required land for the Sidhi Power Plant, and the necessary award/possession for the same has been issued by the Government of Madhya Pradesh.

Kakinada Power Plant (350 MW)

Overview

Our Associate, SPGL is implementing the Kakinada Power Plant (350 MW) in addition to its existing 208 MW gas based power plant in Kakinada.

Fuel Supply

In January 2011, SPGL applied to the Central Electricity Authority of India for allocation of natural gas to the Kakinada Power Plant (350 MW). However, given the scarcity of natural gas in India, on March 19, 2012, the Central Electricity Authority of India issued a notification advising not to plan projects based on natural gas till Fiscal 2016.

Given that natural gas availability for the Kakinada Power Plant (350 MW) is a challenge, SPGL has initiated the process of applying and seeking various clearances for setting up a coal based 350 MW Thermal Power Plant.

Water Supply

Sea water from the Bay of Bengal will be used for the Kakinada Power Plant (350 MW). We intend to submit an application for the use of sea water with the Maritime Board of Andhra Pradesh.

Procurement / Implementation

SPGL has engaged Cethar Consulting Engineers Limited for preparation of a detailed project report and Enviro Consultants for the preparation of the draft Environment Impact Assessment for the Kakinada Power Plant (350 MW).

Power Evacuation

SPGL will apply for bulk power evacuation in due course based on the progress of implementation of the project.

Land

SPGL has acquired and is in possession of the requisite land.

Ratija Power Plant (Phase II)

Overview

Our Subsidiary, SCPL, plans to implement the Ratija Power Plant (Phase II).

The project site is located in the Ratija village in the Korba district, Chhattisgarh, and is adjacent to our existing coal beneficiation operations in the Ratija village. The site is suitable for Ratija Power Plant (Phase II) because of the ease of access to the site and the readily accessible fuel and water supply.

MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board

We entered into an MoU dated February 1, 2008 with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board, pursuant to which, the Government of Chhattisgarh had agreed to facilitate the development of power generation in relation to the Ratija Power Plant (Phase II). We entered into an implementation agreement dated August 1, 2009 with the Government of Chhattisgarh and the Chhattisgarh State Power Holding Company Limited (an affiliate of the Chhattisgarh State Electricity Board) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of the Rajija Power Plant (Phase II).

Procurement/ Implementation

We propose to implement the project on a "EPC" basis in respect of which a letter of intent dated April 6, 2013 was issued to Isgec Heavy Engineering Limited. However, the EPC contact is yet to be executed amongst the parties.

Fuel Supply

The primary fuel for the Ratija Power Plant (Phase II) is coal rejects, reprocessed coal rejects and / or blended coal. The expected consumption of coal for the Ratija Power Plant (Phase II) is approximately 0.42 MTPA at a Plant Load Factor of 85%. We filed an application with Chairman SLC & Additional Secretary (Coal), Ministry of Coal on September 19, 2008 for coal linkage for 0.098 MTPA.

Secondary fuel in the form of light diesel oil will be required to start up the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Ratija Power Plant (Phase II) by road.

Water Supply

We estimate that approximately two million cubic meters of water per annum will be required for the Ratija Power Plant (Phase II). We submitted an application to the State Investment Promotion Board on September 16, 2008 for the allocation of 2.21 million cubic meters of water per annum from the Lilagarh River for the Ratija Power Plant (Phase II).

Power Off-take Arrangements

A PPA is proposed to be entered into with Chhattisgarh SPTC for sale of up to 35% of power generated based on the memorandum of understanding dated February 1, 2008 entered into with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board. The remainder is proposed to be sold on merchant basis.

Power Evacuation

Power Grid Corporation, in accordance with the terms of the bulk power transmission agreement entered with us and dated April 30, 2009, has granted open access to the Ratija Power Plant (Phase II) for 100 MW. The agreement has granted connectivity to us though Power Grid Corporation's Sipat Pooling Station in the Western Grid.

Land

We have been allotted land from the Government of Chhattisgarh and have obtained possession of the land.

Champa Power Plant

Overview

Our Subsidiary, ACPGPL plans to implement the Champa Power Plant with two units of 600 MW design capacity each.

The project site is located in the Katsira and Dari villages in the Champa-Janjgir district, Chhattisgarh. The site is suitable for the Champa Power Plant because of the ease of access to the site and the readily accessible fuel and water supply.

MoU with the Government of Chhattisgarh and the CSEB

We executed an MoU with the Government of Chhattisgarh and the CSEB on January 8, 2008 for the establishment of the thermal power project. The MoU records the agreement of the Government of Chhattisgarh to facilitate the development of power generation in relation to the Champa Power Plant, through the Chhattisgarh State Investment

Promotion Board. We signed an implementation agreement on February 18, 2010 replacing the MoU. The terms and conditions of the implementation agreement are the same as those of the MoU.

Procurement/ Implementation

We plan to conduct an international competitive bidding process for the selection of an engineering, procurement and construction /BTG contractor once acquisition of the land is completed.

Fuel Supply

The primary fuel for the Champa Power Plant will be raw coal. The expected consumption of coal for the Champa Power Plant is 6.20 MTPA at a Plant Load Factor of 85%. Accordingly, we have submitted an application for a long-term coal linkage for 6.20 MTPA to the Standing Linkage Committee, Ministry of Coal on June 12, 2008. We expect the long-term coal linkage for the Champa Power Plant to be provided by the Ministry of Coal of India upon the achievement of major milestones such as the acquisition of land for the project.

Secondary fuel in the form of light diesel oil will be required to power the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Champa Power Plant by road.

Water Supply

We had received water allocation for 35.00 million cubic meters of water per annum from the Hasdeo River by letter dated December 2, 2009 which has expired and is yet to be applied for renewal.

Power Off-take Arrangements

PPA with Chhattisgarh SPTC

A PPA is proposed to be entered into with Chhattisgarh SPTC for sale of 5% of power generated pursuant to an memorandum of understanding dated January 8, 2008. The balance power generated is expected to be sold through competitive bidding and on merchant basis.

Power Evacuation

We submitted an application to Power Grid Corporation on March 4, 2008, for long-term open access connectivity to the Janjgir-Champa sub-station for the Champa Power Plant, subject to certain terms and conditions. We plan to construct a 26 km, 400 KV dedicated transmission line from the power plant to the Janjgir-Champa sub-station for transmitting the power at the interconnection point with Power Grid Corporation.

Land

Out of the total land required, 431.06 acres are government land for which the State Investment Promotion Board issued order for transfer to us on September 9, 2009.

Private land amounting to 560 acres is being acquired through the Government of Chhattisgarh. Application for diversion of forest land amounting to 6.78 acres has been submitted to the Forest Department on July 3, 2008.

Kanberi Power Plant (Phase-II)

Overview

Our Associate, SPMRPL, is constructing Kanberi Power Plant (Phase-II), in which we have 26% equity interest as at March 31, 2014.

MoU with the Government of Chhattisgarh and the Chhattisgarh State Electricity Board

SPMRPL entered into an MoU dated September 4, 2008 with the Government of Chhattisgarh. and the Chhattisgarh State Electricity Board, under which the Government of Chhattisgarh has agreed to facilitate the development of power generation in relation to both phases of the Kanberi Power Plant (Phase-II) in the state of Chhattisgarh. SPMRPL entered into an implementation agreement dated April 29, 2011 with the Government of Chhattisgarh and the Chhattisgarh State Power Holding Company Limited (an affiliate of the Chhattisgarh State Electricity Board) that replaced the MoU. The terms of the implementation agreement are similar to the terms of the MoU entered into in respect of both phases of the Kanberi Power Plant (Phase-II).

Procurement/ Implementation

Construction contract of Kanberi Power Plant (Phase-II) has been awarded on a "package" basis, whereby the component equipment is ordered separately in order to save capital costs. The overall management and project implementation of the Kanberi Power Plant (Phase-II) is being handled by SPMRPL.

Fuel Supply

The primary fuel for the Kanberi Power Plant (Phase-II) will be coal rejects, reprocessed coal rejects and / or blended coal. The expected consumption of coal for the project is 0.24 MTPA, at a Plant Load Factor of 80%. Reject coal generated from the coal washery of SPMRPL will be used for blending with raw coal.

Secondary fuel in the form of light diesel oil will be required to start up the coal fired boilers, which we intend to source from local vendors. The secondary fuel will be transported to the Kanberi Power Plant (Phase-II) by road.

Water Supply

SPMRPL has been granted the allocation of 1.7 million cubic meters per annum of water from the river Hasdeo on January 17, 2011 by the Water Resources Department, Government of Chhattisgarh. SPMRPL intends to transport the water to the project site by a water pumping station and a pipeline network.

Power Off-take Arrangements

SPMRPL has signed a PPA on April 20, 2009 with PTC India Limited for supply of 30 MW (inclusive of both phases of the Kanberi Power Plant) to be sold to PTC India Limited on a 'take or pay' basis at a tariff of ₹2.60 per kWh.

In addition, SPMRPL expects to sell 35% power through a long-term PPA with Chhattisgarh SPTC under the terms of Implementation Agreement dated April 29, 2011, entered between Government of Chhattisgarh, Chhattisgarh State Power Holding Company Limited and SPMRPL.

Power Evacuation

Permission has been granted by Chhattisgarh SPTC. vide their letter dated March 26, 2010 for construction of 132 KV Pooling substation and 132 KV LILO line for independent connectivity.

Land

SPMRPL has acquired and is in possession of approx. 8 acres of land required for the project. SPMRPL is in process of acquisition of balance land.

Customers, Sales and Marketing

In our power generation business, we enter into contracts through competitive bidding, which often requires prequalification, especially for public sector contracts. Once a tender is accepted by a customer, we enter into a long-term PPA. We also enter into contracts pursuant to MoUs / implementation agreements signed with state government nominees or based on mutual understandings with a customer.

We currently have seven customers in our power generation business, Chhattisgarh SPTC, Gujarat Urja Vikas Nigam Ltd., Knowledge Infrastructure System Private Limited, Transmission Corporation of Andhra Pradesh Limited and Transmission Corporation of Telangana State Limited. We have also entered into contracts with Chhattisgarh SPTC and PTC India Limited in connection with the power plants that we have under construction.

Operation and Maintenance

O&M plays an important role in power generation by increasing power plant availability and generation of power. Hence, our in-house O&M teams, consisting of experienced and qualified expert engineers and technicians, undertake the O&M of each of the power projects from the date of handing over of the unit. Each unit is headed by senior personnel, under whom separate groups for O&M function. In addition, an efficiency improvement and monitoring group and a maintenance planning group is formed to monitor and improve efficiency at each of our plants.

Our O&M staff is involved during the final phases of erection and the start of commissioning activities at our various power projects, so that they can familiarize themselves with the on-site equipment and be adequately trained to conduct the necessary O&M functions.

Production Processes

Our power projects use a range of power generation technologies including coal based power, wind based power and gas based power. These processes are described below.

Power generation

Coal based power generation

The process of generation of power from coal (water steam cycle) primarily entails two main stages. In the first stage, the chemical energy stored in coal is converted into heat energy in the coal-fired boilers. In the second stage, the high pressure steam generated in the boiler is passed through a turbine (conversion of heat energy into mechanical energy), which in turn is coupled to a generator (conversion of mechanical energy into electrical energy), thereby generating electricity.

The water steam cycle contains the coal fired steam generator, steam turbine with condenser, feed-water tank, low-pressure heaters and high pressure heaters and the connecting pipelines. The superheated steam produced in the steam generator is supplied to the high pressure steam turbine, which drives the generator. After leaving the high pressure turbine, the steam is reheated in the steam generator and fed to the intermediate pressure turbine.

In the low pressure turbine the steam coming directly from the intermediate pressure turbine expands to condenser pressure and is condensed in the condenser.

A closed cycle water system is used for cooling of the condenser. The condensate collected in the condenser hot well is discharged by the condensate pumps and supplied via the low pressure condensate heaters into the feed water tank. The feed water is further heated by bleed steam from turbine and dissolved gases from the feedwater are liberated. The boiler feed pumps discharge feed water from the feed-water tank via the high pressure heaters to the economizer. The high temperature steam-water mix is further converted into steam in water walls and finally passed through the super heaters sections for converting the saturated steam into superheated steam.

This technology can be divided into sub-critical technology and super-critical technology. The technologies differ principally in the pressure and temperature at which steam is produced in the boiler. The pressure and temperature of steam in a super-critical plant are significantly higher than in a sub-critical plant. Supercritical technology necessitates the use of advanced materials for the equipment that processes the steam. The supercritical boiler is a "once through" type of boiler unlike sub-critical boiler where water and steam remains in saturated condition in the boiler drum and water is re-circulated for generation of steam. The "once through" boiler does not require any circulating pump or drum except for boiler feed water pump. Energy required for circulation is provided by the feed pump.

The main sections of the power generating unit include a steam generator along with milling system, fans and electrostatic precipitator, integral piping, integral control system, turbine and generator unit along with boiler feed pump, regenerative heaters, condensate extraction pump, circulating and auxiliary cooling water pumps and the generator transformer with bus duct. The main sections of the utility system are the coal handling system, ash handling system, fire fighting system, air conditioning and ventilation system, switchyard and the plant water system.

Wind based power generation

The process of generating power from wind primarily entails two main stages. In the first stage, the wind spins the rotor blades (conversion of kinetic energy into mechanical energy), which are designed to maximize the capture of energy. In the second stage, the rotor blades spin the rotor shaft, which is connected to a generator (conversion of mechanical energy into electrical energy), thereby generating electricity.

The rotor blades form the motor of the wind turbine generator. The rotor blades collect kinetic energy from wind and convert this energy into mechanical energy. The area swept by the rotor blades, their aerodynamic profile and the rotational speed of the blades are the key factors that determine the power generation capacity of the wind turbine generator. The rotor blades are connected to the "drive train", which is comprised of the rotor shaft, gearbox and generator. They spin the rotor shaft, which is connected to the generator, and the generator converts the mechanical energy of the rotor blades into electrical power. The wind turbine generator's gearbox serves to increase the rotational speed of the rotor shaft to match the speed of the generator.

The main sections of the windmill include the rotor blades, the nacelle, which contains the drive train and other components such as electronic controls, and the tower, which serves as the foundation for the nacelle and the rotor blades.

Gas based power generation

Natural gas, because of its clean burning nature, is a very popular fuel for the generation of electricity. Many of the new natural gas based power projects are known as 'combined-cycle' units. In these types of generating facilities, there is both a gas turbine and a steam unit, all in one. The gas turbine operates in much the same way as a normal gas turbine, using the hot gases released from burning natural gas to turn a turbine and generate electricity. In combined-cycle plants, the waste heat from the gas-turbine process is directed toward generating steam, which is then used to generate electricity much like a steam unit. Because of this efficient use of the heat energy released from the natural gas, combined-cycle plants are much more efficient than steam units or gas turbines alone. In fact, combined-cycle plants can achieve thermal efficiencies of up to 50 to 60%.

Other Investments

Our direct/indirect equity interest in SPGL, as on the date of this Draft Red Herring Prospectus, is 49.73%. SPGL operates a 208 MW gas based power plant in Kakinada, Andhra Pradesh and is implementing a gas or coal based expansion power project with a design capacity of 350 MW at the same location. We will be required to make further investments in the expansion project with a design capacity of 350 MW to the extent of our proportional ownership interest within the following four years. We estimate that this investment will amount to approximately ₹1,239 million.

We own 45 per cent. equity interest in MCCPL through our wholly owned subsidiary, SFIP. We also hold certain preference shares and compulsorily convertible debentures in KIPL, which holds 55% equity interest in MCCPL. MCCPL is constructing a 300 MW coal based power project in Bandakhar, Chhattisgarh, which is expected to be commissioned by December 2014. Further, MCCPL also has an installed capacity for the beneficiation of raw coal of 3.30 MTPA in Ratija, Chhattisgarh, that it plans to increase to 10.00 MTPA by Fiscal 2019. In relation to this, we would be required to make a further investment of ₹100 million within the next four years to complete the expansion of the beneficiation plant to 10.00 MTPA.

We have a 26% equity interest as at March 31, 2014 in SPMRPL which has set up a coal washery with an installed capacity of 0.90 MTPA at Village Kanberi, Korba, Chhattisgarh ("**Kanberi Coal Washery**") and is constructing a coal reject based power project with a designed capacity of 1 x 25MW at Village Kanberi, Korba, Chhattisgarh (the "**Kanberi Power Plant Phase-I**") and 1 x 25MW reject based power plant (the "**Kanberi Power Plant Phase-II**") is in development stage. We will be required to make investments in the 2 x 25MW coal reject based power project to the extent of our proportional ownership interest. We estimate that this will amount to approximately ₹125.94 million.

Competition

Coal beneficiation

We are the largest coal washing company in India, with an aggregate design coal washing capacity, on a proportional basis, of 62.57 MTPA (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Other major coal beneficiation companies in India include Gupta Coal Washeries, Hind Energy and Coal Beneficiation (India) Limited, S.V. Power Private Limited, Monnet Daniels Coal Washeries Private Limited and Bhatia International.

We face competition with respect to bidding on various tenders for coal beneficiation and for setting up new coal beneficiation plants and finding customers for our services. Competition in the industry is based on four main factors: price, location, evacuation methodology and logistics capabilities.

While we are the largest coal beneficiation company in India, we are not in a dominant position in India or a part of India from the perspective of competition law. In the coal beneficiation business, we do not operate independently of competitive forces prevailing in India or a part of India. We are not in a position to affect our competitors or consumers or the relevant market in our favour.

Power business

We compete with Indian and foreign companies operating in the power business, including NTPC Limited, NHPC Limited, Adani Power Limited, Reliance Power Limited, JSW Energy Limited, GMR Infrastructure Limited, LANCO Infratech Limited, AES Limited, CLP India, Jindal Power Limited and GVK Power & Infrastructure Limited. Some of our competitors may have more experience than us in the development and operation of power projects. In addition, a number of these companies may have more resources than us. We face competition with

respect to setting up our power projects, and we will face competition with respect to selling excess power that we may produce from our power projects that will not be subject to long-term PPAs.

Employees

As of August 31, 2014, we had a total of 1,780 full-time employees in the company and its subsidiaries. In addition to our full-time employees, we retain contract workers to assist us in various aspects of our business. The terms of engagement for our contract workers are different than those of our full-time employees. The table below details our employees as of the period end indicated:

Classification	Fiscal 2013	Fiscal 2014
Senior Executives	53	57
Middle Management Executives	58	60
Junior Management Executives	178	176
Engineering Staff	333	332
Support Staff	214	213
Workers /Workmen	962	942
Total	**1,798**	**1,780**

They were employed in the following segments:

Classification	Fiscal 2013	Fiscal 2014
Coal Beneficiation Plants	1,297	1,316
Power Plant	340	308
Equipment Manufacturing	50	49
Head Office	111	107
Total	**1,798**	**1,780**

As of the date of this Draft Red Herring Prospectus, our employees are not unionized and we believe that our employee relations are generally good.

Recruitment

Our recruitment focuses on attracting and retaining high calibre individuals who are motivated to advance within the organization and meet our evolving needs. For recruitment we follow a variety of approaches including press advertisement, campus recruitment and searches conducted through consultants. For campus recruitment we visit campuses such as the National Power Training Institute of India in order to hire individuals specifically for our power business. The qualifications sought depend upon the job profile of the relevant position, and vary from B. Tech / BE, MSc (pure sciences), MCS, MCA, M.Tech and PhD for technical grades, to CA, CS, CMA, MBA and degrees with specific specializations for administrative grades. The selection of candidates is generally conducted by an interview panel, which evaluates the qualifications and suitability of candidates.

Compensation

The standard remuneration package for our full-time employees includes:

- salary and other allowances; and
- medical, retirement and other benefits, including provident fund and gratuity mandated under various statutory provisions.

We paid salaries, wages and bonuses of ₹ 620.48 million, ₹ 849.40 million and ₹ 900.97 million to our employees during Fiscal 2012, 2013 and 2014, respectively. Our contribution towards provident and other funds in relation to employee benefits for Fiscal Year 2012, 2013 and 2014 was ₹ 32.00 million, ₹ 36.30 million and ₹ 38.40 million, respectively. Furthermore, our contribution towards workmen and staff welfare for 2012, 2013 and 2014 was ₹ 23.02 million, ₹ 42.15 million and ₹ 33.41 million, respectively.

We also operate a defined benefit gratuity plan for our employees. For further details, see the section titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 390 of this Draft Red Herring Prospectus.

Corporate Social Responsibility

Approximately 70% of our employees live in the regions where our operations are located. We employ women in non-labour intensive positions and have a zero tolerance policy toward child labour.

We plan to open an Industrial Training institute in Chhattisgarh for training local youth. We continue to focus on the development of communities that are affected by our projects through our corporate social responsibility initiatives, including the provision of employment and cash compensation for land acquisition.

Insurance

With respect to our coal beneficiation and power facilities, we are covered for all third-party risks, insurance policies for loss caused by accident, fire, flood, riot, strike, terrorism and malicious damage, for liability to our customers and third parties and for anticipated loss of profit. We are also required to maintain insurance cover under certain of our loans. For certain projects under construction, we require our contractors to maintain insurance for our benefit during the construction of the projects. We also obtain insurance for outside processing materials, stock at our manufacturing facilities, raw materials and semi-finished goods. For our employees, we have group accidental policies and medical insurance policies.

Notwithstanding our insurance coverage, damage to our coal beneficiation plants, power projects, other facilities, equipment, machinery, buildings or other properties as a result of occurrences such as fire, explosion, power loss, telecommunications failure, intentional unlawful act, human error or natural disaster or terrorism, or any decline in our business as a result of any threat of war, outbreak of disease or epidemic could nevertheless have an adverse effect on the our financial condition and results of operations to the extent that such occurrences disrupt the normal operation of our business. See the section titled "*Risk Factors — The occurrence of an event for which we are not adequately or sufficiently insured could have an adverse effect on our business, results of operations, financial condition and cash flows*" on page 45 of this Draft Red Herring Prospectus.

Safety and Risk Management

We implement work safety measures and standards to ensure healthy and safe working conditions, equipment and systems of work for all of our employees, contractors, visitors and customers at our coal beneficiation plants, power projects and other facilities.

We have a well defined Environment, Health and Safety Policy for all our industrial operations. We seek to continue to focus on maintaining a safe work environment through the implementation of our safety policy and a structured multidisciplinary internal safety oversight body to oversee safety in our operations. We continue to focus on reducing employee injury incident rates and avoid lost time injuries. We continue to invest in advanced equipment and technology for increased mechanization of our operations to enhance the safety of our workforce.

Our employees are also offered bi-annual medical check-ups, and they are equipped with personal protective equipment to safeguard them against occupational hazards.

We reduce waste and other harmful pollutants by careful use of materials, energy and other resources, while increasing recycling opportunities. Each of our coal beneficiation plants, power projects and other facilities is expected to have their own work safety management department which ensures compliance with safety measures and standards. In addition, all of our coal beneficiation plants, power projects and other facilities are expected to have safety systems and emergency shutdown systems for smooth and safe stoppage of the coal beneficiation plants and power projects in abnormal conditions.

We have obtained all material statutory and regulatory licenses and governmental approvals necessary we to ensure that we comply with standards for health and safety in the workplace and conduct regular audits and drills to ensure that our coal beneficiation and power generation operations are in compliance with such standards, provide appropriate levels of training to management and employees and ensure that appropriate resources are available and deployed in order to ensure that our health and safety policy is effectively implemented and the standards met.

Environmental matters

Coal beneficiation

We are required to comply with various environmental and safety laws applicable to us. For information regarding the environmental and safety laws which apply to us, see the section titled "*Regulation and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

Power generation

Prior to the commencement of any power project, we undertake appropriate environmental impact assessment studies and, based on the various findings, we develop an environmental management plan. We are committed to complying with all statutory requirements, environmental regulations and quality standards as per the guidelines published by the Ministry of Environment and Forest and the Government of India from time to time.

Our power projects are expected to be equipped with pollution control devices to reduce the major pollutants likely to affect the environment at the power projects, to acceptable levels. Pollutants from the power projects include carbon dioxide, sulphur oxides, nitrogen oxides, liquid effluents, noise, and thermal pollution. To keep the stack emissions within the limits and to control the ground level pollutants, our power projects are equipped with an electrostatic precipitator and a chimney of sufficient height as per Ministry of Environment and Forest and state pollution control boards' regulations.

For more information regarding the environmental and safety laws which apply to us, see the section titled "*Regulation and Policies in India*" on page 217 of this Draft Red Herring Prospectus.

Environmental policies

We have implemented and seek to continue to implement various environmental initiatives such as ground water recharge and water harvesting through rainwater harvesting structures, not only advocating their implementation in our operations but also promoting them in villages located near our operations. We have integrated EMS (ISO : 14001) and OSHAS 18001 in our Dipka Coal Washery, Chakabura Coal Washery, Panderpauni Coal Washery and Gevra Coal Washery, coal beneficiation plants. Korba Power Plant and Ratija Coal Washery (•) coal beneficiation and power plant of SCPL have also integrated the EMS (ISO : 14001) and OSHAS 18001 management systems in their operations.

The implementation of these systems is underway for IInd unit of Chakabura Power Plant, and Hemgir Coal Washery (5.00 MTPA)**.** We continue to implement more environment-friendly technologies and coal beneficiation facilities and the use of more environment-friendly equipment such as heavy media cyclones, which reduce noise pollution.

In regards to our coal beneficiation operations, we have increased the efficiency of our water utilization by integrating a five stage clarification system that recycles waste water, and, thereby, reduces our fresh water intake. The water utilization in a coal beneficiation operation should not exceed more than 1.5 cubic meters of water per ton of beneficiated coal as per the standards prescribed by the Central Pollution Control Board/State Environment Conservation Board. In our coal beneficiation process, we have reduced our water intake to less than 0.11 cubic meters per ton of raw coal. We have also installed high efficiency electrostatic precipitators in our Chakabura Power

Plant (Phase I), our Korba Power Plant and our Ratija Power Plant (Phase-I) that have helped to contain air emissions to the prescribed norms of 50mg/Nm3.

In February 2007, we entered into the business of thermal power generation through coal rejects as a way of reducing pollution caused by the bulk open storage of coal rejects. We believe that we are the pioneers in using coal rejects for power generation and reducing the pollution caused by coal reject storage. Moreover, the fly ash generated in our power operations is generally used in the manufacturing of fly ash bricks, which are used in the construction of our projects.

Information technology

We have invested in information technologies designed to help us better monitor and run our businesses. In 2009, we implemented Dynamic NAV, an ERP program developed by Microsoft Corporation. Our ERP platform includes modules that not only automate business processes, but also provide business intelligence technologies designed to provide a single view of our businesses. We use it mainly to record information relating to finance and accounts, inventories, purchases and sales. The ERP system is deployed through a centralized data centre located at Gurgaon (Haryana).

Intellectual property rights

Our trademark and logo which appear on the cover page of this Draft Red Herring Prospectus are not registered. We have, however, applied for registration of our trademark and logo. Pending our application for registration, our trademark and logo have limited legal protection. For further details, see the section titled "*Government and Other Approvals*" on page 485 of this Draft Red Herring Prospectus.

Research and Development

We believe that given the shortage of supply of coal in India, the volume of coal imported into the country is likely to increase. Imported coal generally has high moisture content, which contributes to an increase in the freight cost while importing coal. We have set up an R&D department for the development of a coal drying plant which will help in reduction of moisture content in the coal, construction of which has commenced.

Legal proceedings

We are involved from time to time in litigation incidental to our businesses. While we cannot predict the outcome of any pending or future litigation, examination or investigation, based on the amounts sought in pending actions against us and our history of resolving litigation matters in the past, as well as the advice of legal counsel, any pending legal matter may have a material adverse effect on our business, financial condition or results of operations. For further details, see the section titled "*Risk Factors*" on page 25 of this Draft Red Herring Prospectus.

Properties

Our Company and Subsidiaries currently own or lease a variety of properties, primarily for office space throughout India. Our registered office is situated on leased premises at C-102, L.G.F, New Multan Nagar, Surya Enclave, New Delhi-110056 and our corporate office, which is owned by our Company, is situated at 7th Floor, Corporate Tower, Ambience Mall, N.H. 8, Gurgaon, Haryana 122 002. In addition, we maintain various regional/branch offices across India.

Recent Development

For details on the recent developments related to our Company and our business, please see "*Management's Discussion and Analysis of Financial Condition and Results of Operations – Recent Development*".

REGULATIONS AND POLICIES IN INDIA

Our Company is primarily engaged in the business of electricity generation and coal washing. The following description is a summary of certain sector specific laws and regulations in India, which are applicable to the Company. The information detailed in this section has been obtained from publications available in the public domain. The regulations set out below may not be exhaustive, and are only intended to provide general information to the Bidders and are neither designed nor intended to substitute for professional legal advice.

Coal Washing

Coal Mines (Nationalisation) Act, 1973

The Coal Mines (Nationalisation) Act, 1973 ("**Coal Nationalisation Act**") was enacted for the purposes of the acquisition and transfer of the right, title and interest of the owners in respect of coal mines. Under the Coal Nationalization Act, on and from May 1, 1973, the right, title and interest of the owners of coal mines were transferred to the Government of India and the Government of India was required to pay a specified amount for such transfer to the relevant mine owner. The Coal Nationalisation Act prohibits any person from carrying on coal mining operations in India, except: (a) the Government of India or a Government company including corporations owned, managed or controlled by the Government of India; (b) a person to whom a sub-lease has been granted by the Government of India or such company or corporation mentioned in (a) above; or (c) a company which is engaged in the production of iron and steel, generation of power, washing of coal obtained from a mine, or such other end use as the Government of India may notify from time to time.

By an amendment to the Coal Nationalisation Act in 1976, two exceptions to policy were introduced viz. (i) captive mining by private companies engaged in production of iron and steel and (ii) sub-lease for coal mining to private parties in isolated small pockets not amenable to economic development and not requiring rail transport. The amendment to the Coal Nationalisation Act in 1993 allowed coal mining for captive consumption for generation of power, washing of coal obtained from a mine and other end uses to be notified by Government from time to time, in addition to the existing provision for captive coal mining for production of iron and steel. The 1993 amendment to the Coal Nationalisation Act applies to both the public sector and private sector companies desiring to mine coal for captive consumption in relation to the activities set out above.

The Coal Mines (Nationalisation) Amendment Bill, 2000 had been introduced in the Parliament in order to meet the growing demands for coal, and sought to allow private persons (except foreign companies) to carry on coal mining operations in India, either for own consumption or sale or for any purpose pursuant to the licence or lease. However, this move came to face serious opposition from trade unions and had to be shelved. Recent press reports suggest that this proposal to amend the Coal Nationalisation Act may be revived in order to permit private participation in coal mining for commercial purposes.

Regulations on Coal Distribution and Quality Control

Quality Control

In exercise of the powers conferred by the Essential Commodities Act, 1955 and the Mines and Minerals (Development and Regulation) Act, 1957, the Government of India issued the Colliery Control Rules, 2004 ("**CC Rules**"). The CC Rules empowers the Central Government to prescribe the criteria for categorization of coal and the Coal Controller for *inter alia*, prescribing the procedure for the categorization of coal, inspection of collieries and quality surveillance. The Coal Controller has also been empowered to issue directions to any colliery owner regulating disposal of stocks of coal, prohibiting or limiting the mining or production of any grade of coal and the requirement of prior permissions to open a coal mine.

The Essential Commodities (Amendment) Act, 2006 omitted coal from the list of essential commodities. However, the CC Rules are still applicable to coal distribution and quality control.

Distribution of Coal

The Ministry of Coal issued the New Coal Distribution Policy, 2007 ("**NCD Policy**") in order to regulate the distribution of coal. This policy removed the classification of consumers into consumers of the core and the non-core sectors and instead, stated that each sector consumers would be treated on merit keeping in view, *inter-alia*, the regulatory provisions applicable thereto and other relevant factors. The NCD Policy also deals with the (a) distribution and pricing of coal to different consumers or sectors like the defence sector, railways, power utilities, integrated steel plants, etc.; (b) exclusive distribution policy for the consumers in small and medium sector, replacement of the linkage system with enforceable fuel supply agreements; and (c) laying down of policies for new consumers and a fresh scheme for e-auctioning of coal. The NCD Policy also lays down that discipline and economy should be maintained in the usage of coal since it is considered a scarce fuel.

In 2013, the NCD Policy revised the arrangement for the supply of coal to Thermal Power Stations (TPPs) as per the Tapering Linkage Policy. In order for a public sector undertaking to meet its obligations to supply coal under the respective fuel supply agreements, it may import coal and supply coal to willing power plants on a cost plus basis. Additionally, power plants may directly import coal, discharging the supply FSA obligations of a public sector undertaking under the fuel supply agreements to that extent.In India, the transmission and distribution system is a three-tier structure comprising regional grids, state grids and distribution networks. The five regional grids, structured on a geographical contiguity basis, facilitate transfer of power from a power surplus state to a power deficit state. The regional grids also facilitate the optimal scheduling of maintenance outages and better co-ordination between the power plants. The regional grids shall be gradually integrated to form a national grid so that the regional power imbalances could be addressed better, thereby facilitating a more optimal utilisation of the national generating capacity. Most interregional and interstate transmission links are owned and operated by the Power Grid Corporation of India Limited ("PGCIL") though some are jointly owned by the state Discoms. The Government of India has permitted private investment in transmission sector, and it has encouraged Foreign Direct Investment ("FDI") in this sector.

Setting up Coal Washeries on lands of Coal Companies

With respect to coal washeries, the Ministry of Coal, in August, 2005, issued guidelines for setting up of coal washeries on the lands of coal companies. These guidelines recognize that coal washeries may be set up by coal consumers or by operators on their behalf for obtaining coal of desired quality to meet the demand-supply gap of washed coal. These guidelines state that if the washery is to be set up on a coal company's land, the said coal company shall have to act as a facilitator.

The guidelines provide that any consumer with a fuel supply agreement or a long term coal linkage with a coal company may set up a washery for its own consumption of washed coal or any private or public sector enterprise may set up and operate a washery on behalf of such consumer on the land of any public sector undertaking, subject to, *inter-alia*, the following guidelines:

(a) The washery operator shall give an undertaking that in the event of use of the leased land by the washery company for the purpose other than the washing of coal, the land will revert to the concerned coal company;

(b) The life of the washery shall not be less than twenty years;

(c) The washery operator shall have a memorandum of understanding with the consumer or group of consumers, who have a fuel supply agreement or long term coal linkage with a coal company, for production of predetermined quantity of washed coal, middlings, if any, and rejects;

(d) The washery company shall have to have an indicative financing plan for setting up of the coal washery project, supported with a comfort letter from banks/financial institutions. A firm financing plan substantiating the tie-ups/commitments from banks/financial institutions shall have to be handed over to the coal company before physical possession of land is handed over;

(e) The minimum throughput capacity of a washery should be 2.0 MTY;

(f) In case of the washeries of the consumers with fuel supply agreement or long term coal linkage with the coal company, or their operators, the coal company will supply agreed quality and quantity of raw coal in terms of its long term fuel supply agreement; and

(g) To avoid malpractice, monthly returns shall have to be submitted by the washery operator to the coal companies concerned *inter alia* in respect of:

(i) Details of parties for whom the coal washing was undertaken;

(ii) Quantity and quality of receipt of raw coal;

(iii) Quantity of raw coal processed;

(iv) Volume of washed coal dispatched to consumers; and

(v) Quantity of rejects generated, dumped, stacked or disposed off.

Environmental Laws

The three major statutes in India which seek to regulate and protect the environment *inter alia* against pollution from industrial activities in India are the Water (Prevention and Control of Pollution) Act 1974, the Air (Prevention and Control of Pollution) Act, 1981 and the Environment (Protection) Act, 1986. The basic purpose of these statutes is to control, abate and prevent pollution. In order to achieve these objectives, Pollution Control Boards ("**PCBs**"), which are vested with diverse powers to deal with water and air pollution, have been set up in each state and also at the central government level. The PCBs are responsible for setting the standards for maintenance of clean air and water, directing the installation of pollution control devices in industries and undertaking investigations to ensure that industries are functioning in compliance with the standards prescribed. These authorities also have the power of search, seizure and investigation if the authorities are aware of or suspect pollution. All industries and factories are required to obtain consent orders from the PCBs prior to setting up and for the operation thereof. The consents for operation are required to be renewed periodically.

As per the Environment (Protection) Rules, 1986 ("**EPA Rules**"), any thermal power plant located beyond one thousand kilometers from the coal mine pit head and any thermal power plant in urban area or sensitive area or critically polluted area, irrespective of their distance from the pit-head, except any pit-head power plant has to use raw or blended or beneficiated coal with an ash content not exceeding 34% on a quarterly average basis. These provisions were added to cater for the advancements made in the area of clean technologies. Also, terms such as "beneficiated coal", "pit head power plant", "sensitive area" and "critical area" which were left undefined in the previous notification, have been explained under the EPA Rules

Water Act

Water pollution in India is regulated under the Water (Prevention and Control of Pollution) Act, 1974 ("**Water Act**"). The Water Act aims to provide for the prevention and control of water pollution and maintaining or restoring of wholesomeness of water.

As per the provisions of the Water Act, there are certain restrictions whereby no person shall, without the prior consent of the state PCB (1) establish or take any steps to establish any industry, operation or process, or any treatment and disposal system or any extension or addition thereto, which is likely to discharge sewage or trade effluent into a stream or well or sewer or on land (such discharge being hereafter in this section referred to as discharge of sewage); (2) bring into use any new or altered outlet for the discharge of sewage; or (3) undertake any activity which causes new discharge of sewage. Before any of the above activities is undertaken, a permission is required from the relevant state PCB for which an application is to be made to the such PCB who, after conducting an enquiry into the application, may grant its permission to carry out the proposed activity.

During the subsistence of the consent, the state PCB is authorized to carry out periodic checks on any industry to verify if the standards prescribed are being complied with by the concerned person/company. If the standards are not being complied with, the state PCB is authorized to serve a notice to the concerned person/company. In the event of non-compliance, the state PCB may mandate closure or withdraw water supply to the relevant industrial unit or cause magistrates to pass injunctions to restrain such polluters. Furthermore, the directors of the company that is found to have violated the provisions of the Water Act may face criminal liabilities.

Air Act

The Air (Prevention and Control of Pollution) Act 1981 ("**Air Act**") specifies that any individual, industry or institution, responsible for emitting smoke or gases by way of use as fuel or chemical reactions, must apply in a prescribed form to obtain consent from the relevant state PCB prior to commencing any construction activity. The relevant state PCB is required to grant consent within four months of receipt of the application. The consent may contain conditions relating to specifications of pollution control equipment to be installed. The framework of the Air Act is otherwise very similar to that of the Water Act.

The Environment (Protection) Act, 1986

This is a broad umbrella legislation that seeks to regulate the environmental impact of industrial activities, emission of air pollutants and discharge of chemicals into surrounding water bodies. The environmental framework gives primary environmental oversight authority to the Ministry of Environment and Forests ("**MoEF**"), the Central Pollution Control Board (the "**CPCB**") and the respective state PCBs. The MoEF is the key national regulatory agency responsible for policy formulation, planning and co-ordination of all issues related to environmental protection. The CPCB is the law enforcing body at the national level. It enforces environmental legislation, coordinates the activities of SPCB, establishes environmental standards and plans and executes a nationwide programme for the prevention, control and abatement of pollution.

On September 14, 2006 the Environmental Impact Assessment Notification S.O. 1533 ("**EIA Notification**") was issued which superseded the 1994 Environmental Impact Assessment Notification which requires obtaining of prior environmental clearance in respect of certain projects. The application for environment clearance is required to be accompanied by information detailed under the EIA Notification, including a conceptual plan and an environment management plan. Under the EIA Notification, the environmental clearance process for new projects consists of four stages – screening, scoping, public consultation and appraisal. After completion of public consultation, the applicant is required to make appropriate changes in the draft Environment Impact Assessment Report and the Environment Management Plan. The final Environment Impact Assessment Report has to be submitted to the concerned regulatory authority for appraisal. The regulatory authority is required to give its decision within 105 days of the submission of the final Environment Impact Assessment Report. If no comments are received from the appropriate authorities within the time limits specified in the EIA Notification, the project is deemed to have been approved as proposed by the project developer/manager.

The clearance granted is valid for a period of five years during the construction phase of the project. . The project developer/manager concerned is required to submit a half yearly report to the Impact Assessment Authority to enable it to monitor effectively the implementation of the recommendations and conditions subject to which the environmental clearance has been given.

As mentioned above, the EIA notification provides for four stages for prior environment clearance. However not all stages apply to all projects. The four stages are:

1) *Screening*: During this process the appraisal authority determines whether there is a requirement of Environment Impact Assessment Report to be submitted as per the guidelines given by the Central Government in this context.

2) *Scoping*: During this process the appraisal committee determines the terms of reference ("**TOR**") for the environment impact assessment study in respect of each of category of project (i.e. category A and B 1

projects). TOR are to be conveyed to the applicant within 60 days of receipt of the application in the prescribed format.

3) *Public Consultancy and Public Hearing*: This process involves obtaining and receiving objections and other concerns of local affected persons and others who have a stake in the project and its impact. Public hearing should be conducted by the SPCB or the Union Territory Pollution Control Committee, as the case may be, within 45 days from the date of receiving the application from the project proponent to this effect, which application is to be made after submission of the draft environment impact assessment report and the draft environment management plan.

4) *Appraisal*: State Environmental Impact Assessment Committee or Expert Appraisal Committee has to consider the final Environment Impact Assessment report and the outcome of public consultation and other documents and make recommendations to the regulatory authority. They may recommend granting prior environmental clearance on stipulated terms and conditions or rejecting the applications recording the reasons for the same.

Further, as per the EIA Notification, the management of the project which obtained prior environmental clearance has to submit to the regulatory authority compliance report every six months. All the compliance reports will be public documents.

The Government of India, vide its notification dated July 7, 2012, has enacted the Environment (Protection) Amendment Rules, 2012. The said rules contemplate that from January 01, 2014, certain coal based thermal power plants would be required to use raw or blended or beneficiated coal with an ash content not exceeding thirty four percent on a quarterly average basis.

Forest Act

The Forest (Conservation) Act, 1980 ("**Forest Act**") was enacted to promote the conservation of forests. The provisions of the Forest Act prohibit the State Government(s) from passing any order to de-reserve a reserved forest or authorize the use of forest land for non-forest purposes without the approval of the Central Government. The term "non-forest purpose", as defined under the Forest Act, means the breaking up or clearing of any forest land for the purposes mentioned therein or any purpose other than re-afforestation. The Central Government is empowered to set up a committee which will be in charge of granting approvals for the aforementioned purposes. The Central Government is also empowered to make appropriate rules for carrying out the provisions of the Forest Act. The Forest Act also contains certain penal provisions which prescribe the punishment for contravention of the provisions of the Forest Act. Whoever contravenes the provisions of the Forest Act is liable to be punished with simple imprisonment for a period of up to two years. In case of an offence committed by an authority or a government department, the Forest Act fixes the vicarious liability on the head of the department.

Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008

The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008 ("**Rules**"), apply to the handling of hazardous wastes as specified in the Schedules appended to the Rules. The Rules prescribe a detailed procedure for the safe and environmentally sound handling of hazardous waste materials. The onus of complying with the procedures is fixed upon the occupier of the establishment generating such hazardous waste materials. Furthermore, every person who is engaged in generation, processing, treatment, packaging, storage, transportation, use, collection, destruction or conversion of any hazardous waste material is required to obtain an authorization from the relevant SPCB for handling such hazardous wastes. Each SPCB has also been given the power to suspend or cancel the authorization if the holder of the authorization fails to comply with the conditions of the authorization or the Rules.

The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989

The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989, provide for various safeguards and handling of hazardous chemicals in specific industries carrying on certain activities. These rules provide for safety standards to be observed in industries while handling such chemicals.

Labour Regulations

Depending upon the nature of the projects undertaken by our Company, applicable labour laws and regulations include the following:

Contract Labour (Regulation and Abolition) Act, 1970

Companies use the services of contractors who in turn employ contract labour whose number exceeds twenty in respect of some of the sites. Accordingly, such companies are regulated by the provisions of the Contract Labour (Regulation and Abolition) Act, 1970 which requires our Company to be registered as a principal employer and prescribes certain obligations with respect to welfare and health of contract labour.

Factories Act, 1948 amended 1987, state amendments: MH 2006, KN 2002

The Factories Act, 1948 ("**Factories Act**") defines a 'factory' to cover any premises which employs ten or more workers and in which manufacturing process is carried on with the aid of power and any premises where there are at least twenty workers even though there is or no electrically aided manufacturing process being carried on. Various State Governments have prescribed rules in respect of the prior submission of plans and their approval for the establishment of factories and registration and licensing of factories.

The Factories Act provides that an occupier of a factory (who, in case the factory is owned by a company, should be a director who has the ultimate control over the affairs of the factory) must ensure the health, safety and welfare of all workers working in such factory. There is a prohibition on employing children below the age of fourteen years in any factory. The occupier and the manager of a factory may be punished with imprisonment for a term up to two years or with a fine up to one lakh rupees or with both in case of contravention of any provisions of the Factories Act or rules framed thereunder and in case of a contravention continuing after conviction, with a fine of up to one thousand rupees per day of contravention.

Maternity Benefit Act, 1961-2008 amendment

The Maternity Benefit Act, 1961 ("**Maternity Benefit Act**") provides that a woman who has worked for at least eighty days in the twelve months preceding her expected date of delivery is eligible for maternity benefits. Under the Maternity Benefit Act, a woman working in a factory may take leave for six weeks immediately preceding her scheduled date of delivery and for this period of absence she must be paid maternity benefit at the rate of the average daily wage. The maximum period during which a woman is required to be paid maternity benefit is twelve weeks. Women entitled to maternity benefit are also entitled to medical bonus of two thousand and five hundred rupees. Contravention of the Maternity Benefit Act is punishable by imprisonment of up to one year or a fine up to Rupees five thousand or both.

Payment of Wages Act, 1936-2005 amendment

Payment of Wages Act, 1936 regulates the mode and method of wage payment and provides means of recovery of unpaid wages.

Payment of Bonus Act, 1965-2007 amendment

An employee *or workman*, in a factory who has worked for at least 30 working days in a year is eligible to be paid bonus. 'Allocable surplus' is defined as 67% of the available surplus in the financial year, before making arrangements for the payment of dividend out of profit. The minimum bonus fixed by the statute must be paid *to workmen* irrespective of the existence of any allocable surplus. If allocable surplus exceeds minimum bonus payable, then the employer must pay bonus proportionate to the salary or wage earned during that period, subject to

a maximum of 20% of such salary or wage. Contravention of the provisions of the Payment of Bonus Act, 1965 is punishable with imprisonment for a period up to six months or a fine up to one thousand rupees or both

Employees' State Insurance Act, 1948-2010 amendment

The object of the Employees' State Insurance Act, 1948 is to secure sickness, maternity, disablement and medical benefits to employees of factories and establishments and dependant' benefits to the dependants of such employees.

Employees' Provident Funds and Miscellaneous Provisions Act, 1952.-1998 amendment

The Employees Provident Funds and Miscellaneous Provisions Act, 1952 ("**PF Act**") ensures compulsory provident fund, family pension fund and deposit linked insurance in factories and other establishments for the benefits of the employees. The rate of contribution has been fixed at 10% and 12%. Presently an employee at the time of joining the employment and getting wages up to ` 6500/- is required to become a member of the employees' provident fund organization (the "**EPFO**"), established in accordance with the provisions of the PF Act. The PF Act *inter-alia* provides for:

- grant of exemption from the operation of the scheme/s framed under the Act to an establishment, to a class of employees and to an individual employee, on certain conditions.
- appointment of inspector to secure compliance under the Act and the schemes framed there under.
- mode of recovery of money due from employers.

The funds established under the PF Act vest in and are administered by the Central Board of Trustees and function within the overall regulatory control of the Central Government.

Payment of Gratuity Act, 1972-2010 amendment

Under the Payment of Gratuity Act, 1972, an employee in an establishment, factory, among others, is deemed to be in 'continuous service' for a period notwithstanding that his service has been interrupted during that period by sickness, accident, leave, absence without leave, lay-off, strike, lock-out or cessation of work not due to the fault to of the employee, or the employee has worked at least two hundred and forty days in a period of twelve months or one hundred and twenty days in a period of six months immediately preceding the date of reckoning. An employee who has been in continuous service for a period of five years will eligible for gratuity upon his retirement, superannuation, death or disablement. The maximum amount of gratuity payable must not exceed ` 1,000,000.

Minimum Wages Act, 1948-1961 amendment

The State Governments may stipulate the minimum wages applicable to a particular industry. The minimum wages generally consist of a basic rate of wages, cash value of supplies of essential commodities at concession rates and a special allowance, the aggregate of which reflects the cost of living index as notified in the Official Gazette. Workers are to be paid for overtime at overtime rates stipulated by the appropriate Government. Any contravention may result in imprisonment up to six months or a fine up to five hundred rupees.

Employees' Compensation Act, 1923

Under the terms of the Employees' Compensation Act, 1923, ("**Employees' Compensation Act**"), in the event that personal injury is caused to a workman by accident during employment, his employer would be liable to pay him compensation. However, no compensation is required to be paid if the injury did not disable the workman for three days or the workman was at the time of injury under the influence of drugs or alcohol, or wilfully disobeyed safety rules. Where death or permanent disablement results from the injury the workman is liable to be paid compensation at such rates as specified in the Employees' Compensation Act. The maximum wage which is considered for the purposes of reckoning the compensation is ` 8,000.

Competition Act, 2002 ("Competition Act") -2009 amendment

The Competition Act, 2002 ("**Competition Act**") aims to prevent anti-competitive practices that cause or are likely to cause an appreciable adverse effect on competition in the relevant market in India. The Competition Commission of India ("**Competition Commission**") in New Delhi is India's competition watchdog. It is mandated under the Competition Act to prevent practices having adverse effect on competition, to promote and sustain competition in markets, to protect the interests of consumers and to ensure freedom of trade carried on by other participants in the market.

In India, there are three broad areas of focus for competition law: (i) anti-competitive agreements between enterprises or associations of enterprises, which are considered under Section 3 of the Competition Act; (ii) market dominance and abuse of dominant position, which is considered under Section 4 of the Competition Act; and (iii) regulation of combinations, by way of mergers/amalgamations/acquisitions, which is considered under Section 5 and Section 6 of the Competition Act.

Section 3 of the Competition Act prohibits enterprises or association of enterprises or persons or association of persons from entering into any agreement in respect of production, supply, distribution, storage, acquisition or control of goods or provision of services, which causes or is likely to cause an appreciable adverse effect on competition within India. Anti-competitive agreements can either be horizontal agreements, i.e. between enterprises engaged in identical or similar trade of goods or provision of services, or vertical agreements, i.e. between enterprises at different stages or levels of the production chain. Horizontal agreements that are prohibited under the Competition Act include agreements to fix sale or purchase prices (directly or indirectly), limit or control production, supply, markets, technical development, investment or provision of services, share the market or source of production or provision of service by way of allocation of geographical area of market, or type of goods or services, or number of customers in the market or any other similar way, and bid-rigging or collusive bidding (i.e., eliminating or reducing competition for bids or adversely affecting or manipulating the bidding process). Vertical agreements that are potentially restrictive of competition include tie-in arrangements, exclusive supply agreements, exclusive distribution agreements, refusal to deal and/or resale price maintenance. In general, vertical agreements are considered to be less harmful than horizontal agreements. A vertical agreement shall be void, if such agreement causes or is likely to cause an appreciable adverse effect on competition in India.

Section 4 of the Competition Act prohibits an abuse of dominant position by an enterprise. Dominant position within the context of the Competition Act refers to a position of strength, enjoyed by an enterprise, in the relevant market, in India, which enables it to operate independently of competitive forces prevailing in the relevant market or affect its competitors or consumers or the relevant market in its favour.

Fines can be imposed where an enterprise intentionally or negligently infringes Section 3 or Section 4 prohibitions. A finding of an infringement of competition law may give rise to a liability for fines of up to 10% of the average of the turnover for the last three preceding financial years. In the case an anti-competitive agreement referred to in Section 3 has been entered into by a cartel, the Competition Commission may impose upon each member included in that cartel, a penalty of up to three times of its profits for each year of the continuance of such agreement or ten per cent of its turnover for each year of the continuance of such agreement, whichever is higher. If the Competition Commission comes to a finding that an enterprise in contravention of Section 3 or Section 4 is a member of a group and other members of the group are also responsible or have contributed to such a contravention, then it may pass orders against such members of the group.

With regard to the regulation of combinations, the Competition Act requires mandatory pre-notification to the Competition Commission of all domestic and international acquisitions, mergers and amalgamations that exceed any of the asset or turnover thresholds which apply to either the acquirer or the target or both; or to the group to which the target/merged entity would belong post acquisition or merger. For the purposes of the Competition Act, 'acquisitions' would mean direct or indirect acquisition of any shares, voting rights or assets of any enterprise, or control over management or assets of an enterprise.

Failure to notify a combination to the Competition Commission can result in a fine of up to 1% of the total turnover or the assets of the enterprises involved, whichever is higher. If any person fails to comply with the orders or directions of the Competition Commission issued in relation to combinations, such person would be punishable with fine which may extend to ` 100,000 for each day during which such non-compliance occurs, subject to a maximum of ` 100 million.

HISTORY AND CERTAIN CORPORATE MATTERS

Our Company was incorporated as 'Aryan Coal Benefications Private Limited' under the provisions of the Companies Act, 1956, with a certificate of incorporation dated March 14, 1997. The name of our Company was changed to ACB (India) Private Limited and a fresh certificate of incorporation consequent to change of name was consequently issued to us on September 18, 2009 by the RoC. The reason for change of name was in order to adopt an abbreviated name. Subsequently, our Company was converted into a public limited company *i.e.* 'ACB (India) Limited' and a fresh certificate of incorporation consequent to conversion to a public limited company was issued to us on October 1, 2009 by the RoC.

Key events and milestones

Year	Key Events
1997	Incorporated as a private limited company.
1999	Our Company's first coal beneficiation plant was planned and commissioned at Dipka, Korba District, Chhattisgarh with an initial capacity of 1 MTPA.
2001	Our Company received our first major work order for beneficiation of up to 1.8 MTPA of raw coal from Punjab State Electricity Board.
2003	• Our Company expanded our business to Maharashtra by setting up a coal beneficiation plant at Pandarpauni, Maharashtra, with an initial capacity of 1.62 MTPA. • Aryan Energy Private Limited, our Subsidiary, commissioned its first coal beneficiation plant with an initial capacity of 2 MTPA in Balanda, Odisha.
2004	• Our Company further expanded our coal beneficiation business by commissioning a new coal beneficiation plant at Chakabura, Chhattisgarh with an initial capacity of 2 MTPA. • The manufacturing plant for coal beneficiation equipment at Rewari, Haryana was set up by Aryan Clean Coal Technologies Private Limited, our Subsidiary.
2005	• Our Company's 15MW wind power plant was commissioned in Sangli, Maharashtra. • Kartikay Coal Washeries Private Limited, our Subsidiary, commissioned its first coal beneficiation plant in Yeotmal, Maharashtra with an initial capacity of 1.08 MTPA. • Our Company expanded the coal benefiation capacity of the plant at Dipka to 12.00 MTPA.
2006	• Our Company received an investment of approximately ₹ 2,000 million from Pineridge for a 15.38% stake in our Company. • Aryan Energy Private Limited, our Subsidiary further expanded its operations by commissioning a new coal beneficiation plant with an initial capacity of 0.99 MPTA in Gauri, Maharashtra.
2007	• Our Company's pilot power project of 30 MW based on coal beneficiation rejects was commissioned at Chakabura, Chhattisgarh. • We entered into a power purchase agreement with Gujarat Urja Vikas Nigam Limited for the sale of 200 MW of power to Gujarat Urja Vikas Nigam Limited from ours 2x135 MW thermal power project in village Kasaipali, Chhattisgarh. • Our Company received a further investment of approximately ₹ 200 million from Pineridge through preferential allotment of warrants.
2008	• We entered into an implementation agreement with the Government of Chhattisgarh and Chhattisgarh State Electricity Board for establishment of a 250 ± 20% MW thermal power project in village Kasaipali, Chhattisgarh. • Our Company commissioned another coal beneficiation plant with an initial capacity of 6.25 MTPA at Gevra, Chhattisgarh. • Aryan M.P. Power Generation Private Limited, our Subsidiary, signed an implementation agreement with the Government of Madhya Pradesh for establishment of a 1,200 MW coal fired

Year	Key Events
	thermal power project in District Sidhi, Madhya Pradesh. • Our Company received a further investment of ₹ 1,000 million approximately from Pineridge. Pursuant to the said investment and upon the conversion of share warrants issued to Pineridge in the year 2007, our Company allotted 298,705 Equity Shares to Pineridge thereby increasing Pineridge's stake in our Company to 25.59%. • Our Company achieved financial closure for our 2x135 MW thermal power plant at village Kasaipali, Chhattisgarh. • Our Company commenced construction of 2x135 MW thermal power plant at village Kasaipali, Chhattisgarh.
2009	• Our Company increased equity stake to 100% in Spectrum Coal and Power Limited, our Subsidiary, a company engaged in the business of coal beneficiation and also in the process of setting up 2x50 MW thermal power plant in village Ratija, Chhattisgarh. • Our Company acquired 51% stake in TRN Energy Private Limited, a company proposing to set up a 2x300 MW thermal power plant in district Raigarh, Chhattisgarh. • Spectrum Coal and Power Limited commenced construction of 1x50 MW thermal power plant at village Ratija, Chhattisgarh. • Our Company commissioned a new coal beneficiation plant at Binjhri, Chhattisgarh with an initial capacity of 0.96 MTPA.
2010	• Our Company executed another implementation agreement with Government of Chhattisgarh for establishing a 1100±20% MW coal fired thermal power project at village Champa, Chhattisgarh. • Our Company executed another implementation agreement with Government of Chhattisgarh for establishing a 1x30 MW blended coal based thermal power project in village Chakabura, Chhattisgarh. • Aryan M.P. Power Generation Private Limited acquired land for its 2x600 MW coal fired thermal power plant at Sidhi, Madhya Pradesh.
2011	• We commissioned a new coal benefication plant at Hemgir Odisha with an initial capacity of 5 MTPA. • Our Company commissioned the first unit of the 2x135 MW power project in the Korba district, Chhattisgarh.
2012	• Our Company commissioned the second unit of the 2x135 MW power project in the Korba district, Chhattisgarh. • Our Company acquired further equity shareholding in Spectrum Power Generation Limited, a company running a gas based power plant in Andhra Pradesh with an installed capacity of 208 MW. • SFI Parcel Services Private Limited became our subsidiary pursuant to conversion of certain convertible securities held by our Company through ACB (India) Power Limited, our Subsidiary. SFI Parcel Services Private Limited holds 45% equity shareholding in Maruti Clean Coal and Power Limited, a company which has set up a coal beneficiation plant in Chhattisgarh and is setting up a coal based thermal power plant in Chhattisgarh with an installed capacity of 300 MW.
2013	• Our Company, through ACB (India) Power Limited, increased its equity shareholding in TRN Energy Private Limited from 51% to 74%. • Spectrum Coal and Power Limited, our Subsidiary, commissioned its 1x50 MW coal based thermal power plant at Ratija, Korba, Chhattisgarh. • Our Company acquired further equity shareholding in Spectrum Power Generation Limited, a company running a gas based power plant in Andhra Pradesh with an installed capacity of 208 MW. • Our Company acquired 26% equity shareholding in Swastik Power & Mineral Resources Private Limited, a company running a 0.90 MTPA coal washery plant at village Kanveri, Korba,

Year	Key Events
	Chhattisgarh and setting up a 2x25 MW thermal power plant at village Kanveri, Korba, Chhattisgarh. • TRN Energy Private Limited has executed a fuel supply agreement with a public sector undertaking for its 2x300 MW power plant at village Bhingara, Raigarh, Chhattisgarh. • Maruti Clean Coal and Power Limited has executed a fuel supply agreement with a public sector undertaking for its 300 MW power plant at village Bandakhar, Korba, Chhattisgarh • TRN Energy Private Limited has executed a long term power purchase agreement with UP Discoms through PTC India Limited for sale of the 390 MW power on back-to back basis. • Maruti Clean Coal and Power Limited has executed a long term power purchase agreement with Rajasthan Discoms through PTC India Limited for sale of the 250 MW power on back-to back basis. • Company has executed an agreement with a public sector undertakingand has started the construction work for a 1.6 MTPA coal washery at Dahibari, Jharkhand.
2014	• Our 30 MW expansion power project based on coal beneficiation rejects was commissioned at Chakabura, Chhattisgarh. • Our Company received a letter of intimation from a public sector undertaking, to establish a 10 MTPA coal beneficiation plant at Basundhara, Odisha on a build, operate and maintain basis

Awards and accreditations received by us

Year	Particulars
2011	• Aryan Energy Private Limited was awarded ISO 9001:2008 certification for its works situated at Balanda, Talcher, Odisha. • Our Company was awarded ISO 9001:2008 certification for the 30 MW Chakabura thermal power plant at Korba, Chhattisgarh.
2012	• Our Company was awarded ISO 14001:2004 and OHSAS 18001:2007 certification for the Gevra coal beneficiation plant, Chakabura coal beneficiation plant and Dipka coal beneficiation plant at Korba, Chhattisgarh, and for the Pandarpauni coal beneficiation plant at Chandrapur, Maharashtra. • Our Company was awarded ISO 9001:2008 certification for our Chakabura coal beneficiation plant and Gevra coal beneficiation plant at Korba, Chhattisgarh.
2013	• Our Company was awarded ISO 9001:2008 certification for our Pandarpauni coal beneficiation plant • Aryan Clean Coal Technologies Private Limited was awarded ISO 9001:2008 certification for its manufacturing facility of coal washery equipments and transmission towers at Rewari, Haryana.
2014	• Our Company was awarded ISO 9001:2008 certification for our Dipka coal beneficiation plant

Changes in the Registered Office of our Company

The registered office of our Company is situated at C-102, L.G.F., New Multan Nagar, Surya Enclave, New Delhi – 110056, India. There has been no change to our Registered Office since the incorporation of our Company.

Main objects

Our main objects as contained in our Memorandum of Association are as follows:

1. To carry on business of coal beneficiation, coal handling, coal washing, mining, trading, transportation of coal and all allied activities related to improvement in quality of coal mining, trading and transportation.

2. To purchase, take on lease or otherwise acquire, any mines, mining rights, and metalliferous land and any interest therein, and to explore, work, exercise, develop and turn to account expending such sums of money as may seem desirable for all such prospecting and surveying operations with the object of obtaining any such mines, mining rights and metalliferous lands and deposits as aforesaid and otherwise for the acquisition of any property and rights whatsoever which the company is authorised to acquire under any it's objects.

3. To prospect and search for mine, work, raise, make of merchantable quality, sell and deal in coal, coke.

4. To work in mines or quarries and to explore prospect, search for, find get, work, crush, smelt, manufacture, or otherwise deal with coal, coke, Iron ore, limestone, chalk, clay, ores.

5. To carry on the business of pre –payment of raw coal value on behalf of customers to a public sector undertaking, pre-payment of freight on behalf of customers to Railway /Transport companies /shipping companies and to get the same re-imbursed from the customer, and to provide other services in connection therewith.

6. To carry on the business to operate and maintain thermal power plants, hydel power plants, wind power plants, solar power plants and other power plants based on conventional or non-conventional source of energy as may be developed or invented in future including among other things, responsibility for the day to day management of the facilities and establishing and maintaining generating stations and tie lines, substations and main transmission lines to operate, make, use, administer, manage and maintain, service, improve, inspect, enlarge, alter, protect, develop, extend, repair, place, refurbish, pull down and remove and carry out works in respect of, the whole or any part or parts of any electricity generating station, generating set, sub-station, transformer station, pumping station, building, plant, equipment, tie line, main transmission line, electric main works (including operation and maintenance of such generating stations, tie lines, sub-stations and main transmission lines) and to supply trained manpower and to deal in electricity and any products or by-products derived therefrom including steam, water, oil, gas, wind, vapour, fly ash, and development of coal/coke, lignite dolomite mines and any other business connected with energy, heat, solar power, wind, hydro, wave, tidal, geo-thermal and biological.

Changes in our Memorandum of Association

The following changes have been made to our Memorandum of Association since incorporation:

Date of shareholders' approval	Particulars of Changes
June 1, 2000	Increase in the initial authorised capital of ₹ 5,000,000 divided into 500,000 Equity Shares increased to ₹ 10,000,000 divided into 1,000,000 Equity Shares.
March 30, 2001	Increase in authorised share capital from ₹ 10,000,000 divided into 1,000,000 Equity Shares to ₹ 23,500,000 divided into 2,350,000 Equity Shares.
May 10, 2001	Increase in authorised share capital from ₹ 23,500,000 divided into 2,350,000 Equity Shares to ₹ 43,500,000 divided into 4,350,000 Equity Shares.
March 24, 2003	Alteration in the main object clause of the Memorandum to add a new object Insertion of Clause 5 as under:- *"To carry on the business of pre –payment of raw coal value on behalf of customers to a public sector undertaking, pre-payment of freight on behalf of customers to Railway /Transport companies /shipping companies and to get the same re-imbursed from the*

Date of shareholders' approval	Particulars of Changes
	customer, and to provide other services in connection therewith."
December 2, 2004	Alteration in the main object clause of the Memorandum to add a new object Insertion of Clause 6 as under:- "*To carry on the business to operate and maintain thermal power plants, hydel power plants, atomic power plants, wind power plants, solar power plants and other power plants based on conventional or non-conventional source of energy as may be developed or invented in future including among other things, responsibility for the day to day management of the facilities and establishing and maintaining generating stations and tie lines, substations and main transmission lines to operate, make, use, administer, manage and maintain, service, improve, inspect, enlarge, alter, protect, develop, extend, repair, place, refurbish, pull down and remove and carry out works in respect of, the whole or any part or parts of any electricity generating station, generating set, sub-station, transformer station, pumping station, building, plant, equipment, tie line, main transmission line, electric main works (including operation and maintenance of such generating stations, tie lines, sub-stations and main transmission lines) and to supply trained manpower and to deal in electricity and any products or by-products derived therefrom including steam, water, oil, gas, wind, vapour, fly ash, and development of coal/coke, lignite dolomite mines and any other business connected with energy, heat, solar power, wind, hydro, wave, tidal, geo-thermal and biological.*"
March 31, 2008	Increase in authorised share capital from ₹ 43,500,000 divided into 4,350,000 Equity Shares to ₹ 1,000,000,000 divided into 100,000,000 Equity Shares.
March 26, 2009	Increase in authorised share capital from ₹ 1,000,000,000 divided into 100,000,000 Equity Shares to ₹ 1,250,000,000 divided into 125,000,000 Equity Shares.
September 4, 2009	Increase in authorised share capital from ₹ 1,250,000,000 divided into 125,000,000 Equity Shares to ₹ 10,000,000,000 divided into 1,000,000,000 Equity Shares.
	Change in name of our Company from Aryan Coal Benefications Private Limited to ACB (India) Private Limited and subsequently to ACB (India) Limited.
May 26, 2011	Alteration in the main object clause of the Memorandum i.e. sub-clause 6 of Clause III (A) by deleting the words "atomic power".

The total number of shareholders of our Company as on the date of this Draft Red Herring Prospectus is 31.

Mergers

There has been no merger by the Company.

Acquisitions and divestments of business/undertakings

Acquisition of stake in SFIP and MCCPL

During financial year 2012-13, our Company has become the ultimate parent company of SFI Parcel Services Private Limited ("**SFI Parcel**") through its subsidiary ACB (India) Power Limited ("**ACBIPL**"). The consideration paid for the acquisition was ₹ 2,963.49 million and the mode of financing the acquisition was as under:

a) conversion of 9,800,000 0.05% cumulative compulsorily convertible preference shares of ₹ 10 each allotted to ACBIPL at a premium of ₹ 290 each into 9,800,000 equity shares of ₹ 10 each at a premium of ₹ 290 per share,
b) fresh allotment of 78,300 equity shares of ₹ 10 each at a premium of ₹ 290 each against the share application money paid by ACBIPL.

Pursuant to the said acquisition, SFI Parcel Services Private Limited became an indirect subsidiary of the Company.

ACBIPL subsequently acquired the minority shares of SFI Parcel. ACBIPL currently holds the entire issued and paid-up equity share capital of SFI Parcel. For details of SFI Parcel, please refer to the section on "*Our Subsidiaries and other Consolidated Entities*" on page 243 of this Draft Red Herring Prospectus.

SFI Parcel Services Private Limited subsequently allotted 39,00,000 equity shares ₹ 10 each at a premium of ₹ 290 per share to ACBIPL on 31 March 2014.

SFI Parcel holds 6,075,000 equity shares of ₹ 10 each constituting 45% of the issued and paid up equity share capital of Maruti Clean Coal and Power Limited ("**MCCPL**") and 5,000,000 preference shares of ₹ 10 each constituting 3.03% of the issued and paid up preference share capital of MCCPL, a company mainly engaged in the business of coal beneficiation, cargo handling and transport business, trading of coal and power generation. Pursuant to the acquisition of SFI Parcel by our Company through ACBIPL, MCCPL has become our associate company. For details of MCCPL, please refer to the section on "*Our Subsidiaries and other Consolidated Entities*" on page 243 of this Draft Red Herring Prospectus.

Acquisition of stake in SPGL

On June 21, 2012, our Company acquired 22,500,000 fully paid up equity shares of face value of ₹ 10 each of SPGL. Pursuant to the acquisition, the direct equity shareholding of our Company increased to 25.62 % of the paid-up equity share capital of SPGL. Our Company, through Pinnacle Overseas Assets Limited, a subsidiary of CSL, has an indirect equity interest of 16.30 % in SPGL. During financial year 2013-14, our Company further acquired 25,144,765 fully paid up equity shares of face value of ₹ 10 each of SPGL. Pursuant to the acquisition, our Company has equity interest of 49.73 % of SPGL (held directly and indirectly through CSL) and it has become our associate company.

Acquisition of stake in SPMRPL

During financial year 2013-14, our Company acquired 46,15,143 fully paid up equity shares of face value of ₹ 10 each of Swastik Power & Mineral Resources Private Limited ("**SPMRPL**"). Pursuant to the acquisition, our Company has equity interest of 26 % of SPMRPL and it has become our associate company.

Divestment of stake in Aryan Eestech India Private Limited and Aryan Ispat and Power Private Limited

On September 29, 2010, our Subsidiary, Aryan Clean Coal Technologies Private Limited, divested 51% of the equity share capital of Aryan Eestech India Private Limited, by way of transfer of 5,100 equity shares to S J Finance Consultants Private Limited for an aggregate consideration of ₹ 51,000.

Pursuant to two agreements, both dated April 9, 2011, our Company divested 2,898,000 equity shares and 4,410,000 equity shares of Aryan Ispat and Power Private Limited, aggregating to 32.20% and 49.00%, respectively, of the equity share capital of Aryan Ispat and Power Private Limited, for an aggregate consideration of ₹ 12.61 million and ₹ 19.18 million, respectively. As of the date of this Draft Red Herring Prospectus, our Company holds 180,000 equity shares in Aryan Ispat and Power Private Limited which, in accordance with the terms of these agreements, are subject to a right of first refusal to the purchasers, *i.e.* Mahavir Global Coal Limited and Amanat Agencies Private Limited, at the same sale price as per the terms of these agreements *i.e.* ₹ 4.35 per equity share.

Defaults or rescheduling of borrowing

Our Company has not defaulted or rescheduled its borrowings. Furthermore, none of our Company's loans have been converted into equity in the past.

Strikes and lock-outs

Our Company has not been subject to any strikes or lock outs.

Time and cost overruns of projects

(Amount in ₹ in million)

Particulars				Cost overrun	
S. No.	**Project**	**Scheduled Commissioning Date**	**Actual Commissioning Date**	**Estimated Cost**	**Actual Cost**
1.	**1 x 30 MW at Chakabura, Chhattisgarh (operational)[(i)]**	June 2006	February 2007	Nil	
2.	**2 x 135 MW at Korba, Chhattisgarh (operational)[(ii)]**	Unit I -December, 2010 Unit II-February 2011	Unit I-December 2011 Unit II-June 2012	12,671.24	13,314.52
3.	**1 x 50 MW at Ratija, Chhattisgarh[(iii)]**	June 2011	February 2013	2,430.00	3,570.36
4	**1 x 30 MW at Chakabura, Chhattisgarh (expansion) [(iv)]**	September 2013	March 2014	NIL	

[(i)] *The time overrun was caused due to the following:(i) stoppage of work for about six weeks during April-May 2006 in terms of the Chhattisgarh High Court restraining our Company from utilizing certain portions of land for commercial purposes. This order was subsequently stayed by the Supreme Court in May 2006 and (ii) due to delay in construction of transmission line erected by Chhattisgarh State Electricity Board ("**CSEB**"). However, CSEB provided tap line connectivity by tapping 132 KV DCDS Korba-Bango line as a temporary arrangement.*

[(ii)] *The time overrun was caused due to the following: (i) There was a delay in commissioning of pooling station by Power Grid Corporation of India Limited near Sipat; (ii) The rotor assembly, an integral component of the generator equipment was damaged and had to be re-imported; and (iii) Certain turbine equipments were lost at sea during transit. The cost overrun was caused mainly on account of increase in interest during construction.*

[(iii)] *The time overrun was caused due to the following; (i) there was delay in the commissioning of the pooling station; (ii) the current voltage transformers were damaged during transit and had to be repaired; and (iii) due to heavy storm in April 2011 in the district Korba, Chhattisgarh certain electrodes were lost and had to be reinstalled. The cost overrun was mainly on account of certain utilities like civil work, ash dyke, coal handling, transmission line etc. which have been constructed for the proposed expansion project of the 50 MW plant and also on account of increase in interest during construction.*

[(iv)] *The time overrun was caused due to the following; (i) consistent leakage in the boiler tubes.*

Injunctions or restraining orders

There are no injunctions / restraining orders that have been passed against our Company.

Strategic and financial partners

We have no strategic or financial partners.

Standing of our Company *vis-à-vis* its prominent competitors

For details of the standing of our Company with reference to its prominent competitors, refer to sections on "*Our Business*" and "*Basis for Offer Price*" on pages 175 and 147, respectively, of this Draft Red Herring Prospectus.

Defaults or rescheduling of borrowings with financial institutions/ banks and conversion of loans into equity

There have been no defaults or rescheduling of borrowings with financial institutions or banks. Further, none of our loans have been converted into Equity Shares. For more details on the provisions of default under the loan agreements, please refer to risk factor "" in the section on "*Risk Factors*" on page 25.

Corporate Profile of our Company

Please refer to the sections on "*Our Business*" and "*Industry Overview*" beginning on pages 175 and 163, respectively, of this Draft Red Herring Prospectus.

Details of Pineridge

Pineridge confirms the following:

(1) It is a company incorporated under the laws of the Republic of Mauritius having its registered office at c/o Warburg Pincus Asia Ltd, 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius.

(2) It is managed and controlled by its board of directors and is subject to the overall control of its shareholders.

(3) The members of the board of directors of Pineridge are:

Name of Director	Address
Timothy Joseph Curt	c/o Warburg Pincus LLC 450 Lexington Ave New York, NY 10017
Tara Eileen O'Neill	c/o Warburg Pincus LLC 450 Lexington Ave New York, NY 10017
Sharmila Baichoo	c/o Warburg Pincus Asia Ltd., 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius
Uday Kumar Gujadhur	c/o DCDM Building, 10 Frere Felix De Valois Street, Port Louis, Mauritius
Gyaneshwarnath Gowrea	c/o Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius

(4) The shareholders of Pineridge are as follows:

Name of shareholder	Percentage Ownership
Warburg Pincus Private Equity IX, L.P.	89.99991 %
Warburg Pincus (Bermuda) Private Equity IX, L.P.	10.00 %
WP IX Finance, L.P.	0.00009 %

(5) All the shareholders of Pineridge mentioned above are private equity funds managed by Warburg Pincus LLC.

(6) Neither Pineridge nor any of its shareholders or directors have been debarred from accessing the capital market under any order or directions made by SEBI.

Shareholders' agreement with Pineridge

The Company, the promoters (as defined in the Shareholders Agreement *i.e.* broadly covering Mr. Ganesh Chandra Mrig, Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki along with their affiliates) and Pineridge entered into a subscription agreement dated March 3, 2006 ("**Subscription Agreement**") under which Pineridge has been issued

and allotted 597,409 Equity Shares at a premium of ₹ 3,338 per Equity Share. Pursuant to the Subscription Agreement, our Company, the promoters and Pineridge entered into a shareholders' agreement on March 3, 2006, amended by an amendment agreement dated March 31, 2007 ("**Shareholders Agreement"**).

Some of the key terms of the Shareholders Agreement are provided below:

Affirmative Rights: The Shareholders Agreement stipulates various rights in favour of Pineridge. These rights include a series of veto rights on various matters. So long as Pineridge held at least such number of Equity Shares representing 5% of the Equity Share capital of our Company, as subsequently amended to 8,156,316 Equity Shares of our Company, certain matters (whether taken by the board of our Company, its Subsidiaries, any committee, the shareholders, or any of the employees) require the affirmative vote of each of the nominee directors of Pineridge and of the promoters. The list of affirmative vote items includes:

(i) assumption of debt that would increase the aggregate gross debt (any funded and non-funded debt) to shareholder funds' (Equity Share capital, free reserves, share premium less miscellaneous expenditure not written off and any intangible and/or revaluation reserves) ratio beyond 2:1;

(ii) any deviation from the approved business plan and budget in excess of 20%; and

(iii) giving or renewing any security for, or guaranteeing debts of our Company or its subsidiaries or any third party, creating a lien or charge on the assets of our Company or the subsidiaries in excess of ₹ 100 million outside that which has been approved in the annual business plan.

Nominee Director: Till such time as Pineridge holds such number of Equity Shares representing 5% of the Equity Share capital of our Company, as subsequently amended to 8,156,316 Equity Shares of our Company (after adjustment for all bonus issuances made from time to time), Pineridge will be entitled to appoint one non-rotational nominee director and if Pineridge acquires certain additional shares in accordance with the Shareholders Agreement, then Pineridge will be entitled to appoint additional nominee directors on the board of our Company.

Further, the board of each subsidiary shall include a nominee director appointed by Pineridge which will be proportionate to the direct and indirect shareholding of Pineridge in such subsidiary subject to a minimum of one nominee director.

Quorum: For a board meeting of our Company and our Subsidiaries to be validly constituted, at-least three directors should be present and voting. Of the three directors present, at least one director should be a nominee director of Pineridge. For a meeting of the shareholders of the Company to be validly constituted, at least two shareholders should be present and voting. Of the two shareholders, at least one should be a representative of Pineridge.

Non Compete: The Shareholders Agreement contains certain restraints with respect to our Company and the promoters with respect to making any investments in or carrying on, owning, managing, operating, joining, assisting, having an interest or control in any business/business entity which competes with our Company's business or engaging in or conducting or carrying on any competing business. There are certain exemptions *vis-à-vis* the restraints that have been created in favour of the business conducted by Global Coal and Mining Private Limited and investment by the promoters in the mining business of SMASL.

Tag-Along Rights: If the promoters and/or their affiliates propose to sell any of their Equity Shares to any person other than Pineridge and in the event that after such sale, their shareholding in our Company does not fall below 30% of the share capital of our Company, Pineridge has an option to sell its pro rata shareholding (as defined in the Shareholders Agreement) or such number of Equity Shares which is less than its pro rata shareholding to the proposed transferee on terms no less favourable than the terms on which the promoter has transferred his Equity Shares.

Restriction on transfer of shares in the subsidiaries: Our Company is not permitted to transfer any equity shares or any legal or beneficial interest in the subsidiaries without the prior written approval of Pineridge. The promoters are also not permitted to transfer any equity shares held by them in the subsidiaries (except to our Company, their

relatives or investment companies controlled by them) for a period up to completion of the initial public offering by our Company.

Restriction on transfer of shares in the Company: The promoters are also not permitted to transfer any Equity Shares held by them in the Company for a period up to completion of the initial public offering by our Company. However, during the aforesaid period, the promoters may sell to any person in a single tranche up to 5,434,296 equity shares in the Company by giving at least seven days prior notice to Pineridge.

Even after the expiry of four years from March 31, 2006, the promoters are required to hold such number of Equity Shares which is the higher of (i) not less than 20% of the Equity Share Capital of our Company and (ii) such percentage of the equity share capital of our Company that is subject to mandatory lock-in a applicable for promoter's lock-in under the ICDR Regulations.

Pre-emptive rights: If our Company is desirous of issuing new securities by way of a rights issue, then our Company is also required to offer to Pineridge, such number of new securities as are proportionate to Pineridge's shareholding in our Company.

Any proposed issuance by way of a preferential issue in favour of any person (other than issue of new securities under an ESOP or pursuant to exercise of warrants) can only be made if the entire proposed issuance is first offered to shareholders of our Company on the same terms and conditions as those offered to the potential investor.

Term: The Shareholders Agreement is valid till the date on which Pineridge (and its affiliates) cease to hold such number of Equity Shares representing 5% of the Equity Share capital of our Company, as subsequently amended to 8,156,316 Equity Shares of our Company (after adjustment for all bonus issuances made in the past from time to time) of our Company.

Subsequently, on May 26, 2011, the parties to the Shareholders Agreement have entered into a termination agreement, as amended by way of an amendment agreement dated February 4, 2013 ("**Original Termination Agreement**"), pursuant to which the Shareholders Agreement would have terminated with effect from the date of issuance of notice for commencement of trading of the Equity Shares by the Stock Exchanges. The Original Termination Agreement also provided that if the trading of the Equity Shares of the Company did not commence on or prior to November 13, 2013 ("**Original Drop Dead Date**"), the Original Termination Agreement would terminate. As the Equity Shares of the Company were not listed on the Stock Exchanges and trading of the Equity Shares had not commenced on or prior to the Original Drop Dead Date, the Original Termination Agreement, automatically terminated as of Original Drop Dead Date. The parties to the Shareholders Agreement have now entered into a termination agreement dated September 29, 2014 pursuant to which the Shareholders Agreement automatically terminates with effect from the date of issuance of notice for commencement of trading of the Equity Shares by the Stock Exchanges. However, the right to appoint the nominee director by Pineridge, which is subject to Pineridge holding 8,156,316 Equity Shares of the Company, shall continue to subsist.

Agreements among the Promoters and our Company

1. Promoter Agreement

Mr. Ganesh Chandra Mrig, Ms. Sushil Mrig, Mr. Ashok Mrig, Mr. Ajay Mrig, Ms. Monika Mrig (collectively referred to as the "**Mrig Group**"), Mr. Rudra Sen Sindhu, certain existing shareholders of our Company represented by their constituted attorney, Mr. Rudra Sen Sindhu (collectively referred to as the "**Sindhu Group**"), Mr. Kuldeep Singh Solanki, Maneesha Finlease Limited (collectively referred to as the "**Solanki Group**") and our Company have entered into an agreement dated February 10, 2011, amended by way of amendment agreements dated March 4, 2011 and September 13, 2011 (collectively referred to as the "**Promoter Agreement**").

Certain salient features of the Promoter Agreement are as follows:

(a) Mr. Ganesh Chandra Mrig shall retire as the managing director of our Company on or before October 15, 2011 subject to closing of certain share purchases between Mr. Ganesh Chandra Mrig and Mr. Rudra Sen Sindhu. Mr. Ganesh Chandra Mrig shall retire from the non-executive directorship of our Company and all our Subsidiaries

on March 10, 2012 or on the completion of certain share purchases between Mr. Ganesh Chandra Mrig and Mr. Rudra Sen Sindhu (such closing of the share purchase or March 10, 2012, whichever is earlier, shall be referred to as the "**Retirement Date**").

(b) The parties to the agreement shall cause, subject to Mr. Ajay Mrig and Ms. Monika Mrig continuing to hold a certain level of threshold shareholding, Mr. Ajay Mrig to continue in his capacity as a director on the board of Aryan Energy Private Limited and regional head of Maharashtra for our Company. On the Retirement Date, subject to Mr. Ajay Mrig and Ms. Monika Mrig continuing to hold a certain level of threshold shareholding, our Company shall appoint Mr. Ajay Mrig (i) as a director of our Company; and (ii) as the managing director of Kartikay Coal Washeries Private Limited.

(c) On the Retirement Date, subject to the Mrig Group holding a certain level of threshold shareholding, our Company shall appoint Mr. Ajay Mrig as a director on the board of all our subsidiaries.

(d) In case of the IPO by our Company, the parties shall be entitled to participate by way of an offer for sale in the following proportion:

Parties entitled to participate in the offer for sale	% shareholding to be sold in the offer for sale
Mr. Ganesh Chandra Mrig, Ms. Sushil Mrig and Mr. Ashok Mrig	3.0%
Solanki Group	0.7%
Sindhu Group	0.3%

2. Voting agreement

Pursuant to the provisions of the Promoter Agreement, Mr. Rudra Sen Sindhu, certain existing shareholders of our Company represented by their constituted attorney, Mr. Rudra Sen Sindhu, Mr. Ajay Mrig, Ms. Monika Mrig and Mr. Ganesh Chandra Mrig have entered into a voting agreement dated February 10, 2011, amended by way of an amendment agreement dated September 13, 2011 ("**Voting Agreement**"). As per the Voting Agreement, Mr. Ajay Mrig and Ms. Monika Mrig shall, at any meeting of the shareholders of our Company, exercise their voting rights in respect of the Equity Shares held by them to vote in favour of or against any resolution in the same manner and at all times as may be informed by Mr. Rudra Sen Sindhu. Further at any general meeting of our Company, Mr. Ganesh Chandra Mrig has also agreed to exercise his voting rights in respect of 1.83% of his pre-initial public offering equity shares in our Company to vote in favour of or against any resolution in the same manner and at all times as may be informed by Mr. Rudra Sen Sindhu. The parties to the Voting Agreement have agreed to constitute a committee comprising Mr. Ajay Mrig and Mr. Rudra Sen Sindhu ("**Promoter Committee**"). The meetings of the Promoter Committee is required to be held in accordance with the procedure set out in the Voting Agreement and it would decide the manner in which Mr. Ajay Mrig shall vote at any forthcoming meeting of our Board/committee of our Board.

A meeting of the Promoter Committee would be held at anytime prior to a meeting of the Board or a committee thereof, at which Mr. Ajay Mrig and Mr. Rudra Sen Sindhu would agree upon the manner in which to cast their votes as Directors at the proposed Board meeting. However, in the event that Mr. Ajay Mrig and Mr. Rudra Sen Sindhu fail to agree upon the manner in which to cast their votes, Mr. Ajay Mrig would cast his vote at a meeting of the Board in the same manner and at all time as may be informed by Mr. Rudra Sen Sindhu. Furthermore, upon any transfer of voting rights by any of the parties to this Voting Agreement to a third party, such transferee shall be bound by the terms of this Voting Agreement, as applicable to the transferring party, and the transferee shall execute a deed of adherence to the terms of this Voting Agreement.

3. Share purchase agreements

(a) First share purchase agreement

Mr. Ganesh Chandra Mrig, and Ms. Sushil Mrig, Mr. Ajay Mrig and Mr. Ashok Mrig (acting through their constituted attorney Mr. Ganesh Chandra Mrig) ("**Sellers**"), Mr. Rudra Sen Sindhu ("**Purchaser**") and our Company entered into a share purchase agreement dated September 13, 2011. As per this agreement, subject to its terms and in consideration of the purchase price being ₹ 900 million, the Sellers have agreed to sell and the Purchaser has agreed to purchase 7,140,172 Equity Shares of our Company.

(b) Second share purchase agreement

Mr. Ganesh Chandra Mrig, acting as the constituted attorney of Ms. Sushil Mrig ("**Seller**"), Mr. Rudra Sen Sindhu ("**Purchaser**") and our Company entered into a share purchase agreement dated September 13, 2011, as amended by an agreement dated October 3, 2011. As per this agreement, subject to its terms and in consideration of the purchase price being ₹ 420 million, the Seller has agreed to sell and the Purchaser has agreed to purchase 3,332,080 Equity Shares of our Company.

Pursuant to the foregoing share purchase agreements, Ms. Shushil Mrig, Mr. Ajay Mrig and Mr. Ashok Mrig transferred Equity Shares to Mr. Rudra Sen Sindhu. For details, please refer to the section on "*Capital Structure*" on page 97 of this Draft Red Herring Prospectus.

Further, in terms of the Promoter Agreement and the foregoing share purchase agreements, Mr. Ganesh Chandra Mrig has warranted and undertaken that post retirement from our Company and our Subsidiaries, he can undertake certain business activities such as mineral processing and power business. However, his business activities will not include coal beneficiation. Provided, however, that Mr. Ganesh Chandra Mrig will be allowed to set up coal beneficiation plants after a period of two years from the date of his retirement as a director of our Company which is December 10, 2011. Mr. Ganesh Chandra Mrig has further warranted and undertaken that, except as an independent director, he shall not associate in any manner with our Company and/or the Subsidiaries. Associates which are in coal washing business, whether as an employee, consultant, advisor or as shareholder (except existing shareholding in our Company) for a period of two years from the date of his retirement as a director of our Company which is December 10, 2011.

Other material agreements

4. Shareholders' Agreement with TRNEPL

ACB (India) Power Limited ("**ACBIPL**"), our Subsidiary, Mr. Sanjay Jain, Mr. Anil Kumar Jain, Atma Securities Private Limited, Jaisri Properties & Exports Private Limited and TRN Energy Private Limited ("**TRNEPL**") have entered into a shareholders' agreement dated May 19, 2009 which was amended from time to time, ("**TRN Shareholders' Agreement**"). Mr. Sanjay Jain, Mr. Anil Kumar Jain, Atma Securities Private Limited, Jaisri Properties & Exports Private Limited constitutes the 'Jain Group'. TRNEPL is currently engaged in setting up the 2 x 300 MW coal-based thermal power plant in the Raigarh District, Chhattisgarh ("**Raigarh Power Project**")

Pursuant to the terms of the TRN Shareholders' Agreement, ACBIPL holds 74% of the paid-up equity share capital of TRNEPL.

Some of the key terms of the TRN Shareholders' Agreement are provided below:

Additional capital: A committee comprising of one representative each from Jain Group and ACBIPL ("**Committee**"), would be constituted for the purpose of evaluating the requirement of equity funds of the Raigarh Power Project from time to time. Based on the recommendations of the Committee, TRNEPL would call for necessary funds to meet equity requirements of the Raigarh Power Project.

Board of Directors: The Board shall comprise of eight directors which shall be responsible for the day-to-day management of TRNEPL. ACBIPL and Jain Group shall have the right to nominate such number of directors on the board of TRNEPL which is proportionate to their shareholding in TRNEPL from time to time.

Quorum: For a board meeting of TRNEPL to be validly constituted, at least two directors or 1/3rd of the total strength of the board, whichever is higher, should be present and voting. However, the presence of a representative

of our ACB (India) Power Limited and of the TRN Promoters is a must unless the equity shareholding of any of the group fall below the threshold of 26% of equity shares of the TRNEPL. For a meeting of the shareholders of TRNEPL to be validly constituted, at least two shareholders should be present and voting unless the equity shareholding of any of the group fall below the threshold of 26% of equity shares of the TRNEPL. However, the presence of a representative of our Company and of the TRN Promoters is necessary.

Affirmative Rights: The TRN Shareholders' Agreement stipulates certain items which, subject to the requisite capital contributions in terms of the TRN Shareholders' Agreement, would require the affirmative votes of each of the nominee directors of ACBIPL and the Jain Group. The list of affirmative vote items includes:

- entering into any new business areas unrelated to the business or any substantial change in the nature of the business of TRNEPL;
- increasing or reduction of capital of TRNEPL or change in the capital structure of TRNEPL (including transfers) except as provided for in the TRN Shareholders' Agreement;
- merger or acquisition or formation of a joint venture or consolidation of TRNEPL and/or its subsidiaries with or into another company;
- dissolution, winding up whether voluntary or compulsory liquidation of TRNEPL;
- sale of fixed assets of TRNEPL valued at a book value of more than ₹ 1 million;
- reinvestment of earned surplus short term and long term financing arrangements and proposals;
- raising of additional funds, including secured and unsecured, for the business of TRNEPL;
- appointment of the managing director, whole time director, chief executive officer, chief financial officer and chief operating officer of TRNEPL;
- appointment of internal and statutory auditors and company secretary of TRNEPL;
- declaration or payment of any dividends or other distributions;
- approval of yearly budget, business plan, and accounting policy;
- any capital expenditure;
- sales and purchase policy and fixation of price;
- approval of foreign collaboration;
- contracts worth more than ₹ 2.5 million; and
- inter corporate investments, loans, securities and guarantees.

Transfer restrictions: The TRN Shareholders' Agreement includes various transfer restrictions including tag-along rights, rights of first offer *etc*. Furthermore, no shareholder shall directly or indirectly transfer all (and not part of) its shares in TRNEPL to any person who is not a shareholder of TRNEPL without making a prior offer of sale to the existing shareholders.

Termination: The TRN Shareholders' Agreement may be terminated in accordance with the prescribed procedure by any of the parties in the event of a breach of any of its terms, conditions, covenants, representations or warranties, in which event the non-defaulting shareholders shall have the right to acquire the entire shareholding of the defaulting shareholder in a mutually agreeable proportion, at a 30% discount to the prescribed fair value, or in proportion to their inter-se shareholding in TRNEPL. However, in the event that the entire shareholding of the defaulting shareholder is not acquired within the prescribed period, such breach shall be deemed to have been condoned.

For further details in relation to TRNEPL please refer to the section on "*Our Subsidiaries and Other Consolidated Entities*" on page 245 of this Draft Red Herring Prospectus.

5. **Put option agreement dated March 16, 2011 and amended as on February 1, 2013 and further amended on September 29, 2014 among Sainik Mining and Allied Services Limited ("SMASL"), IDBI Trusteeship Services Limited (in its capacity as the trustee of India Advantage Fund – V and represented through its investment manager, ICICI Venture Funds Management Company Limited), Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited and Share deposit agreement dated March 21, 2011 between SMASL, IDBI Trusteeship Services Limited (in its capacity as the trustee of India Advantage Fund – V and represented through its investment manager, ICICI Venture Funds Management Company Limited), Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited and ICICI Bank Limited**

IDBI Trusteeship Services Limited (in its capacity as the trustee of India Advantage Fund – V and represented through its investment manager, ICICI Venture Funds Management Company Limited) ("**India Advantage Fund**"), SMASL, the shareholders of Sainik Mining and Allied Services Limited, Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki had entered into a shareholders agreement dated January 13, 2007, as amended, pursuant to which, India Advantage Fund has acquired 456,603 equity shares in SMASL ("**Investor Shares**") aggregating to 10.71% of its equity share capital.

SMASL, India Advantage Fund, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited entered into a put option agreement dated March 16, 2011, which was amended on February 1, 2013 and further amended on September 29, 2014 ("**Put Option Agreement**"). Pursuant to the Put Option Agreement, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited were required to deposit 2,790,118 Equity Shares; 2,790,119 Equity Shares; and 5,106,504 Equity Shares; respectively, aggregating to 10,686,741 ("**ACB Investor Shares**") with the agent, *i.e.* ICICI Bank Limited, and India Advantage Fund was required to deposit its shareholding in SMASL, *i.e.* 456,603 equity shares, with the escrow agent. In the event of any bonus issue, rights issue, stock split or similar corporate actions of our Company, the number of Equity Shares deposited with the agent could either be increased or decreased in accordance with the provisions of the Put Option Agreement.

Pursuant to the Put Option Agreement and upon fulfilment of certain specified conditions including our Company completing this Offer, during a period of three years from the date of expiry of the one year lock-in period applicable to the pre-Offer Equity Shares, India Advantage Fund has the option, in single or multiple tranches, to require Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited to purchase a specified number of equity shares in SMASL for an aggregate consideration which shall be equal to the put price, which would be calculated as under:

In the event the strike price multiplied by the ACB Investor Shares is less than or equal to ₹ 2,350,000,000, the put price for the Investor Shares shall be the corresponding market value of the ACB Investor Shares calculated based on the strike price of the Equity Shares.

Else, the put price for the Investor Shares shall be the corresponding market value of the ACB Investor Shares calculated based on the strike price of the Equity Shares less 75 % of the value by which the strike price multiplied by the ACB Investor Shares exceeds ₹ 2,35,00,00,000. The strike price will be the corresponding market value per share based on the average of the weekly high and low of the closing prices of the Equity Shares quoted during the two weeks preceding the dates of the put notice on any of the BSE and the NSE, which had the maximum average trading value for the Equity Shares. However, in the event the requisite put price is not remitted in accordance with the terms of the Put Option Agreement, India Advantage Fund shall find a third party buyer for the proportionate number of Equity Shares at the agreed consideration for a transfer on a recognised stock exchange. The said agreed consideration realised from the sale of the Equity Shares shall be used to purchase proportionate equity shares of SMASL held by India Advantage Fund.

Further, (i) a share deposit agreement, dated March 21, 2011, has been entered into between SMASL, India Advantage Fund, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Mitter Sen Agrofarms Private Limited and ICICI Bank Limited to deposit the Equity Shares and equity shares of SMASL as stated above, with ICICI Bank Limited; and (ii) an escrow agreement dated May 19, 2011 has been entered into between India Advantage Fund, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Mitter Sen Agrofarms Private Limited and ICICI Bank Limited for the purpose of remitting the Put Price in accordance with the terms of the Put Option Agreement.

Sale and purchase of the shares of the Company and Subsidiaries by the Promoters

Aryan Energy Private Limited

1 **Kuldeep Singh Solanki**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
March 26, 2004	Allotment	8,000	100	800,000
March 31, 2008	Transfer	(8,000)	100	(800,000)
Balance as on March 27, 2014		-		-

Kartikay Coal Washeries Private Limited

1 **Vir Sen Sindhu**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
March 25, 2005	Allotment	125,000	10	1,250,000
March 31, 2008	Transfer	(125,000)	10	(1,250,000)
Balance as on March 27, 2014		-		-

2 **Kuldeep Singh Solanki**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
March 25, 2005	Allotment	200,000	10	2,000,000
November 15, 2005	Allotment	7,000	10	70,000
March 31, 2008	Transfer	(200,000)	10	(2,000,000)
March 31, 2008	Transfer	(7,000)	10	(70,000)
Balance as on March 27, 2014		-		-

3 **Ganesh Chandra Mrig**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
November 15, 2005	Allotment	10,000	10	100,000
February 27, 2006	Transfer	(10,000)	10	(100,000)
Balance as on March 27, 2014		-		-

Aryan Clean Coal Technologies Private Limited

1 **Rudra Sen Sindhu**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
September 10, 2003	Allotment	5,600	10	56,000
July 13, 2005	Allotment	271900	10	2,719,000
March 31, 2008	Transfer	(5,600)	10	(56,000)
March 31, 2008	Transfer	-271900	10	(2,719,000)
March 31, 2008	Purchase	100	10	1,000
June 28, 2010	Transfer of Beneficial interest	(100)	10	(1,000)
Balance as on March 27, 2014		-		-

2 **Ganesh Chandra Mrig**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
September 10, 2003	Allotment	2,400	10	24,000
March 31, 2008	Transfer	(2,400)	10	(24,000)
March 31, 2008	Purchase	100	10	1,000
June 28, 2010	Transfer of Beneficial interest	(100)	10	(1,000)
Balance as on March 27, 2014		-		-

3 **Kuldeep Singh Solanki**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
September 10, 2003	Allotment	2000	10	20000
July 13, 2005	Allotment	278000	10	2780000
March 31, 2008	Transfer	-2000	10	-20000
March 31, 2008	Transfer	-278000	10	-2780000
Balance as on March 27, 2014		-		-

4 **Vir Sen Sindhu**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
July 13, 2005	Allotment	330,000	10	3,300,000
March 31, 2008	Transfer	(330,000)	10	(3,300,000)
Balance as on March 27, 2014		-		-

Spectrum Coal and Power Limited

1 **Ganesh Chandra Mrig**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
November 22, 2008	Purchase	1	10	10
June 28, 2010	Transfer of Beneficial interest	(1)	10	(10)
Balance as on March 27, 2014		-		-

2 **Vir Sen Sindhu**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
November 22, 2008	Purchase	1	10	10
June 28, 2010	Transfer of Beneficial interest	(1)	10	(10)
Balance as on March 27, 2014		-		-

3 **Rudra Sen Sindhu**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
March 26, 2009	Purchase	1	10	10
June 28, 2010	Transfer of Beneficial interest	(1)	10	(10)
Balance as on March 27, 2014		-		-

4 **Kuldeep Singh Solanki**

Date	Nature of transaction Allotment/Transfer	No. of Shares	Amount per share	Total Amount
March 26, 2009	Purchase	1	10	10
June 28, 2010	Transfer of Beneficial interest	(1)	10	(10)
Balance as on March 27, 2014		-		-

OUR SUBSIDIARIES AND OTHER CONSOLIDATED ENTITIES

Our Company has 12 Subsidiaries, two Joint Ventures and four Associate Companies as on the date of this Draft Red Herring Prospectus. There are no accumulated profits or losses in relation to any of our Subsidiaries that are not accounted for by our Company. The list of all our Subsidiaries, Joint Ventures and Associate Companies are provided below:

Sr. No.	Name of the entity
Subsidiaries	
1.	Aryan Clean Coal Technologies Private Limited
2.	Aryan Energy Private Limited
3.	Kartikay Coal Washeries Private Limited
4.	Spectrum Coal and Power Limited
5.	Connoiseur Resources Limited
6.	ACB (India) Power Limited
7.	Aryan M.P. Power Generation Private Limited
8.	Aryan Chhattisgarh Power Generation Private Limited
9.	TRN Energy Private Limited
10.	SFI Parcel Services Private Limited
11.	ACB (India) Coal Methane Private Limited
12.	Mccluskie Coal & Power Limited
Associates	
1.	Global Coal and Mining Private Limited
2.	Spectrum Power Generation Limited
3.	Maruti Clean Coal and Power Limited
4.	Swastik Power and Mineral Resources Private Limited
Joint Ventures	
1.	Cellcap Securities Limited
2.	Spectrum Coal and Power Limited (in consortium with Global Coal and Mining Private Limited)
Subsidiary of the Joint Venture	
1.	Pinnacle Overseas Assets Limited

Interest of the Subsidiaries in our Company

None of the Subsidiaries hold any Equity Shares in our Company. Except as stated in the section on "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus, the Subsidiaries do not have any other interest in our Company's business.

Holding company

Our Company is not a subsidiary of any company.

i. **Details of our Subsidiaries**

1. Aryan Clean Coal Technologies Private Limited ("ACCTPL")

ACCTPL was incorporated on September 10, 2003 with the Registrar of Companies as a private limited company. ACCTPL is currently engaged in the business of manufacturing coal washing equipments including barrel washers, drum washers, conveying equipments, thickness rotary breakers, vibrating feeders, mobile screens *etc*. The registered office is located at 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi, 110057**.**

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Rudra Sen Sindhu*	100	*Negligible*
Mr. Ganesh Chandra Mrig*	100	*Negligible*
ACB (India) Limited	3,499,800	99.99
Total	**3,500,000**	**100**

* *Nominee of our Company*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Except for Mr. Rudra Sen Sindhu, who holds 100 equity shares as a nominee of of ACBIL as on the date of this Draft Red Herring Prospectus, none of our Directors holds any equity shares in ACCTPL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
5,000,000 equity shares of ₹ 10 each	50.00
Issued, subscribed and paid up share capital	
3,500,000 equity shares of ₹ 10	35.00

2. Aryan Energy Private Limited (*"AEPL")

AEPL was incorporated on February 23, 2001 with the Registrar of Companies, West Bengal, as a private limited company. AEPL changed its registered office from the state of West Bengal to NCT of Delhi on February 17, 2005. The registered office of AEPL is presently located at 43, Vasant Enclave, Rao Tula Ram Marg, New Delhi-110 057. AEPL is carrying on the business of coal beneficiations.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Sajjan Singh	12,500	0.25

Shareholders	No. of equity shares	Shareholding (%)
Mr. Bijay Kumar Mandhani	131,372	2.63
Mr. Dakshath Mandhani	24,579	0.49
Ms. Jhanvi Mandhani	24,579	0.49
Ms. Avantika Mandhani	24,579	0.49
Mr. Amit Kumar Mandhani	32,493	0.65
Mr. Navneet Mandhani	32,493	0.65
Ms. Anju Devi Mandhani	33,823	0.68
Mandhani Carriers Private Limited	133,333	2.67
ACB (India) Limited	3,869,048	77.38
S.A. Portfolio Limited	56,750	1.14
Bijman Securities Private Limited	396,082	7.92
Sajjan Export Private Limited	218,369	4.37
RSL Export & Marketing Private Limited	10,000	0.20
TOTAL	**5,000,000**	**100**

Shareholding of Directors

Our Directors do not hold any equity shares in AEPL as on the date of this Draft Red Herring Prospectus

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
12,000,000 equity shares of ₹ 100 each	1,200.00
Issued, subscribed and paid up share capital	
5,000,000 equity shares of ₹ 100 each	500.00

3. Kartikay Coal Washeries Private Limited ("KCWPL")

KCWPL was incorporated on April 30, 2002 with the Registrar of Companies as a private limited company. KCWPL is currently engaged in the business of coal beneficiations. The registered office is located at 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi, 110 057.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Ajay Mrig	500,400	11.12
Lakhmi Leasing & Finance Private Limited	855,000	19.00
Mr. Mahesh Kumar Thapar	225,000	5.00
ACB (India) Limited	2,919,600	64.88
Total	**4,500,000**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Except for Mr. Ajay Mrig, who holds 500,400 equity shares as on the date of this Draft Red Herring Prospectus, none of our Directors holds any equity shares in KCWPL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
5,000,000 equity shares of ₹10 each	50.00
Issued, subscribed and paid up share capital	
4,500,000 equity shares of ₹10 each	45.00

4. Spectrum Coal and Power Limited ("SCPL")

SCPL was incorporated on January 1, 1996 as ST-BSES Coal Washeries Limited with Registrar of Companies, Maharashtra, Mumbai, as a public limited company and was issued a certificate for commencement of business on February 1, 1996. Subsequently, its name was changed to 'ST-CLI Coal Washeries Limited' and was issued a fresh certificate of incorporation on October 22, 2003. Thereafter, the name was changed to Spectrum Coal and Power Limited and a fresh certificate of incorporation dated October 10, 2006 was issued. SCPL is currently engaged in the business of coal beneficiations and setting up of thermal power generation plants. The registered office of SCPL was also changed from the state of Maharashtra to Andhra Pradesh and a fresh certificate of registration of Company Law Board order for change of state dated May 31, 2007 was issued. The registered office of SCPL was subsequently changed from the state of Andhra Pradesh to Delhi and a certificate of registration to this effect was issued by the Registrar of Companies on April 26, 2013. The registered office is located at 18, Vasant Enclave, Rao Tula Ram Marg, New Delhi 110057.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Ganesh Chandra Mrig *	1	*Negligible*
Mr. Vir Sen Sindhu *	1	*Negligible*
Mr. Rudra Sen Sindhu *	1	*Negligible*
Mr. Kuldeep Singh Solanki *	1	*Negligible*
Mr. Vrit Pal Sindhu *	1	*Negligible*
Mr. Dev Suman Sindhu *	1	*Negligible*
ACB (India) Limited	41,678,083	99.99
Total	**41,678,089**	**100**

* *Nominee of our Company*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in SCPL as on the date of this Draft Red Herring Prospectus, except for the following:

1. Mr. Vir Sen Sindhu, who holds 1 equity share as a nominee of ACBIL;
2. Mr. Rudra Sen Sindhu, who holds 1 equity share as a nominee of ACBIL;

3. Mr. Kuldeep Singh Solanki, who holds 1 equity share as a nominee of ACBIL; and
4. Mr. Vrit Pal Sindhu, who holds 1 equity share as a nominee of ACBIL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised Share Capital 55,000,000 equity shares of ₹ 10 each	550.00
Issued, subscribed and paid up share capital 41,678,089 equity shares of ₹ 10 each	416.78

5. Connoiseur Resources Limited ("CRL")

CRL was incorporated on November 20, 2006 in the territory of British Virgin Islands as a BVI Business Company under the International Business Companies Act (Cap 291) with the Registrar of Corporate Affairs, BVI. CRL was incorporated to carry on the business of investment in other companies. However, CRL is currently not engaged in any business activity. The registered office is located at Nerine Chambers, P.O Box 905, Road Town, Tortola, British Virgin Islands.

Shareholding pattern of CRL as on the date of this Draft Red Herring Prospectus

Shareholder	No. of equity shares	Shareholding (%)
ACB (India) Limited	48,135	100.00
Total	48,135	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Our Directors do not hold any equity shares in CRL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	US$ (in million)
Authorised share capital 25,000,000 equity shares of US$ 1.00 each	25.00
Issued, subscribed and paid up share capital 48,135 equity shares of US$ 1.00 each	0.05

6. ACB (India) Power Limited ("ACBIPL")

ACBIPL was incorporated on July 20, 2010 with the Registrar of Companies. ACBIPL is currently engaged in the business of investment in the power sector. The registered office is located at C-102, L.G.F., Surya Enclave, New Multan Nagar, New Delhi-110056.

Shareholding pattern of ACBIPL as on the date of this Draft Red Herring Prospectus

a) Equity

Shareholders	No. of equity shares	Shareholding (%)
ACB (India) Limited	1,009,570,016	99.99
Mr. Rudra Sen Sindhu *	1	*Negligible*
Mr. Kuldeep Singh Solanki *	1	*Negligible*
Mr. Ajay Mrig *	1	*Negligible*
Mr. Vir Sen Sindhu *	1	*Negligible*
Mr. Vrit Pal Sindhu *	1	*Negligible*
Mr. Dev Suman Sindhu *	1	*Negligible*
Total	**1,009,570,022**	**100**

* *Nominee of our Company*

b) 12% Non Cumulative Preference Shares

Shareholders	No. of preference shares	Shareholding (%)
ACB (India) Limited	39,600,000	24.4
Spectrum Coal and Power Limited	122,550,000	75.6
TOTAL	**162,150,000**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in ACBIPL as on the date of this Draft Red Herring Prospectus, except for the following:

1. Mr. Rudra Sen Sindhu, who holds 1 equity share as a nominee of ACBIL;
2. Mr. Kuldeep Singh Solanki, who holds 1 equity share as a nominee of ACBIL;
3. Mr. Ajay Mrig, who holds 1 equity share as a nominee of ACBIL;
4. Mr. Vir Sen Sindhu, who holds 1 equity share as a nominee of ACBIL; and
5. Mr. Vrit Pal Sindhu, who holds 1 equity share as a nominee of ACBIL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
1100,000,000 equity shares of ₹ 10 each	11,000.00
200,000,000 preference shares of ₹ 10 each	2,000.00

Details	₹ (in million)
Issued, subscribed and paid up share capital	
953,870,022 equity shares of ₹ 10 each	9538.70
162,150,000 preference shares of ` 10 each	1,621.50

7. *Aryan M.P. Power Generation Private Limited ("AMPPGPL")*

AMPPGPL was incorporated on May 9, 2008 with the Registrar of Companies as a private limited company. AMPPGPL is currently engaged in setting up of a 1,200 MW Coal based thermal power plant in the state of Madhya Pradesh. The registered office is located at 129, Transport Centre, 1st Floor, New Rohtak Road, Punjabi Bagh, Delhi, 110035.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Rudra Sen Sindhu *	1	*Negligible*
Mr. Ajay Mrig *	1	*Negligible*
Mr. Kuldeep Singh Solanki *	1	*Negligible*
ACB (India) Power Limited	39,969,997	99.99
Total	**39,970,000**	**100**

* *Nominee of ACBIPL, our Subsidiary*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in AMPPGPL as on the date of this Draft Red Herring Prospectus, except for the following:

1. Mr. Rudra Sen Sindhu, who holds 1 equity share as a nominee of ACBIPL;
2. Mr. Ajay Mrig, who holds 1 equity share as a nominee of ACBIPL; and
3. Mr. Kuldeep Singh Solanki, who holds 1 equity share as a nominee of ACBIPL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
100,000,000 equity shares of ₹ 10 each	1,000.00
Issued, subscribed and paid up share capital	
39,970,000 equity shares of ₹10 each	399.70

8. *Aryan Chhattisgarh Power Generation Private Limited ("ACPGPL")*

ACPGPL was incorporated on May 9, 2008 with the Registrar of Companies as a private limited company. ACPGPL is currently engaged in the business of setting up of a 1,200 MW coal based thermal power plant in the

state of Chhattisgarh. The registered office is located at 129, Transport Centre, 1st Floor, New Rohtak Road, Punjabi Bagh, Delhi, 110035.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Rudra Sen Sindhu*	1	*Negligible*
Mr. Ajay Mrig*	1	*Negligible*
Mr. Kuldeep Singh Solanki*	1	*Negligible*
ACB (India) Power Limited	1,202,497	99.99
Total	**1,202,500**	**100**

* *Nominee of ACB (India) Power Limited, our Subsidiary*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in ACPGPL as on the date of this Draft Red Herring Prospectus, except for the following:

1. Mr. Rudra Sen Sindhu, who holds 1 equity share as a nominee of ACBIPL;
2. Mr. Ajay Mrig, who holds 1 equity share as a nominee of ACBIPL; and
3. Mr. Kuldeep Singh Solanki, who holds 1 equity share as a nominee of ACBIPL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
100,000,000 equity shares of ₹ 10 each	1,000.00
Issued, subscribed and paid up share capital	
1,202,500 equity shares of ₹ 10 each	12.025

9. TRN Energy Private Limited ("TRNEPL")

TRNEPL was incorporated on November 17, 2006 with the Registrar of Companies as TRNEPL. The name of the company was subsequently changed to TRNEPL and a fresh certificate of incorporation was issued by the Registrar of Companies on January 9, 2012. Further the name of the Company was changed to its present name and fresh certificate of incorporation was issued by Registrar of Companies on September 05, 2013. TRNEPL is currently engaged in the business of setting up of a 600 MW coal based thermal power plant in the state of Chhattisgarh. The registered office is located at 18, Vasant Enclave, Rao Tula Ram Marg, New Delhi 110 057.

Shareholding pattern of TRNEPL as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
ACB (India) Power Limited	421,267,120	74.00
Mr. Rudra Sen Sindhu*	1	*Negligible*

Shareholders	No. of equity shares	Shareholding (%)
Mr. Vir Sen Sindhu*	1	*Negligible*
Mr. Anil Kumar Jain	14,439,677	2.54
Mr. Sanjay Jain	6,997,903	1.23
Atma Securities Private Limited	73,238,016	12.87
Jaisri Properties & Exports Private Limited	53,333,871	9.37
Total	**569,276,589**	**100.00**

* *Nominee of ACBIPL, our Subsidiary*

Shareholding of Directors

None of our Directors hold any equity shares in TRNEPL as on the date of this Draft Red Herring Prospectus except for the following:

1. Mr. Rudra Sen Sindhu, who holds 1 equity share as a nominee of ACBIPL; and
2. Mr. Vir Sen Sindhu, who holds 1 equity share as a nominee of ACBIPL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
1000,000,000 equity shares of ₹ 10 each	10,000.00
Issued, subscribed and paid up share capital	
569,276,589 equity shares of ₹ 10 each	5,692.77

10. SFI Parcel Services Private Limited ("SFIP")

SFI Parcel was incorporated on April 15, 2009 with the Registrar of Companies as a private limited company. SFIP has made an investment in MCCPL. For details of MCCPL, please see the section below "Associates of Company". The registered office is located at 18, Vasant Enclave, Rao Tula Ram Marg, New Delhi 110 057.

Shareholding pattern of SFIP as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
ACB (India) Power Limited	13,787,300	99.99
Mr. Rudra Sen Sindhu*	1,000	0.01
Total	**13,788,300**	**100**

* *Nominee of ACB (India) Power Limited, our Subsidiary*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Except for Mr. Rudra Sen Sindhu, who holds 1,000 equity shares as a nominee of ACBIPL, as on the date of this Draft Red Herring Prospectus, none of our Directors hold any equity shares in SFIP as on July 31, 2014.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
15,000,000 equity shares of ₹ 10 each	150.00
Issued, subscribed and paid up share capital	
13,788,300 equity shares of ₹ 10 each	137.883

11. ACB (India) Coal Methane Private Limited ("ACBCMPL")

ACBCMPL was incorporated on February 18, 2013 with the Registrar of Companies as a private limited company. ACBCMPL is authorised to engage in the business of exploration and production in coal bed methane block and such other opportunities to explore fossil fuel. The Company is currently not engaged in any activity. The registered office is located at 18, Vasant Enclave, Rao Tula Ram Marg, New Delhi 110 057.

Shareholding pattern of ACBCMPL as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
ACB (India) Limited	25,500	51.00
Kartikay Exploration and Mining Services Private Limited	19,500	39.00
Lemar LLC	5,000	10.00
Total	**50,000**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Our Directors do not hold any equity shares in ACBCMPL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
50,000 equity shares of ₹ 10 each	0.50
Issued, subscribed and paid up share capital	
50,000 equity shares of ₹ 10 each	0.50

12. Mccluskie Coal & Power Limited ("MCPL")

MCPL was incorporated on October 29, 2013 with the Registrar of Companies as a public limited company. MCPL has been incorporated as a subsidiary of the Company with the object to carry on the business of coal beneficiation and power generation. The MCPL is currently engaged in the business of coal beneficiation and power generation. MCPL continues as a subsidiary as on date. The registered office is located at C-102, Surya Enclave, New Multan Nagar, New Delhi-110 056.

Shareholding pattern of MCPL as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
ACB (India) Limited	25,200	50.40
Sh. Rudra Sen Sindhu*	100	0.20
Sh. Vir Sen Sindhu*	100	0.20
Sh. Vrit Pal Sindhu*	100	0.20
Sh. Manoj Kumar Agarwal	5,000	10.00
Sh. Nirmal Kumar Agarwal	5,000	10.00
OdishaManganese & Minerals Limited	7,500	15.00
Adhunik Alloys and Power Limited	7,000	14.00
Total	**50,000**	**100**

**Nominee Shareholder of our Company*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in MCPL as on the date of this Draft Red Herring Prospectus except for the following:

1. Mr. Rudra Sen Sindhu, who holds 100 equity shares as a nominee of ACBIL;
2. Mr. Vir Sen Sindhu, who holds 100 equity shares as a nominee of ACBIL; and
3. Mr. Vrit Pal Sindhu, who holds 100 equity shares as a nominee of ACBIL.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
100,000 equity shares of ₹ 10 each	1.00
Issued, subscribed and paid up share capital	
50,000 equity shares of ₹ 10 each	0.50

Associates of our Company

1. Global Coal and Mining Private Limited ("GCMPL")

GCMPL was incorporated on June 8, 1998 with the Registrar of Companies as a private limited company. The registered office of GCMPL is located at 154 Vasant Enclave, Rao Tula Ram Marg, New Delhi-110057. GCMPL is currently engaged in business of coal beneficiation and power generation through 15 MW wind mill plant.

List of promoters of GCMPL and details of disassociation

GCMPL was incorporated and initially promoted by Mr. Kuldeep Singh Solanki and Mr. Raj Singh on June 8, 1998. In 2007, CIPL Investments, Mauritius ("**CIPL**") (a financial investor), made certain investments in GCMPL pursuant to which, a shareholders' agreement dated July 25, 2007 was signed by all the then existing shareholders of

GCMPL and CIPL, in which Mr. Kuldeep Singh Solanki, Mr. Rudra Sen Sindhu, Mr. G.C. Mrig and Mr. Bijay Kumar Mandhani were named as the promoters of GCMPL. Mr. Raj Singh was not named as a promoter since he had disassociated from GCMPL on August 20, 2001. Clause 7.1 (a) of the aforesaid shareholders' agreement mandated that the rights and obligations of the shareholders stipulated in the aforesaid shareholders' agreement be included in the charter documents of GCMPL and, accordingly, Mr. Kuldeep Singh Solanki, Mr. Rudra Sen Sindhu, Mr. G.C. Mrig and Mr. Bijay Kumar Mandhani were named as promoters in GCMPL's articles of association (the "**GCMPL AoA**").

Pursuant to certain share swap agreements dated September 4, 2009 entered into by the Company with certain shareholders of GCMPL, the Company acquired 6,257,358 equity shares of GCMPL, aggregating to 35.61% of the equity share capital of GCMPL. Consequently, on October 21, 2011, the aforesaid shareholders' agreement was amended (the "**Shareholders Agreement**"), pursuant to which Mr. Kuldeep Singh Solanki and Mr. Bijay Kumar Mandhani continue to be named as promoters of GCMPL, and the Company was added as a promoter of GCMPL.

The current promoters of GCMPL, in terms of the ICDR Regulations, are Mr. Kuldeep Singh Solanki and the Company, as they, along with their associates, own and control 52.66% of the equity share capital of GCMPL.

Mr. Bijay Kumar Mandhani is not nor has he ever been a promoter of GCMPL in terms of the ICDR Regulations and has been named as a promoter in the Shareholders Agreement for the limited purpose of the contractual commitments made in the Shareholders Agreement, which classification has been replicated in the GCMPL AoA. The Shareholders Agreement and the consequent reflection of its clauses in the GCMPL AoA continue for the purposes of the contractual arrangement between the parties to the Shareholders Agreement.
The details of the past disassociation of promoters from GCMPL are as follows:

Name	Nature of disassociation	Date of disassociation	
		As a director of GCMPL	As a shareholder of GCMPL
Mr. Raj Singh	Resigned from the board of directors of GCMPL on August 20, 2001. However, he continues to hold 0.04% of equity share capital of GCMPL.	August 20, 2001	-
Mr. Rudra Sen Sindhu	Sale by way of swap of 2,145,500 equity shares held in GCMPL and re-designation to a nominee director of the Company from an executive director on the board of directors of GCMPL	October 21, 2011	September 4, 2009
Mr. Ganesh Chandra Mrig	Sale by way of swap of 35,000 equity shares held in GCMPL and resignation from the board of directors of GCMPL	September 30, 2011	September 4, 2009

Directors of GCMPL

Other than the resignation of Mr. Ganesh Chandra Mrig from the board of GCMPL on September 30, 2011, there have been no resignations from the board of directors of GCMPL during the last two years. The list of directors of GCMPL as on the date of this Draft Red Herring Prospectus is as follows:

S. No.	Name	Designation	Date of appointment
1.	Mr. Kuldeep Singh Solanki	Chairman	June 8, 1998*
2.	Mr. Virendra Kumar Sehgal	Managing Director	June 16, 2000
3	Mr. Bijay Kumar Mandhani	Executive Director	March 25, 2000
4	Ms. Manisha Solanki	Executive Director	April 7, 2006
5	Mr. Gautam Gode	Nominee Director of CIPL	July 31, 2007
6.	Mr. Rudra Sen Sindhu	Nominee Director of the Company	June 30, 2008
7.	Mr. Vrit Pal Sindhu	Nominee Director of the Company	June 30, 2008
8.	Mr. Vir Sen Sindhu	Nominee Director of the Company	October 21, 2011

[*] *Mr. Kuldeep Singh Solanki resigned as a director on April 7, 2006 and was re-appointed on April 14, 2006.*

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Mr. Kuldeep Singh Solanki	1,029,196	5.86
Ms. Indu Solanki	133,256	0.76
Mr. V. K. Sehgal	10,000	0.06
Ms. Manisha Solanki	97,294	0.55
Maneesha Finlease Limited	1,725,648	9.82
Mr. Bijay Kumar Mandhani	1,061,840	6.04
Mr. Pawan Mandhani	210,760	1.20
Bijman Securities Private Limited	1,227,047	6.98
Sat Soft (India) Private Limited	450,000	2.56
ACB (India) Limited	6,257,358	35.61
Mr. Raj Singh	7,200	0.04
Sajjan Exports (India) Private Limited	921,616	5.24
SA Portfolio Limited	643,704	3.66
Mr. Sajjan Singh	65,000	0.37
Mr. Banwar Kanwar	75,000	0.43
RSL Exports & Marketing Private Limited	889,704	5.06
CIPL Investments	2,767,669	15.75
TOTAL	**17,572,292**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Except for Mr. Kuldeep Singh Solanki, who holds 1,029,196 shares, none of our Directors hold any equity shares in GCMPL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
18,000,000 equity shares of ₹ 10 each	180.00
Issued, subscribed and paid up share capital	
17,572,292 equity shares of ₹ 10 each	175.72

2. Spectrum Power Generation Limited ("SPGL")

SPGL was incorporated on October 26, 1992 with the Registrar of Companies, Andhra Pradesh as a public limited company. SPGL is currently engaged in the business of power generation. The registered office is located at Fourth Floor, M.C.H No 8-2-293/82/A/241/A, SSC-3, Rajala Centre at Road No.36, Jubilee Hills, Hyderabad 500033, Andhra Pradesh.

Shareholding pattern of SPGL as on the date of this Draft Red Herring Prospectus

S.No.	Shareholders	No. of equity shares	Paid-up capital per equity share (₹)	Total paid-up capital (₹)	Shareholding (%)
1	Pinnacle Overseas Assets Limited	104,999,994	10	1,049,999,940	32.61%
2	Mr. Satish Sharma*	1	10	10	*Negligible*
3	Mr. Sanjay Hasija*	1	10	10	*Negligible*
4	Mr. Dalip Nagar*	1	10	10	*Negligible*
5	Mr. K. Satish*	1	10	10	*Negligible*
6	Mr. Pawan Kumar Agarwal*	1	10	10	*Negligible*
7	Mr. A. Ramarao*	1	10	10	*Negligible*
8	ACB (India) Limited	77,644,765	10	776,447,650	24.11%
9	Cellcap Infovin India Private Limited	3,000,000	10	30,000,000	9.32%
10	ACB (India) Limited	175,000,000	1.71	300,000,000	9.32%
11	Cellcap Infovin India Private Limited	175,000,000	1.71	300,000,000	9.32%
12	Life Insurance Corporation of India	520,219	10	5,202,190	0.16%
13	SIDBI Venture Capital Limited	795,934	10	7,959,340	0.25%
14	Oriental insurance Company Ltd	62,426	10	624,260	0.02%
15	National Insurance Co. Ltd	72,831	10	728,310	0.02%
16	New India Assurance Co. Ltd.	93,639	10	936,390	0.03%
17	United India Insurance Co. Ltd.	88,437	10	884,370	0.03%
18	General Insurance Corporation of India Ltd.	98,842	10	988,420	0.03%
19	Globus Power Generation Limited	47,644,765	10	476,447,650	14.80%
	Total	**612,021,858**		**3,220,218,580**	**100.00%**

* *Nominees of POAL*

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

None of our Directors hold any equity shares in SPGL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
800,000,000 equity shares of ₹ 10 each	8,000.00
200,000,000 Preference Shares of ₹ 10 each	2,000.00
Issued, subscribed share capital	
612,021,858 equity shares of ₹ 10/- each	6,120.21
176,476,890 - 0.05% redeemable preference shares of ₹ 10/- each	1,764.77

paid up share capital	
612,021,858 equity shares of ₹10/- each	3,220.21
(includes 350,000,000 equity shares of ₹ 10/- each partly called and paid up of ₹ l.71/-each)	1,764.77
176,476,890 0.05% redeemable preference shares of ₹10/-.	

3. *Maruti Clean Coal and Power Limited ("MCCPL")*

MCCPL was originally incorporated under the name Maruti Explochem Private Limited on March 8, 1999 with the Registrar of Companies, Madhya Pradesh and Chhattisgarh as a private limited company. Subsequently, the name of the company was changed from Maruti Explochem Private Limited to Maruti Explochem Limited, pursuant to its conversion from a private limited company to a public limited company and a fresh certificate of incorporation was issued by the registrar of companies, Madhya Pradesh and Chhattisgarh on September 17, 2002 in this regard. Thereafter, the name of the company was changed from Maruti Explochem Limited to Maruti Clean Coal and Power Limited and a fresh certificate of Incorporation was issued by the registrar of companies, Madhya Pradesh and Chhattisgarh on September 25, 2002. The registered office of MCCPL is located at Ward No. 42, Building No. 14, Civil Lines, Near Income Tax Colony, Raipur, Chattisgarh-492 001. MCCPL is currently engaged in business of coal washing and construction of a thermal power plant.

Shareholding pattern of MCCPL as on the date of this Draft Red Herring Prospectus

a) Equity Share

Name of Shareholder	Number of Equity Shares	% of Issued Equity Share Capital
SFI Parcel Services Private Limited	6,075,000	45.00
Kolahai Infotech Private Limited	7,424,995	55.00
Mr. Anil Sehrawat*	1	*Negligible*
Mr. Satish Kadian*	1	*Negligible*
Mr. Rajesh Gulati*	1	*Negligible*
Yashpal Saharan*	1	*Negligible*
Joginder Chhikara*	1	*Negligible*
Total	**13,500,000**	**100**

* *Nominee of KIPL*

b) 0.01% Preference Share

Name of Shareholder	Number of Equity Shares	% of Issued Equity Share Capital
Hira Ferro Alloy Limited	15,500,000	93.94
SFI Parcel Services Private Limited	500,000	3.03
Kolahai Infotech Private Limited	500,000	3.03
Total	**16,500,000**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Our Directors do not hold any equity shares in MCCPL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	

33,000,000 Equity Shares of ₹10/- each	330.00
17,000,000 0.01% Preference Shares of Rs. 10/- each	170.00
Issued, subscribed and paid up share capital	
13,500,000 Equity Shares of ₹10/- each	35.00
16,500,000 0.01% Preference Shares of Rs. 10/- each	165.00

4. Swastik Power and Mineral Resources Private Limited ("SPMRPL")

SPMRPL was originally incorporated on December 14, 2004 with the Registrar of Companies, Madhya Pradesh and Chhattisgarh, as Swastik Sponge and Power Private Limited. The name of the company was subsequently changed to its present name and a fresh certificate of incorporation was issued by the registrar of companies, Madhya Pradesh and Chhattisgarh on June 5, 2009. The main objects of SPMRPL are coal beneficiation and power generation. SPMRPL is currently engaged in the activity of coal beneficiation and power generation. The registered office of the company is located at Opp. Fashion House, Malvia Road Near City Kotwali, Raipur, Chhattisgarh.

Shareholding pattern of SPMRPL as on the date of this Draft Red Herring Prospectus

Name of Shareholder	Number of Equity Shares	% of Issued Equity Share Capital
Shiv Coal Benefication and Power Private Limited	21,414,372	24.00
Rama Commercials Private Limited	2,708,944	3.04
Hind Energy and Coal Benefication Private Limited	8,662,141	9.71
Krishna Heights Private Limited	2,223,172	2.49
Pawsum Holdings Private Limited	1,406,518	1.58
ACB (India) Limited	23,198,903	26
Bharti Manpower Solutions Private Limited	9,032,100	10.12
Rama Krishna Infracon (India) Private Limited	8,774,100	9.83
Uniworld Industries Private Limited	4,838,700	5.42
Future Soft Suppliers Private Limited	6,967,600	7.81
Total	**89,226,550**	100

Shareholding of Directors

Our Directors do not hold any equity shares in SPMRPL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	₹ (in million)
Authorised share capital	
65,000,000 Equity Shares of ₹10/- each	650.00
Issued, subscribed and paid up share capital	
17,750,550 Equity Shares of ₹10/- each	177.51

ii. **Joint Ventures of our Company**

Cellcap Securities Limited ("CSL")

CSL was incorporated on August 15, 2005 in the territory of British Virgin Islands under the International Business Companies Act (Cap 291) with Registrar of Corporate Affairs, BVI. The registered agent of the company is Nerine Trust Company (BVI) Limited. The registered office of CSL is situated at Nerine Chambers, P.O. Box- 905, Road, Town, Tortola, British Virgin Islands. CSL was set up as a special purpose vehicle and has made further investments in step down special purpose vehicle named Pinnacle Overseas Assets Limited which is carrying on the business of making investments in the infrastructure especially in power sector.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Cellcap Invofin India Private Limited (Class B shares)	660,000	5.83
ACB (India) Limited (Class B shares)	660,000	5.83
ACB (India) Limited (Class A shares)	5,000,000	44.17
Ideal Klassic Resources Ltd. (Class A shares)	5,000,000	44.17
Total	**11,320,000**	**100.00**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Our Directors do not hold any equity shares in CSL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	US$ (in million)
Authorised share capital 25,000,000 shares of US$ 1.00 each, divided into the following classes: (i) 10,000,000 ordinary class A shares (non- voting shares) (ii) 15,000,000 ordinary class B shares (voting shares)	25.00
Issued, subscribed and paid up share capital 11,320,000 shares of US$ 1.00 each, divided into following classes: (i) 10,000,000 ordinary class A shares (non- voting shares) (ii) 1,320,000 ordinary class B shares (voting shares)	11.32

Spectrum Coal and Power Limited (in consortium with Global Coal and Mining Private Limited) ("AOP")

An association of persons has been formed between SCPL and GCMPL with respect to a contract awarded by APGENCO for execution of work in Talcher. SCPL and GCMPL hold 51% and 49% respectively in AOP.

Subsidiary of CSL

Pinnacle Overseas Assets Limited ("POAL")

POAL was incorporated on October 2, 2006 in the territory of the British Virgin Islands under the International Business Companies Act (Cap 291) with the Registrar of Corporate Affairs, BVI. The registered office of POAL is situated at Nerine Chambers, P.O. Box- 905, Road, Town, Tortola, British Virgin Islands. POAL was set up as a special purpose vehicle to submit a bid for acquisition of SPGL, an unlisted entity engaged in power sector in India.

The financial statements of POAL are consolidated with those of CSL in terms of AS 27.

Shareholding pattern as on the date of this Draft Red Herring Prospectus

Shareholders	No. of equity shares	Shareholding (%)
Cellcap Securities Limited BVI	23,597,864	100
Total	**23,597,864**	**100**

Shareholding of Directors as on the date of this Draft Red Herring Prospectus

Our Directors do not hold any equity shares in POAL as on the date of this Draft Red Herring Prospectus.

Capital structure as on March 31, 2014

Details	US$ (in million)
Authorised share capital	
40,050,000 equity shares of US$ 1.00 each	40.05
Issued, subscribed and paid up share capital	
23,597,864 equity shares of US$ 1.00 each	23.59

OUR MANAGEMENT

Board of Directors

Under the Articles of Association, our Company is required to have not more than 12 Directors. Our Company currently has 12 Directors comprising six Independent Directors, three Executive Directors, and three other Non-Executive Directors.

The following table sets forth details regarding the Board of Directors as of the date of this Draft Red Herring Prospectus:

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
Mr. Rudra Sen Sindhu Address: 23, Rajdoot Marg, Chanakya Puri, New Delhi – 110021, India. Designation: Executive Chairman cum Managing Director Occupation: Business Nationality: Indian Tenure: Appointed for a period of five years from April 1, 2012 until March 31, 2017 and liable to retire by rotation. DIN: 00006999	58	**Indian companies** 1. ACB (India) Power Limited 2. Aryan Chhattisgarh Power Generation Private Limited 3. Aryan Clean Coal Technologies Private Limited 4. Aryan Energy Private Limited 5. Aryan Ispat and Power Private Limited 6. Aryan M.P. Power Generation Private Limited 7. Global Coal and Mining Private Limited 8. Indus Infra Development Private Limited 9. Indus Portfolio Private Limited 10. Kalinga Coal Mining Private Limited 11. Kartikay Coal Washeries Private Limited 12. Kartikay Resources and Powergen Private Limited 13. Mccluskie Coal & Power Limited 14. M.P. Sainik Coal Mining Private Limited 15. Param Mitra Associates Private Limited 16. Param Mitra Investments Private Limited 17. Paramitra Holdings Private Limited 18. Purshottam Buildwell Private Limited 19. Sainik Finance & Industries Limited 20. Sainik Mining and Allied Services Limited 21. Sarvesh Coaltech Private Limited 22. Sindhu Realtors Limited 23. Sindhu Trade Links Limited **Foreign companies** 24. Connoiseur Resources Limited 25. Kartikay Resources FZE 26. Param Mitra Coal Resources Pte. Limited 27. Sainik Mining (International) Limited 28. Unity Holding Business Singapore Pte Limited
Mr. Vir Sen Sindhu Address: 1, Garud Nagar, Gevra Project,	53	**Indian companies** 1. Aadrash Infraventure Private Limited

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
Korba - 492452, Chhattisgarh, India. Designation: Joint Managing Director Occupation: Business Nationality: Indian Tenure: Appointed for a period of five years from April 1, 2012 until March 31, 2017 and liable to retire by rotation. DIN: 00034773		2. ACB (India) Power Limited 3. Aryan Chhattisgarh Power Generation Private Limited 4. Aryan Clean Coal Technologies Private Limited 5. Aryan Energy Private Limited 6. Aryan M.P. Power Generation Private Limited 7. B and S Realtors Private Limited 8. Four Corner Developers Private Limited 9. Garuda Resorts Private Limited 10. Global Coal and Mining Private Limited 11. Indus Infra Development Private Limited 12. Indus Portfolio Private Limited 13. Mccluskie Coal & Power Limited 14. M.P. Sainik Coal Mining Private Limited 15. Param Mitra Associates Private Limited 16. Paramitra Holdings Private Limited 17. Param Mitra Investments Private Limited 18. Pragati Vanijaya Limited 19. S Three H Constructions Private Limited 20. Sainik Mining and Allied Services Limited 21. Sindhu Farms Private Limited 22. Sindhu Realtors Limited 23. Sindhu Trade Links Limited **Foreign companies** 24. Param Mitra Coal Resources Pte. Limited
Mr. Kuldeep Singh Solanki Address: B-9/16, Vasant Vihar, New Delhi – 110057, India. Designation: Non-Executive Director Occupation: Business Nationality: Indian Tenure: Liable to retire by rotation DIN: 00009212	58	**Indian companies** 1. ACB (India) Power Limited 2. Arunachal Sainik Mining and Projects Private Limited 3. Aryan Chhattisgarh Power Generation Private Limited 4. Aryan Clean Coal Technologies Private Limited 5. Aryan M.P. Power Generation Private Limited 6. Global Coal and Mining Private Limited 7. Global Greenearth Private Limited 8. Global Minetec Limited 9. Global Opticals Private Limited 10. Kalinga Coal Mining Private Limited 11. Maneesha Finlease Limited 12. M.P. Sainik Coal Mining Private Limited 13. Orichem Limited 14. Sainik Coal Washery Private Limited 15. Sainik Finance & Industries Limited

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
		16. Sainik Logistics Private Limited 17. Sainik Mining and Allied Services Limited 18. Sainik Potash Private Limited **Foreign companies** 19. Connoiseur Resources Limited 20. Sainik Mining (International) Limited 21. XLR Capital (Cyprus) Limited 22. Yara Dallol, BV
Mr. Vrit Pal Sindhu Address: 23, Rajdoot Marg, Chanakya Puri, Delhi – 110021, India. Designation: Executive Director Occupation: Service Nationality: Indian Tenure: Appointed for a period of five years from April 1, 2012 until March 31, 2017 and liable to retire by rotation. DIN: 00033480	49	**Indian companies** 1. ACB (India) Power Limited 2. Aryan Chhattisgarh Power Generation Private Limited 3. Aryan Clean Coal Technologies Private Limited 4. Aryan Energy Private Limited 5. Aryan Ispat and Power Private Limited 6. Aryan M.P. Power Generation Private Limited 7. Chhattisgarh Land and Building Developers Private Limited 8. Garuda Resorts Private Limited 9. Global Coal and Mining Private Limited 10. Global Estates and Developers Private Limited 11. Indus Automobiles Private Limited 12. Indus Best Mega Food Park Private Limited 13. Indus Sor Urja Private Limited 14. Mahavir Aryan Industries Private Limited 15. Paramitra Holdings Private Limited 16. Sainik Mining and Allied Services Limited 17. Shyam Indus Energy Private Limited 18. Shyam Indus Hydel Power Private Limited 19. Shyam Indus Solar Power Private Limited 20. Sindhu Farms Private Limited 21. Sindhu Trade Links Limited 22. S Three H Buildcon Private Limited 23. S Three H Builders Private Limited 24. S3H Reality Private Limited **Foreign companies** 25. PT Brilian Alam Sejahtera 26. PT Krida Makmur Bersama 27. PT Mesra Prima Coal
Mr. Niten Malhan	43	**Indian companies**

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
Address: Flat No. 2705, 27th Floor, North Tower, The Imperial Building MP Mill Compound, Tardeo, Mumbai – 400034, India. Designation: Non-Executive Nominee Director* Occupation: Service Nationality: Indian Tenure: Not liable to retire by rotation. DIN: 00614624		1. AVTEC Limited 2. DB Power (Madhya Pradesh) Limited 3. D B Power Limited 4. Diliigent Power Private Limited 5. Fleur Hotels Private Limited 6. Lemon Tree Hotels Limited 7. Metropolis Healthcare Limited 8. Warburg Pincus India Private Limited
Mr. Surinder Singh Kohli Address: J-170, Rajouri Garden, New Delhi – 110027, India. Designation: Independent Director Occupation: Professional Nationality: Indian Tenure: Up to September 5, 2019, not liable to retire by rotation. DIN: 00169907	69	**Indian companies** 1. Asian Hotels (West) India Limited 2. BSES Rajdhani Power Limited 3. BSES Yamuna Power Limited 4. Essar Steel India Limited 5. IDFC Limited 6. IL&FS Financial Services Limited 7. PTC India Financial Services Limited 8. Reliance Infrastructure Limited 9. Seamec Limited 10. SICOM Limited 11. S V Creditline Private Limited **Foreign companies** 12. IL& FS Financial Services (UK) Limited 13. IL & FS Global Financial Services (ME) Limited
Mr. Brij Behari Tandon Address: J-238, First Floor, Saket, New Delhi – 110017, India. Designation: Independent Director Occupation: Retired Indian Administrative Services Officer, now Professional Consultant Nationality: Indian Tenure: Up to September 5, 2019, not liable to retire by rotation.	73	**Indian companies** 1. Adani Power Limited 2. Ambuja Cement Foundation 3. Ambience Private Limited 4. Bhushan Steel Limited 5. Birla Corporation Limited 6. Exicom Tele-Systems Limited 7. Jaiprakash Power Ventures Limited 8. Jaypee Infratech Limited 9. Jinbhuvish Power Generation Private Limited 10. Oriental Carbon & Chemicals Ltd 11. Schrader Duncan Limited

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
DIN: 00740511		
Mr. Charan Das Arha Address: Quarter No. 4, I.A.S. Quarters, Kundanbagh, Begumpet, Hyderabad – 500016, India. Designation: Independent Director Occupation: Professional Nationality: Indian Tenure: Up to September 5, 2019, not liable to retire by rotation. DIN: 02226619	69	**Indian companies** 1. Anand Rathi Financial Services Limited 2. Emami Cements Limited 3. Taj GVK Hotels and Resorts Limited
Mr. Samay Ram Address: 381, Sector - 5, Gurgaon, Haryana – 122001, India Designation: Independent Director Occupation: Professional Nationality: Indian Tenure: Up to September 5, 2019, not liable to retire by rotation. DIN: 00663816	75	NIL
Mr. Ramesh Shah Address: D – 51, Hauz Khas, New Delhi, 110016 Designation: Independent Director Occupation: Chartered Accountant Nationality: Indian Tenure: Up to the date of the next Annual general meeting, not liable to retire by rotation.	56	**Indian companies** 1. Penta Software Private Limited 2. Penta Serv (India) Private Limited

Name, Address, Designation, Occupation, Nationality, Term and DIN	Age (in years)	Other Directorships
DIN: 00029864		
Mr. Rajpal Solanki Address: BH – 13, East Shalimar Bagh, New Delhi – 110 088 Designation: Independent Director Occupation: Service Nationality: Indian Tenure: Up to the date of the next Annual general meeting, not liable to retire by rotation. DIN: 00451314	57	**Indian companies** 1. Sohn Steel Private Limited 2. Esaar Bio-Tech Products Limited 3. K.R. Infrastructure Development Company Private Limited 4. Alandi Steel Private Limited 5. T M K Steel Industry Private Limited 6. Srivenkateshwar Tradex Private Limited 7. Sindhu Trade Links Limited 8. Shyam Indus Power Solutions Private Limited
Mr. Ajay Mrig Address: House No. 898, Sector – 14, Gurgaon, Haryana – 122001, India Designation: Non Executive Director Occupation: Business Nationality: Indian Tenure: Liable to retire by rotation DIN: 00026593	53	**Indian companies** 1. ACB (India) Coal Methane Private Limited 2. ACB (India) Power Limited 3. Aryan Chhattisgarh Power Generation Private Limited 4. Aryan Clean Coal Technologies Private Limited 5. Aryan Energy Private Limited 6. Aryan M.P. Power Generation Private Limited 7. Hind Hotels Private Limited. 8. Kartikay Exploration and Mining Services Private Limited 9. Kartikay Coal Washeries Private Limited 10. Kartikay Resources and Powergen Private Limited 11. Pragati Vanijaya Limited 12. Sarvesh Coaltech Private Limited 13. Wardha Coal Transport Private Limited. **Foreign companies** 14. Connoiseur Resources Limited 15. Hind Hotels Limited Dubai 16. Kartikay Peruvian Mining Company S.A. 17. Kartikay Resources FZE

** Nominated by Pineridge*

Except as disclosed below, none of the Directors are related to each other:

Sr. No.	Name	Nature of relationship
1.	Mr. Rudra Sen Sindhu	Brother of Mr. Vir Sen Sindhu and Mr. Vrit Pal Sindhu
2.	Mr. Vir Sen Sindhu	Brother of Mr. Rudra Sen Sindhu and Mr. Vrit Pal Sindhu
3.	Mr. Vrit Pal Sindhu	Brother of Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu

Brief profiles of our Directors

Mr. Rudra Sen Sindhu completed his bachelor's degree in arts in 1976 from Birendra Narayan Chakrabarty University and joined the Indian Army in 1977. After completing the short service commission period of five years, he joined his family concern, M/s. Mitter Sen and Co., which was then engaged in the business of iron ore mining. Mr. Rudra Sen Sindhu has been with our Company since March 14, 1997. He has approximately 31 years of experience in the field of coal mining and mining logistics. He has business interests in a number of companies engaged mainly in the business of mining and logistics, coal beneficiation, power generation, manufacturing of portland cement, sponge iron and steel, stock broking, print media, finance and tourism. He has been the Chairman of the Expert Committee on Coal since 2008 and the Co-Chairman of the National Coal Committee of ASSOCHAM since 2009. He is also engaged in several charitable activities and has been actively involved in social activities like rehabilitation of Gujarat earthquake victims as well as setting up schools in rural areas. He is the Executive Chairman cum Managing Director of our Company and is responsible for the management, control, direction and performance of the Company.

Mr. Vir Sen Sindhu completed his bachelor's degree in arts in 1979 from Maharishi Dayanand University and joined his family concern, M/s. Mitter Sen and Co. in 1979. He is the joint managing director of the Company looking after the Chhattisgarh and Madhya Pradesh regions and oversees the washing, power, and logistics operations in that region. Mr. Vir Sen Sindhu has been with our Company since March 14, 1997. He has approximately 34 years of experience in the coal sector.

Mr. Kuldeep Singh Solanki completed his bachelor's degree in arts in 1976 from the University of Rajasthan, after which he joined the Indian army. After serving the army for a period of five years he joined Sainik Transporters Private Limited in 1982. At present he is the chairman of Global Coal and Mining Private Limited, the managing director of Sainik Mining and Allied Services Limited and the director of several companies engaged in the business of coal mining, coal washing and related industries. Mr. Kuldeep Singh Solanki has been with our Company since December 19, 1997. He has more than 30 years of experience in the coal sector.

Mr. Vrit Pal Sindhu graduated in 2006 from Institute of Open and Distance Education, Barkatullah University Bhopal. Mr. Vrit Pal Sindhu has been with our Company since 1999 and has approximately 27 years of experience in coal sector. He is an Executive Director of our Company designated as the resident director for the Chhattisgarh region. He was appointed whole time Director of our Company on March 1, 2005. He is responsible for overseeing the operations of our Company in the Chhattisgarh region.

Mr. Niten Malhan is a director nominated by Pineridge on the Board since November 30, 2006 and from that date has been functioning as a non-executive director on the Board. He is a managing director of Warburg Pincus India Private Limited and holds a degree in Computer Science and Engineering from Indian Institute of Technology, Delhi and a Master's in Business Administration from the Indian Institute of Management, Ahmedabad. He focuses on the investment advisory activities of Warburg Pincus in India. Prior to joining Warburg Pincus, he was a director of Business Development from 2000 to 2001 at Stratum8 Corporation, a Silicon Valley technology start- up. He also worked as an Engagement Manager with McKinsey & Company for the territories of India, South East Asia and Boston from 1995 to 2000. He has about 19 years of business experience in various organizations on business building, strategizing and merger and acquisition issues across a range of industries. For details in relation to the appointment of Mr. Niten Malhan, please refer to the section on "History and Certain Corporate Matters – Shareholders' Agreement with Pineridge–Nominee Director" on page 232 of this Draft Red Herring Prospectus.

Mr. Surinder Singh Kohli has completed a bachelor's degree in mechanical engineering from Banaras Hindu University and has a diploma in industrial finance from the Indian Institute of Bankers. He has been a Director of

our Company since March 28, 2011. During his career, he has been the Chairman & Managing Director of various companies including India Infrastructure Finance Company Limited, Punjab National Bank, Small Industries Development Bank of India, Punjab and Sind Bank. In addition, he has acted as Chairman of the Indian Banks' Association, PNB Housing Finance Limited, PNB Gilt Limited and has been a member of various committees including the Standing Committee on Infrastructure Finance, the Standing Technical Advisory Committee of the Reserve Bank of India on Financial Regulation, the Committee on Advances to the Sugar Industry, the Committee on Expeditious Flow of Credit to the Small Scale Sector, the Committee to advise on Restructuring of State Financial Corporations and the Committee on wilful defaulter & infrastructure.

Mr. Brij Behari Tandon has completed his master's degree in economics and bachelor's degree in law from the University of Delhi and is a Certified Associate of the Indian Institute of Bankers specialising in co-operation and industrial finance. He has been a Director of our Company since March 28, 2011. Mr. Tandon was an Indian Administrative Services Officer from 1965 to 2001, after which he served as the Election Commissioner of India from June 13, 2001 to May 15, 2005 and the Chief Election Commissioner of India from May 16, 2005 to June 29, 2006. In addition to the above, he was a member of the Delimitation Commission from July 12, 2002 to May 15, 2005. Mr. Tandon is also associated with two educational institutions namely New Delhi Institute of Management and Banarsidas Chandiwala Institute of Professional Studies and a non-governmental organisation namely Transparency International India. He is also a member of the Indian Council of Arbitration.

Mr. Charan Das Arha holds a master's degree in history from St. Stephens College, Delhi University. He also holds a diploma in management and administration of rural development from the Institute of Local Self Government, University of Birmingham, United Kingdom. He joined the Indian Administrative Services in 1968. During his career he held various senior positions with State and Central Governments. He served the Ministry of Coal as an Additional Secretary and Special Secretary. He also served the Ministry of Mines as Secretary and A.P. Information Commission, Hyderabad as chief information commissioner. He has been a Director of our Company since March 28, 2011.

Mr. Samay Ram holds a master's degree in Military Sciences from Madras University. He was commissioned into the Grenadiers on December 17, 1961. He held several key command, staff and instructional appointments and is a veteran of the Indo-Pak wars of 1965 and I971 and also operation Pawan (Sri Lanka). He was the military advisor at the Indian Embassy at Kabul. He was conferred with the Uttam Yudh Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal by the President of India. He held the appointment of Additional Director General (Operational Logistics) at the Army Headquarters prior to his retirement on August 31, 1995. Post retirement he has been chairman of Central Board for Workers' Education under the Ministry of Labour and Employment, Director of Indian Farmers Fertiliser Cooperative Limited under Ministry of Fertilizer and director of National Aluminium Company Limited under Ministry of Mines. He has vast experience in human resource functions, and administration including accounts and logistics support system. He has been a Director of our Company since August 2, 2011.

Mr. Ramesh Shah has completed a bachelor's degree in science from University of Kashmir in the year 1977 and is a fellow member of the Institute of Chartered Accountants of India and is a qualified cost accountant. He has been a Director of our Company since September 6, 2014. He is presently working as a proprietor of M/s. Ramesh Shah & Associates, Chartered Accountants and is a senior partner of M/s. S.K. Dudha and Co., Chartered Accountants. He has extensive experience of over 25 years of heading functions like statutory audit, taxation, accounts, finance, costing, MIS, internal and management audit, commercial, administration, material management, systems and controls, mergers, acquisition, takeovers, etc.

Mr. Rajpal Solanki completed his bachelor's degree in 1972 from Delhi University. He is the Promoter and Managing Director of Sohn Steel Private Limited which mainly deals in manufacturing mild steel ingots from scrap. He is also on the Board of Sindhu Trade Links Limited as an Independent Director. He is the president of Sri Venkateshwar Education Society (Regd.) and the Founder Chairman of Sri Venkateshwar International School, New Delhi, Venkateshwar Global School, New Delhi and VIS Kids, New Delhi. He has approximately 30 years of leadership experience in running of educational institutes and in the steel industry. He is also the president of ASHA(All India Society for Health Aid Education and Research). He has been appointed on the Board of the Company with effect from September 6, 2014.

Mr. Ajay Mrig holds a bachelor's degree in engineering (mechanical) from Delhi College of Engineering, University of Delhi. After completing engineering in the year 1984, he worked with Oil and Natural Gas Commission and Bharat Heavy Electricals Limited in order to gain expertise and hands-on experience for a period of 10 years from 1985 to 1995. During this tenure he was also associated with the Oil Industry Development Board for a period of three years. He started his own business in the field of mineral exploration in the year 1996. He possesses extensive knowledge in coal mining, mineral exploration and coal washing. He has over 13 years of work experience in the coal sector. He has been associated with the group since 2004 and has been a Director of our Company since December 10, 2011.

Further, except for Mr. Niten Malhan, none of our Directors have been appointed pursuant to any arrangement or understanding with major shareholders, customers, suppliers or others.

Payment or benefit to Directors/Officers of our Company

Mr. Rudra Sen Sindhu, was appointed as the first Director of the Company on March 14, 1997 and as the Executive Chairman of our Company by a resolution dated September 29, 2009 to hold office till the conclusion of the next AGM and was re-appointed as an Executive Director by a resolution dated September 30, 2010. He was subsequently re-appointed and designated as the Chairman cum Managing Director of our Company by a resolution of our shareholders dated September 28, 2012 for a period of five years from April 1, 2012 until March 31, 2017. The significant terms of his employment includes a fixed remuneration of ₹ 4.4 million per month with an annual increment of 12 % per annum and a variable component of a maximum of ₹ 22.4 million per annum with an annual increment of 12 % per annum, as well as provident fund, medical reimbursement, and other allowances /perquisites, etc. For FY 2014, Mr. Rudra Sen Sindhu was paid an aggregate compensation of ₹ 92.6 million.

Mr. Vir Sen Sindhu was appointed as a Director of our Company on March 14, 1997 and was re-appointed as an Executive Director of our Company by a resolution dated September 29, 2009 to hold office till the next AGM. Mr. Vir Sen Sindhu was re-appointed as an Executive Director of our Company by a resolution dated September 30, 2010 and was subsequently redesignated as the Joint Managing Director with effect from February 10, 2011 for his remaining tenure. Pursuant to our shareholders' resolution dated September 28, 2012, he has been appointed as the Joint Managing Director for a period of five years from April 1, 2012 until March 31, 2017. The significant terms of his employment includes a fixed remuneration of ₹ 3.6 million per month with an annual increment of 12 % per annum and a variable component of a maximum of ₹ 18.3 million per annum with an annual increment of 12 % per annum, as well as travelling allowances, provident fund, and medical reimbursement/other allowances/perquisites *etc*. Furthermore, our Company shall provide one rent free accommodation for his residential purposes. For FY 2014, Mr. Vir Sen Sindhu was paid an aggregate compensation of ₹ 74.2 million.

Mr. Vrit Pal Sindhu was appointed as a Director of our Company on March 1, 2005 and was appointed as whole time Director of our Company by a resolution dated September 29, 2009 to hold office till September 30, 2010. Mr. Vrit Pal Sindhu was re-appointed as whole time Director of our Company by a resolution dated September 30, 2010 to hold office until the next AGM. Further, pursuant to a resolution dated September 28, 2012, he has been appointed as a whole time director for a period of five years from April 1, 2012 until March 31, 2017. The significant terms of his employment includes a fixed remuneration of ₹ 2 million per month with an annual increment of 12 % per annum and a variable component of a maximum of ₹ 10.3 million per annum with an annual increment of 12 % per annum, along with travelling allowances, provident fund, other allowances/perquisites, *etc*. Furthermore, our Company shall provide one rent free accommodation for his residential purposes. For FY 2014, Mr. Vrit Pal Sindhu was paid an aggregate compensation of ₹ 41.4 million.

Our Independent Directors are eligible for sitting fees of ₹ 40,000 for each Board and Committee meeting that they attend. Our Company does not pay any sitting fees to our Non-Executive Directors.

Except as stated in this section, no amount or benefit (other than salaries paid in due course) has been paid within the two years preceding the date of this Draft Red Herring Prospectus, or is intended to be paid or given to any of our Company's officers including the Directors and key management personnel. Further, the officers of our Company, including the Directors and key management personnel, are entitled to statutory benefits upon termination of employment. Our Directors have not entered into any service contracts that provide for benefits upon termination of employment.

Except as stated below, none of our Directors have been paid remuneration or have remuneration payable by our Subsidiaries and Associates:

Sr. No	Name of Director	Concerned Subsidiary / Associate	Details of Remuneration Paid during FY13-14 / (Payable in ₹)
1.	Mr. Ajay Mrig	SCPL	5 million (Director) 11.49 (CEO)
2.	Mr. Ajay Mrig	KCWPL	1.65 million
3.	Mr. Kuldeep Singh Solanki	GCMPL	42.61 million

Shareholding of Directors in the Company

As per our Articles of Association, our Directors are not required to hold any Equity Shares to qualify as Directors of our Company. The shareholding of our Directors as of the date of this Draft Red Herring Prospectus is set forth below:

Name of Director	Number of Equity Shares held in the Company
Mr. Rudra Sen Sindhu	39,464,455
Mr. Kuldeep Singh Solanki	27,360,280
Mr. Vir Sen Sindhu	27,510,211
Mr. Vrit Pal Sindhu	16,932,117
Mr. Ajay Mrig	13,863,261

Further, no director holds or is entitled to any stock option of the Company.

Shareholding of our Directors in our Subsidiaries and other Consolidated Entities

For details in relation to the shareholding of our Directors in our Subsidiaries and other Consolidated Entities, please refer to '*Our Subsidiaries and Other Consolidated Entities*' on page 243.

Common directorships of our Directors in companies whose shares are/were suspended from trading on the BSE and/or the NSE for a period beginning from five years prior to the date of this Draft Red Herring Prospectus

Except as stated below, none of our Directors are/have been directors in companies whose shares are/were suspended from trading on the BSE/NSE, for a period beginning from five years prior to the date of this Draft Red Herring Prospectus:

Name of the Company	Sindhu Trade Links Limited
Stock exchanges on which listed	BSE and NSE
Date of suspension on the stock exchanges	BSE - December 30, 2013
Suspended more than three months	Yes – Non-compliance with the provisions of the Listing Agreement

Whether suspension revoked	Yes – January 6, 2014
Date and Term of Director	Samay Ram since August 20, 2014 Rudra Sen Sindhu since December 1, 2012 Vir Sen Sindhu since December 1, 2012 Vrit Pal Sen Sindhu since March 19, 2012 Rajpal Solanki since November 25, 2011

Common directorships of our Directors in listed companies that have been/were delisted from stock exchanges in India

Except as stated below, none of our Directors are/have been directors in companies which have been/were delisted from any stock exchange in India:

Name of the Company	Maneesha Finlease Limited
Stock exchanges on which listed	NIL
Date of delisting on the stock exchanges	Delhi Stock Exchange Limited - September 9, 2009; and U.P. Stock Exchange Limited - December 7, 2009.
Compulsory or voluntary delisting	Voluntary delisting
Reasons for delisting	No trading activity
Whether relisted	No
Term of Director	Mr. Kuldeep Singh Solanki since March 8, 1994

Name of the Company	Sainik Finance & Industries Limited
Stock exchanges on which listed	BSE
Date of delisting on the stock exchanges	Ahmedabad Stock Exchange Limited – November 6, 2006; Delhi Stock Exchange Limited – December 15, 2007; and Jaipur Stock Exchange Limited – October 20, 2006
Compulsory or voluntary delisting	Voluntary delisting
Reasons for delisting	No trading activity. However, Sainik Finance & Industries Limited continues to be listed at BSE.
Whether relisted	No
Term of Director	Mr. Kuldeep Singh Solanki since March 27, 1997 Mr. Rudra Sen Sindhu since August 22, 1991 Mr. Vir Sen Sindhu December 17, 1999 to December 29, 2011

Name of the Company	Oriental Carbon & Chemicals Limited
Stock exchanges on which listed	BSE, and Calcutta Stock Exchange Limited

Date of delisting on the stock exchanges	Delhi Stock Exchange Limited – November 17, 2003
Compulsory or voluntary delisting	Voluntary delisting
Reasons for delisting	No trading activity
Whether relisted	No
Term of Director	Mr. Brij Behari Tandon since July 27, 2007

Name of the Company	Filatex India Limited
Stock exchanges on which listed	BSE and NSE
Date of delisting on the stock exchanges	Ahmedabad Stock Exchange Limited – November 21, 2003; Delhi Stock Exchange Limited - December, 29, 2003; and Calcutta Stock Exchange Limited – March 12, 2012.
Compulsory or voluntary delisting	Voluntary delisting
Reasons for delisting	No trading activity
Whether relisted	No
Term of Director	Mr. Brij Behari Tandon April 12, 2008 to September 24, 2014

Name of the Company	VLS Finance Limited
Stock exchanges on which listed	NSE, BSE, Calcutta Stock Exchange Limited, and Madras Stock Exchange Limited
Date of delisting on the stock exchanges	Delhi Stock Exchange Limited - March 31, 2004; U.P. Stock Exchange Limited - March 31, 2004; and Ahmedabad Stock Exchange Limited - March 31, 2005.
Compulsory or voluntary delisting	Voluntary delisting
Reasons for delisting	No trading activity
Whether relisted	No
Term of Director	Mr. Brij Behari Tandon October 22, 2008 to September 26, 2014

Borrowing Powers of our Board

In accordance with the Articles of Association, our Board may, from time to time, at its discretion, by way of a resolution passed at its meeting, raise or borrow or secure the payment of any sum or sums of money for the purposes of our Company. However, if the moneys sought to be borrowed together with the moneys already borrowed (apart from temporary loans obtained from our Company's bankers in the ordinary course of business) should exceed the aggregate of the paid-up capital of our Company and its free reserves (not being reserves set apart for any specific purpose), our Board is required to obtain the consent of our shareholders in a general meeting prior to undertaking such borrowing.

In this regard, our Company, at an extra-ordinary general meeting held on June 2, 2014 has resolved that pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board is authorised to borrow moneys for the purpose of our Company (apart from temporary loans obtained from the bankers of our Company in the ordinary course of business) from time to time, upon such terms and conditions and with or without security as the Board of Directors may in its discretion think fit in excess of the aggregate of the paid-up capital of our Company and its free reserves (not being reserves set apart for any specific purpose), provided that the total amount of such borrowings together with the amounts already borrowed and outstanding shall not exceed ₹ 50,000 million.

Corporate Governance

The provisions of the Listing Agreement to be entered into with the Stock Exchanges with respect to corporate governance will be applicable to our Company immediately upon the listing of the Equity Shares on the Stock Exchanges. Our Company believes it is in compliance with the requirements of the applicable regulations, including the Listing Agreement in respect of corporate governance including constitution of the Board and committees appointed by our Board. The corporate governance framework is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, each as required under law.

Our Board of Directors is constituted in compliance with the Companies Act and to comply with Clause 49 of the Listing Agreement with Stock Exchanges and in accordance with best practices in corporate governance. The Board of Directors functions either as a full board or through various committees constituted to oversee specific operational areas. The executive management provides the Board of Directors detailed reports on its performance periodically.

Currently, our Board has 12 Directors, of which the Chairman is an Executive Director. In compliance with the requirements of Clause 49 of the Listing Agreement, we have six Independent Directors on the Board, in addition to three Executive Directors, and three other Non-Executive Directors. In compliance with provisions of the Companies Act and the Listing Agreement, at least two-thirds of our Directors, other than Independent Directors, are liable to retire by rotation.

I. Committees of the Board in accordance with the Listing Agreement

A. ***Audit Committee***

The members of the Audit Committee are:

Sr. No.	Name of the Director	Designation	Position in the Committee
1	Mr. Surinder Singh Kohli	Independent Director	Chairman
2	Mr. Niten Malhan	Non-Executive Nominee Director	Member
3	Mr. Brij Behari Tandon	Independent Director	Member

The Audit Committee was originally constituted pursuant to a meeting of the Board of Directors held on August 11, 2010 and was subsequently reconstituted by a meeting of the Board of Directors held on March 28, 2011. The scope and function of the Audit Committee is in accordance with the Companies Act, 2013, and Clause 49 of the Listing Agreement and its terms of reference include the following:

The powers of the Audit Committee shall include the power to (i) investigate any activity within its terms of reference; (ii) seek information from any employee; (iii) obtain outside legal or other professional advice; and (iv)secure attendance of outsiders with relevant expertise, if it considers the attendance of such outsiders necessary.

The Audit Committee shall mandatorily review *inter alia,* (i) the management discussion and analysis of financial condition and results of operations; (ii) the statement of significant related party transactions (as defined by the

Audit Committee), submitted by management; (iii) the management letters/letters of internal control weaknesses issued by the statutory auditors; (iv) the internal audit reports relating to internal control weaknesses. Furthermore, the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee; and (v) financial statements of unlisted subsidiary companies of our Company, in particular, with respect to investments made by the Company in unlisted subsidiary companies .

The role of the Audit Committee shall include the following:

(i) monitoring of our Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements is correct, sufficient and credible;
(ii) recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;
(iii) approval of payment to statutory auditors for any other services rendered by the statutory auditors.
(iv) review with the management of the annual financial statements before submission to the Board for approval, with particular reference to:
    (a) matters required to be included in the Director's Responsibility Statement forming part of the Board's report in terms of the Companies Act;
    (b) changes, if any, in accounting policies and practices and reasons for the same;
    (c) major accounting entries involving estimates based on the exercise of judgment by management;
    (d) significant adjustments made in the financial statements arising out of audit findings;
    (e) compliance with listing and other legal requirements relating to financial statements;
    (f) disclosure of any related party transactions; and
    (g) qualifications in the draft audit report.
(v) review with the management of the quarterly financial statements before submission to the Board for approval;
(vi) review with the management of the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
(vii) review with the management of the performance of the statutory and internal auditors, and adequacy of the internal control systems;
(viii) review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
(ix) discussion with the internal auditors of any significant findings and follow up there on;
(x) review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
(xi) discussion with statutory auditors before the audit commences about the nature and scope of the audit as well as post-audit discussion to ascertain any area of concern;
(xii) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
(xiii) review of the functioning of the whistle blower mechanism, if any;
(xiv) approval of appointment of CFO (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate; and
(xv) any other function mentioned in the terms of reference of the Audit Committee.

Pursuant to the requirements of Section 177 of the Companies Act, 2013, the following additional powers and responsibilities were accorded to the Audit Committee by the Board in their meeting held on May 29, 2014:

(i) recommending appointment, remuneration and terms of appointment of auditors of the Company,
(ii) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process,
(iii) examining the financial statement and the auditors' report thereon,
(iv) approving or subsequently modifying transactions of the Company with related parties,

(v) scrutinising inter-corporate loans and investments,
(vi) valuating undertakings or assets of the Company, wherever it is necessary,
(vii) evaluating internal financial controls and risk management systems,
(viii) monitoring the end use of funds raised through public offers and related matters.
(ix) overseeing the vigil mechanism established by the Company for directors and employees to report genuine concerns."

The Audit Committee met 4 (four) times in FY 2014.

*B. **Nomination and Remuneration Committee (previously known an the Remuneration Committee)***

The Nomination and Remuneration Committee was constituted by a meeting of our Board of Directors held on March 28, 2011. Pursuant to the requirements of Section 178 of the Companies Act, 2013, the name of the Nomination and Remuneration Committee was changed from Remuneration Committee to Nomination and Remuneration Committee by the Board in their meeting held on May 29, 2014.

The members of the Nomination and Remuneration Committee are:

Sr. No.	Name of the Director	Designation	Position in the Committee
1	Mr. Surinder Singh Kohli	Independent Director	Chairman
2	Mr. Brij Behari Tandon	Independent Director	Member
3	Mr. Niten Malhan	Non-Executive Nominee Director	Member

The scope of the Nomination and Remuneration Committee includes:

(i) reviewing the overall compensation policy, service agreements and other employment conditions of Managing/Executive Directors and senior executives just below the Board of Directors;
(ii) deciding on the overall compensation policy for Non-Executive Directors and Independent Directors;
(iii) deciding on the increments in the remuneration of the Directors;
(iv) assisting the Board in developing and evaluating potential candidates for senior executive positions and to oversee the development of executive succession plans;
(v) reviewing and approving on an annual basis the corporate goals and objectives with respect to compensation for the senior executives;
(vi) evaluating at least once a year the senior executive officer's performance in light of these established goals and objectives and based upon these evaluations shall set the senior executive officer's annual compensation, including salary, bonus and equity and non-equity incentive compensation;
(vii) reviewing and approving on an annual basis the evaluation process and compensation structure for our Company's officers just below the level of Board of Directors;
(viii) evaluating the performance of our Company's senior executives just below the level of Board of Directors and approving the annual compensation, including salary, bonus and equity and non-equity incentive compensation, for such senior executives, based on initial recommendations from the Managing Director;
(ix) providing oversight of management's decisions concerning the performance and compensation of other officers of our Company;
(x) reviewing incentive compensation arrangements to confirm that incentive pay does not encourage unnecessary risk taking and reviewing and discussing, at least annually, the relationship between risk management policies and practices, corporate strategy and senior executive compensation; and
(xi) maintaining regular contact with the leadership of our Company, including interaction with our Company's human resource department, review of data from the employee survey and regular review of the results of the annual leadership evaluation process.

The Nomination and Remuneration Committee has met thrice in FY 2014.

C. ***Shareholders/Investors Grievance Committee***

The members of the Shareholders/Investors' Grievance Committee are:

Sr. No.	Name of the Director	Designation	Position in Committee
1	Mr. Kuldeep Singh Solanki	Non-Executive Director	Chairman
2	Mr. Rudra Sen Sindhu	Executive Chairman cum Managing Director	Member
3	Mr. Vir Sen Sindhu	Joint Managing Director	Member

The Shareholders/Investors Grievance Committee was constituted by the Board of Directors at their meeting held on March 28, 2011 and was subsequently reconstituted on November 19, 2012 due to the resignation of Mr. Ganesh Chandra Mrig. The terms of reference of the Shareholders/Investors Grievance Committee of our Company include the redressal of shareholders' and investors' complaints.

The Committee shall have the authority to supervise and ensure:

(i) efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
(ii) redressal of shareholder and investor complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends, etc.;
(iii) issue of duplicate / split / consolidated share certificates;
(iv) allotment and listing of shares;
(v) review of cases for refusal of transfer / transmission of shares and debentures;
(vi) reference to statutory and regulatory authorities regarding investor grievances; and
(vii) otherwise ensure proper and timely attendance and redressal of investor queries and grievances.

The Shareholders/Investors Grievance Committee did not meet in FY 2014.

D. ***Risk Management Committee***

The Risk Management Committee was constituted by a meeting of our Board of Directors held on September 29, 2014. The Risk Management Committee was constituted to comply with the applicable SEBI regulations and with the corporate governance norms prescribed under Clause 49 of the Listing Agreement.

The primary objective of the Risk Management Committee is to monitor and review the risk management plan of the Company and to apprise the Board of the risk management and minimization procedures.

The members of the Risk Management Committee are:

Sr. No.	Name of the Director	Designation	Position in Committee
1	Mr. Rudra Sen Sindhu	Chairman cum Managing Director	Chairman
2	Mr. Samay Ram	Independent Director	Member
3	Mr. Dalip Nagar	Senior President (SMG)	Member

The scope of the Risk Management Committee includes:

(i) to review and assess the risk management system and policy of the Company from time to time and recommend for amendment or modification thereof;

(ii) to frame and devise risk management plan and policy of the Company;
(iii) to review and recommend potential risk involved in any new business plans and processes;
(iv) any other similar or other functions as may be laid down by Board from time to time.

II. Other Committees of the Board

A. ***IPO Committee***

The members of the IPO Committee are:

Sr. No.	Name of the Director	Designation	Position in Committee
1	Mr. Rudra Sen Sindhu	Executive Chairman cum Managing Director	Chairman
2	Mr. Vir Sen Sindhu	Joint Managing Director	Member
3	Mr. Niten Malhan	Non-Executive Nominee Director	Member

The IPO Committee was constituted by the Board of Directors at their meeting held on March 28, 2011 and was subsequently reconstituted on November 19, 2012 due to the resignation of Mr. Ganesh Chandra Mrig. The terms of reference of the IPO Committee of our Company include carrying out such actions as may be required in relation to the Offer. The IPO Committee will oversee and inform the Board when money is raised through the Offer for the information of the Stock Exchanges and investors and shall keep the information updated through our Company's website.

The IPO Committee shall have the authority:

(i) to decide on the actual size of the Offer, including any reservation for employees or shareholders of promoting companies or shareholders of group companies and/or any other reservations or firm allotments as may be permitted, timing, pricing and all the terms and conditions of the Offer, including the price band and the issue price, and to accept any amendments, modifications, variations or alterations thereto;
(ii) to appoint and enter into arrangements with the Book Running Lead Managers to the Offer, Syndicate Members to the Offer, Legal Advisors to the Offer, Stabilizing Agent, Brokers to the Offer, Bankers to the Offer / Escrow Collection Banks, Refund Banks to the Offer, Public Offer Account Banks, Registrar to the Offer, Legal Advisors to the Underwriters, International Legal Advisors, advertising and/or promotion or public relations agencies and any other agencies or persons as may be required or desirable in connection with the Offer;
(iii) to finalize and settle and to execute and deliver or arrange the delivery of the offering documents (the draft red herring prospectus, the red herring prospectus, the prospectus (including the draft international wrap and final international wrap, if required, for marketing of the Offer in jurisdictions outside India), the syndicate agreement, the underwriting agreement, the escrow agreement, stabilization agreement and all other documents, deeds, agreements and instruments as may be required or desirable in connection with the Offer;
(iv) to open one or more separate current account(s) in such name and style as may be decided, with a scheduled bank to receive applications along with application monies in respect of the Offer of the shares of the Company;
(v) to open one or more bank account(s) of the Company in such name and style as may be decided for the handling of refunds for the Offer;
(vi) to make applications to the RBI, FIPB and such other authorities, as may be required, for the purpose of Offer and transfer of shares by the Company to non-resident investors including but not limited to NRIs, FPIs, FVCIs and other non-residents;
(vii) to make applications for listing of the equity shares of the Company in one or more stock exchange(s) and to execute and to deliver or arrange the delivery of the listing agreement(s) or equivalent documentation to the concerned stock exchange(s);

(viii) to settle all questions, difficulties or doubts that may arise in regard to the Offer or allotment of shares as it may, in its absolute discretion deem fit; and
(ix) to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, or otherwise in relation to the Offer or any matter incidental or ancillary in relation to the Offer, including without limitation, allocation and allotment of the shares as permissible in law, issue of share certificates in accordance with the relevant rules.

The IPO Committee did not meet in FY 2014.

B. ***Finance Committee***

The members of the Finance Committee are:

Sr. No.	Name of the Director	Designation	Position in Committee
1	Mr. Rudra Sen Sindhu	Executive Chairman cum Managing Director	Chairman
2	Mr. Vir Sen Sindhu	Joint Managing Director	Member
3	Mr. Vrit Pal Sindhu	Whole time Director	Member

The Finance Committee was constituted by the Board of Directors at their meeting held on March 28, 2012. The Finance Committee shall have the authority *inter alia*:-

(i) to borrow funds on behalf of and for the Company, subject to the provisions of the Companies Act;
(ii) to enter into, carry out, rescind or vary all or any financial arrangements with banks, institutions, companies, corporations, societies, firms, person or persons on behalf of and for the Company;
(iii) to invest the Company's funds in the securities of other bodies corporate, subject to the provisions of the Companies Act;
(iv) to make loans, give guarantees, and provide securities to, or in relation to loans availed by other bodies corporate, including the Subsidiaries, subject to the provisions of the Companies Act;
(v) to open, close and operate the bank accounts held in the name of the Company;
(vi) to ask, demand, sue for, recover and receive all moneys, securities, dividends, and other articles and things belonging to the Company and to give valid receipts and discharges for the same;
(vii) to exercise such powers and discharge such functions as may be conferred upon it from time to time by the Company or by the Board;
(viii) to delegate all or any of the above powers to any of the Directors or other officers of the Company.

The Finance Committee met 17 (seventeen) times in FY 2014.

C. ***Corporate Social Responsibility ("CSR") Committee***

The members of the CSR Committee are:

Sr. No.	Name of the Director	Designation	Position in Committee
1	Mr. Rudra Sen Sindhu	Executive Chairman cum Managing Director	Chairman
2	Mr. Vir Sen Sindhu	Joint Managing Director	Member
3	Mr. Brij Behari Tandon	Independent Director	Member

The CSR Committee was constituted by the Board of Directors at their meeting held on May 29, 2014. The Corporate Social Responsibility Committee shall have the authority *inter alia*:-

(i) to formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as per the Companies Act;
(ii) to review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
(iii) to monitor the CSR policy of the Company from time to time; and
(iv) any other matter as the CSR Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time.

Interest of Directors

All Directors may be deemed to be interested to the extent of fees payable to them for attending meetings of the Board of Directors or a Committee thereof as well as to the extent of other remuneration and reimbursement of expenses payable to them under the Articles, and to the extent of remuneration payable to them for services rendered as an officer or employee of our Company.

The Directors may also be regarded as interested in the Equity Shares, if any, held by them or that may be subscribed by or allotted to the companies, firms and trusts, in which they are interested as directors, members, partners, trustees and promoters. All of the Directors may also be deemed to be interested to the extent of any dividend payable to them and other distributions in respect of the Equity Shares. For more information, please refer to the section on "*Our Management – Shareholding of Directors*" on page 270.

Certain Directors of our Company may also be regarded to be interested to the extent of any salary or other benefit perquisite that may be payable to any relative of such Director who is employed by our Company or any of its Subsidiaries. For further details in this regard, please refer to the section on "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus.

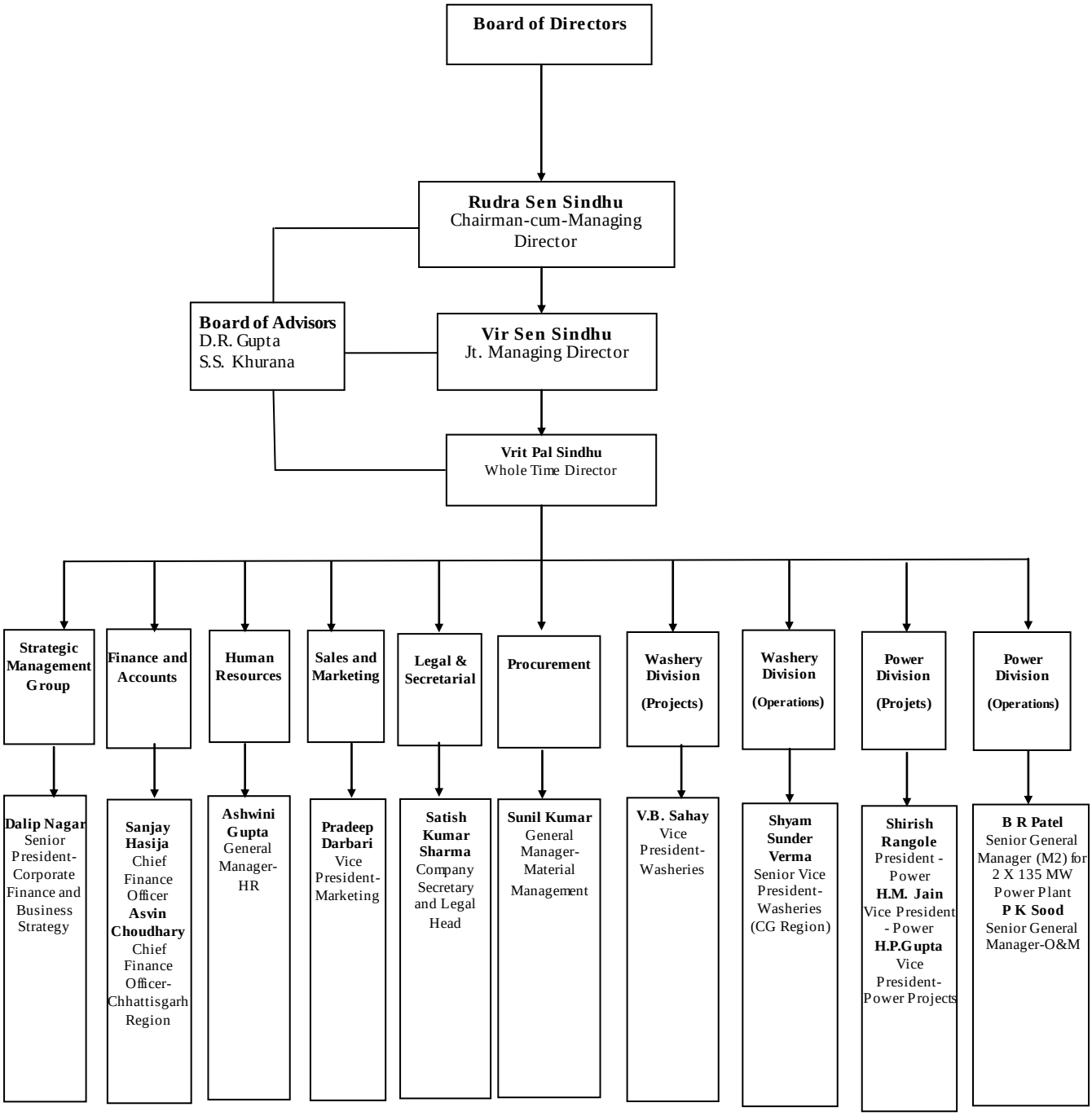
The Directors have no interest in any property acquired by our Company within two years from the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company as of the date of this Draft Red Herring Prospectus, except that Mr. Vir Sen Sindhu sold 13.303 hectares of land for an amount of ₹ 51,058,510, 51.05 million to our Company, which was registered on December 15, 2012.

Except as stated in the section on "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus and described herein to the extent of shareholding in our Company, if any, the Directors do not have any other interest in our business.

Changes in the Board of Directors in the last three years

Name of the Director	Date of appointment	Date of cessation	Reason
Mr. Ganesh Chandra Mrig	September 14, 2009	December 10, 2011	Resignation
Mr. Ajay Mrig	December 10, 2011	-	Appointment
Mr. Yogesh Chandra	-	September 4, 2013	Resignation
Mr. Harish Ahuja	March 28, 2011	September 6, 2014	Resignation
Mr. Ramesh Shah	September 6, 2014	-	Appointment
Mr. Rajpal Solanki	September 6, 2014	-	Appointment

Management Organisation Structure



Key management personnel

The details of the key management personnel other than our Executive Directors, as of the date of this Draft Red Herring Prospectus, are set out below. Except for Mr. Dhani Ram Gupta, and Mr. Surendra Singh Khurana, all our key management personnel are permanent employees of our Company.

Mr. Dhani Ram Gupta, aged 74 years, has been associated with our Company since 2000. He is currently associated with our Company as 'Member Advisor to the Board of Directors' prior to which he worked with our Company as 'President – Sales and Marketing' for approximately 10 years. He holds a master's degree in mathematics from Punjab University, Chandigarh and a diploma in management. He joined Coal India Limited in 1972 and retired as chief general manager after serving its various subsidiaries for approximately 39 years. He has approximately 38 years of experience in the field of sales and marketing in the coal sector. He is primarily responsible for ensuring quality and best services to our customers. During FY 2014, Mr. Dhani Ram Gupta was paid an aggregate compensation of ₹ 1.65 million.

Mr. Surendra Singh Khurana, aged 64 years, is presently associated with the Company as 'Member, Board of Advisors'. He is primarily responsible for advising our Company on the development of rail infrastructure to facilitate washing and the dispatch of washed coal. He holds a bachelor's degree in mechanical engineering from the University of Roorkee, and has undertaken an Advance Leadership Programme from Stern Business School, New York, Management Development Programme from Indian Institute of Management, Ahmedabad, and International Training Course from the Institute for International Training in Transport, University of Brussels, Belgium. Prior to joining the Company, he was the Chairman, Railway Board, and ex officio Principal Secretary to the Government of India. He has approximately 38 years of experience in various key positions of Indian Railways. He got associated with the Company on January 1, 2013, and was paid a remuneration of ₹ 0.90 million during FY 2014.

Mr. Dalip Nagar, aged 47 years, is working as 'Senior President – Corporate Finance and Business Strategy' since September 2009. He is responsible for strategic planning and formulation of policies including business development. He holds a bachelor's degree in commerce from Delhi University and is a fellow member of the Institute of Chartered Accountants of India. Prior to his association with our Company, he worked as a partner with M/s. Nagar Goel & Chawla, Chartered Accountants. He has extensive experience of approximately 21 years of heading functions like statutory audit, taxation, accounts, finance, costing, MIS, internal & management audit, commercial, administration, material management, systems and controls, mergers, acquisition, takeovers, etc. During FY 2014, Mr. Dalip Nagar was paid an aggregate compensation of ₹ 8.44 million.

Mr. Vishnu Ballav Sahay, aged 62 years, is presently working with the Company as 'Vice President – Washeries'.He has been associated with our Company since March 12, 2012. He holds a bachelor's degree in chemical engineering from Bihar Institute of Technology, Sindri, diploma in mineral engineering from Indian School of Mines, Dhanbad and a master's in business administration from Birla Institute of Technology, Ranchi. Prior to joining our Company, he was associated with various subsidiaries of Coal India Limited in the field of Sales & Marketing. He has approximately 31 years of experience in all aspects of Washeries and Sales & Marketing & Washeries. He also has specialized experience in planning, policy formulations, implementation and quality control. His primary responsibility is in relation to our Washery Projects. During FY 2014, he was paid an aggregate compensation of ₹ 1.38 million.

Mr. Ashwini Gupta, aged 57 years, is presently working with our Company as 'General Manager – HR'. He has been associated with our Company since 2003. He holds bachelor's degrees in science and law from Banaras Hindu University and a post graduate diploma in human resource management from Indira Gandhi National Open University, New Delhi. Prior to joining our Company, he was associated with Runeecha Textiles Limited as Senior Personnel & Administration Manager. He has approximately 30 years of experience in the field of human resources, personnel and administration and industrial relations. He is primarily responsible for managing the human resource department and formulating human resource policies. During FY 2014, Mr. Ashwini Gupta was paid an aggregate compensation of ₹ 2.21 million.

Mr. Pradeep Darbari, aged 62 years, is presently working with our Company as 'Vice President – Marketing'. He has been associated with our Company since August 2013. He holds bachelor's degrees in science and a master's degree in business administration from Allahabad University. Prior to joining our Company, he was associated with

Northern Coal Fields Limited, Singraulli, as Head of Sales & Marketing/QC Department. He has approximately 36 years experience in Coal India Limited in the field of Sales & Marketing of Coal. He presently has the responsibility to direct the firm's overall marketing and strategic planning programs, corporate communications and facilitating client development. During FY 2014, he was paid an aggregate compensation of ₹ 1.32 million.

Mr. Sanjay Hasija, aged 47 years, has been associated with our Company since 1997 and is presently (from April 1, 2006 onwards) working as the 'Chief Finance Officer' of the Company and was designated as such under the Companies Act, 2013 on and from May 29, 2014. He is primarily responsible for managing funds, finalising accounts and managing banking relationships. He served our Company as an advisor in the field of accounts and finance up to 2006. He holds a bachelor's degree in commerce form Maharishi Dayanand University, Rohtak and is a fellow member of the Institute of Chartered Accountants of India. He has approximately 25 years of experience in the field of accounts & finance which includes managing finance, MIS, internal controls, mergers, takeovers, *etc*. During FY 2014, Mr. Sanjay Hasija was paid an aggregate compensation of ₹ 8.44 million.

Mr. Shirish Rangole, aged 57 years, is presently working with our Company as 'President – Power'. He joined our Company on March 25, 2011 and holds a bachelor's degree in mechanical engineering from Birla Institute of Technology and Science, Pilani. Prior to joining our Company, he was associated with Monnet Power Company as President - Energy Business and director, Monnet Power and Ispat Limited. He has over 32 years experience in implementing power plants from concept to commissioning in India and Indonesia. He has also served NTPC for 16 years. Mr. Rangole is presently heading the Power Division of our Company. During FY 2014, Mr. Rangole was paid a compensation of ₹ 10.86 million.

Mr. Harinder Mohan Jain, aged 68 years, has been associated with our Company as 'Vice President – Power' since 2008. He holds a bachelor's degree in electrical engineering from Punjab Engineering College, Chandigarh. He has worked with Punjab State Electricity Board at various positions and has approximately 41 years of experience in development of transmission and distribution systems, optimization of operation and maintenance of thermal and hydro power plants. He was Member (Generation) in Punjab State Electricity Board ("**PSEB**"), Punjab for a period of three years prior to his retirement from PSEB. He is primarily responsible for the development of new power projects of the Company and working on existing power projects especially in its transmission and distribution systems. During FY 2014, Mr. Harinder Mohan Jain was paid an aggregate compensation of ₹ 2.64 million.

Mr. Hari Prakash Gupta, aged 69 years, is presently working with our Company as 'Vice President – Power Projects' and has been associated with our Company since 2006. He holds a bachelor's degree in mechanical engineering from Osmania University and a post graduate diploma in marketing and sales management from Delhi University. He is responsible for setting up thermal power projects and has approximately 40 years of experience in designing thermal power projects, nuclear power projects, and finalization of contracts for various EPC projects, procurement and contract management, system integration services and engineering solutions for the power projects. Prior to joining us, he worked with Bharat Heavy Electricals Limited for 31 years and had retired as group general manager. He is primarily responsible for the implementation and commissioning of thermal power projects of our Company. During FY 2014, Mr. Hari Prakash Gupta was paid an aggregate compensation of ₹ 3.20 million.

Mr. Satish Kumar Sharma, aged 58 years, is presently working with our Company as the 'Company Secretary and Legal Head' and deals with legal and regulatory matters of our Company including secretarial matters. He has been associated with our Company since 2006 and with our Promoters since 1994. He holds a masters degree in economics and a bachelor's degree in law from Maharishi Dayanand University, Rohtak. He is a certified member of the Indian Institute of Bankers and an associate member of the Institute of Company Secretaries of India. Prior to joining our Promoters/the Aryan group, he was working as an officer with Punjab National Bank. He has approximately 35 years of work experience in banking, finance, capital market, legal matters, corporate restructuring, managing NBFCs, mergers & acquisitions and handling compliances for listed and unlisted companies. During FY 2014, Mr. Satish Kumar Sharma was paid an aggregate compensation of ₹ 8.44 million.

Mr. Sunil Kumar, aged 50 years, is presently working with the Company as 'General Manager – Material Management'. He has been associated with our company since 2009. He holds a bachelor's degree in science from Delhi University and a post graduate diploma in business administration from I.P.M. Ghaziabad. Prior to joining the Company, he was associated with South Eastern Coalfield Limited in the Material Management Department. He has

approximately 25 years of experience in stores of including specialized experience in the vigilance department. His primary responsibility is in relation to material management functions. During FY 2014, Mr. Sunil Kumar was paid an aggregate compensation of ₹ 3.07 million.

Mr. Shyam Sunder Verma, aged 52 years, has been associated with our Company since 1997. He is presently working with the Company as 'Senior Vice President – Washeries'. He holds a bachelor's degree in mining engineering from Ravishankar University, Raipur. Prior to joining our Company, he worked with South Eastern Coal Limited as a manager. He has about 29 years of experience in coal mining and washery. He is primarily responsible for operational works of all our coal washeries in the Chhattisgarh region. During FY 2014, Mr. Shyam Sunder Verma was paid an aggregate compensation of ₹ 4.83 million.

Mr. Asvin Choudhary, aged 49 years, is presently working with our Company as 'Chief Finance Officer – Chhattisgarh'. He has been associated with the Company since 2008. Prior to joining the Company, he was associated with promoter companies since 1993 in their Accounts & Finance Division. He holds a bachelor's degree in commerce from Punjab University. He has approximately 21 years of experience in finance functions. His primary responsibility is in relation to various aspects of finance in the Chhattisgarh Region. During FY 2014, he was paid an aggregate compensation of ₹ 2.61 million.

Mr. Bhagat Ram Patel, aged 65 years, is presently working with our Company as 'Senior General Manager (M2) for 2 X 135 MW Power Plant'. He has been associated with our Company since April 2013. He holds a bachelor's degree in mechanical engineering from Government Engineering College, Ravishankar University, Raipur. Prior to joining our Company, he was associated with Prakash Industries Ltd. Champa as Senior Vice President - Power Plant Project. He has approximately 35 years experience in power projects and generation. His primary responsibility is as a Head of Operation and Maintenance in relation to 2 x 135 MW power plant at District Korba, Chhattisgarh. During FY 2014, he was paid an aggregate compensation of ₹ 1.32 million.

Mr. Pardeep Kumar Sood, aged 61 years, is presently working with our Company as 'Senior General Manager – O&M'. He has been associated with our Company since May 30, 2011. He holds a bachelor's degree in mechanical engineering from Thapar Institute of Engineering and Technology, Patiala (PB). Prior to joining our Company, he was associated with GGSSTP, Rupnagar, a thermal station of Punjab State Power Corporation Ltd., Patiala, (erstwhile P.S.E.B.) as Chief Engineer. He has approximately 34 years experience in thermal stations. His primary responsibility is to ensure that activities of critical items like fuel, water and ash are timely managed, created and expedited including ensuring coal quality of the Company in the Chhattisgarh region. During FY 2014, he was paid an aggregate compensation of ₹ 1.32 million.

Except for our Executive Directors, as stated in this section, none of the key management personnel are related to each other. Further, none of our key management personnel have been appointed pursuant to any arrangement or understanding with major shareholders, customers, suppliers or others.

Shareholding of key management personnel

As at the date of this Draft Red Herring Prospectus, except for our Executive Directors, our key management personnel do not directly hold any Equity Shares.

Bonus or profit sharing plan of the key management personnel

Except for our Executive Directors, our Company does not have a performance linked bonus or a profit sharing plan for the key management personnel.

Interests of key management personnel

The key management personnel of our Company, other than our Executive Directors, do not have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to as per their terms of

appointment and the reimbursement of expenses incurred by them during the ordinary course of business. Furthermore, certain of our key management personnel, other than our Executive Directors, namely Mr. Satish Kumar Sharma, Mr. Dalip Nagar and Mr. Hari Prakash Gupta could be interested to the extent of any sitting fees that may be payable to them in their capacity as non-executive directors of our Associate, SPGL. Additionally, Mr. Hari Prakash Gupta and Mr. Sanjay Hasija could be interested to the extent of any sitting fees that may be payable to them in their capacity as nominee directors of our Subsidiary, TRNEPL.

Changes in the key management personnel

The changes in the key management personnel in the last three years are as follows:

Name	Designation	Date of change	Reason for change
Sanjay Hasija	Chief Finance Officer	April 1, 2006 (designated as CFO under the Companies Act, 2013, from May 29, 2014)	Appointment
Prabhakar Shankarrao Athavale	Vice President – Power	July 7, 2014	Transfer to SCPL
Mohinder Lal Gupta	Vice President – Marketing	September 26, 2011	Appointment
Nityanand Gautam	Member – Board of Advisors	December 1, 2011	Appointment
Vishnu Ballav Sahay	Vice President – Washery	April 1, 2012	Re-organisation of management structure
Sunil Kumar	General Manager – Material Management	April 1, 2012	Re-organisation of management structure
Asvin Choudhary	Chief Finance Officer – Chhattisgarh Region	April 1, 2012	Re-organisation of management structure
Dhani Ram Gupta	Member – Board of Advisors	October 1, 2012	Appointment
Ramesh Khanna	Member – Board of Advisors	November 1, 2012	Appointment
Deb Das Chatterjee	Vice President – Washery	December 10, 2012	Death
Surendra Singh Khurana	Member – Board of Advisors	January 1, 2013	Appointment
Bhagat Ram Patel	Senior General Manager	April 1, 2013	Appointment
Pradeep Darbari	Vice President – Marketing	August 1, 2013	Appointment
Mohinder Lal Gupta	Vice President – Marketing	August 13, 2013	Resignation
Ramesh Khanna	Member – Board of Advisors	October 31, 2013	Expiry of Term
Nityanand Gautam	Member – Board of Advisors	November 30, 2013	Expiry of Term

Payment or benefit to officers of our Company

No non-salary related amount or benefit has been paid or given within two years from the date of this Draft Red Herring Prospectus, or is intended to be paid or given, to any officer of our Company.

Appointment of any relatives of the Directors to an office or place of profit

Except for Ms. Sumati Sindhu, daughter of Mr. Rudra Sen Sindhu, who has been appointed as Senior General Manager – Administration and Mr. Saurabh Sindhu, son of Mr. Vir Sen Sindhu, who has been appointed as General Manager – Gevra Washery, none of the relatives of the Directors have been appointed to an office or place of profit in our Company.

OUR PROMOTERS AND GROUP COMPANIES

i. Our Promoters

The following individuals are the Promoters of our Company:

Mr. Rudra Sen Sindhu

Voter ID Number: UKS0587964
Driving License: DL-0219940019394

Mr. Ganesh Chandra Mrig

Voter ID Number: HVV2252831
Driving License: HR- 2620080147266

Mr. Vir Sen Sindhu

Voter ID Number: JJW2006138
Driving License: OTH/1596/94

Mr. Kuldeep Singh Solanki

Voter ID Number: NLN1266253
Driving License: DL-1219910014678(P)

For a complete profile of each of our Promoters, *i.e.* their age, personal address, educational qualifications, experience, positions / posts held in the past and other directorships of our Promoters, please refer to the section on "*Our Management*" beginning on page 261 of this Draft Red Herring Prospectus. For details of other ventures of our Promoters please see "*Our Promoters and Group Companies*" on page 286 of this Draft Red Herring Prospectus.

ii. Other understandings and confirmations

Our Company confirms that the details of the PAN, bank account numbers and passport numbers will be submitted to the Stock Exchanges at the time of filing the Draft Red Herring Prospectus with the Stock Exchanges.

Further, our Promoters, Group Companies (mentioned below), and relatives of the Promoters, have confirmed that they have not been declared as wilful defaulters by the RBI or any other Governmental authority.

Other than as disclosed in this section and in the section on "*Outstanding Litigation and Material Developments*" there are no violations of securities laws committed by our Promoters, relatives of our Promoters, Promoter Group or Group Companies in the past or are pending against them. None of our Promoters or members of our Promoter

Group or any company of which they are promoters, directors or persons in control of our Promoter Group have been restricted from accessing the capital markets for any reasons, by SEBI or any other authorities.

iii. Details of the Promoters

Mr. Ganesh Chandra Mrig aged 77, residing at House No. 17, Sector - 14, Gurgaon -122001, Haryana, India, completed his bachelor's degree in science (mining) with honours (first class) from Bihar University in 1958. He is an associate of the Indian School of Mines and Applied Geology, having completed the approved course of study and practical training in mining engineering from the Indian School of Mines and Applied Geology in 1958. Subsequently, Mr. Mrig was employed by various subsidiaries of Coal India Limited in various positions from general manager to chairman-cum-managing director. He retired as the chairman and managing director of Bharat Coking Coal Limited. After his retirement, he joined Nippon Denpro Ispat Limited as their president until 1997, after which he joined our Company. Mr. Mrig has approximately 50 years of experience in the coal sector, during which he has represented our Company in relation to a study on technical and economic feasibility of producing low ash coal for power stations in India, which was conducted by the Department of Trade & Industry, Government of UK. Mr. Mrig was awarded the Dewan Bahadur D. D. Thacker Coal Mining (Gold) Medal for 2006-2007 for his outstanding contribution in coal mining by the Mining, Geological and Metallurgical Institute of India, and is one of the qualified persons recognized by the Ministry of Coal, Government of India, under Rule 22(c) Mineral Concession Rule, 1960 to prepare mining plans for coal and lignite projects/blocks. He is also the vice president of the India Energy Forum and the president of the Indian School of Mines, Alumni Association, Delhi Chapter.

For the details of other Promoters, please refer to the section titled "*Our Management*" on page 261 of this Draft Red Herring Prospectus.

iv. Interest of our Promoters

Interest in promotion of the Company

Our Company is promoted by Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu, Mr. Kuldeep Singh Solanki and Mr. Ganesh Chandra Mrig, who hold 39,464,455 Equity Shares, 27,510,211 Equity Shares, 27,360,280 Equity Shares and 6,065,939 Equity Shares, respectively, as of the date of this Draft Red Herring Prospectus.

Interest in the property of our Company

Of our Promoters, Mr. Vir Sen Sindhu has sold 13.303 hectares of land for an amount of ₹ 51,058,510/-, to our Company which was registered on December 15, 2012. Other than this, our Promoters do not have any interest in any property acquired by our Company within two years from the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company as of the date of this Draft Red Herring Prospectus.

Interest as member of the Company

Our Promoters are interested to the extent of their shareholding and the dividend declared, if any, by our Company.

Other interests

Except as set out above and the benefits accruing to our Promoters, as provided in "*Our Management - Payment or benefit to Directors/officers of our Company*" on page 268 of this Draft Red Herring Prospectus, our Promoters hold no other interest in our Company.

Payment of benefits to our Promoters and Promoter Group during the last two years

Except as stated in the section on "*Financial Statements – Related Party Transactions"* beginning on page F-95 of this Draft Red Herring Prospectus, there has been no payment of benefits to our Promoters or the members of our Promoter Group during the last two years from the date of this Draft Red Herring Prospectus.

Disassociation by our Promoters in the last three years

Except as stated below, none of our Promoters have disassociated from any company or firm in the last three years preceding the date of this Draft Red Herring Prospectus. Our Promoter(s) have disassociated from these entities as the Promoters could not devote time for performance of their duties.

Name of Promoter	Name of entity	Nature of Interest	Manner of disassociation	Date of resignation / transfer of shares
Mr. Rudra Sen Sindhu	Hari Bhoomi Communication Private Limited	Director	Resignation	February 22, 2013
	Aryan Eestech (India) Private Limited	Director	Resignation	April 1, 2013
	Indus Edumanagement Services Private Limited	Director	Resignation	June 25, 2013
	ACB (India) Coal Methane Private Limited	Director	Resignation	November 6, 2013
	Unity Holding Business Limited, BVI	Director	Resignation	November 13, 2013
	TRN Energy Private Limited	Director	Resignation	March 12, 2014
Mr. Kuldeep Singh Solanki	Garuda Resorts Private Limited	Director	Resignation	August 7, 2013
	Unity Holding Business Limited BVI	Director	Resignation	November 13, 2013
	Pt Planet Resources	Director	Resignation	November 13, 2013
	TRN Energy Private Limited	Director	Resignation	March 12, 2014
	Emul tek Private Limited	Shareholder	Transfer	March 24, 2014
Mr. Ganesh Chandra Mrig	ACB (India) Power Limited	Director	Resignation	December 10, 2011
	Aryan Energy Private Limited	Director	Resignation	December 10, 2011
	Sainik Finance & Industries Limited	Director	Resignation	November 12, 2011
	Kartikay Coal Washaries Private Limited	Director	Resignation	December 10, 2011
	Pragati Vanijaya Limited	Director	Resignation	December 10, 2011
	Aryan M.P. Power Generation Private Limited	Director	Resignation	December 10, 2011
	Arayn Chhattisgarh Power Generation Private Limited	Director	Resignation	December 10, 2011
	Global Coal and Mining Private Limited	Director	Resignation	September 30, 2011
	TRN Energy Private Limited	Director	Resignation	December 10, 2011
	Gurunanak Coal And Power Private Limited	Director	Resignation	April 2, 2012

Name of Promoter	Name of entity	Nature of Interest	Manner of disassociation	Date of resignation / transfer of shares
	Gurunanak Coal And Power Private Limited	Shareholders	Transfer of shares	April 16, 2013
	Connoiseur Resources Limited, BVI	Director	Resignation	December 10, 2011
	Monnet Ispat And Energy Limited	Director	Resignation	January 24, 2014
Mr. Vir Sen Sindhu	TRN Energy Private Limited	Director	Resignation	March 12, 2014
	Indus Edumanagement Services Private Limited	Director	Resignation	June 25, 2013
	Indus Eduinfrastructure Private Limited	Director	Resignation	June 25, 2013

Group Companies

Besides our Company, our Subsidiaries, our Joint Venture, subsidiary of our Joint Venture and four of our Associate Companies viz. GCMPL, MCCPL, SPGL and SPMRPL, the following companies, firms, ventures etc. have been promoted by the Promoters ("**Group Companies**"). For details of our Subsidiaries, our Joint Venture, subsidiary of our Joint Venture, GCMPL and MCCPL, please see the section on "*Our Subsidiaries and other Consolidated Entities*" on page 243 of this Draft Red Herring Prospectus.

A. Companies

1. Aadrash Infraventure Private Limited
2. Advent Coal Resources Pte. Limited
3. Amberi Hotels and Motels Private Limited
4. Aristocrate Merchants Private Limited
5. Arpa Infrastructure and Developers Private Limited
6. Avani Mining Private Limited
7. Ayeasha Vincom Private Limited
8. B And S Realtors Private Limited
9. Bhilwara Tex-Fin Limited
10. Black Angels Security Services Private Limited
11. Banshidhar Developers Private Limited
12. Chhattisgarh Land and Building Developers Private Limited
13. Classic Venture Assets Incorporated
14. Doon Height Developers Private Limited
15. Dhanterash Tradelinks Private Limited
16. Ellora Commosales Private Limited
17. Flair Electric Projects Private Limited
18. Four Corner Developers Private Limited
19. Garuda Resorts Private Limited
20. Global Minetec Limited
21. Global Minetec Limited FZE
22. Hari Bhoomi Communications Private Limited
23. Indus Automobiles Private Limited
24. Indus Automotives Private Limited
25. Indus Best Mega Food Park Private Limited
26. Indus Eduinfrastructure Private Limited
27. Indus Edumanagement Services Private Limited

28. Indus Infra Built Private Limited
29. Indus Infra Development Private Limited
30. Indus Portfolio Private Limited
31. Kalinga Coal Mining Private Limited
32. Kapil Constructions Private Limited
33. Kartikay Exploration and Mining Services Private Limited
34. Kartikay Resources and Powergen Private Limited
35. Kartikay Resources FZE
36. Kolahai Infotech Private Limited
37. Lucent Energy Company Private Limited
38. Maneesha Finlease Limited
39. Midland Vincom Private Limited
40. Mitter Sen Agro Farms Private Limited
41. Natraj Tie Up Private Limited
42. Nilachal Apartment Private Limited
43. One Height Colonizers Private Limited
44. One Height Developers Private limited
45. One Point Reality Private Limited
46. Orichem Limited
47. Param Mitra Associates Private Limited
48. Param Mitra Coal Resources One Pte. Ltd.
49. Param Mitra Coal Resources Two Pte Ltd.
50. Param Mitra Coal Resources Pte. Ltd.
51. Param Mitra Investments Private Limited
52. Param Mitra Resources Pte. Ltd.
53. Paramitra Holdings Private Limited
54. Pragati Vanijaya Limited
55. PT Brilian Alam Sejahtera
56. PT Krida Makmur Bersama
57. PT Mesra Prima Coal
58. PT Parama Mitra Coal Resources
59. PT Planet Resources
60. PT Rencana Mulia Baratama
61. Purshottam Buildwell Private Limited
62. Rajasthan Explosives and Chemicals Limited
63. Rajasthan Khanij & Ispat Udyog Private Limited
64. River Side Utilities Private Limited
65. Rudra Sen & Bros JV Projects Private Limited
66. S 3 H Reality Private Limited
67. S Three H Buildcon Private Limited
68. S Three H Builders Private Limited
69. S Three H Constructions Private Limited
70. Sainik Coal Washery Private Limited
71. Sainik Finance & Industries Limited
72. Sainik Logistics Private Limited
73. Sainik Mining and Allied Services Limited
74. Sainik Mining (International) Limited
75. Sarvesh Coaltech Private Limited
76. Scopus Opticals Industry India Private Limited
77. Seaside Utilities Private Limited
78. Shyam Indus Energy Private Limited
79. Shyam Indus Fabtech (India) Private Limited
80. Shyam Indus Hydel Power Private Limited
81. Shyam Indus Power Solutions Private Limited
82. Shyam Indus Solar Power Private Limited
83. Shyam Indus Urja Private Limited

84. Siddhidata Sales Private Limited
85. Sindhu Farms Private Limited
86. Sindhu Realtors Limited
87. Sindhu Trade Links Limited
88. Sips Bio Fuel Private Limited
89. Sips Bio Power Private Limited
90. Sips Power Distribution Private Limited
91. Sips Utilities Private Limited
92. Spice One Builders Private Limited
93. S J Finance Consultants Private Limited
94. Tripund Motor and General Finance Limited
95. TAS Integrators Private Limited
96. Tandem Commercial Private Limited
97. Unity Holding Business Limited
98. Unity Holding Business Singapore Pte. Ltd.
99. Vaishnawi Energy Distribution Private Limited
100. Vayunandana Power Limited
101. Wardha Coal Transport Private Limited
102. XLR Capital (Cyprus) Limited
103. Jagganath Tirupati Sugar(India) Private Limited
104. Virtual House Keeping Private Limited
105. Sanskardhani Developers Private Limited
106. Sudha Bio Private Limited
107. S Three H Infrastructure Development Private Limited

B. Limited liability partnerships and partnership firms

1. Aar Vee Transport Co.
2. Brilliant Infrasolutions LLP
3. M.S. & Sons
4. Nu Edge Infrasolutions LLP
5. Sainik Associates
6. Sainik Automobiles
7. Sainik Transport
8. Solanki Carriers
9. V.V. Transport
10. C K Automobiles & Traders

C. Joint venture

1. SMASL- DECO
2. SMASL- LTPL

D. HUFs

1. Captain Kuldeep Singh Solanki HUF
2. Rudra Sen Sindhu HUF
3. Vir Sen Sindhu HUF
4. Girdhari Singh Solanki HUF
5. Mitter Sen Sindhu HUF

Details including financial information of the listed Group Companies

1. Sainik Finance & Industries Limited ("SFIL")

Corporate Information

SFIL was originally incorporated under the Companies Act on August 22, 1991 with the RoC as a private limited company under the name 'Garuda Clays Private Limited'. SFIL was subsequently converted into a public limited company on May 2, 1994. Pursuant to an order of the High Court of Delhi dated November 1, 1999, Ramanuj Leasing Limited was amalgamated with SFIL. Subsequently, the name of SFIL was changed to 'Sainik Finance & Industries Limited' pursuant to a fresh certificate of incorporation dated April 6, 2000. The registered office of SFIL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi - 110035. The object for which SFIL has been incorporated is, among other things, to engage in the business of manufacturing port land cement and also carrying on finance activities.

Interests of our Promoters as on the date of this Draft Red Herring Prospectus

Of our Promoters, Mr. Rudra Sen Sindhu holds 352,883 equity shares of face value of ` 10 each, Mr. Vir Sen Sindhu holds 102,198 equity shares of face value of ` 10 each and Mr. Kuldeep Singh Solanki holds 1,521,998 equity shares of face value of ` 10 each aggregating to 3.24%, 0.94% and 13.98%, respectively, of the equity share capital of SFIL.

Shareholding pattern as on June 30, 2014

Statement Showing Shareholding Pattern								
Table (I) (a)								
Category code	**Category of Shareholder**	**Number of Shareholders**	**Total number of shares**	**Number of shares held in dematerialized form**	**Total shareholding as a percentage of total number of shares**		**Shares Pledged or otherwise encumbered**	
					As a percentage of(A+B)	**As a percentage of (A+B+C)**	**Number of shares**	**As a percentage**
(I)	**(II)**	**(III)**	**(IV)**	**(V)**	**(VI)**	**(VII)**	**(VIII)**	**IX=(VIII)/(IV)*100**
(A)	**Shareholding of Promoter and Promoter Group**							
1	**Indian**							
(a)	Individuals/ Hindu Undivided Family	33	5,626077	5,621,877	51.71	51.71	Nil	N.A.
(b)	Central Government/ State Government(s)	-	-	-	-	-	Nil	N.A.
(c)	Bodies Corporate	-	-	-	-	-	Nil	N.A.
(d)	Financial Institutions/ Banks	-	-	-	-	-	Nil	N.A.
(e)	Any Others(Specify)	-	-	-	-	-	Nil	N.A.
	Sub Total(A)(1)	**33**	**5,626077**	**5,621,877**	**51.71**	**51.71**	Nil	N.A.
2	**Foreign**							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	Nil	N.A.
b	Bodies Corporate	-	-	-	-	-	Nil	N.A.
c	Institutions	-	-	-	-	-	Nil	N.A.
d	Qualified foreign investors	-	-	-	-	-	Nil	N.A.
e	Any Others(Specify)	-	-	-	-	-	Nil	N.A.
	Sub Total(A)(2)	-	-	-	-	-	Nil	N.A.
	Total Shareholding of Promoter and	**33**	**5,626,077**	**5,621,877**	**51.71**	**51.71**	Nil	N.A.

Statement Showing Shareholding Pattern								
Table (I) (a)								
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
	Promoter Group (A)= (A)(1)+(A)(2)							
(B)	**Public shareholding**							
1	**Institutions**							
(a)	Mutual Funds/ UTI	-	-	-	-	-	Nil	N.A.
(b)	Financial Institutions / Banks	-	-	-	-	-	Nil	N.A.
(c)	Central Government/ State Government(s)	-	-	-	-	-	Nil	N.A.
(d)	Venture Capital Funds	-	-	-	-	-	Nil	N.A.
(e)	Insurance Companies	-	-	-	-	-	Nil	N.A.
(f)	Foreign Institutional Investors	-	-	-	-	-	Nil	N.A.
(g)	Foreign Venture Capital Investors	-	-	-	-	-	Nil	N.A.
(h)	Qualified foreign investors	-	-	-	-	-	Nil	N.A.
(i)	Any Other (specify)	-	-	-	-	-	Nil	N.A.
	Sub-Total (B)(1)	**-**	**-**	**-**	**-**	**-**	Nil	N.A.
B 2	**Non institutions**							N.A.
(a)	Bodies Corporate	50	3,505,290	1,650,238	32.22	32.22	Nil	N.A.
(b)	Individuals							N.A.
I	Individuals - i Individual shareholders holding nominal share capital up to `1 lakh	3,361	1,176,396	245,578	10.81	10.81	Nil	N.A.
II	ii. Individual shareholders holding nominal share capital in excess of ` 1 lakh.	26	537,249	183,883	4.94	4.94	Nil	N.A.
(c)	Qualified foreign investors	-	-	-	-	-	Nil	N.A.
(d)	Any Other (specify)							N.A.
(d-i)	Non-Resident Indian	45	34,880	1,263	0.32	0.32	Nil	N.A.
(d-ii)	Clearing Member	-	-	-	-	-	Nil	N.A.
(d-iii)	Clearing House	1	108	108	0.001	0.001	Nil	N.A.
	Sub-Total (B)(2)	**3,483**	**5,253,923**	**2,081,070**	**48.29**	**48.29**	Nil	N.A.
(B)	**Total Public Shareholding (B)= (B)(1)+(B)(2)**	**3,483**	**5,253,923**	**2,081,070**	**48.29**	**48.29**	Nil	N.A.
	TOTAL (A)+(B)	**3,516**	**10,880,000**	**7,702,947**	**100.00**	**100.00**	Nil	N.A.
(C)	**Shares held by**	-	-	-	-	-		N.A.

Statement Showing Shareholding Pattern								
Table (I) (a)								
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
	Custodians and against which Depository Receipts have been issued:							
	Promoter and Promoter Group	-	-	-	-	-	Nil	N.A.
	Public	-	-	-	-	-	Nil	N.A.
	GRAND TOTAL (A)+(B)+(C)	**3,516**	**10,880,000**	**7,702,947**	**100.00**	**100.00**	Nil	N.A.

Financial Performance

The summary audited financial information of SFIL for the last three fiscal years is as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	62.22	70.52	103.16
Profit/(Loss) after tax	1.69	(7.02)	(14.14)
Equity share capital (paid up)	108.80	108.80	108.80
Reserves and Surplus (excluding revaluation reserves)	147.85	133.15	131.14
Earnings/(Loss) per share (diluted) (in `)	0.16	(0.65)	(1.30)
Earnings/(Loss) per share (in `)	0.16	(0.65)	(1.30)
Net Asset Value per share (in `)	23.59	22.24	22.05

Stock Market Data

SFIL's equity shares are listed on the BSE. The table set forth below is for the periods that indicate the high and low prices of the equity shares of SFIL. As on September 29, 2014 the closing price of the equity shares on BSE is 5.9 per equity share.

Monthly high and low prices on the BSE for the six months preceding the date of this Draft Red Herring Prospectus have been set out below. There have been no changes in capital structure for the six months preceding the date of this Draft Red Herring Prospectus:

Month	High (`)	Low (`)
September, 2014	5.93	5.65
August 2014	5.92	5.13
July 2014	6.74	5.83

Month	High (`)	Low (`)
June 2014	6.69	5.56
May 2014	7.25	6.89.
April 2014	7.50	6.89

Performance vis-à-vis objects

SFIL has not undertaken a public or rights issue in the three years preceding the date of this Draft Red Herring Prospectus.

Redressal of Investor Grievances

There are no pending investor grievances as of June 30, 2014.

2. Pragati Vanijaya Limited ("PVL")

Corporate Information

PVL was incorporated under the Companies Act on April 25, 1985 with the RoC as a public limited company and obtained the certificate for commencement of business on May 6, 1985. The registered office of PVL is located at 129 Transport Centre, Punjabi Bagh, Rohtak Road, New Delhi-110035. The object for which PVL has been incorporated is, among other things, to engage in the business of financing and investing activities.

Interests of our Promoters as on the date of this Draft Red Herring Prospectus

Of our Promoters, Mr. Vir Sen Sindhu holds 1,063,200 equity shares of face value of ` 10 each and Mr. Kuldeep Singh Solanki holds 42,500 equity shares of face value of ` 10 each aggregating to 47.25% and 1.89%, respectively, of the equity share capital of PVL.

Shareholding pattern as on June 30, 2014

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(A)	**Shareholding of Promoter and Promoter Group**							
1	**Indian**							
(a)	Individuals/ Hindu Undivided Family	3	1,630,000	1,630,000	72.44	72.44	Nil	N.A.
(b)	Central Government/ State Government(s)	-	-	-	-	-	Nil	N.A.
(c)	Bodies Corporate	-	-	-	-	-	Nil	N.A.
(d)	Financial Institutions/ Banks	-	-	-	-	-	Nil	N.A.

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(e)	Any Others(Specify)	-	-	-	-	-	Nil	N.A.
	Sub Total(A)(1)	**3**	**1,630,000**	**1,630,000**	**72.44**	**72.44**	Nil	N.A.
2	**Foreign**							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	Nil	N.A.
b	Bodies Corporate	-	-	-	-	-	Nil	N.A.
c	Institutions	-	-	-	-	-	Nil	N.A.
d	Qualified foreign investors	-	-	-	-	-	Nil	N.A.
e	Any Others(Specify)	-	-	-	-	-	Nil	N.A.
	Sub Total(A)(2)	-	-	-	-	-	Nil	N.A.
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**3**	**1,630,000**	**1,630,000**	**72.44**	**72.44**	Nil	N.A.
(B)	**Public shareholding**							
1	**Institutions**							
(a)	Mutual Funds/ UTI	-	-	-	-	-	Nil	N.A.
(b)	Financial Institutions / Banks	-	-	-	-	-	Nil	N.A.
(c)	Central Government/ State Government(s)	-	-	-	-	-	Nil	N.A.
(d)	Venture Capital Funds	-	-	-	-	-	Nil	N.A.
(e)	Insurance Companies	-	-	-	-	-	Nil	N.A.
(f)	Foreign Institutional Investors	-	-	-	-	-	Nil	N.A.
(g)	Foreign Venture Capital Investors	-	-	-	-	-	Nil	N.A.
(h)	Qualified foreign investors	-	-	-	-	-	Nil	N.A.
(i)	Any Other (specify)	-	-	-	-	-	Nil	N.A.
	Sub-Total (B)(1)	-	-	-	-	-	Nil	N.A.
B 2	**Non-institutions**							N.A.
(a)	Bodies Corporate	2	202,500	182,500	9.00	9.00	Nil	N.A.
(b)	Individuals							N.A.
I	i. Individuals- Individual shareholders holding nominal share capital up to `1 lakh	81	170,000	0	7.56	7.56	Nil	N.A.
II	ii. Individual shareholders holding nominal share capital in excess of ` 1 lakh.	8	247,500	112,500	11.00	11.00	Nil	N.A.
(c)	Qualified foreign	-	-	-	-	-	Nil	N.A.

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/ (IV)*100
	investors							
(d)	Any Other (specify)							N.A.
(d-i)	Non-Resident Indian	-	-	-	-	-	Nil	N.A.
(d-ii)	Clearing Member	-	-	-	-	-	Nil	N.A.
(d-iii)	Clearing House	-	-	-	-	-	Nil	N.A.
	Sub-Total (B)(2)	**91**	**620,000**	**295,000**	**27.56**	**27.56**	Nil	N.A.
(B)	**Total Public Shareholding (B) = (B)(1)+(B)(2)**	**91**	**620,000**	**295,000**	**27.56**	**27.56**	Nil	N.A.
	TOTAL (A)+(B)	**94**	**2,250,000**	**1,925,000**	**100.00**	**100.00**	Nil	N.A.
(C)	**Shares held by Custodians and against which Depository Receipts have been issued:**	-	-	-	-	-	Nil	N.A.
	Promoter and Promoter Group	-	-	-	-	-	Nil	N.A.
	Public	-	-	-	-	-	Nil	N.A.
	GRAND TOTAL (A)+(B)+(C)	**94**	**2,250,000**	**1,925,000**	**100.00**	**100.00**	Nil	N.A.

Financial Performance

The summary audited financial information of PVL for the last three fiscal years is as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	17.58	15.22	10.06
Profit/(Loss) after tax	10.69	7.68	7.52
Equity share capital (paid up)	22.50	22.50	22.50
Reserves and Surplus (excluding revaluation reserves)	500.08	489.39	481.71
Earnings/(Loss) per share (diluted) (in `)	4.75	3.41	3.34
Earnings/(Loss) per share (in `)	4.75	3.41	3.34
Net Asset Value per share (in `)	232.26	227.50	224.09

Stock Market Data

PVL's shares are listed at Delhi Stock Exchange and Madhya Pradesh Stock Exchange. However, no stock market data is available as there has not been any trading on any of these stock exchanges. Furthermore, there have been no changes in capital structure for the six months preceding the date of this Draft Red Herring Prospectus.

Performance vis-à-vis objects

PVL has not undertaken a public or rights issue in the three years preceding the date of this Draft Red Herring Prospectus.

Redressal of Investor Grievances

There are no pending investor grievances as of June 30, 2014.

Significant Notes of Auditors

As per the audit report, there is no amount payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which has not been deposited on account of any disputes except for the below mentioned cases.
The following assessment orders were received from respective assessing officer against which appeal has been made with competent authority:

Authority	Assessment Year	Demand Raised
ACIT, Circle 14(1)	2002-03	788443
Asst Commisioner of income tax, circle 14(1)	2003-04	797931
ACIT, Circle 14(1)	2007-08	454734
ACIT, Circle 14(1)	2007-08	1430550
ACIT, Circle 14(1)	2008-09	3142565

3. Sindhu Trade Links Limited ("STLL")

Corporate information

STLL was incorporated under the Companies Act as Bhandari Consultancy and Finance Limited on July 22, 1992, with the RoC as a public limited company and obtained the certificate for commencement of business on August 4, 1992. The registered office of STLL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi - 110035. The object for which STLL has been incorporated is, among other things, to engage in the business of logistics, transportation, investment, financing and consultancy.

Pursuant to the order of the Calcutta High Court on August 19, 2010, Suvidha Stock Broking Services Private Limited and Reward Vinimay Private Limited and pursuant to the order of the Delhi High Court on January 19, 2011, Uttaranchal Finance Limited, Parnami Habitat Developers Limited, Sindhu Trade Links Limited, Garuda Imaging and Diagnostic Private Limited and Sindhu Holdings Limited merged with the company. Pursuant to the merger, the name of the company was changed to its present name and a fresh certificate of incorporation was issued by the RoC on June 1, 2011.

Interests of our Promoters as on the date of this Draft Red Herring Prospectus

Of our Promoters, Mr. Rudra Sen Sindhu holds 2,910,400 equity shares and Mr. Vir Sen Sindhu holds 3,603,250 equity shares aggregating to 5.66% and 7.01%, respectively, of the equity share capital of STLL.

Shareholding pattern as on June 30, 2014

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(A)	**Shareholding of Promoter and Promoter Group**							
1	**Indian**							
(a)	Individuals/ Hindu Undivided Family	33	30,837,296	30,837,296	60.00	60.00	4609754	14.95
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	02	7,675,000	7,675,000	14.93	14.93	7675000	100
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(1)	**35**	**38,512,296**	**38,512,296**	**74.93**	**74.93**	**12284754**	**31.90**
2	**Foreign**							
A	Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	-	-
b	Bodies Corporate	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-
	Qualified Foreign Investor							
d	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**35**	**38,512,296**	**38,512,296**	**74.93**	**74.93**	**12284754**	**31.90**
(B)	**Public shareholding**							
1	**Institutions**							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	-	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
	Qualified Foreign Investor							

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(h)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (B)(1)	-	-	-	-	-	-	-
B 2	**Non institutions**	-	-	-	-	-	-	-
(a)	Bodies Corporate	8	327,740	-	0.64	0.64	-	-
(b)	Individuals							
I	Individuals - i Individual shareholders holding nominal share capital up to ` 1 lakh	438	382,365	25105	0.74	0.74	-	-
II	ii. Individual shareholders holding nominal share capital in excess of ` 1 lakh.	196	12,175,130	-	23.69	23.69	-	-
(c)	Qualified Foreign Investor							
(d)	Any Other (specify)	-	-	-	-	-	-	-
(d-i)	Non-Resident Indian	-	-	-	-	-	-	-
(d-ii)	Clearing Member	-	-	-	-	-	-	-
(d-iii)	Clearing House	1	95	95	-	-	-	-
	Sub-Total (B)(2)	**643**	**12,885,330**	**25200**	**25.07**	**25.07**	-	-
(B)	**Total Public Shareholding (B)= (B)(1)+(B)(2)**	**643**	**12,885,330**	**25200**	**25.07**	**25.07**	-	-
	TOTAL (A)+(B)	**678**	**51,397,626**	**38,537,496**	**100.00**	**100.00**	**12284754**	**23.90**
(C)	**Shares held by Custodians and against which Depository Receipts have been issued:**							
	Promoter and Promoter Group	-	-	-	-	-	-	-
	Public	-	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	**678**	**51,397,626**	**38,537,496**	**100.00**	**100.00**	**12284754**	**23.90**

Financial Performance

The summary audited financial information of STLL for the last three fiscal years is as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012

Particulars	FY 2014	FY 2013	FY 2012
Total Income	4454.03	4010.99	3,159.16
Profit/(Loss) after tax	205.99	234.50	211.62
Equity share capital (paid up)	513.98	513.98	513.98
Reserves and Surplus (excluding revaluation reserves)	1617.91	1412.30	1,178.33
Earnings/(Loss) per share (diluted) (in `)	4.01	4.56	4.12
Earnings/(Loss) per share (in `)	4.01	4.56	4.12
Net Asset Value per share (in `)	41.48	37.48	32.93

Stock Market Data

STLL shares are listed at the BSE, the Calcutta Stock Exchange Limited, Madras Stock Exchange Limited and Delhi Stock Exchange Limited. The table set forth below is for the periods that indicate the high and low prices of the equity shares of STLL. As on September 29, 2014 there was no trading of the equity shares on BSE.

Monthly high and low prices on the BSE for the six months preceding the date of this Draft Red Herring Prospectus have been set out below. There have been no changes in capital structure for the six months preceding the date of this Draft Red Herring Prospectus:

Month	High (`)	Low (`)
September, 2014	NIL	NIL
August 2014	Nil	Nil
July 2014	Nil	Nil
June 2014	Nil	Nil
May 2014	Nil	Nil
April 2014	Nil	Nil

Performance vis-à-vis objects

STLL has not undertaken a public or rights issue in the three years preceding the date of this Draft Red Herring Prospectus.

Redressal of Investor Grievances

There are no pending investor grievances as of June 30, 2014.

4. Bhilwara Tex-Fin Limited ("BTFL")

Corporate information

BTFL was incorporated under the Companies Act on November 16, 1994 with the registrar of companies, Jaipur, Rajasthan as a public limited company and obtained the certificate of commencement of business on November 22, 1994. The registered office of BTFL has been shifted from the State of Rajasthan to National Capital Territory of Delhi pursuant to an order dated July 20, 2004 passed by the company law board, Northern Region Bench, which was registered with registrar of companies on August 25, 2004. The registered office of BTFL is situated at 129,

Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which has BTFL has been incorporated is, among other things, to engage in the business of investment and financial services.

Interests of our Promoters as on the date of this Draft Red Herring Prospectus

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, own 41.90 % of the equity share capital of BTFL.

Shareholding pattern as on June 30, 2014

Statement Showing Shareholding Pattern
Table (I) (a)

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(A)	**Shareholding of Promoter and Promoter Group**							
1	**Indian**							
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	01	1,467,800	1,467,800	41.90	41.90	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(1)	**01**	**1,467,800**	**1,467,800**	**41.90**	**41.90**	-	-
2	**Foreign**							
a.	Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	-	-
b.	Bodies Corporate	-	-	-	-	-	-	-
c.	Institutions	-	-	-	-	-	-	-
d.	Qualified Foreign Investor	-	-	-	-	-	-	-
E	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(2)	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**01**	**1,467,800**	**1,467,800**	**41.90**	**41.90**	-	-
(B)	**Public shareholding**							
1	**Institutions**							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	-	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	IX=(VIII)/(IV)*100
(A)	**Shareholding of Promoter and Promoter Group**							
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor							
(i)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (B)(1)	-	-	-	-	-	-	-
B 2	**Non institutions**	-	-	-	-	-	-	-
(a)	Bodies Corporate	14	285,791	5,091	8.16	8.16	-	-
(b)	Individuals							
I	Individuals - i Individual shareholders holding nominal share capital up to ` 1 lakh	741	1,013,709	30,109	28.94	28.94	-	-
II	ii. Individual shareholders holding nominal share capital in excess of ` 1 lakh.	16	735,000	-	20.98	20.98	-	-
(c)	Qualified Foreign Investors	-	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-	-
(d-i)	Non-Resident Indian	1	400	-	0.01	0.01	-	-
(d-ii)	Clearing Member	-	-	-	-	-	-	-
(d-iii)	Clearing House	-	-	-	-	-	-	-
	Sub-Total (B)(2)	**772**	**2,034,900**	**35,200**	**58.10**	**58.10**	-	-
(B)	**Total Public Shareholding (B)= (B)(1)+(B)(2)**	**772**	**2,034,900**	**35,200**	**58.10**	**58.10**	-	-
	TOTAL (A)+(B)	**773**	**3,502,700**	**1,503,000**	**100.00**	**100.00**		
(C)	**Shares held by Custodians and against which Depository Receipts have been issued:**							
	Promoter and Promoter Group	-	-	-	-	-	-	-
	Public	-	-	-	-	-	-	-
	Sub Total (C)	-	-	-	-	-	-	
	GRAND TOTAL (A)+(B)+(C)	**773**	**3,502,700**	**1,503,000**	**100.00**	**100.00**	-	-

Financial Performance

The summary audited financial information of BTFL for the last three fiscal years is as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	15.37	8.78	6.29
Profit/(Loss) after tax	0.60	0.65	0.45
Equity share capital (paid up)	35.03	35.03	35.03
Reserves and Surplus (excluding revaluation reserves)	(1.13)	(1.73)	(2.38)
Earnings/(Loss) per share (diluted) (in `)	0.17	0.18	0.13
Earnings/(Loss) per share (in `)	0.17	0.18	0.13
Net Asset Value per share (in `)	9.68	9.51	9.32

Stock Market Data

BTFL's equity shares are listed on the BSE. The table set forth below is for the periods that indicate the high and low prices of the equity shares of BTFL. As on September 29, 2014 the closing price of the equity shares on BSE is 9.50 per equity share.

Monthly high and low prices on the BSE for the six months preceding the date of this Draft Red Herring Prospectus have been set out below. There have been no changes in capital structure for the six months preceding the date of this Draft Red Herring Prospectus:

Month	High (`)	Low (`)
September, 2014	9.50	9.50
August 2014	14.80	9.92
July 2014	24.15	14.10
June 2014	29.50	25.40
May 2014	28.85	28.85
April 2014	NIL	NIL

Performance vis-à-vis objects

BTFL has not undertaken a public or rights issue in the three years preceding the date of this Draft Red Herring Prospectus.

Redressal of Investor Grievances

There are no pending investor grievances as of June 30, 2014.

Details including financial information of the largest unlisted Group Companies on the basis of turnover

1. Sainik Mining and Allied Services Limited ("SMASL")

Corporate Information

SMASL was originally incorporated under the Companies Act on February 8, 1989 as a private limited company as 'Sainik Automobiles Private Limited' with the RoC. SMASL was converted into a deemed public limited company on July 10, 1998 and its name was changed to 'Sainik Automobiles Limited' vide special resolution passed on May 18, 2001. Pursuant to an order of the High Court of Delhi on September 11, 2002, Sainik Transporters Private Limited, Renuka Carriers Private Limited, Konark Carriers Private Limited, Garuda Transport Private Limited, Ex-Servicemen Koyala Vahan Private Limited, Garuda Finance Limited and Yuvraj Holding Private Limited merged with Sainik Automobiles Limited. Subsequently, the name of Sainik Automobiles Limited was changed to 'Sainik Mining and Allied Services Limited' pursuant to a fresh certificate of incorporation dated December 10, 2002. The registered office of SMASL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, Delhi - 110035. SMASL is currently engaged in the business of coal mining, overburden removal and allied logistic services.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 886,298 equity shares, Mr. Vir Sen Sindhu holds 324,998 equity shares and Mr. Kuldeep Singh Solanki holds 1,398,415 equity shares aggregating to 20.79%, 7.62% and 32.80%, respectively, of the equity share capital of SMASL.

Financial Performance

The summary audited financial information of SMASL for the last three fiscal years is as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	7,712.86	5021.89	4,242.52
Profit/(Loss) after tax	22.33	15.08	64.97
Equity share capital (paid up)	42.63	42.63	42.63
Reserves and Surplus (excluding revaluation reserves)	3,033.24	3013.50	3000.91
Earnings /(Loss) per share (diluted) (in `)	5.21	03.54	15.24
Earnings /(Loss) per share (in `)	5.21	03.54	15.24
Net Asset Value per share (in `)	721.47	716.84	713.89

Significant notes of Auditors:

a) We draw attention to note 45 to the financial statements with regard to dispute with one of the customers of the Company which explains the management's assessment of overdue receivables (including security deposits) amounting to Rs. 23,617,130, bank guarantees amounting to Rs. 30,712,500 and imposition of penalties amounting to Rs. 71,533,895 by the customer. The management believes that final outcome of the litigation will not have significant financial impact and accordingly, no provision is required for above referred overdue receivables, bank guarantee and against the claims of the customer.

b) We draw attention to note 47 to the financial statements in respect of Company's investment in M.P. Sainik Coal Mining Private Limited ('MPSCMPL') (an associate company), amounting to Rs.163,155,000 (previous year Rs. 146,880,000) and loans and advances given amounting to Nil (previous year Rs. 8,025,000) as at 31st March, 2014. There are substantial delays in commencement of operations of the company as certain mandatory clearances/approvals have not yet been obtained from various government authorities. MPSCMPL is in the process of obtaining necessary approvals from State/ Central Govt. The Hon'ble Supreme Court has vide its order dated 25-08-2014 declared that allocation of coal blocks as made by the Screening Committee and allocation of coal blocks under Govt. Dispensation Route suffers from the vice of arbitrariness and legal flaws, hence such allocation, found to be arbitrary is illegal. Keeping in view the fact that JVC has utilised the said investment made by the Company in acquiring certain assets which have realisable value and the Hon'ble

Supreme Court has yet to pronounce on the consequences of the aforesaid order, the management believes that no provision is required towards diminution in the value of investment made in the JVC.

c) We draw attention to note 48 to the financial statements with regard to the termination of the Joint Venture Agreement entered into between the Company and Orissa mining Corporation Limited. Subsequent to the termination, the Company has filed certain civil writ petitions which are pending before Hon'ble High Court of Odisha. Pending outcome of the petitions filed before the Hon'ble High Court of Odisha, no adjustment has been made by the Company in respect of its investment in share capital of Kalinga Coal Mining Private Limited (a subsidiary company) amounting to Rs. 488,400,000 (previous year Rs. 488,400,000) and loans and advances given (excluding interest accrued thereon) amounting to Rs. 378,699,158 (previous year Rs. 367,816,085) as at 31st March, 2014. The Hon'ble Supreme Court has vide its order dated 25-08-2014 declared that allocation of coal blocks as made by the Screening Committee and allocation of coal blocks under Govt. Dispensation Route suffers from the vice of arbitrariness and legal flaws, hence such allocation, found to be arbitrary is illegal. Keeping in view the fact that JVC has utilised the said investment made by the Company in acquiring certain assets which have realisable value and the Hon'ble Supreme Court has yet to pronounce on the consequences of the aforesaid order, the management believes that no provision is required towards diminution in the value of investment made in the JVC.

d) As per the audit report, there are no dues in respect of Sales tax, Wealth tax, custom duty which have not been deposited with the appropriate authorities on account of any dispute. As per the audit report, the following dues of service tax and income tax have not been deposited by the Company on account of disputes:

Name of the Statute	Nature of dues	Amount Involved (in Rs.)	Amount paid under protest (in Rs.)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	12,855,307	-	16 August 2002 to 31 January 2006	Commissioner (CECS), Kolkata
		2,568,960	-	16 August 2002 to 11 April 2006	CESTAT, Kolkata
		1,010,000	505,229	16 August 2002 to 31 March 2007	CESTAT, Kolkata
		5,809,836	-	25 November 2002 to 31 October 2006	Commissioner Service tax, Delhi
		16,071,728	16,071,728	16 June 2005 to 30 September 2006	CESTAT, Kolkata
		10,322,717	-	16 June 2005 to 21 March 2008	Commissioner of Service Tax, Delhi
		6,404,447	1,100,000	1 August 2005 to 30 November 2006	CESTAT, Kolkata
		1,980,436	-	1 April 2006 to 31 December 2006	Commissioner (CECS), Bhubaneswar
		16,029,428	-	1 June 2006 to 31 December 2006	Commissioner (CECS), Bhubaneswar

Name of the Statute	Nature of dues	Amount Involved (in Rs.)	Amount paid under protest (in Rs.)	Period to which the amount relates	Forum where dispute is pending
		1,533,624	-	1 April 2007 to 31 March 2008	Additional Commissioner Appeals (CECS), Bhubaneswar
		10,563,759	10,786,707	15 July 2005 to 31 May 2006	CESTAT, Delhi
Income tax Act,1961	Income tax	177,189	177,189	Assessment year 2004-05	DCIT, New Delhi

Details of Group Companies which have a negative net worth

1. Garuda Resorts Private Limited ("GRPL")

Corporate Information

GRPL was incorporated under the Companies Act on March 9, 1994 with the RoC as a private limited company and has its registered office at 43, Vasant Enclave, Rao Tula Ram Marg, New Delhi - 110057. The object for which GRPL has been incorporated is, among other things, to engage in the business of hospitality.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 2,010 equity shares and Mr. Vir Sen Sindhu holds 3,010 equity shares aggregating to 20.04% and 30.01 %, respectively, of the equity share capital of GRPL.

Financial Performance

The summary audited financial information of GRPL for the last three financial years are as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	3.22	2.54	6.00
Profit/(Loss) after tax	(5.01)	(10.43)	(2.20)
Equity share capital (paid up)	1.00	1.00	1.00
Reserves and Surplus (excluding revaluation reserves)	(26.45)	(21.45)	(11.02)
Earnings /(Loss) per share (diluted) (in `)	(499.05)	(1040.19)	(219.35)
Earnings/(Loss) per share (`)	(499.05)	(1040.19)	(219.35)
Net Asset Value per share (`)	(2537.57)	(2038.52)	(998.32)

2. Purshottam Buildwell Private Limited ("PBPL")

Corporate Information

PBPL was incorporated under the Companies Act on September 26, 2007 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which PBPL has been incorporated is, among other things, to engage in the business of infrastructure and housing projects.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 50,19,980 equity shares aggregating to almost entire the equity share capital of PBPL.

Financial performance

The summary audited financial information of PBPL for the last three financial years are as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	Nil	Nil	Nil
Profit/(Loss) after tax	(1.09)	(1.02)	(0.45)
Equity share capital (paid up)	0.10	0.10	0.10
Reserves and Surplus (excluding revaluation reserves)	(2.67)	(1.58)	(0.56)
Earnings /(Loss) per share (diluted) (in `)	(109.38)	(101.96)	(44.55)
Earnings/(Loss) per share (`)	(109.38)	(101.96)	(44.55)
Net Asset Value per share (`)	(257.15)	(147.77)	(45.81)

3. Sainik Coal Washery Private Limited ("SCWPL")

Corporate Information

SCWPL was incorporated under the Companies Act on October 3, 2001 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SCWPL has been incorporated is, among other things, to engage in the business of coal beneficiation.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 2,500 equity shares and Mr. Kuldeep Singh Solanki holds 2,500 equity shares aggregating to 25% and 25%, respectively, of the equity share capital of SCWPL.

Financial performance

The summary audited financial information of SCWPL for the last three financial years are as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	Nil	Nil	Nil
Profit/(Loss) after tax	(0.02)	(0.01)	(0.01)
Equity share capital (paid up)	0.10	0.10	0.10

Reserves and Surplus (excluding revaluation reserves)	(0.14)	(0.12)	(0.10)
Earnings /(Loss) per share (diluted) (in `)	(1.65)	(1.18)	(1.22)
Earnings/(Loss) per share (`)	(1.65)	(1.18)	(1.22)
Net Asset Value per share (`)	(3.63)	(1.98)	(0.80)

4. Amberi Hotels and Motels Private Limited ("AHMPL")

Corporate information

AHMPL was incorporated under the Companies Act on January 19, 1994 as a private limited company and has its registered office at 239, Anand Plaza Ayad, Udaipur, Rajasthan- 313 001. The object for which AHMPL has been incorporated is, among other things, to engage in the business of restaurants and hotels.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 500 equity shares aggregating to 0.21% of the issued equity share capital of AHMPL. Our Promoters, through Paramitra Holdings Private Limited and Param Mitra Investments Private Limited, our other Group Companies, own 73.63% of the equity share capital of AHMPL.

Financial performance

The summary audited financial information of AHMPL for the last three financial years are as follows:

(` in million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	Nil	Nil	Nil
Profit/(Loss) after tax	(0.040)	(0.053)	(0.006)
Equity share capital (paid up)	0.20	0.20	0.20
Reserves and Surplus (excluding revaluation reserves)	(0.58)	(0.54)	(0.49)
Earnings /(Loss) per share (diluted) (in `)	(20.24)	(26.44)	(3.41)
Earnings/(Loss) per share (`)	(20.24)	(26.44)	(3.41)
Net Asset Value per share (`)	(191.26)	(171.02)	(144.58)

5. Seaside Utilities Private Limited ("SSUPL")

Corporate Information

SSUPL was incorporated under the Companies Act on December 11, 2012 as a private limited company. The registered office of SSUPL is located at Kaibalya House, Plot No 107/6658(8), Sailashree Vihar, Near Shree Jagannath Tower, Bhubaneswar (Orissa)-751021. The object for which SSUPL has been incorporated is, among other things, to engage in the business of generation, sale and distribution of power, whether conventional or unconventional.

Interests of the Promoters

Our Promoters, through Sips Utilities Private Limited, another Group Company, own 74% of the equity share capital of SSUPL.

Financial performance

The summary audited financial information of SSUPL for the last three financial years are as follows:

(In ` million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	402.77	69.99	N.A.
Profit/(Loss) after tax	(34.95)	(5.26)	N.A.
Equity share capital (paid up)	5.10	0.10	N.A.
Reserves and Surplus (excluding revaluation reserves)	(40.48)	(5.26)	N.A.
Earnings /(Loss) per share (diluted) (in `)	(68.53)	(525.79)	N.A.
Earnings/(Loss) per share (`)	(68.53)	(525.79)	N.A.
Net Asset Value per share (`)	(69.38)	(515.79)	N.A.

6. River Side Utilities Private Limited ("RSUPL")

Corporate Information

RSUPL was incorporated under the Companies Act on November 9, 2012 as a private limited company and has its registered office at Kaibalya House, Plot No 107/6658(8), Sailashree Vihar, Near Shree Jagannath Tower, Bhubaneswar (Orissa)-751021. The object for which RSUPL has been incorporated is, among other things, to engage in the business of distribution and supply of energy whether conventional or nonconventional.

Interests of the Promoters

Our Promoters, through SIPS Utilities Private Limited, another Group Company, own 74% of the equity share capital of RSUPL.

The summary audited financial information of RSUPL for the last three financial years are as follows:

(In ` million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	1418.06	232.69	N.A.
Profit/(Loss) after tax	(23.39)	0.20	N.A.
Equity share capital (paid up)	15.10	0.10	N.A.
Reserves and Surplus (excluding revaluation reserves)	(23.24)	0.20	N.A.
Earnings /(Loss) per share (diluted) (in `)	(15.48)	19.55	N.A.
Earnings/(Loss) per share (`)	(15.48)	19.55	N.A.
Net Asset Value per share (`)	(5.39)	29.55	N.A.

7. Aadrash Infraventure Private Limited ("AIPL")

Corporate Information
AIPL was incorporated under the Companies Act on August 5, 2010 as a private limited company and has its registered office at 503, Ghanshyam Homes, Vyapar Vihar, Bilaspur, Chhattisgarh - 495001. The object for which AIPL has been incorporated is, among other things, to engage in the business of construction and development.

Interests of the Promoters

Our Promoters, through Indus Eduinfrastructure Private Limited, another Group Company, own the 75% of the equity share capital of AIPL.

The summary audited financial information of AIPL for the last three financial years are as follows:

(In ` million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	3.03	2.75	NIL
Profit/(Loss) after tax	(0.36)	0.23	0.025
Equity share capital (paid up)	0.10	0.10	0.10
Reserves and Surplus (excluding revaluation reserves)	(0.17)	0.19	(0.05)
Earnings /(Loss) per share (diluted) (in INR`)	(35.79)	23.33	(2.49)
Earnings/(Loss) per share (`INR)	(35.79)	23.33	(2.49)
Net Asset Value per share (`INR)	(7.26)	28.52	(5.20)

8. Virtual House Keeping Private Limited ("VHKPL")

Corporate Information

VHKPL was incorporated under the Companies Act on April 2, 2003 with the RoC as a private limited company. The registered office of VHKPL is located at 154, Vasant Enclave Rao Tula Ram Marg, New Delhi-110057. The object for which VHKPL has been incorporated is, among other things, to engage in the business of providing house-keeping services.

Interests of the Promoters
Of our Promoters, Mr. Kuldeep Singh Solanki owns 5000 equity shares aggregating to 50% of the equity share capital of VHKPL.
Financial performance

The summary audited financial information of VHKPL for the last three financial years are as follows:

(In ` million, unless otherwise stated)

Particulars	FY 2014	FY 2013	FY 2012
Total Income	Nil	Nil	Nil
Profit/(Loss) after tax	(0.011)	(0.024)	(0.011)
Equity share capital (paid up)	0.100	0.100	0.100
Reserves and Surplus (excluding revaluation reserves)	(0.115)	(0.104)	(0.080)

Earnings /(Loss) per share (diluted) (in `)	(1.12)	(2.36)	(1.10)
Earnings/(Loss) per share (`)	(1.12)	(2.36)	(1.10)
Net Asset Value per share (`)	(1.50)	(0.38)	1.98

9. PT Mesra Prima Coal ("PTMPC")

Corporate Information

PTMPC was established and incorporated under the Law of the Republic of Indonesia on January 31, 2008 and has its registered office at Jl. Pahlawan No. 1, Ward Dadimulya, sub-district Samarinda Ulu, Province Kalimantan Timur, Indonesia. The object for which PTMPC has been incorporated is, among other things, to engage in the business of coal mining in Indonesia.

Interests of the Promoters

Our Promoters, through PMCROPL, another Group Company, own 99% of the equity share capital of PTMPC.

The summary audited financial information of PTMPC for the last three financial years are as follows:

(In Rupiah million, unless otherwise stated)

Particulars	FY 2013	FY 2012	FY 2011
Total Income	77,909.33	133,709.78	38,099.59
Profit/(Loss) after tax	(38,426.56)	(3,930.13)	183.83
Equity share capital (paid up)	5,000.00	5,000.00	1,000.00
Reserves and Surplus (excluding revaluation reserves)	(42,173.01)	(3,746.45)	183.68
Earnings /(Loss) per share (diluted) (in Rp)	(960,664.10)	(98,253.16)	22,978.70
Earnings/(Loss) per share (Rp)	(960,664.10)	(98,253.16)	22,978.70
Net Asset Value per share (Rp)	(929,325.28)	31,338.83	147,959.95

Details of the other Group Companies

A. Companies

10. Advent Coal Resources Pte. Ltd. ("ACRPL")

Corporate Information

ACRPL was incorporated on November 10, 2011 in accordance with the laws of Singapore and has its registered office at 1, Philip Street, #11-01, Royal One Philip, Singapore 048692. The object for which ACRPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Our Promoters, through Param Mitra Resources Pte Limited, another Group Company, own 60% of the equity share capital of ACRPL.

11. Aristocrate Merchants Private Limited ("AMEPL")

Corporate information

AMEPL was incorporated under the Companies Act on January 5, 2010 as a private limited company. The registered office of AMEPL is located at 60, Bentick Street, Kolkata, West Bengal- 700 069. The object for which AMEPL has been incorporated is, among other things, to engage in the business of distributors, agents and traders.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Sindhu Trade Links Limited, other Group Companies, own the entire equity share capital of AMEPL.

12. Arpa Infrastructure and Developers Private Limited ("AIDPL")

Corporate Information

AIDPL was incorporated under the Companies Act on November 26, 2008 as a private limited company and has its registered office at D/302, Third Floor, Sai Parisar, Vyapar Vihar, Bilaspur, Chhattisgarh - 495001. The object for which AIDPL has been incorporated is, among other things, to engage in the business of construction.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 40,000 equity shares aggregating to 44.44% of the issued equity share capital of AIDPL.

13. Avani Mining Private Limited ("AMPL")

Corporate Information

AMPL was incorporated under the Companies Act on January 9, 2007 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Punjabi Bagh, Rohtak Road, New Delhi-110035. The object for which AMPL has been incorporated is, among other things, to engage in the business of coal mining, contract mining, set coal washery, providing related logistics services and allied works.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, own the entire equity share capital of AMPL.

14. Ayeasha Vincom Private Limited ("AVPL")

Corporate Information

AVPL was incorporated under the Companies Act on March 13, 2010 with the RoC as a private limited company and has its registered office at 6/3, OLABIBITALA LANE, HOWRAH - 71110. The object for which AVPL has been incorporated is, among other things, to engage in the business of trading, selling etc.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu hold 5000 equity shares aggregating to 50% of the issued equity share capital of AVPL.

15. B and S Realtors Private Limited ("BSRPL")

Corporate Information

B&SRPL was incorporated under the Companies Act on July 15, 2003 with the RoC as a private limited company and has its registered office at C-101, LGF, Surya Enclave, New Multan Nagar, New Delhi-110057. The object for which B&SRPL has been incorporated is, among other things, to engage in the business of purchase and sale of land.

Interests of the Promoters

Our Promoters, through Indus Eduinfrastructure Private Limited, another Group Company, own the 60% of the equity share capital of B&SRPL.

16. Black Angels Security Services Private Limited ("BASSPL")

Corporate Information

BASSPL was incorporated under the Companies Act on November 7, 2003 with the RoC as a private limited company and has its registered office at 13, First Floor, Satya Niketan, Opposite Venkateswara College, New Delhi-110021. The object for which BASSPL has been incorporated is, among other things, to engage in the business of providing security services.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 202500 equity shares and Mr. Kuldeep Singh Solanki holds 206250 equity shares aggregating to 25.53% and 26% of the issued equity share capital of BASSPL.

17. Banshidhar Developers Private Limited ("BDPL")

Corporate Information

BDPL was incorporated under the Companies Act on February 17, 2010 with the RoC as a private limited company and has its registered office at P-41, Princep Street, 6th Floor, Kolkata, West Bengal- 700072. The object for which BDPL has been incorporated is, among other things, to engage in the business of trading, selling etc.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Param Mitra Investment Private Limited, other Group Companies, own the entire equity share capital of BDPL.

18. Chhattisgarh Land and Building Developers Private Limited ("CLBDPL")

Corporate Information

CLBDPL was incorporated under the Companies Act on November 26, 2008 with the registrar of companies as a private limited company and has its registered office at 301, Ram Residency, Near Meara Datar, Shankar Nagar, Raipur (Chhattisgarh) 492107. The object for which CLBDPL has been incorporated is, among other things, to engage in the business of construction and development.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited, Param Mitra Investment Private Limited, Midland Vincom Private Limited, Aristocrate Merchants Private Limited, Natraj Tie Up Private Limited and Sindhu Trade Links Limited, other Group Companies, own the 85.59% of the equity share capital of CLBDPL.

19. Classic Venture Assets Incorporated ("CVAI")

Corporate Information

CVAI was incorporated under the BVI Business Companies Act, 2004 on August 28, 2007 with the Registrar of Corporate Affairs, of British Virgin Islands as a BVI Company and has its registered office at Nerine Chambers, P.O. Box 905, Road Town, Tortola, British Virgin Islands. The objects for which the CVAI is established are unrestricted and the Company shall have full power and authority to carry out any object not prohibited by the BVI Business Companies Act, 2004. CVAI is currently engaged in the business of investing in other companies.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 601,550 shares and Mr. Vir Sen Sindhu holds 590,000 shares aggregating to 16.17% and 15.86%, respectively of the share capital of CVAI.

20. Ellora Commosales Private Limited ("ECPL")

Corporate Information

ELLORA was incorporated under the Companies Act on March 16, 2010 with the RoC as a private limited company and has its registered office at 283, Santosh Apartment, Group Floor, Shyam Nagar, Kolkatta- 700055. The object for which ELLORA has been incorporated is, among other things, to engage in the business of trading, selling etc.

Interests of the Promoters
Of our Promoters, Mr. Vir Sen Sindhu hold 5000 equity shares aggregating to 50% of the issued equity share capital of ELLORA.

21. Doon Height Developers Private Limited ("DHDPL")

Corporate information

DHDPL was incorporated under the Companies Act on January 24, 2006 with the RoC as a private limited company. The registered office of DHDPL is located at 8-D, Hansalaya, 15, Barakhamba Road, New Delhi- 110 001. The object for which DHDPL has been incorporated is, among other things, to engage in the business of builders, real estate agents and colonisers.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited, our other Group Companies, own 50% of the equity share capital of DHDPL.

22. Dhanterash Tradelinks Private Limited ("DTPL")

Corporate Information

DTPL was incorporated under the Companies Act on February 16, 2010 with the RoC as a private limited company and has its registered office at 16, G.C. Avenue, 7th Floor, Kolkata, West Bengal- 700013. The object for which DTPL has been incorporated is, among other things, to engage in the business of trading, selling etc.
Interests of the Promoters
Our Promoters, through Paramitra Holdings Private Limited and Param Mitra Investment Private Limited, other Group Companies, own the entire equity share capital of DTPL.

23. Flair Electric Projects Private Limited ("FEPPL")

Corporate Information

FEPPL was incorporated under the Companies Act on January 9, 2006 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which FEPPL has been incorporated is, among other things, to engage in the business of electrification and trading of electronic material.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own 55% of the equity share capital of FEPPL.

24. Four Corner Developers Private Limited ("FCDPL")

Corporate Information

FCDPL was incorporated under the Companies Act on February 23, 2006 with the RoC as a private limited company and has its registered office at 136, SFS, Hauz Khas, New Delhi-110016. The object for which FCDPL has been incorporated is, among other things, to engage in the business of construction and development.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu hold 26,613 equity shares and 24,000 equity shares respectively, aggregating to 0.38% and 0.34% of the issued equity share capital of FCDPL. Our Promoters, through Paramitra Holdings Private Limited, Tripund Motor And General Finance Limited and Sindhu Trade Links Limited, other Group Companies, own the 97.98% of the equity share capital of FCDPL.

25. Global Minetec Limited ("GML")

Corporate Information

GML was incorporated under the Companies Act on March 4, 1999 with RoC as a limited company. The registered office of GML is located at 153, Vasant Enclave, Rao Tula Ram, New Delhi-110057. The object for which GML has been incorporated is, among other things, to engage in the business of trading of all types of mining equipments in India and abroad.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki holds 31,904 equity shares aggregating to 0.82% of the equity share capital of GML. Further, our Promoters, through Maneesha Finlease Limited and XLR Capital (Cyprus) Limited, other Group Companies, own the 74.75% of the equity share capital of GML.

26. Global Minetec Limited FZE ("GMLFZE")

Corporate Information

GMLFZE was incorporated under the law of Fujairah on January 16, 2006 with the Fujairah Free Zone Authority as a Free Zone Establishment with limited liability under the commercial license no. 1588 and has its registered office at P.O. No. 5241, Fujairah Free Zone, Fujairah, United Arab Emirates. The object for which GMLFZE has been incorporated is, among other things, to engage in the business of general trading.

Interests of the Promoters

Our Promoters, through Global Minetec Limited, other Group Company, own the entire equity share capital of GMLFZE.

27. Hari Bhoomi Communications Private Limited ("HBCPL")

Corporate Information

HBCPL was incorporated under the Companies Act on May 8, 2007 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which HBCPL has been incorporated is, among other things, to engage in the business of publication of newspapers, magazines and journals.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited and Param Mitra Investment Private Limited, our other Group Companies, own 99.55% of the equity share capital of HBCPL.

28. Indus Automobiles Private Limited ("IAPL")

Corporate Information

IAPL was incorporated under the Companies Act on March 31, 2011 with the RoC as a private limited company. The registered office of IAPL is located at 129, Transport Centre, Punjabi Bagh, New Delhi-110035. The object for which IAPL has been incorporated is, among other things, to engage in the business of manufacturers and suppliers of all types of spare parts.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 60% of the equity share capital of IAPL.

29. Indus Automotives Private Limited ("IAMPL")

Corporate Information

IAMPL was incorporated under the Companies Act on July 5, 2010 with the RoC as a private limited company. The registered office of IAMPL is located at C-11, Rajouri, Garden, Ring Road, New Delhi- 110027. The object for which IAMPL has been incorporated is, among other things, to engage in the business of manufacture, supplier and retailer of all vehicles.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 60% of the equity share capital of IAMPL.

30. Indus Best Mega Food Park Private Limited ("IBMFPPL")

Corporate information

IBMFPPL was incorporated under the Companies Act on October 17, 2012 with the RoC as a private limited company. The registered office of IBMFPPL is located at C-11, Rajouri Garden, Ring Road, New Delhi - 110027. The object for which IBMFPPL has been incorporated is, among other things, to engage in the business of establishing mega food park project.

Interests of the Promoters

Our Promoters, through Sindhu Farms Private Limited and Sindhu Trade Links Limited, other Group Companies, own 53% of the equity share capital of IBMFPPL.

31. Indus Eduinfrastructure Private Limited ("IEIPL")

Corporate Information

IEIPL was incorporated under the Companies Act on July 22, 2010 with the RoC as a private limited company. The registered office of IEIPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which IEIPL has been incorporated is, among other things, to engage in the business of setting up of educational institutions.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Param Mitra Investments Private Limited, our other Group Companies, own 99.63% of the equity share capital of IEIPL.

32. Indus Edumanagement Services Private Limited ("IEMSPL")

Corporate Information

IEMSPL was incorporated under the Companies Act on August 16, 2010 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which IEMSPL has been incorporated is, among other things, to engage in the business of providing management services in India or abroad in field of education including running of all types of educational institutions and vocational institutions.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited, another Group Company, own 60% of the equity share capital of IEMSPL.

33. Indus Infra Built Private Limited ("IIBPL")

Corporate Information

IIBPL was incorporated under the Companies Act on September 23, 2009 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which IIBPL has been incorporated is, among other things, to engage in the business of construction, development and maintenance of infrastructural facilities in the field of all modes of transportation, communication, generation and distribution of power, housing and irrigation.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 7,000 equity shares and Mr. Vir Sen Sindhu holds 6,000 equity shares aggregating to 10.77% and 9.23%, respectively, of the equity share capital of IIBPL. Our Promoters, through Paramitra Holdings Private Limited, another Group Company, own 49.23% of the equity share capital of IIBPL.

34. Indus Infra Development Private Limited ("IIDPL")

Corporate Information

IIDPL was incorporated under the Companies Act on August 17, 2010 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which IIDPL has been incorporated is, among other things, to engage in the business of construction, development and maintenance of infrastructural facilities in the field of all modes of transportation, communication, generation and distribution of power, housing and irrigation.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 16,737 equity shares and Mr. Vir Sen Sindhu holds 15,237 equity shares aggregating to 1.26% and 1.15%, respectively, of the equity share capital of IIDPL. Our Promoters, through

Paramitra Holdings Private Limited, Sindhu Trade Links Limited and Param Mitra Investments Private Limited, other Group Companies, own 95.72% of the equity share capital of IIDPL.

35. Indus Portfolio Private Limited ("IPPL")

Corporate information

IPPL was incorporated under the Companies Act on April 6, 1992 with the RoC as a private limited company as Growmore Portfolio India Private Limited. The name of the company was changed to its present name and a fresh certificate of incorporation was issued on May 29, 1995. The registered office of IPPL is located at Building No 330, Vinay nagar, 1st floor, Rohtak - 124001 . The object for which IPPL has been incorporated is, among other things, to engage in the business of dealing in shares and other securities.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu and Mr. Rudra Sen Sindhu own 880,980 equity shares and 894,770 equity shares, respectively, aggregating to 11.01% and 11.18% of the equity share capital of IPPL. Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 7.29% of the equity share capital of IPPL.

36. Kalinga Coal Mining Private Limited ("KCMPL")

Corporate Information

KCMPL was incorporated under the Companies Act on January 30, 2004 with the Registrar of Companies, Orissa as a private limited company and has its registered office at Plot No.30, Palaspalli, P. O.-Aerodrome Area, P.S. - Airfield Police Station Bhubaneswar-751020 (Orissa). The object for which KCMPL has been incorporated is, among other things, to engage in the business of development of coal blocks.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, own 74% of the equity share capital of KCMPL.

37. Kapil Constructions Private Limited ("KCPL")

Corporate Information

KCPL was incorporated under the Companies Act on October 17, 1989 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which KCPL has been incorporated is, among other things, to engage in the business of real estate and properties of all kinds.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 25000 equity shares and Mr. Kuldeep Singh Solanki holds 25,000 equity shares aggregating to 50.00% each of the equity share capital of KCPL.

38. Kartikay Exploration and Mining Services Private Limited ("KEMSPL")

Corporate information

KEMSPL was incorporated under the Companies Act on September 15, 2008 with the RoC as a private limited company. The registered office of KEMSPL is located at 17, Vasant Enclave, Rao Tula Ram Marg, New Delhi-110057. The object for which KEMSPL has been incorporated is, among other things, to engage in the business of exploration and drilling mine blocks.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 30% of the equity share capital of KEMSPL.

39. Kartikay Resources and Powergen Private Limited ("KRPPL")

Corporate information

KRPPL was incorporated under the Companies Act on April 24, 2012 with the RoC as a private limited company and has its registered office at 43, Vasant Enclave, Rao Tula Ram Marg, New Delhi-110057. The object for which KRPPL has been incorporated is, among other things, to engage in the business of generation of green energy from non-conventional sources.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 5,000 equity shares aggregating to 0.25% of the equity share capital of KRPPL. Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 49.75% of the equity share capital of KRPPL.

40. Kartikay Resources FZE ("KRF")

Corporate information

KRF was duly established in Dubai, United Arab Emirates on October 18, 2012 and has its registered office at TPOFCBO331, Jebel Ali, Dubai, United Arab Emirates. The object for which KRPPL has been incorporated is, among other things, to engage in the business of exploration and mining construction.

Interests of the Promoters

Our Promoters, through Kartikay Resources and Powergen Private Limited, another Group Company, own the entire equity share capital of KRPPL.

41. Kolahai Infotech Private Limited ("KIPL")

Corporate information

KIPL was incorporated under the Companies Act on January 9, 2006 with the RoC as a private limited company. The registered office of KIPL is located at 129, 1st Floor, Transport Centre, Punjabi Bagh, New Delhi-110035. The object for which KIPL has been incorporated is, among other things, to engage in the business of information technology and software development.

Interests of the Promoters

Our Promoters, through Sarvesh Coaltech Private Limited and Pragati Vanijya Limited, other Group Companies, own the entire equity share capital of KIPL.

42. Lucent Energy Company Private Limited ("LECPL")

Corporate information

LECPL was incorporated under the Companies Act on November 17, 2009 with the RoC as a private limited company under name Lucent Engineering Consultancy Private Limited. The name LECPL was changed to its present name i.e. 'Lucent Energy Company Private Limited' and a fresh certificate of incorporation consequent to change of name was issued by ROC on November 11, 2011. The registered office of LECPL is located at C- 29,

South Extension Part-I, New Delhi - 110049. The object for which LECPL has been incorporated is, among other things, to engage in the business of electrical, mechanical and civil engineering.

Interests of the Promoters

Of our Promoters, Mr. Ganesh Chandra Mrig owns 300 equity shares aggregating to 2.35% of the equity share capital of LECPL.

43. Maneesha Finlease Limited ("MFL")

Corporate Information

MFL was originally incorporated under the Companies Act on June 27, 1985 with the RoC as Abhiyan India Limited. The name 'Abhiyan India Limited' was subsequently changed to 'Maneesha Finlease Limited' and a fresh certificate of incorporation consequent to the change of name was issued by the RoC on June 23, 1994. The registered office of MFL is located at SFS-153, Vasant Enclave, New Delhi - 110057. The object for which MFL has been incorporated is, among other things, to engage in the business of hire purchase.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki holds 3,415,926 equity shares aggregating to 47.19% of the equity share capital of MFL.

44. Midland Vincom Private Limited ("MVPL")

Corporate information

MVPL was incorporated under the Companies Act on January 5, 2010 as a private limited company. The registered office of MVPL is located at 56A, Syed Amir Ali Avenue, Kolkata, West Bengal- 700 019. The object for which MVPL has been incorporated is, among other things, to engage in the business of distributors, agents and traders.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Sindhu Trade Links Limited, other Group Companies, own entire the equity share capital of MVPL.

45. Mitter Sen Agrofarms Private Limited ("MSAFPL")

Corporate Information

MSAFPL was incorporated under the Companies Act on June 11, 2003 with the RoC as a private limited company and has its registered office at C-102, LGF, Surya Enclave, New Multan Nagar, New Delhi - 110056. The object for which MSAFPL has been incorporated is, among other things, to engage in the business of agro industries.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mr. Vir Sen Sindhu hold 5,000 equity shares, 10,000 equity shares and 5,000 equity shares, respectively, aggregating to 8.36%, 16.72% and 8.36%, respectively, of the equity share capital of MSAFPL
Our Promoters, through Param Mitra Investments Private Limited and Maneesha Finlease Limited, other Group Companies, hold 66.56% of the equity share capital of MSAFPL.

46. Natraj Tie Up Private Limited ("NTUPL")

Corporate information

NTUPL was incorporated under the Companies Act on November 27, 2006 as a private limited company. The registered office of NTUPL is located at 9/10, Ganpat Bagla Lane, 1st Floor, Kolkata, West Bengal- 700 007. The object for which NTUPL has been incorporated is, among other things, to engage in the business of stockist of goods and commodities.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Sindhu Trade Links Limited, other Group Companies, own entire the equity share capital of NTUPL.

47. Nilachal Apartment Private Limited ("NAPL")

Corporate Information

NAPL was incorporated under the Companies Act on February 17, 2010 with the RoC as a private limited company and has its registered office at P-41, Princep Street, 6th Floor, Kolkata, West Bengal- 700072. The object for which NAPL has been incorporated is, among other things, to engage in the business of trading, selling etc.

Interests of the Promoters
Our Promoters, through Paramitra Holdings Private Limited and Param Mitra Investment Private Limited, other Group Companies, own entire the equity share capital of NAPL.

48. One Height Colonizers Private Limited ("OHCPL")

Corporate information

OHCPL was incorporated under the Companies Act on August 1, 2005 as a private limited company. The registered office of OHCPL is located at 8-D, Hansalaya, 15, Barakhamba Road, New Delhi- 110 001. The object for which DHDPL has been incorporated is, among other things, to engage in the business of builders, real estate agents and colonisers.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 2,500 equity shares aggregating to 25% of the equity share capital of OHCPL.

49. One Height Developers Private limited ("OHDPL")

Corporate information

OHDPL was incorporated under the Companies Act on August 1, 2005 as a private limited company. The registered office of OHDPL is located at 8-D, Hansalaya, 15, Barakhamba Road, New Delhi- 110 001. The object for which OHDPL has been incorporated is, among other things, to engage in the business of builders, real estate agents and colonisers.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 2,500 equity shares aggregating to 25% of the equity share capital of OHDPL.

50. One Point Realty Private Limited ("OPRPL")

Corporate information

OPRPL was incorporated under the Companies Act on June 6, 2005 as a private limited company. The registered office of OPRPL is located at 8-D, Hansalaya, 15, Barakhamba Road, New Delhi- 110 001. The object for which

OPRPL has been incorporated is, among other things, to engage in the business of builders, real estate agents and colonisers.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 4,900 equity shares aggregating to 9.80% of the equity share capital of OPRPL. Our Promoters, through Sindhu Trade Links Limited, our other Group Companies, own 30% of the equity share capital of OPRPL

51. Orichem Limited ("OL")

Corporate Information

OL was incorporated under the Companies Act on July 29, 1974 with RoC and has its registered office at at House No.B-8, Palaspalli, Aerodrome Area, Bhubaneswar, Orissa- 751020. The object for which OL has been incorporated is, among other things, to engage in the business of manufacture, seller and dealer of chemicals.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mr. Ganesh Chandra Mrig hold 100 equity shares, 50 equity shares and 100 equity shares, respectively, aggregating to 0.002%, 0.001% and 0.002%, respectively, of the equity share capital of OL. Our Promoters, through Global Coal and Mining Private Limited, another Group Company, own 92.14% of the equity share capital of OL.

52. PT Parama Mitra Coal Resources ("PTPMCR")

Corporate Information

PTPMCR was established and incorporated under the law of Republic of Indonesia on September 25, 2010 with the Ministry of Law and Human Rights, Indonesia and has its registered office at The East Building, 17th Floor Suite 1705, JL. Lingkar Mega Kuningan, Kav. E3.2 No. 1, Jakarta 12590, Indonesia. The object for which PTPMCR has been incorporated is, among other things, to engage in the business of coal mining in Indonesia.

Interests of the Promoters

Our Promoters, through Unity Holding Business Singapore Pte Limited, another Group Company, own 99% of the equity share capital of PTPMCR.

53. Param Mitra Associates Private Limited ("PMAPL")

Corporate Information

PMAPL was incorporated under the Companies Act on April 13, 2011 with RoC as a private limited company. The registered office of PMAPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which PMAPL has been incorporated is, among other things, to engage in the business of consultancy in factory location.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 10,000 equity shares and Mr. Vir Sen Sindhu holds 9,000 equity shares aggregating to 20% and 18%, respectively, of the equity share capital of PMAPL.

54. Param Mitra Coal Resources One Pte. Limited ("PMCROPL")

Corporate Information

PMCROPL was incorporated under the laws of Singapore on August 3, 2011 and has its registered office at 1, Philip Street, #11-01, Royal One Philip, Singapore 048692. The object for which PMCROPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Our Promoters, through Param Mitra Coal Resources Pte. Limited, another Group Company, own the entire equity share capital of PMCROPL.

55. Param Mitra Coal Resources Two Pte. Limited ("PMCRTPL")

Corporate Information

PMCRTPL was incorporated under the laws of Singapore on September 29, 2011 and has its registered office at 1, Philip Street, #11-01, Royal One Philip, Singapore 048692. The object for which PMCRTPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Our Promoters, through Param Mitra Coal Resources Pte. Limited, another Group Company, own the entire equity share capital of PMCRTPL.

56. Param Mitra Coal Resources Pte. Limited ("PMCRPL")

Corporate Information

PMCRPL was incorporated under the laws of Singapore on August 3, 2011 and has its registered office at 1, Philip Street, #11-01, Royal One Philip, Singapore 048692. The object for which PMCROPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Our Promoters, through Param Mitra Resources Pte. Limited, another Group Company, own 60% of the equity share capital of PMCRPL.

57. Param Mitra Investments Private Limited ("PMIPL")

Corporate Information

PMIPL was incorporated under the Companies Act on April 23, 2013 with RoC as a private limited company and has its registered office at 43, Vasant Enclave, Rao Tula Ram Marg, Delhi 110 057. The object for which PMIPL has been incorporated is, among other things, to engage in the business of holding and investment company.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 53572 equity shares aggregating to 0.70% of the equity share capital of PMIPL. Our Promoters, through Sindhu Trade Links Limited, Ayeasha Vincom Private Limited, Ellora Commosales Private Limited and Paramitra Holdings Private Limited, other Group Companies, own 97.20% of the equity share capital of PMIPL.

58. Param Mitra Resources Pte. Limited ("PMRPL")

Corporate Information

PMRPL was incorporated under the laws of Singapore on July 29, 2009 and has its registered office at 1, Philip Street, #11-01, Royal One Philip, Singapore 048692. The object for which PMRPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 200,000 equity shares and Mr. Vir Sen Sindhu holds 200,000 equity shares aggregating to 0.60% and 0.60%, respectively, of the equity share capital of PMRPL. Our Promoters, through Sindhu Trade Links Limited, another Group Company, own 91.53% of the equity share capital of PMRPL.

59. Paramitra Holdings Private Limited ("PHPL")

Corporate Information

PHPL was incorporated under the Companies Act on November 2, 1994 with RoC as a private limited company as Param Mitra Coal Movers Private Limited. The name of the company was changed to its present name and a fresh certificate of incorporation was issued by the RoC on September 30, 2011. The registered office of PHPL is located at 129, Transport Centre, Punjabi Bagh, New Delhi-110035. The object for which PHPL has been incorporated is, among other things, to engage in the business of transportation and carriers of coal.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 9,868 equity shares and Mr. Vir Sen Sindhu holds 8,880 equity shares aggregating to 19.86% and 17.87%, respectively, of the equity share capital of PHPL.

60. PT Brilian Alam Sejahtera ("PTBAS")

Corporate Information

PTBAS was established and incorporated under the law of the Republic of Indonesia on February 24, 2010 and has its registered office at Samarinda, East Kalimantan, Indonesia. The object for which PTBAS has been incorporated is, among other things, to engage in the business of coal mining in Indonesia.

Interests of the Promoters

Our Promoters, through PT Mesra Prima Coal, another Group Company, own 99.99% of the equity share capital of PTBAS.

61. PT Krida Makmur Bersama ("PTKMB")

Corporate Information

PTKMB was established and incorporated under the law of Republic of Indonesia on February 24, 2010 and has its registered office at Jl. Pahlawan No. 1, RT. 26, Samarinda. The object for which PTKMB has been incorporated is, among other things, to engage in the business of coal mining in Indonesia.

Interests of the Promoters

Our Promoters, through PT Mesra Prima Coal, another Group Company, own 99.99% of the equity share capital of PTKMB.

62. PT Planet Resources ("PTPR")

Corporate Information

PTPR was established in Jakarta on July 14, 2008 and has its registered office at the East Building, 17th Floor Suite 1705, JL. Lingkar Mega Kuningan, Kav. E3.2 No. 1, Jakarta 12590, Indonesia. The object for which PTPR has been incorporated is, among other things, to engage in the business of exploration and mining construction.

Interests of the Promoters

Our Promoters, through Unity Holding Business Limited and Classic Venture Assets Incorporated, our other Group Companies, own the entire equity share capital of PTPR.

63. PT Rencana Mulia Baratama ("PTRMB")

Corporate Information

PTRMB was established in Jakarta on October 30, 2007 and has its registered office at the East Building, 17th Floor Suite 1705, JL. Lingkar Mega Kuningan, Kav. E3.2 No. 1, Jakarta 12590, Indonesia. The object for which PTRMB has been incorporated is, among other things, to engage in the business of exploration and mining construction.

Interests of the Promoters

Our Promoters, through Param Mitra Coal Resource Two Pte Ltd., another Group Company, own 93.80% of the equity share capital of PTRMB.

64. Rudra Sen & Bros. JV Projects Private Limited ("RSBJVPPL")

Corporate Information

RSBJVPPL was incorporated under the Companies Act on May 19, 2008 as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which RSBJVPPL has been incorporated is, among other things, to engage in the business of entering into joint ventures for business in coal mining.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 75,000 equity shares and Mr. Vir Sen Sindhu holds 100 equity shares aggregating to 77.96% and 0.10% respectively of the equity share capital of RSBJVPPL.
Financial performance

65. Rajasthan Explosives and Chemicals Limited ("RECL")

Corporate Information

RECL was incorporated under the Companies Act on April 12, 1979 with the Registrar of Companies, Rajasthan, Jaipur as a public limited company and obtained the certificate for commencement of business on July 4, 1979. The registered office of RECL has been shifted from the State of Rajasthan to NCT of Delhi pursuant to an order dated May 22, 2006 passed by the Company Law Board, Northern Region bench, which was registered with RoC, Rajasthan on August 1, 2006. The registered office of RECL is presently located at 2nd Floor, R.K. Puram Market, Sector-8, New Delhi-110022. The object for which RECL has been incorporated is, among other things, to engage in the business of industrial explosives.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki has an effective shareholding of 50.30% of the equity share capital of RECL. Our Promoters, through Maneesha Finlease Limited, another Group Company, own 40.20% of the entire equity share capital of RECL.

66. Rajasthan Khanij & Ispat Udyog Private Limited ("RKIUPL")

Corporate Information

RKIUPL was incorporated under the Companies Act on August 4, 2010 with the RoC as a private limited company and has its registered office at 154, Vasant Enclave Rao tula Ram Marg, New Delhi - 1110057. The object for which RKIUPL has been incorporated is, among other things, to engage in the business of acquiring mines and mining licenses.

Interests of the Promoters

Our Promoters, through Global Coal and Mining Private Limited, another Group Company, own the entire equity share capital of RKIUPL.

67. Sainik Logistics Private Limited ("SLPL")

Corporate Information

SLPL was originally incorporated under the Companies Act on November 7, 2003 under the Companies Act with the RoC under the name 'Sainik Marbles Private Limited'. On April 12, 2006, the name was changed to 'Sainik Logistics Private Limited' and the fresh certificate of incorporation consequent to change of name was issued by RoC on April 12, 2006. The registered office of SLPL is presently located at 129, Transport Centre, Punjabi Bagh, Rohtak Road, Delhi-110035. The object for which SLPL has been incorporated is, among other things, to engage in the business of logistics pertaining to distribution, storage, facilitation of fertilizers or any other material, goods, products through rail, road, air, ship or combination of any of the routes throughout India.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, own the entire equity share capital of SLPL.

68. Sarvesh Coaltech Private Limited ("SACPL")

Corporate information

SCPL was incorporated under the Companies Act on October 22, 2003 with the RoC as a private limited company. The registered office of SCPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SCPL has been incorporated is, among other things, to engage in the business of coal beneficiation.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu own 535,400 equity shares aggregating to 21.08% of the equity share capital of SCPL.

69. S 3 H Reality Private Limited ("S3HRPL")

Corporate Information

S3HRPL was incorporated under the Companies Act on January 23 2006 with the RoC as a private limited company and has its registered office at J-1/160, Rajouri Garden, New Delhi-110015. The object for which S3HRPL has been incorporated is, among other things, to engage in the business of purchasing or taking on lease land for the purpose of construction.

Interests of the Promoters

Of our Promoter, Mr. Vir Sen Sindhu holds 10,000 equity shares aggregating to 0.26% of the equity share capital of S3HRPL. Our Promoters, through Sindhu Trade Links Limited and Paramitra Holdings Private Limited, other Group Companies, own 77.48% of the equity share capital of S3HRPL.

70. S Three H Buildcon Private Limited ("STHBPL")

Corporate Information

STHBPL was incorporated under the Companies Act on August 7, 2007 with the RoC as a private limited company and has its registered office at J-1/160, Rajouri Garden, New Delhi-110015. The object for which STHBPL has been incorporated is, among other things, to engage in the business of purchasing or taking on lease land for the purpose of construction.

Interests of the Promoters

Of our Promoter, Mr. Vir Sen Sindhu holds 5,000 equity shares aggregating to 1.61% of the equity share capital of STHBPL. Our Promoters, through Param Mitra Investment Private Limited and Paramitra Holdings Private Limited, other Group Companies, own 96.78% of the equity share capital of STHBPL.

71. S three H Builders Private Limited ("S3HBPL")

Corporate information

S3HBPL was incorporated under the Companies Act on August 6, 2007 with the RoC as a private limited company. The registered office of S3HBPL is located at J-1/160, Rajouri Garden, New Delhi-110015. The object for which S3HBPL has been incorporated is, among other things, to engage in the business of purchasing and selling of land.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu and Mr. Rudra Sen Sindhu own 30,000 equity shares each, aggregating to 19.78% of the equity share capital of S3HBPL. Our Promoters, through Sindhu Farms Private Limited and Amberi Hotels and Motels Private Limited and Param Mitra Investments Private Limited, other Group Companies, own 71.98% of the equity share capital of S3HBPL.

72. S Three H Constructions Private Limited ("STHCPL")

Corporate Information

STHCPL was incorporated under the Companies Act on August 7, 2007 with the RoC as a private limited company and has its registered office at J-1/160, Rajouri Garden, New Delhi-110015. The object for which STHCPL has been incorporated is, among other things, to engage in the business of purchasing or taking on lease land for the purpose of construction.

Interests of the Promoters

Our Promoters, through Indus Eduinfrastructure Private Limited, other Group Companies, own 75% of the equity share capital of STHCPL.

73. S Three H Infrastructure Development Private Limited ("STHIDPL")

Corporate Information

STHIDPL was incorporated under the Companies Act on August 7, 2007 with the RoC as a private limited company and has its registered office at J-1/160, Rajouri Garden, New Delhi-110015. The object for which STHIDPL has been incorporated is, among other things, to engage in the business of purchasing or taking on lease land for the purpose of construction.

Interests of the Promoters

Of our Promoter, Mr. Rudra Sen Sindhu holds 110000 Equity Shares and Mr. Vir Sen Sindhu holds 2,50,000 equity shares aggregating to 8.15% and 18.52% respectively, of the equity share capital of STHIDPL. Our Promoters, through Param Mitra Investment Private Limited and Paramitra Holdings Private Limited, other Group Companies, own 61.48% of the equity share capital of STHIDPL.

74. Sainik Mining (International) Limited ("SMIL")

Corporate Information

SMIL was incorporated under Jebel Ali Free Zone Authority Offshore Companies Regulations 2003 on July 18, 2007 with the Government of Dubai as a Limited Liability Company under registration no. OF3572 and has its registered office at Mahendra Asher & Co., PO Box 4421, Dubai, UAE. The object for which SMIL has been incorporated is, among other things, to engage in the business of mining and related activities.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, own the entire equity share capital of SMIL.

75. Scopus Opticals Industry India Private Limited ("SOIIPL")

Corporate Information

SCOPUS was incorporated under the Companies Act on January 15, 2007 with RoC as a private limited company and has its registered office at 153 Vasant Enclave, Rao Tula Ram Marg, New Delhi-110057. The object for which SCOPUS has been incorporated is, among other things, to engage in the business of lenses and related raw materials.

Interests of the Promoters

Our Promoters, through Maneesha Finlease Limited, another Group Company, own 50% of the equity share capital of SCOPUS.

76. Shyam Indus Energy Private Limited ("SIEPL")

Corporate Information

SIEPL was incorporated under the Companies Act on August 24, 2010 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SIEPL has been incorporated is, among other things, to engage in the business of generation, distribution and sale of power.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own the entire equity share capital of SIEPL.

77. Shyam Indus Fabtech (India) Private Limited ("SIFIPL")

Corporate Information

SIFIPL was incorporated under the Companies Act on July 1, 2010 with the RoC as a private limited company and has its registered office at Haribhoomi Complex, Opposite C.R., Polythecnic Rohtak-124001. The object for which

SIFIPL has been incorporated is, among other things, to engage in the business of all types of engineering and construction work.

Interests of the Promoters

Of our Promoter, Mr. Vir Sen Sindhu holds 3079,950 equity shares aggregating to almost the entire equity share capital of SIFIPL.

78. Shyam Indus Hydel Power Private Limited ("SIHPPL")

Corporate Information

SIHPPL was incorporated under the Companies Act on August 26, 2010 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SIHPPL has been incorporated is, among other things, to engage in the business of preparation of projects reports for power projects.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own the entire equity share capital of SIHPPL.

79. Shyam Indus Power Solution Private Limited ("SIPSPL")

Corporate Information

SIPSPL was incorporated under the Companies Act on June 24, 2004 pursuant to its conversion from a partnership firm *i.e.* M/s. Shyam Indus Power Solutions, into a private limited company. The registered office of SIPSPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SIPSPL has been incorporated is, among other things, to engage in the business of power generation, distribution and related erection and commissioning work.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 250,000 of the equity shares aggregating to 0.92% of the equity share capital of SIPSPL. Our Promoters, through Sindhu Trade Links Limited, Param Mitra Investments Private Limited, Tripund Motor And General Finance Limited and Paramitra Holdings Private Limited, other Group Companies, own 72.92% of the equity share capital of SIPSPL.

80. Shyam Indus Solar Power Private Limited ("SISPPL")

Corporate Information

SISPPL was incorporated under the Companies Act on May 14, 2010 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SISPPL has been incorporated is, among other things, to engage in the business of operation of solar power generation plants.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own 99.99% of the equity share capital of SISPPL.

81. Shyam Indus Urja Private Limited ("SIUPL")

Corporate information

SIUPL was incorporated under the Companies Act on August 18, 2010 with the RoC as a private limited company. The registered office of SIUPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SIUPL has been incorporated is, among other things, to engage in the business of generation of power.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu and Mr. Rudra Sen Sindhu own 2021650 equity shares and 2021750 equity shares, respectively, aggregating to 16.67% each of the equity share capital of SIUPL.

82. Siddhidata Sales Private Limited ("SSPL")

Corporate information

SSPL was incorporated under the Companies Act on January 5, 2010 as a private limited company. The registered office of SSPL is located at 56A, Syed Amir Ali Avenue, Kolkata, West Bengal- 700 019. The object for which SSPL has been incorporated is, among other things, to engage in the business of distributors, agents and traders in merchandise and articles.

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Sindhu Trade Links Limited, other Group Companies, own the entire equity share capital of SSPL.

83. Sindhu Farms Private Limited ("SFPL")

Corporate information

SFPL was incorporated under the Companies Act on April 3, 1989 with the RoC as a private limited company. The registered office of SFPL is located at 96-A Subhash Nagar, Rohtak, Haryana-124001. The object for which SFPL has been incorporated is, among other things, to engage in the business of farming and agriculture.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu and Mr. Rudra Sen Sindhu own 1,800 equity shares and 1,950 equity shares, respectively, aggregating to 18.02% and 19.52% of the equity share capital of SFPL.

84. Sindhu Realtors Limited ("SRL")

Corporate Information

SRL was incorporated under the Companies Act on December 2, 2002 with the RoC as a private limited company under the name of Sindhu Realtors Private Limited. The name of the company was changed to its present name and a fresh certificate of incorporation was issued by the RoC on October 25, 2012. SRL has its registered at 43, Vasant Enclave, Rao Tula Ram Marg, New Delhi - 110057. The object for which SRL has been incorporated is, among other things, to engage in the business of construction.

Interests of the Promoters

Of our Promoters, Mr. Rudra Sen Sindhu holds 384,000 equity shares and Mr. Vir Sen Sindhu holds 436,000 equity shares aggregating to 10.43% and 11.84%, respectively, of the equity share capital of SRL. Our Promoters, through Paramitra Holdings Private Limited, Param Mitra Investment Private Limited and Sindhu Trade Links Limited, other Group Companies, own 34.27% of the equity share capital of SRL.

85. Sips Bio Fuel Private Limited ("SBFPL")

Corporate Information

SBFPL was incorporated under the Companies Act on February 13, 2012 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SBFPL has been incorporated is, among other things, to engage in the business of developing green energy products.

Interests of the Promoters

Our Promoters Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu through their brother Mr. Vrit Pal Sindhu, our Director, own 5379900 equity shares aggregating to 99.99% of the equity share capital of SBFPL.

86. Sips Bio Power Private Limited ("SBPPL")

Corporate Information

SBPPL was incorporated under the Companies Act on February 10, 2012 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SBPPL has been incorporated is, among other things, to engage in the business of developing green energy products.

Interests of the Promoters

Our Promoter, Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu through their brother Mr. Abhimanyu Sindhu own 4829900 equity shares aggregating to 99.99% of the equity share capital of SBPPL.

87. Sips Power Distribution Private Limited ("SPDPL")

Corporate Information

SPDPL was incorporated under the Companies Act on February 10, 2012 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SPDPL has been incorporated is, among other things, to engage in the business of generation, development, purchase and sale of power by any means of hydro, solar and wind power.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own 99% of the equity share capital of SPDPL.

88. Sips Utilities Private Limited ("SUPL")

Corporate Information

SUPL was incorporated under the Companies Act on February 3, 2012 with the RoC as a private limited company. The registered office of SUPL is located at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. The object for which SUPL has been incorporated is, among other things, to engage in the business of generation, sale and distribution of power.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own 99% of the equity share capital of SUPL.

89. Spice One Builders Private Limited ("SOBPL")

Corporate information

SOBPL was incorporated under the Companies Act on August 1, 2005 as a private limited company. The registered office of SOBPL is located at 8-D, Hansalaya, 15, Barakhamba Road, New Delhi- 110 001. The object for which SOBPL has been incorporated is, among other things, to engage in the business of builders, real estate agents and colonisers.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu holds 2,500 equity shares aggregating to 25% of the equity share capital of SOBPL.

90. S J Finance Consultants Private Limited ("SJFCPL")

Corporate Information

SJFCPL was incorporated under the Companies Act on November 20, 1995 with the RoC as a private limited company and has its registered office at 12A, Netaji Subhas Road, Room No.-02, Kolkata, West Bengal- 700001. The object for which SJFCPL has been incorporated is, among other things, to engage in the business of investment, finance and advisory services etc..

Interests of the Promoters

Our Promoters, through Paramitra Holdings Private Limited and Sindhu Trade Links Limited, other Group Companies, own the entire equity share capital of SJFCPL.

91. Tripund Motor and General Finance Limited ("TMGFL")

Corporate Information

TMGFL was incorporated under the Companies Act on November 11, 1996 with the RoC as a private limited company and has its registered office at P-41, Princep Street, 6th Floor, Kolkata, West Bengal- 700072. The object for which TMGFL has been incorporated is, among other things, to engage in the business of investment and financing, leasing etc.

Interests of the Promoters

Our Promoters, through Dhanterash Tradelinks Private Limited, Nilachal Apartment Private Limited, and Banshidhar Developers Private Limited, other Group Companies, own entire the equity share capital of TMGFL.

92. TAS Integrators Private Limited ("TIPL")

Corporate Information

TIPL was incorporated under the Companies Act on April 2, 2003 with the RoC as a private limited company and has its registered office at 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi -110035. The object for which TIPL has been incorporated is, among other things, to engage in the business of information technology.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki owns 50,000 equity shares aggregating 50% of the equity share capital of TIPL.

93. Tandem Commercial Private Limited ("TCPL")

Corporate Information

TCPL was incorporated under the Companies Act on August 16, 1994 with the RoC as a private limited company and has its registered office at Level – 6, Constiatia, 11, U.N. Brahmachari Road, , Kolkata, West Bengal- 700017. The object for which TCPL has been incorporated is, among other things, to engage in the business in trading, selling etc.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links, other Group Company, own 50% of the equity share capital of TCPL.

94. Unity Holding Business Limited ("UHBL")

Corporate Information

UHBL was incorporated under the BVI Business Companies Act, 2004 on August 8, 2008 in the territory of the British Virgin Islands as a limited company and has its registered office at Nerine Chambers, P. O. Box 905, Road Town, Tortola, British Virgin Islands. The object for which UHBL has been incorporated is, among other things, to engage in any un-prohibited business.

Interests of the Promoters

Our Promoters, through Classic Venture Assets Incorporated, other Group Company, own entire the equity share capital of UHBL.

95. Unity Holding Business Singapore Pte. Limited ("UHBSPL")

Corporate Information

UHBSPL was incorporated under the Companies Act, (Cap 50) on December 2, 2010 with Accounting and Corporate Regulatory Authority ("**ACRA**"), Singapore as a private company limited by shares. The certificate confirming incorporation of the UHBSPL was issued by ACRA on December, 15, 2010 and has its registered office at 50 Raffles Place, #15-05/06 Singapore Land Tower, Singapore 048623. The object for which UHBSPL has been incorporated is, among other things, to engage in any lawful business.

Interests of the Promoters

Our Promoters, through Param Mitra Coal Resources Pte. Limited, another Group Company, own 76% of the equity share capital of UHBSPL.

96. Vaishnawi Energy Distribution Private Limited ("VEDPL")

Corporate Information

VEDPL was incorporated under the Companies Act on April 1, 2011 with the RoC as a private limited company. The registered office of VEDPL is located at 129, Transport Centre, Punjabi Bagh, New Delhi-110035. The object for which VEDPL has been incorporated is, among other things, to engage in the business of distribution and supply of energy.

Interests of the Promoters

Our Promoters, through Shyam Indus Power Solutions Private Limited, another Group Company, own 60% of the equity share capital of VEDPL.

97. Vayunandana Power Limited ("VPL")

Corporate information

VPL was incorporated under the Companies Act on November 27, 2002 as a public limited company and has its registered office at 953, Sector- 31, Gurgaon 122 001, Haryana. The object for which VPL has been incorporated is, among other things, to engage in the business of establishing and operating power plants.

Interests of the Promoters

Of our Promoters, Mr. Ganesh Chandra Mrig owns 162,829 equity shares aggregating to 0.83% of the equity share capital of VPL.

98. Wardha Coal Transport Private Limited ("WCTPL")

Corporate Information

WCTPL was incorporated under the Companies Act on August 6, 1996 with the RoC as a private limited company. The registered office of WCTPL is located at FC-109, First Floor, Shivaji Enclave, New Delhi-110027. The object for which WCTPL has been incorporated is, among other things, to engage in the business of transportation of coal.

Interests of the Promoters

Our Promoters, through Sindhu Trade Links Limited and Maneesha Finlease Limited, other Group Companies, own 58% of the equity share capital of WCTPL.

99. Jagganath Tirupati Sugar(India) Private Limited ("JTSIPL")

Corporate Information

JTSIPL was incorporated under the Companies Act on June 21, 2004 with the RoC as a private limited company. The registered office of JTSIPL is located at 161, Vasant Enclave Rao Tula Ram Marg, New Delhi-110057. The object for which JTSIPL has been incorporated is, among other things, to engage in the business of manufacturing of sugar.

Interests of the Promoters

Of our Promoters, through their HUFs and their immediate relatives hold, own the entire equity share capital of JTSIPL.

100.Sanskardhani Developers Private Limited ("SDPL")

Corporate Information

SDPL was incorporated under the Companies Act on December 2, 2008 with the RoC as a private limited company. The registered office of SDPL is located at C/o Devendra Sindh Thakur, Behind, Narmada Nagar, Bilaspur, Chhattisgarh -495001. The object for which SDPL has been incorporated is, among other things, to engage in the business of construction & developers.

Interests of the Promoters

Of our Promoters, through Param Mitra Investments Private Limited and Paramitra Holdings Private Limited, other Group Companies, the entire the preference share capital of SDPL.

101.XLR Capital (Cyprus) Limited ("XLR")

Corporate Information

XLR was incorporated under the Companies Law, Cap 113 on January 13, 2009 with the Registrar of Companies, Nicosia as a limited liability company and has its registered office at 17 Gr, Xenopoulou Street, 3106 Limassol, Cyprus. The object for which XLR has been incorporated is, among other things, to engage in the business of an investment company.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki holds 50,000 shares aggregating to 51.51% of the share capital of XLR. Our Promoters, through Global Coal and Mining Private Limited and Rajasthan Explosives and Chemicals Limited, other Group Companies, own 48.49% of the equity share capital of XLR.

102.Sudha Bio Power Private Limited ("Sudha")

Corporate Information

Sudha was incorporated under the Companies Act on July 21, 2011 with the RoC as a private limited company. The registered office of Sudha is located at 19-1-422, POST BOX NO 9 G RAGAMPETA, SAMALKOT- 533440. The object for which SDPL has been incorporated is, among other things, to engage in the business of generation & distribution of power.

Interests of the Promoters

Of our Promoters, through Sindhu Trade Links Limited, other Group Companies, own the entire equity share capital of Sudha.

B. Limited liability partnerships and partnership firms

1. Aar Vee Transport Co.

Information

Aar Vee Transport Co., a partnership firm, was formed on November 30, 2000 and has been formed to engage in the business of transportation of goods.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu has a partnership interest of 25%.

2. Brilliant Infrasolutions LLP

Information

Brilliant Infrasolutions LLP is a limited liability partnership incorporated on November 23, 2012 and has its registered office at 43, Vasant Enclave, Rao Tula Rao Marg, New Delhi-110057. The object for which the partnership has been formed is, among other things, to engage in the business of real estate.

Interests of the Promoters

Our Promoters, through Indus Eduinfrastructure Private Limited, another Group Company, have a partnership interest of 50%.

3. M.S. & Sons

Information

M.S. & Sons, a partnership firm, was formed on April 1, 1992 and has been formed to engage in the business of transportation of coal.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu and Mr. Rudra Sen Sindhu have partnership interest of 20% each.

4. Nu Edge Infrasolutions LLP

Information

Nu Edge Infrasolutions LLP is a limited liability partnership incorporated on December 12, 2012 and has its registered office at 43, Vasant Enclave, Rao Tula Rao Marg, New Delhi-110057. The object for which the partnership has been formed is, among other things, to engage in the business of real estate.

Interests of the Promoters

Our Promoters, through Indus Eduinfrastructure Private Limited, another Group Company, have a partnership interest of 50%.

5. Sainik Associates

Information

Sainik Associates is a partnership firm formed on November 25, 2003. Sainik Associates has been formed to engage in the business of supplier of various kinds of stones.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, have a partnership interest of 60%.

6. Sainik Automobiles

Information

Sainik Automobiles is a partnership firm formed on April 1, 2005. Sainik Automobiles has been formed to engage in the business of trading activities in automobile spares and also as an automobile agent.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, have a partnership interest of 58%.

7. Sainik Transport

Information

Sainik Transport is a partnership firm formed on November 1, 2003. Sainik Transport has been formed to engage in the business of transportation of coal and allied materials.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, have a partnership interest of 60%.

8. Solanki Carriers

Information

Solanki Carriers, a partnership firm, was formed on April 1, 2004 and has been formed to engage in the business of transportation of goods.

Interests of the Promoters

Of our Promoters, Mr. Kuldeep Singh Solanki has a partnership interest of 28.56%.

9. V.V. Transport

Information

V.V. Transport is a partnership firm formed on April 1, 2002. V V. Transport has been formed to engage in the business of transportation.

Interests of the Promoters

Of our Promoters, Mr. Vir Sen Sindhu has a partnership interest of 60%.

10. C. K. Automobiles & Traders

Information

C.K. Automobiles & Traders is a partnership firm formed on March 18, 2010. C.K. Automobiles & Traders has been formed for purpose of trading of automobile spare parts and to act as automobile agent and also to provide workshop and other facilities including trained manpower for repair and maintenance of HEMM/- Tippers etc.

Interests of the Promoters

Our Promoters, through Indus Infra Built Private Limited, and Global Minetec Limiited another Group Company, have a partnership interest of 100%.

C. Joint venture

1. SMASL- DECO

Information

SMASL–DECO is a joint venture formed pursuant to a joint venture agreement dated October 25, 2006 for extraction and transportation of coal. The parties to the aforesaid joint venture agreement decided to change their profit sharing ratio by amending the said agreement vide an amendment agreement dated January 15, 2007.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, have an interest of 99%.

2. SMASL- LTPL

Information

SMASL–LTPL is a joint venture formed pursuant to a joint venture agreement dated October 29, 2012 for carrying on the business in loading and transportation of coal and allied material.

Interests of the Promoters

Our Promoters, through Sainik Mining and Allied Services Limited, another Group Company, have an interest of 51%.

D. HUFs

1. Rudra Sen Sindhu HUF

Mr. Rudra Sen Sindhu, one of our Promoters, is the *Karta* of Rudra Sen Sindhu HUF formed on December 23, 1979.

2. Vir Sen Sindhu HUF

Mr. Vir Sen Sindhu, one of our Promoters, is the *Karta* of Vir Sen Sindhu HUF formed on December 4, 1984.

3. Capt. Kuldeep Singh Solanki HUF

Mr. Kuldeep Singh Solanki, one of our Promoters, is the *Karta* of Capt. Kuldeep Singh Solanki HUF formed on April 1, 1990**.**

4. Mitter Sen Sindhu HUF

Mr. Rudra Sen Sindhu, one of our Promoters, is the *Karta* of Mitter Sen Sindhu HUF formed on February 2, 1956.

5. Girdhari Singh (HUF)

Mr. Kuldeep Singh Solanki, one of our Promoters, is the *Karta* of Girdhari Singh HUF formed on April 1, 1990.

Nature and extent of interest of Group Companies

(a) In the promotion of our Company

Except to the extent of the equity shares held by some of our Group Companies in our Company, none of the Group Companies have any interest in the promotion of our Company.

(b) In the properties acquired by our Company in the past two years before filing this Draft Red Herring Prospectus or proposed to be acquired by our Company

The Group Companies have no interest in any property acquired by our Company within two years from the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company as of the date of this Draft Red Herring Prospectus.

(c) In transactions for acquisition of land, construction of building and supply of machinery

Except as stated in "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus, none of the Group Companies have any interest in any transactions for acquisition of land, construction of building and supply of machinery by our Company.

Common pursuits between the Group Companies, Subsidiaries and Associate, and our Company

Our Subsidiaries and our Associates are engaged in, amongst other things, the businesses of power generation and coal beneficiation. We do not believe that such commonality of interest between our Subsidiaries and our Associates with our Company presents our Company with any conflicts of interest.

Furthermore, several of the Group Companies are authorised to engage in the business of coal beneficiation and power generation. Our Company will adopt the necessary procedures and practices as permitted by law to address any conflict situation as and when they arise.

Related business transactions within the Group Companies and significance on the financial Performance of our Company

For details, please refer to the section on "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus.

Sale/Purchase between Group Companies, Subsidiaries and Associate, and our Company exceeding 10% of the total sales or purchases of our Company

For details, please refer to the section on "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus.

Business Interest of Group Companies, Subsidiaries and Associates in our Company

Except as stated in "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus, none of the Group Companies has any business interest in our Company.

Loss making Group Companies

Certain Group Companies have made a loss in the immediately preceding financial year. For details of these Group Companies and the losses made, please see the section on "*Risk Factors- Some of the Group Companies have incurred losses in the immediately preceding financial year*." on page 36 of this Draft Red Herring Prospectus.

Sick or Defunct Companies

Neither our corporate Promoters nor any of the companies forming part of our Group Companies have become sick companies under the Sick Industrial Companies (Special Provisions) Act, 1985 and or are under winding up. Further, none of our Group Companies have become defunct and no application has been made in respect of any of them, to the respective registrar of companies where they are situated, for striking off their names, in the five years immediately preceding the date of this Draft Red Herring Prospectus.

DIVIDEND POLICY

The declaration and payment of dividends on our Equity Shares will be recommended by our Board of Directors and approved by our shareholders, at their discretion, and will depend on a number of factors, including but not limited to our profits, capital requirements and overall financial condition.

The table below provides information of dividends declared by our Company during the last five fiscal years.

Amount (in ₹ million)

Financial Year	*Dividend per Equity Share of ₹ 10 each*	*Amount*
2010	1.00	112.25
2011	0.50	118.77
2012	0.50	119.00
2013	0.50	119.00
2014	0.50	119.00

The amounts paid as dividends in the past are not necessarily indicative of our dividend policy or dividend amounts, if any, in the future.

FINANCIAL STATEMENTS

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EXAMINATION REPORT ON CONSOLIDATED FINANCIAL INFORMATION

Report by the Auditor's

The Board of Directors
ACB (India) Limited
7th Floor, Corporate Tower
Ambience Mall, NH-8
Gurgaon- 122002, Haryana

Dear Sirs,

1) We have examined the attached consolidated financial information comprising summary of consolidated statement of profit and loss, as restated; summary of consolidated statement of assets and liabilities, as restated; consolidated statement of cash flows, as restated; and other consolidated financial information as explained in paragraph 3 (f) below of ACB (India) Limited (the "Company"), its subsidiaries Aryan Energy Private Limited; Aryan Ispat and Power Private Limited (ceased to be subsidiary w.e.f. 9 April 2011); Aryan Clean Coal Technologies Private Limited; Kartikay Coal Washeries Private Limited; Aryan M.P. Power Generation Private Limited; Aryan Chhattisgarh Power Generation Private Limited; Spectrum Coal and Power Limited; TRN Energy Private Limited; ACB (India) Power Limited; SFI Parcel Services Private Limited, Connoiseur Resources Limited, BVI; ACB (India) Coal Methane Private Limited and Mccluskie Coal & Power Limited , its associates Global Coal and Mining Private Limited; Spectrum Power Generation Limited; Maruti Clean Coal and Power Limited and Swastik Power and Mineral Resources Private Limited and its joint venture Cellcap Securities Limited, BVI (collectively referred to as the 'Group'), as at and for the financial years ended 31 March 2010; 31 March 2011; 31 March 2012; 31 March 2013 and 31 March 2014, together with the annexures and notes thereto, as approved by the Board of Directors of the Company, prepared in terms of requirements of Section 26 of the Companies Act, 2013 ('the Act') read with The Companies (Prospectus and Allotment of Securities Rules, 2014, to the extent applicable, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ('SEBI Regulations') and in terms of our engagement agreed upon with you in accordance with our engagement letter dated 3 September 2014, in connection with the proposed initial public offering and offer for sale (the 'Issue') of equity shares of the Company.

2) The above consolidated financial information has been prepared by the management from the consolidated audited financial statements of the Group as at and for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014. For the purposes of consolidated financial information of the Company, the respective subsidiaries, associates, and joint venture have been consolidated from the date they became the subsidiaries, associates and joint venture of the Company.

   Further, we did not audit the financial statements of the Company's subsidiaries, associates and joint venture listed below, which were audited by the respective auditors and, accordingly, reliance has been placed on the financial statements audited by them.

Name of the Subsidiary /Associate/ Joint venture	Year ended / Period ended (YE / PE)	Total assets as included in consolidated financial information (Rs. millions)	Net movement in cash and cash equivalents included in consolidated financial information (Rs. millions)	Total revenue as included in consolidated financial information (Rs. millions)	Name of the auditors
Subsidiaries:					
Aryan Ispat and Power Private Limited	YE 31 March 2011	2,986.08	46.47	1,445.83	A L Sehgal & Company, Chartered Accountants
Aryan M. P. Power Generation Private Limited	YE 31 March 2010	275.02	(237.79)	-	B S R and Associates, Chartered Accountants
	YE 31 March 2011	366.48	(27.16)	-	
	YE 31 March 2012	370.28	(3.94)	-	
Aryan Chhattisgarh Power Generation Private Limited	YE 31 March 2010	3.22	(1.46)	-	B S R and Associates, Chartered Accountants
	YE 31 March 2011	4.17	(7.81)	-	
	YE 31 March 2012	4.41	(0.38)	-	
SFI Parcel Services Private Limited	YE 31 March 2013	4,062.40	(1,100.03)	-	Nagar Goel & Chawla, Chartered Accountants
	YE 31 March 2014	4132.26	(70.15)	-	
Connoiseur Resources Limited, BVI	YE 31 March 2010	227.51	(232.37)	-	S M R & Associates, Chartered Accountants
	YE 31 March 2011	224.90	(0.02)	-	
	YE 31 March 2012	129.66	(103.99)	-	
	YE 31 March 2013	1.44	(135.56)	-	
	YE 31 March 2014	1.33	(0.26)	-	
ACB (India) Coal Methane Private Limited	YE 31 March 2013	0.43	(0.18)	-	Nagar Goel & Chawla, Chartered Accountants
	YE 31 March 2014	0.48	(0.04)	-	
Associates:*					
Maruti Clean Coal and Power Limited	YE 31 March 2013	(6.87)	-	-	Nagar Goel & Chawla, Chartered Accountants
	YE 31 March 2014	(39.77)	-	-	
Spectrum Power Generation Limited	YE 31 March 2013	(61.67)	-	-	B S R R & Co Chartered Accountants
	YE 31 March 2014	(55.22)	-	-	
Swastik Power & Mineral Resources Private Limited	YE 31 March 2014	(2.34)	-	-	Nagar Goel & Chawla, Chartered Accountants
Joint Venture:					
Cellcap Securities Limited, BVI	YE 31 March 2010	1,148.50	(569.73)	-	Padam Dinesh & Co, Chartered Accountants
	YE 31 March 2011	1,134.57	(1.50)	-	
	YE 31 March 2012	1,299.65	(127.96)	-	
	YE 31 March 2013	1,080.46	(2.17)	-	Nagar Goel & Chawla, Chartered Accountants
	YE 31 March 2014	1240.68	(0.19)	-	

* Represents Company's share in movement in net assets of these associates

3) In accordance with the requirements of Section 26 of the Act; SEBI Regulations; and the Guidance Notes issued in this regard by the Institute of Chartered Accountants of India, as amended from time to time and in terms of our engagement agreed with you, we report that:

   (a) We have examined the attached summary of consolidated statement of profit and loss, as restated, of the Group for financial years ended 31 March 2010, 31 March 2011,

31 March 2012, 31 March 2013 and 31 March 2014 as set out in Annexure I to consolidated financial information. These are after making adjustments, as in our opinion, were appropriate and more fully described in the notes appearing in Annexure IV to consolidated financial information. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the financial statements of the Company, its subsidiaries, associates and joint venture for the relevant financial years.

(b) We have examined the attached summary of consolidated statement of assets and liabilities, as restated, of the Group as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as set out in Annexure II to consolidated financial information. These are after making adjustments, as in our opinion, were appropriate and more fully described in the notes appearing in Annexure IV to consolidated financial information. As a result of these adjustments, the amounts reported in the above-mentioned statement are not necessarily the same as those appearing in the financial statements of the Company, its subsidiaries, associates and joint venture for the relevant financial years.

(c) We have examined the attached consolidated statement of cash flows, as restated, of the Group for financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as set out in Annexure V to consolidated financial information. These are after making resultant changes emanating out of various adjustments, described in Annexure IV to consolidated financial information as, in our opinion, were appropriate. As a result of these adjustments, the amounts reported in the above-mentioned statement are not necessarily the same as those appearing in the financial statements of the Company, its subsidiaries, associates and joint venture for the relevant financial years.

(d) For our examination of the consolidated financial information, we have relied on the financial statements of Company's subsidiaries, associates and joint venture listed in para 2 above, which were audited by the respective auditors, and whose audit reports have been furnished to us and our opinion in so far as it relates to the amounts included in these summary of consolidated statement of profit and loss, as restated, summary of consolidated statement of assets and liabilities, as restated, and consolidated statement of cash flows, as restated, are based solely on the audit reports of such auditors.

(e) Based on the above, in respect of the Company's subsidiaries/ associates/ joint venture for the respective years / periods, we confirm that the restated consolidated financial information, prepared by the management of the Company and approved by its Board of Directors, has been made after incorporating the following:

i. material amounts relating to previous years have been adjusted in the restated consolidated financial information in the respective financial years to which they relate;

ii. qualifications in the auditor's report which require adjustments have been given effect to in the restated consolidated financial information in the respective financial years, except for qualifications in the auditor's report relating to

a. certain non-compliances under section 297 of the Companies Act, 1956, as disclosed in Note 2 of Annexure IV for the year ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, the effects of which, if any, are not ascertainable;

b. Spectrum Coal and Power Limited's accounting for the recoverability of Rs.1,627.17 million, Rs. 2,437.66 million, Rs. 2,084.39 million and Rs. 2,149.93 million investment and loans and advances in a coal washery at Talcher, Orissa, as disclosed in Note 2 of Annexure IV for the year ended 31 March 2010, 31 March

2011, 31 March 2012 and 31 March 2013 respectively, the effects of which, if any, are not ascertainable; and

c. for other qualifications as disclosed in Note 2 of Annexure IV for the year ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014; and

iii. there are no extraordinary items, which need to be disclosed separately in the restated consolidated financial information in the respective financial years.

(f) We have also examined the following other consolidated financial information set out in Annexures prepared by the management and approved by the Board of Directors relating to the Group for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014. The financial statements of Company's subsidiaries, associates and joint venture, audited by other auditors for the respective years/period (as stated in paragraph 2 above) have been relied upon by us.

i. Consolidated statement of dividends declared, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as appearing in Annexure VI to consolidated financial information;

ii. Consolidated statement of long term borrowings and short term borrowings, as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 and consolidated statement of details of terms and conditions, including interest rates, principal terms of securities, repayment and prepayment terms of the long term and short term borrowings outstanding as at 31 March 2014 as appearing in Annexure VII A; Annexure VII B and VIII to consolidated financial information;

iii. Consolidated statement of accounting ratios, as restated, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure IX to consolidated financial information;

iv. Consolidated capitalization statement as at 31 March 2014, as restated, as appearing in Annexure X to consolidated financial information;

v. Consolidated statement of tax shelter, as restated, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure XI to consolidated financial information;

vi. Consolidated statement of trade receivables and loans and advances (long term and short term), as restated, (separately showing amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies) as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure XIIA and XIIB to consolidated financial information;

vii. Consolidated statement of aggregate book value and market value of non-current investments, as restated, as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as appearing in Annexure XIII to consolidated financial information;

viii. Consolidated statement of related parties and related party transactions, as restated, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as per Accounting Standard 18 on Related Parties prescribed by the Companies (Accounting Standards) Rules, 2006, as appearing in Annexure XIV to consolidated financial information;

ix. Consolidated statement of segment revenue, results and capital employed, as restated, as at and for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as per Accounting Standard 17 on Segment Reporting prescribed by the Companies (Accounting Standards) Rules, 2006, as appearing in Annexure XV to consolidated financial information; and

x. Summary of consolidated statement of revenue from operations, other income, operating expenses, employee benefit expenses, finance cost and other expenses, (before adjustment), for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure XVI to consolidated financial information.

4) In our opinion, the above consolidated financial information of the Company, along with its subsidiaries, associates and joint venture read with significant accounting policies appearing in Annexure III to consolidated financial information, after making adjustments as considered appropriate and subject to, as set out in para 3(e) above, and as stated in Annexure IV to consolidated financial information, has been prepared in accordance with Section 26 of the Act and the SEBI Regulations, as amended.

5) Our report is intended solely for the use of management and for inclusion in the Offer Document in connection with the proposed issue of equity shares of the Company and is not to be used, referred to or distributed for any other purpose without our written consent.

For **B S R & Company**
Chartered Accountants
Firm Registration No: 128032W

Pravin Tulsyan
Partner
Membership No.: 108044

Place: Gurgaon
Date: 29 September 2014

Annexure I

Summary of consolidated statement of profit and loss, as restated

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Revenue from operations	10,480.65	12,639.18	13,427.79	17,315.05	15,873.22
Other income	202.73	189.05	150.98	151.92	194.10
Total revenue (A)	**10,683.38**	**12,828.23**	**13,578.77**	**17,466.97**	**16,067.32**
Expenses:					
Cost of material consumed	546.72	1,128.33	41.00	72.64	50.18
Purchases of coal	2,203.54	3,740.89	3,117.49	2,882.58	2,614.66
Purchases of stock in trade	-	-	-	27.92	6.34
Changes in inventories	(153.28)	(517.34)	88.43	(193.02)	(277.19)
Operating expenses	2,362.11	2,636.44	2,692.95	3,804.74	3,763.57
Employee benefit expenses	553.03	685.44	675.50	927.85	972.78
Finance cost	428.02	743.48	1,090.96	1,969.89	2,429.26
Depreciation/amortisation expense	718.04	1,040.40	674.46	1,127.60	1,306.01
Other expenses	1,531.24	1,465.21	1,424.36	2,384.53	2,983.91
Total expenses (B)	**8,189.42**	**10,922.85**	**9,805.15**	**13,004.73**	**13,849.52**
Profit before tax and adjustments (C) = (A) - (B)	**2,493.96**	**1,905.38**	**3,773.62**	**4,462.24**	**2,217.80**
Provision for tax					
Current tax	972.74	859.07	999.48	891.32	446.83
MAT credit entitlement	-	-	(171.40)	(438.51)	(116.49)
MAT credit entitlement for fiscal 2013 eligible in fiscal 2014	-	-	-	-	(72.91)
Deferred tax charge/ (credit)	(12.73)	(18.44)	213.06	729.09	209.72
Fringe benefit tax	-	-	-	-	
Wealth tax	0.61	0.58	0.63	0.66	0.89
Taxes for earlier years	(19.69)	28.50	0.92	6.15	(0.06)
Total tax expense/ (credit) (D)	**940.93**	**869.71**	**1,042.69**	**1,188.71**	**467.98**

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Profit after tax and before adjustments (E) = (C) - (D)	**1,553.03**	**1,035.67**	**2,730.93**	**3,273.53**	**1,749.82**
Profit after tax and before adjustments and after prior period items (F), as audited	**1,553.03**	**1,035.67**	**2,730.93**	**3,273.53**	**1,749.82**
Adjustments [Add/(less)]					
Adjustments (refer note 1 of Annexure IV)	9.03	7.78	(54.61)	14.29	11.72
Current tax impact of adjustments (refer note 1 of Annexure IV)	-	-	-	-	-
Deferred tax impact of adjustments (refer note 1 of Annexure IV)	-	-	-	-	26.08
Total of adjustments after tax impact (G)	**9.03**	**7.78**	**(54.61)**	**14.29**	**37.80**
Net profit as restated (before consolidation adjustments) (H) = (F) + (G)	**1,562.06**	**1,043.45**	**2,676.32**	**3,287.82**	**1,787.62**
Consolidation adjustments:					
- Share of loss/ (profit) transferred to minority	81.49	124.93	36.74	(36.04)	(44.11)
- Share in profit of associate	36.80	85.05	130.60	64.01	57.31
- (Profit)/ loss on further acquisition of subsidiaries	76.68	-	4.73	-	
Total of consolidation adjustments (I)	**194.97**	**209.98**	**172.07**	**27.97**	**13.20**
Net profit as restated (after consolidation adjustments) (J) = (H) + (I)	**1,757.03**	**1,253.43**	**2,848.39**	**3,315.79**	**1,800.82**
Add: Profit brought forward from previous year, as restated (Refer note 2 below)	4,452.84	6,137.81	7,253.19	9,855.27	12,970.03
Profit balance available for appropriations	**6,209.87**	**7,391.24**	**10,101.58**	**13,171.06**	**14,770.85**
Appropriations					
Transfer to debenture redemption reserve		-	-	-	37.93
Transfer to general reserve	-	-	108.00	61.83	22.67
Proposed dividend/ Interim dividend	112.25	118.77	119.00	119.00	119.00
Corporate dividend tax	19.08	19.28	19.31	20.21	20.22
	6,078.54	**7,253.19**	**9,855.27**	**12,970.03**	**14,571.02**
Add: Opening profit of joint venture considered first time	59.27	-	-	-	-
Add: Opening profit of Associates considered first time	-	-	-	-	274.68
Balance carried forward to Summary of consolidated statement of assets and liabilities, as restated	**6,137.81**	**7,253.19**	**9,855.27**	**12,970.03**	**14,845.71**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).

2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure II

Summary of consolidated statement of assets and liabilities, as restated

(Amounts in ` million)

Sr. No.	Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
(1)	**Equity and Liabilities**					
	Shareholders' funds					
	(a) Share capital	1,187.42	2,380.06	2,380.06	2,380.06	2,380.06
	(b) Reserves and surplus					
	- Securities premium	5,350.35	4,186.45	4,186.45	4,186.45	4,186.45
	- Debenture Redemption Reserve	-	-	-	-	37.93
	- General reserve	279.37	279.37	387.37	449.21	471.88
	- Surplus in statement of profit and loss, as restated	6,137.81	7,253.19	9,855.27	12,970.03	14,845.71
	- Capital reserve on consolidation of subsidiaries	55.03	54.82	57.56	59.16	61.60
	-Capital reserve	566.16	566.16	566.16	566.16	566.16
	-Foreign exchange translation reserve	(11.00)	(22.99)	112.49	135.11	351.67
(2)	Share application money pending allotment	183.38	1,400.07	24.25	24.25	-
(3)	Minority interest	512.95	478.22	1,094.66	882.44	1,672.80
(4)	**Non-current liabilities**					
	Long-term borrowings	7,679.39	12,253.85	13,659.91	14,137.59	23,504.26
	Deferred tax liabilities (net)	237.85	219.42	447.79	1,211.07	1,474.44
	Other long-term liabilities	558.41	1,171.08	263.61	876.21	1,893.76
	Long-term provisions	33.98	61.65	63.96	93.78	84.40
(5)	**Current liabilities**					
	Short-term borrowings	1,136.17	2,964.07	2,960.02	5,898.11	7,628.72
	Trade payables	590.23	941.81	693.14	921.08	855.14
	Other current liabilities	2,198.59	1,844.84	2,830.87	7,216.38	6,875.67
	Short-term provisions	162.20	225.19	339.40	153.04	161.53
	Total	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**

(Amounts in ` million)

Sr. No.	Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
	Assets					
(6)	**Non-current assets**					
	(a) Fixed assets					
	-Tangible assets	7,048.87	6,776.76	11,639.31	21,612.07	21,229.05
	-Intangible assets (including goodwill on consolidation)	224.45	223.77	253.47	234.46	647.08
	-Capital work in progress	3,676.69	13,216.58	10,766.64	9,728.72	22,961.93
	(b) Non-current investments	2,751.14	6,157.76	6,454.09	6,547.70	10,280.30
	(c) Long-term loans and advances	2,558.28	1,006.93	2,613.23	4,414.04	2,408.60
	(d) Deferred tax assets (net)	-	-	15.32	49.51	129.23
	(e) Other non-current assets	1,988.03	207.26	1,219.46	596.92	1,080.84
(7)	**Current assets**					
	(a) Inventories	1,402.50	1,952.39	1,528.53	1,820.04	2,231.29
	(b) Trade receivables	2,080.95	2,299.59	3,157.99	3,913.23	3,889.49
	(c) Cash and bank balances	4,247.95	3,435.78	1,264.68	1,854.25	672.14
	(d) Short-term loans and advances	819.16	916.15	965.29	1,303.37	1,268.04
	(e) Other current assets	60.27	64.29	44.96	85.82	254.19
	Total	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).

2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure III

1. Group overview

ACB (India) Limited ('the Company') is a flagship company of Aryan Group. The Company was incorporated on 14 March 1997. The Company along with its subsidiaries, associates and joint ventures therein is referred to as the 'Aryan Group' or 'the Group'. The entities under the Aryan Group are engaged in the business of coal beneficiation, power generation, manufacture of sponge iron (divested on 9 April 2011) and coal beneficiation equipment.

Primary business of the Group is beneficiation and sale of coal. The Group has 17 washeries with operations in Chhattisgarh, Maharashtra, Telangana and Orissa.

Besides coal beneficiation and sale of coal business, the Group is into power generation through 380 MW thermal power plants and 15 MW wind mill plant. Power plants operations are mainly supported by Power Purchase Agreements (PPAs) with respective State Electricity Boards (SEBs).

2. Significant accounting policies and significant notes

a. Basis of preparation of financial statements

The consolidated financial statements are prepared and presented under the historical cost convention in accordance with the Generally Accepted Accounting Principles ('GAAP') in India and mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956, to the extent applicable, and as adopted consistently by the Group.

b. Principles of consolidation

The consolidated financial statements have been prepared in accordance with the principles and procedures for the preparation and presentation as laid down under Accounting Standard 21 on "Consolidated Financial Statements" as specified in the Companies (Accounting Standards) Rules, 2006.

I. The consolidated financial statements of the Company and its subsidiaries have been combined on a line by line basis by adding together the book values of all items of assets, liabilities, incomes and expenses after eliminating all intra-group balances and intra-group transactions and also unrealised profits and losses in full in accordance with the Accounting Standard 21 on "Consolidated Financial Statements".

II. The difference between the cost to the Company of its investment in subsidiaries and its proportionate share in the equity of the investee company at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be. Goodwill is tested for impairment by the management on an annual basis.

III. The Company's share of the assets, liabilities, income and expenses of a jointly controlled entity is accounted for using proportionate consolidation method as specified under Accounting Standard 27 on "Financial Reporting of Interests in Joint Ventures" as specified in the Companies (Accounting Standards) Rules, 2006.

IV. In case of associates, where the Company directly or indirectly through subsidiaries holds more than 20% of equity are accounted for using equity method in accordance with Accounting Standard (AS) 23 –"Accounting for investments in associates in consolidated financial statements" as specified in the Companies (Accounting Standards) Rules, 2006.

The Company accounts for its share in the change in net assets of the associates, post-acquisition, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Statement of Profit and Loss to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance, based on available information.

The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be and is added to or reduced from the investments as the case may be.

V. For the purpose of compilation of the consolidated financial statements, the foreign currency assets, liabilities, income and expenditure are translated as per Accounting Standard (AS-11) on 'Accounting for the Effects of Changes in Foreign Exchange Rates, issued by the Institute of Chartered Accountants of India. Exchange differences arising are recognized in the Consolidated Statement of Profit and Loss or in the Foreign Currency Translation Reserve classified under Reserves and Surplus as applicable, under the above mentioned Accounting Standard.

VI. The consolidated financial statements are prepared using uniform accounting policies for the like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements. The financial statement of the foreign subsidiary is adjusted for the accounting principles and policies followed by the Company.

VII. The companies considered in the consolidated financial statements are:

Name of the company	Country of incorporation	% shareholding				
		As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Subsidiaries:						
Aryan Clean Coal Technologies Private Limited ('ACCTPL')	India	99.99	100.00	100.00	100.00	100.00
Aryan Energy Private Limited ('AEPL')	India	77.38	77.38	86.37	77.38	77.38
Kartikay Coal Washeries Private Limited ('KCWPL')	India	64.88	64.88	64.88	64.88	64.88
Aryan Ispat and Power Private Limited ('AIPPL')*	India	83.20	83.20	-	-	-
Connoiseur Resources Limited, BVI ('CRL')	British Virgin Islands	100.00	100.00	100.00	100.00	100.00
Aryan Chhattisgarh Power Generation Private Limited ('ACPGPL') (subsidiary through ACBIPL)	India	100.00	100.00	100.00	100.00	100.00
Aryan M.P. Power Generation Private Limited ('AMPPGPL') (subsidiary through ACBIPL)	India	100.00	100.00	100.00	100.00	100.00
Spectrum Coal and Power Limited('SCPL')	India	100.00	100.00	100.00	100.00	100.00
TRN Energy Private Limited ('TRN') (subsidiary through ACBIPL)	India	-	51.00	51.00	74.00	74.00
ACB (India) Power Limited ('ACBIPL')	India	-	100.00	100.00	100.00	100.00
SFI Parcel Services Private Limited('SFIPSPL')** (subsidiary through ACBIPL)	India	-	-	-	100.00	100.00
ACB (India) Coal Methane Private Limited ***	India	-	-	-	51.00	51.00
Mccluskie Coal & Power Limited ('MCPL')****	India	-	-	-	-	51.00
Joint Venture:						
Cellcap Securities Limited, BVI ('CSL')	British Virgin Islands	50.00	50.00	50.00	50.00	50.00
Associate:						
Global Coal and Mining Private Limited ('GCMPL')	India	-	35.61	35.61	35.61	35.61
Spectrum Power Generation Limited ('SPGL')#	India	-	-	-	25.62	33.43
Maruti Clean Coal and Power Limited('MCCPL')## (associate through SFIPSPL)	India	-	-	-	45.00	45.00
Swastik Power and Mineral Resources Private Limited ('SPMRPL')###	India	-	-	-	-	26.00

*ceased to be subsidiary on 9 April 2011.
**Became subsidiary w.e.f. 20 July 2012.
*** Became subsidiary w.e.f. 18 February 2013.
****Became subsidiary w.e.f 29 October 2013.
#Became associate w.e.f. 21 June 2012.
Became associate w.e.f. 20 July 2012.
###Became associate w.e.f. 10 June 2013.

c. Presentation and disclosure of consolidated financial statements

During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the Group, for preparation and presentation of its consolidated financial statements. Accordingly, the Group has presented the financial statements as at 31 March 2014, 31 March 2013 and 31 March 2012 and for the year then ended along with the comparatives as at 31 March 2011 and for the year then ended following the requirement of revised Schedule VI. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of the consolidated financial statements. However, it has significant impact on presentation and disclosures made in the consolidated financial statements. The Group has also reclassified the figures pertaining to year ended 31 March 2010 in accordance with the requirements of revised Schedule VI.

d. Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Differences between the actual results and estimates are recognised in the year in which the results are known/materialized. Any revision to accounting estimates is recognised prospectively in current and future periods.

e. Current–non-current classification

All Assets and Liabilities are classified into current and non-current.

I. Assets :

An asset is classified as current when it satisfies any of the following criteria:

i) It is expected to be realised in, or is intended for sale or consumption in the group's normal operating cycle;
ii) It is held primarily for the purpose of being traded;
iii) It is expected to be realised within 12 months after the reporting date; or
iv) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

II. Liabilities :

A liability is classified as current when it satisfies any of the following criteria:

i) It is expected to be settled in the group's normal operating cycle;
ii) It is held primarily for the purpose of being traded;
iii) It is due to be settled within 12 months after the reporting date; or
iv) The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group has ascertained its operating cycle being a period within 12 months for the purpose of classification of assets and liabilities as current and non- current.

f. Inventories (valued at lower of cost and net realisable value)

Inventories are valued at lower of cost and net realisable value. The basis for determination of cost of various categories of inventory is as follows:

I. Raw materials, components, store and spare parts

Raw materials, components and store and spare parts are computed on first in first out basis (FIFO). Further in case of stores, raw materials and components held for use in production of finished goods are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed their net realizable value.

II. Finished goods (sponge iron, coal beneficiation equipment)

Cost of finished goods includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition (including excise duty).

III. Fuel for thermal power plants:

Fuel for thermal power plants are computed on first in first out basis (FIFO).

IV. Coal owned by the Group:

(1) Raw coal:
These are valued at cost of raw coal and cost incurred to bring the raw coal to its present location and condition, computed on first in first out basis (FIFO).

(2) Beneficiated coal:
These are valued at cost of raw coal as computed above and appropriate portion of processing and other overheads incurred to bring the beneficiated coal to its present location and condition.

(3) Coal rejects:
These consist of rejects generated out of coal beneficiation process and/or coal rejects purchased. The cost is ascertained by apportioning the total cost attributable to the category of coal generated/ purchased, considering appropriate basis.

(4) Blended coal:
These consist of blending of different categories of coal and valued at the proportionate value of inputs used.

V. Work in progress

Raw coal and beneficiated coal belonging to the customer:

Work in progress represents the cost incurred on beneficiation of coal on behalf of customers. This comprises cost towards raw coal transportation, beneficiation of raw coal and transportation of beneficiated coal to bring the coal to its present location and condition.

Manufacture of coal beneficiation equipment and sponge iron business

Work in progress is valued at cost computed on FIFO basis and includes proportionate costs of conversion incurred in bringing the inventory to their present location and condition.

g. Revenue recognition

I. Coal operations

Coal beneficiations and allied receipts:
Revenue from coal beneficiation and allied receipts is recognised on attainment of the said activity. Such activity is regarded as being attained when no significant uncertainty exists regarding the amount of consideration that will be derived from the performance of such activity and the activity is completed or substantially completed. The amount recognised as revenue is exclusive of service tax and is net of returns.

Sale of coal:
Revenue from sale of coal is recognised when coal is dispatched to the customers, which coincides with the transfer of significant risks and rewards. The amount recognised as revenue is exclusive of sales tax, value added tax (VAT) and is net of returns.

Service income:
Service income represents income from handling of coal and rent from use of the railway siding of Aryan Group. These are recognised on accrual basis as per the terms of agreement with the customers.

II. Power generation business

Sale of thermal power and wind power:
Revenue from sale of power is recognised based on tariffs as per the terms of the Power Purchase Agreements and arrangements entered into by the Group with respective customers.

III. Manufacture of coal beneficiation equipment and sponge iron business

Sale of goods:
Revenue from sale of goods is recognized on transfer of significant risks and rewards of ownership to the customer which coincides with the dispatch of goods to the customers in accordance with the contract terms. The sales are shown net of sales tax.

IV. Other income

Interest income:
Interest income is recognised on a time proportion basis considering the contracted rate of return.

Dividend income:
Dividend income is recognised when the shareholders' right to receive payment is established.

h. Fixed assets and depreciation

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes inward freight, duties, taxes and incidental expenses related to acquisition and installation incurred upto the date of commissioning of the assets. Fixed assets under construction, and cost of asset not ready to use before the reporting date are disclosed as capital work in progress. Assets held for disposal are stated at their estimated residual values as at the balance sheet date.

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, such costs are allocated to respective fixed assets.

For assets used for coal beneficiation and manufacture of coal equipment-
Depreciation is provided on pro-rata basis as per written down value (WDV) method at the rates which are at least equal to the rates prescribed in Schedule XIV to the Companies Act, 1956.

For assets used for power generation -
The Ministry of Corporate Affairs has issued a notification dated 31 May 2011 which prescribes that the Companies engaged in the generation or supply of electricity as mentioned under section 616 (c) of the Companies Act, 1956 are allowed to follow rates prescribed for depreciation as per Electricity Act, 2003. Government of India, Ministry of Power vide resolution dated 6th January 2006, has notified Tariff Policy in terms of section 3 of the Electricity Act, 2003. The said Tariff Policy inter alia provides that rates of depreciation as notified by Central Electricity Regulatory Commission (CERC) would be applicable for the purpose of tariffs as well as accounting. CERC, while notifying regulation vide Notification, dated 19-1-2009, till exercise of power conferred under section 178 of the Electricity Act, 2003, has also notified the rates of depreciation as well as methodology for computing such depreciation and depreciation is to be provided up to 90% of the cost of asset, based on straight line method of calculating the depreciation.

Depreciation is provided using the straight line method at the rates determined at being the higher of those specified in Schedule XIV to the Companies Act, 1956 and the rates notified by the CERC (as per the above notification). The management believes that these rates reflect their estimates of the useful lives of these assets. Depreciation is calculated on a pro-rata basis from the date of installation till the assets are sold or disposed.

For assets used for sponge iron –
Depreciation is provided on pro-rata basis as per straight line method (SLM) at the rates which are at least equal to the rates prescribed in Schedule XIV to the Companies Act, 1956.

Leasehold assets-
Leasehold assets are amortised over the period of lease. Leasehold improvements are amortised over the remaining period of lease or derived useful lives of assets as prescribed in Schedule XIV to the Companies Act, 1956, whichever is shorter.

Assets individually costing upto ` 5,000 are fully depreciated in the year of purchase.

i. Foreign currency transactions

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions. Monetary foreign currency assets and liabilities remaining unsettled at the balance sheet date are translated at the rates of exchange prevailing on that date. Gains/ losses arising on account of realisation/ settlement of foreign exchange transactions and on translation of foreign currency assets and liabilities are recognised in the Statement of Profit and Loss.

The premium or discount that arises on entering into a forward exchange contract for hedging is measured by the difference between the exchange rate at the date of the inception of the forward exchange contract and the forward rate specified in the contract and is amortised as expense or income over the life of the contract. Exchange difference on a forward exchange contract is the difference between:

I. the foreign currency amount of the contract translated at the exchange rate at the reporting date, or the settlement date where the transaction is settled during the reporting period, and;

II. the same foreign currency amount translated at the latter of the date of inception of the forward exchange contract and the last reporting date. These exchange differences are recognised in the Statement of Profit and Loss in the reporting period in which the exchange rates change.

The premium or discount arising at the inception of a forward exchange contract entered into to hedge the foreign currency risk of a firm commitment or a highly probable forecast transaction is amortised as expense or income over the life of the contract.

Derivative instruments:
Apart from foreign exchange contracts taken to hedge existing assets or liabilities, the Group also uses the derivatives to hedge its foreign currency risk exposures relating to firm commitments and highly forecast transactions. In accordance with relevant announcements of the Institute of Chartered Accountants of India, the Group provides for losses in respect of such outstanding derivative contracts at the balance sheet date by marking them to market. Net gain, if any, is not recognised. The contracts are aggregated category-wise, to determine the net gain or loss.

j. Investments

Long term investments are valued at cost. However, any decline other than temporary, in the value of long term investments, is adjusted in the carrying value of such investments and charged to the Statement of Profit and Loss.

k. Employee benefits

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, bonus and leave encashment etc. are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Defined contribution plans: A defined contribution plan i.e. provident fund is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal and constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Defined benefit plans: A defined benefit plan i.e. gratuity, is a post-employment benefit plan.

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employee have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligations. The calculation is performed annually by an independent actuary using the projected unit credit actuarial method. When the calculation results in a benefit to the Group, the asset is recognised only to the extent of the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

SCPL has taken a group policy with Life Insurance Corporation of India (LIC) to meet its obligation towards gratuity. Liability with respect to the Gratuity plan is determined based on an actuarial valuation done by an independent actuary at the year end and any differential between the fund amount as per LIC and the actuarial valuation is charged to Statement of Profit and Loss.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

Other long term employee benefits: In case of SCPL benefits under the leave encashment scheme constitute other long-term employee benefits. The liability in respect of leave encashment is provided on the basis of an actuarial valuation done by an independent actuary at the year end. Actuarial gains and losses are recognized immediately in the Statement Profit and Loss.

l. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and fixed deposits with banks with original maturity of three months or less.

m. Borrowing costs

Borrowing costs (net of income on the temporary investment of those borrowings) that are attributable to the acquisition of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a period of one year or more to get ready for its intended use. All other borrowing costs are charged to revenue.

n. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

o. Earnings per share

Basic earnings per share are calculated by dividing the net profit/ (loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of equity and dilutive equivalent shares outstanding during the year, except where results would be anti-dilutive.

p. Taxes

Income-tax expenses comprise current tax (i.e. the amount of tax for the period determined in accordance with the Income-tax Act, 1961) and deferred tax charge or credit (reflecting the tax effects of the timing differences between the accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. However, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized. Deferred tax implications of timing differences, that originate during the tax holiday period and reverse after the tax holiday period are recognised in the year in which timing differences originate.

The credits arising from Minimum Alternative Tax paid are recognised as recoverable only if there is reasonable certainty that the respective Company of the Group will have sufficient taxable income in future years to utilise such credits.

q. Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date in accordance with Accounting Standard 28 'Impairment of Assets', to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

r. Provisions and contingencies

The Group recognises a provision when there is a present obligation as a result of a past event and it is more likely than not that there will be an outflow of resources embodying economic benefits to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are not discounted to its present value, and are determined based on the management's best estimate of the amount of obligation required at the year end. These are reviewed at each Balance Sheet date and adjusted to reflect current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Aryan Group. Contingent liabilities are also disclosed for present obligations in respect of which it is not probable that there will be an outflow of resources or a reliable estimate of the amount of obligation cannot be made.

When there is a possible obligation or a present obligation where the likelihood of an outflow of resources is remote, no disclosure or provision is made.

Annexure IV

Notes to summary of consolidated statement of profit and loss, as restated (Annexure I) and summary of consolidated statement of assets and liabilities, as restated (Annexure II)

Below mentioned is the summary of results of adjustments / rectifications made in the audited financial statements of the respective years and its impact on summary of consolidated statement of profit and loss, as restated and summary of consolidated statement of assets and liabilities, as restated.

(Amounts in ` million)

Adjustments [(income)/expense] in summary of consolidated statement of profit and loss, as restated arising out of:	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
A. Adjustment of material audit qualifications (refer Note 1 A)					
Impairment of fixed assets (refer note 1 A (b))	(9.03)	(7.78)	54.61	(14.29)	(11.72)
B. Regroupings (refer note 1 B)					
Revenue from operations					
Sale of scrap (refer note 1 B (h))	-	-	-	0.57	-
Other income					
Bad debts recovered (refer note 1 B (i))	-	-	-	(4.74)	-
Miscellaneous receipts (refer note 1 B (h))	-	-	-	(0.57)	-
Operating expenses					
Ash disposal expenses (refer note 1 B (f) & (g))	-	-	-	16.48	-
Repair and maintenance:					
-Plant and machinery (refer note 1 B (g))	-	-	-	(12.45)	-
-Others (refer note 1 B (f))	-	-	-	(4.03)	-
Bad debts written off (refer note 1 B (i))	-	-	-	(4.74)	-
C. Taxation (refer note 1 C)					
Deferred tax charge/(credit)	-	-	-	-	(26.08)
Aggregate Impact of above adjustment					
Impact on revenue	-	-	-	**(4.74)**	-
Impact on expense	**(9.03)**	**(7.78)**	**54.61**	**(19.03)**	**(37.80)**
Total of adjustments after tax impact	**9.03**	**7.78**	**(54.61)**	**14.29**	**37.80**

Note:

Positive figures represent additions and figures in brackets represent deletions to the corresponding head in the audited financial statements for respective years to arrive at restated numbers.

(Amounts in ` million)

Cumulative effect of above [increase / (decrease)] in summary of consolidated statement of assets and liabilities, as restated:	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
A. Impact of adjustment of material audit qualifications (refer Note 1 A)					
Liabilities					
Securities premium (refer note 1 A (a))	1,144.78	1,144.78	1,144.78	1,144.78	1,144.78
Surplus in statement of profit and loss, as restated (refer note 1 A (b))	(55.91)	(48.13)	(102.74)	(88.45)	(50.65)
Capital reserve on consolidation of associates (refer note 1 A (a))	(359.12)	(359.12)	-	-	-
Assets					
Tangible assets (impairment) (refer note 1 A (b))	(55.91)	(48.13)	(102.74)	(88.45)	(76.72)
Non-current investments (refer note 1 A (a))	785.66	785.66	1,144.78	1,144.78	1,144.78
Deferred tax assets (net) (refer note 1 A (b)	-	-	-	-	26.08
B. Regroupings (refer note 1 B)					
Non-current assets					
Fixed assets					
Capital work in progress (refer note 1 B(b))	54.10	-	-	-	-
Long-term loans and advances (refer note 1 B(c & m))	-	-	88.49	(136.10)	-
Deferred tax assets (net) (refer note 1 B (j & k))	-	-	15.32	49.51	-
Current assets					
Inventories (refer note 1 B(b))	(54.10)	-	-	-	-
Short-term loans and advances (refer note 1 B(c, l & e))	-	-	(226.00)	-	-
Other current assets(refer note 1 B(e))	-	-	9.61	-	-
Share application money pending allotment (refer note 1 B (l, m &n))	-	-	(127.89)	(119.88)	-
Libilities					
Deferred tax liablities (net) (refer note 1 B (j & k))	-	-	15.32	49.51	-
Current liabilities					
Trade payables(refer note 1 B(d))	-	-	(9.26)	-	-
Other current liabilities (refer note 1 B(d))	-	-	9.26	-	-
Reserves and surplus					
Foreign exchange translation reserve (refer note 1 B (n))	-	-	-	(16.23)	-

(Amounts in ` million)

Cumulative effect of above [increase / (decrease)] in summary of consolidated statement of assets and liabilities, as restated:	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
C. Aggregate effect of above adjustments (refer note 1 D)					
Assets					
Fixed assets					
-Tangible assets	(55.91)	(48.13)	(102.74)	(88.45)	(76.72)
Capital work in progress	54.10	-	-	-	-
Non-current investments	785.66	785.66	1,144.78	1,144.78	1,144.78
Long-term loans and advances	-	-	88.49	(136.10)	-
Deferred tax assets (net)	-	-	15.32	49.51	26.08
Current assets					
Inventories	(54.10)	-	-	-	-
Short-term loans and advances	-	-	(226.00)	-	-
Other current assets	-	-	9.61	-	-
Share application money pending allotment	-	-	(127.89)	(119.88)	-
Liabilities					
Deferred tax liabilities (net)	-	-	15.32	49.51	-
Current liabilities					
Trade payables	-	-	(9.26)	-	-
Other current liabilities	-	-	9.26	-	-
Security premium	1,144.78	1,144.78	1,144.78	1,144.78	1,144.78
Surplus in statement of profit and loss, as restated	(55.91)	(48.13)	(102.74)	(88.45)	(50.65)
Capital reserve on accounting for investment in associate	(359.12)	(359.12)	-	-	-
Reserves and surplus					
Foreign exchange translation reserve	-	-	-	(16.23)	-

Note:

1. Positive figures represent additions and figures in brackets represent deletions to the corresponding head in the audited financial statements for respective years to arrive at restated numbers.
2. This annexure does not contain impact of regrouping/reclassification done in accordance with the requirement of the revised schedule VI.

Annexure IV

Notes to Summary of consolidated statement of profit and loss, as restated (Annexure I) and Summary of consolidated statement of assets and liabilities, as restated (Annexure II) of ACB (India) Limited and its subsidiaries (continued)

1. Notes:

A. Adjustment of material audit qualifications

a) Accounting of acquisition of investment on fair value

During the year ended 31 March 2010, the Company had acquired an investment by issue of its own equity shares. Based on the accounting advice received from a firm of chartered accountants, the Company had recorded the cost of investment at the face value of the equity shares issued and not at fair value as required by Accounting Standard 13, as specified in the Companies (Accounting Standards) Rules, 2006. However, for the purpose of Summary of consolidated statement of assets and liabilities, as restated, such investment has been accounted at the fair value of the equity shares issued by the Company, based on the valuation report from an independent firm of chartered accountants, in the year in which the shares were issued with consequential impact on the years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014.

b) Impairment of fixed assets

The management of one of Company's subsidiary, viz. Aryan Energy Private Limited (AEPL) had not carried out the impairment analysis in accordance with the requirements of Accounting Standard AS -28 "Impairment of Assets" in respect of beneficiation plant at Gauri, Maharastra which had not been in operation from the financial year 2008-09. However, for the purposes of Summary of consolidated statement of profit and loss, as restated, and Summary of consolidated statement of assets and liabilities, as restated, the management has considered impairment loss to the extent of net carrying value of beneficiation plant at Gauri, Maharastra for the year ended 31 March 2009 and with consequential impact for year ended 31 March 2010, 31 March 2011, 31 March 2012 and 31 March 2013 and 31 March 2014.

Further, in the year ended 31 March 2012 the management had also not carried out the impairment analysis in accordance with the requirements of Accounting Standard AS -28 "Impairment of Assets" in respect of beneficiation plant at Indaram, Telangana of Aryan Energy Private Limited (AEPL), which had not been in operation. However, for the purposes of Summary of consolidated statement of profit and loss, as restated, and Summary of consolidated statement of assets and liabilities, as restated, the management has considered impairment loss to the extent of net carrying value of beneficiation plant for the year ended 31 March 2012 with consequential impact for the year ended 31 March 2013 and 31 March 2014.

B. Regroupings

a. During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the Group, for preparation and presentation of its consolidated financial statements. Accordingly, the Group has presented the financial statements as at 31 March 2014, 31 March 2013 and 31 March 2012 and for the year then ended along with the comparatives as at 31 March 2011 following the requirements of revised Schedule VI. There is no significant impact on presentation and disclosures made in the consolidated financial statements. The Group has also reclassified the previous year figures pertaining to year ended 31 March 2010 in accordance with the requirements of revised Schedule VI.

b. Regrouping of Inventory-Stores and spares to Capital work in progress of ` 54.10 million during the year ended 31 March 2010.

c. Regrouping of share application money from short term loans and advances to long term loans and advances for the year ended 31 March 2012 for an amount of ` 216.39 million.

d. Regrouping of dues to employees from trade payables to other current liabilities for the year ended 31 March 2012 for an amount of ` 9.26 million.

e. Regrouping of interest accrued and due on inter-corporate deposits from short term loans and advances to other current assets for the year ended 31 March 2012 for an amount of ` 9.61 million

f. Regrouping of 'Repair and maintenance-others' to 'Ash disposal expenses' under the head 'Other expenses' for the year ended 31 March 2013 for an amount of ` 4.03 million.

g. Regrouping of 'Repair and maintenance- Plant and machinery' to 'Ash disposal expenses' under the head 'Other expenses' for the year ended 31 March 2013 for an amount of ` 12.45 million.

h. Regrouping of 'Miscellaneous receipts' under the head 'Other income' to 'Sale of scrap' under the head 'Other operating revenues' for the year ended 31 March 2013 for an amount of ` 0.57 million.

i. Regrouping of 'Bad debts recovered' under the head 'Other income' to 'Bad debts written off' under the head 'Operating expenses' for the year ended 31 March 2013 for an amount of ` 4.74 million.

j. Regrouping of 'Deferred Tax Liabilities (net)' to 'Deferred Tax Assets(net)' for the year ended 31 March 2012 for an amount of ` 15.32 million.

k. Regrouping of 'Deferred Tax Liabilities (net)' to 'Deferred Tax Assets(net)' for the year ended 31 March 2013 for an amount of ` 49.51 million.

l. Regrouping of 'Share application money pending allotment' to 'Short term loans and advances' for the year ended 31 March 2012 for an amount of ` 127.89 million.

m. Regrouping of 'Share application money pending allotment' to 'long term loans and advances' for the year ended 31 March 2013 for an amount of ` 119.88 million.

n. Regrouping of 'Foreign exchange translation reserve' to 'long term loans and advances' for the year ended 31 March 2013 for an amount of ` 16.23 million.

C. Taxation

Provision for taxation (income tax and deferred tax) for the respective years has been recomputed on the above adjusted profits on the basis of the rates applicable to the respective years.

D. Effect of above adjustments

These adjustments are resulting from restatement made in the audited accounts for the year ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 and their consequential impact has been considered in the respect heads.

2. Other audit qualifications in auditor's reports of Aryan Group companies, either the effect of which is not ascertainable or which do not require any material corrective adjustments in the financial information, are as follows:

ACB (India) Limited

i) Financial year ended 31 March 2010

a) With regard to certain transactions aggregating ` 10.31 million entered into by the Company in the previous year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) With regard to the internal control system, the Company needs to strengthen the internal controls relating to acquisition of fixed assets and sale of rejects.

c) The Company is in the process of further strengthening the records of inventory

d) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales-tax and Service tax, there have been substantial delays in a few cases.

e) According to the information and explanations given to us, there are no dues of Income tax, Wealth tax, Sales tax, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	**Nature of dues**	**Amount (` in million)****	**Period to which the amount relates**	**Forum where dispute is pending**
Finance Act, 1994	Service tax	165.30 plus penalty plus interest *	10 September 2004 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	8.60 plus penalty plus interest	16 August 2002 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	11.80 plus penalty plus interest *	28 February 2005 to 31 March 2007	CESTAT, New Delhi
Finance Act, 1994	Service tax	2.20 plus penalty plus interest	April 2006 to March 2007	Commissioner (Adjudication), New Delhi
Income tax, 1961	Income tax	4.15 plus interest	Financial year 2007-2008	Commissioner of Income tax appeals, New Delhi

* Out of the above demand, we are informed by the Company that it has deposited a sum of ` 124.20 million against these demands in earlier years.
** Including disputed dues aggregating ` 185.70 million which have been stayed by respective authorities.

ii) Financial year ended 31 March 2011

a) With regard to certain transactions aggregating ` 10.31 million entered into by the Company in the previous year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales-tax, Service tax and Income tax, there have been slight delays in a few cases.

c) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount (` in million)**	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	165.30 plus penalty plus interest *	10 September 2004 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	8.60 plus penalty plus interest	16 August 2002 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	11.80 plus penalty plus interest *	28 February 2005 to 31 March 2007	CESTAT, New Delhi
Finance Act, 1994	Service tax	2.20 plus penalty plus interest	April 2006 to March 2007	Commissioner (Adjudication), New Delhi
Income- tax Act, 1961	Income tax	4.15 plus interest	Financial year 2007-2008	Commissioner of Income tax appeals, New Delhi
Income -tax Act ,1961	Income tax	3.03 plus interest	Financial year 2007-2008	Deputy Commissioner of Income tax, New Delhi

* Out of the above demand, we are informed by the Company that it has deposited a sum of ` 124.20 million against these demands in earlier years.
** Including disputed dues aggregating ` 185.70 million which have been stayed by respective authorities.

iii) Financial year ended 31 March 2012

a) With regard to certain transactions aggregating ` 10.31 million entered into by the Company in the year ended 31 March 2010, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales-tax and Service tax and Income tax, there have been slight delays in a few cases.

c) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount (` in million) *	Amount paid under protest (` in million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	2.20	-	Financial year 2006 – 2007	Commissioner (Adjudication), New Delhi
Income- tax Act, 1961	Income tax	0.79	0.79	Financial year 2006-2007	Income Tax Appellate Tribunal (ITAT)
Income- tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-2009	Commissioner of Income tax (appeals)
Income- tax Act, 1961	Income tax	4.15	-	Financial year 2007-2008	Income Tax Appellate Tribunal (ITAT)

*excluding interest and penalty

iv) Financial year ended 31 March 2013

a) With regard to certain transactions aggregating to ` 10.31 million entered into by the Company in the year ended 31 March 2010, covered under Section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax, there have been slight delays in deposit of these statutory dues in few cases.

c) There are no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Customs duty, Cess and other material statutory dues were in arrears as at 31 March 2013 for a period of more than six months from the date they became payable, except as mentioned below:

Nature of statute	Nature of dues	Amount involved (In ` millions)*	Amount deposited (in ` million)	Period to which the amount relates
Chhattisgarh Electricity Duty Act, 1949	Energy Duty	44.43	-	1 January 2012 to 30 September 2012

*Paid subsequent to the year end

d) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)#	Amount deposited (in ` million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	165.32	123.98	10 September 2004 till 31 March 2006	High Court
Finance Act, 1994	Service tax	11.78	-	28 February 2005 to 31 March 2006	High Court
Finance Act, 1994	Service tax	8.60	-	16 August 2002 till 31 March 2006	High Court
Finance Act, 1994	Service tax	175.03	-	April 2006 to March 2007	Commissioner (Adjudication, New Delhi)
Income- tax Act, 1961	Income tax	0.79	0.79	Financial year 2006-2007	Income Tax Appellate Tribunal (ITAT)
Income- tax Act, 1961	Income tax	1.05	-	Financial year 2007-08	Income Tax Appellate Tribunal (ITAT)
Income tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-09	Income Tax Appellate Tribunal (ITAT)

#excluding interest and penalty

iv) Financial year ended 31 March 2014

a) With regard to certain transactions aggregating to ` 11.95 million entered into by the Company in the year ended 31 March 2014 and ` 10.31 million in the year ended 31 March 2010 covered under Section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax, there have been slight delays in deposit of these statutory dues in few cases.

c) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)#	Amount deposited (in ` million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	175.03	-	April 2006 to March 2007	Commissioner (Adjudication, New Delhi)
Income- tax Act, 1961	Income tax	2.00	-	Financial year 2007-08	The Company is in the process of filing appeal in High Court against the order of ITAT
Income tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-09	Income Tax Appellate Tribunal (ITAT)
Chhatisgarh Value Added Tax	Value Added Tax	8.65	0.86	Financial year 2008-09	The Additional Commissioner of Commercial Tax (Appellate) Bilaspur-Chhatisgarh
Central Sales Tax-Chhatisgarh	Central Sales Tax	10.26	1.03	Financial year 2008-09	The Additional Commissioner of Commercial Tax (Appellate) Bilaspur-Chhatisgarh

#excluding interest and penalty

d) Funds raised on short-term basis have been used for long-term investment to the extent of ` 36.53 million primarily towards non- current investments.

Aryan Clean Coal Technologies Private Limited (ACCTPL)

i) Financial year ended 31 March 2010

a) With regard to certain transactions aggregating ` 0.30 million entered into by ACCTPL during the year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

ii) Financial year ended 31 March 2011

a) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales-tax and Service tax, there have been slight delays in a few cases.

b) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount (` in million)	Period to which it relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	10.01	From AY 2006-07 to AY 2011-12	Commissioner of Central Excise, Gurgaon
Central Excise Act, 1944	Service Tax	0.30	From AY 2009-10 to AY 2011-12	Commissioner of Central Excise, Rewari

iii) Financial year ended 31 March 2012

a) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Service Tax, Wealth Tax, Excise duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount (` in million)	Amount paid under protest (` in million)	Period to which it relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	10.01	Nil	From AY 2006-07 to AY 2011-12	Commissioner of Central Excise, Gurgaon
Central Excise Act, 1944	Service Tax	0.30	0.30 (excluding interest and penalty)	From AY 2009-10 to AY 2011-12	Commissioner of Central Excise, Rewari

iv) Financial year ended 31 March 2013

a) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues, there have been slight delays in deposit of Provident Fund, Employees' State Insurance, Income Tax and Service Tax in few cases which were not serious.

b) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (` in million)	Amount paid under protest (` in million)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	10.01	Nil	1 Feb 2006 to 31Dec 2010	Commissioner of Central Excise, Gurgaon

Name of the Statute	Nature of dues	Amount involved (` in million)	Amount paid under protest (` in million)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	1.66	Nil	1 Jan 2011 to 30 Sep 2011	Commissioner of Central Excise, Gurgaon
Central Excise Act, 1944	Excise Duty	0.94	Nil	1 Oct 2011 to 31 Jul 2012	Commissioner of Central Excise, Gurgaon
Finance Act, 1994	Service tax	0.30*	0.30 (excluding interest and penalty)	From AY 2009-10 to AY 2011-12	Commissioner of Central Excise, Rewari
Finance Act, 1994	Service tax	0.15*	Nil	1 Dec 2010 to 30 Sep 2011	Assistant Commissioner of Central Excise, Rewari

* subsequent to the year-end, ACCTPL received the order in its favour.

v) Financial year ended 31 March 2014

a) According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Service Tax, Wealth Tax, Excise duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount (` in million)	Amount paid under protest (` in million)	Period to which it relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	0.56	Nil	From 1 August 2012 to 30 June 2013	Commissioner of Central Excise, Gurgaon
Finance Act, 1944	Service Tax	0.15	Nil	From 1 December 2010 to 30 September 2011	Assistant Commissioner of Central Excise, Rewari

Aryan Ispat and Power Private Limited (AIPPL) (investment in AIPPL have been divested in the year ended 31 March 2012)

i) Financial year ended 31 March 2010

a) With regard to certain transactions aggregating to ` 33.01 million and ` 273.96 million entered into by AIPPL during the current year and previous years, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Works Contract tax and Service Tax, there have been serious delays.

c) AIPPL's accumulated losses at the end of the financial year do not exceed fifty per cent of its net worth. However, it has incurred cash losses in the current financial year but had not incurred cash losses in the immediately preceding financial year.

ii) Financial year ended 31 March 2011

a) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Works Contract tax and Service Tax, there have been serious delays.

b) AIPPL's accumulated losses at the end of the financial year are more than fifty per cent of its net worth. Further, it has incurred cash losses in the current financial year and in the immediately preceding financial year.

Aryan Energy Private Limited (AEPL)

i) Financial year ended 31 March 2010

a) With regard to certain transactions aggregating to ` 12.93 million entered into by AEPL during the current year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) Material discrepancies were noticed on verification between the physical stocks and the book records and such discrepancies have been appropriately dealt with in the books of accounts.

c) AEPL's accumulated losses at the end of the financial year are more than fifty per cent of its net worth. It has incurred cash losses in the financial year and in the immediately preceding financial year.

d) On an overall examination of the balance sheet of AEPL, we are of the opinion that the funds aggregating to ` 328.35 million raised on short-term basis have been used for long-term investment.

ii) Financial year ended 31 March 2011

a) With regard to certain transactions aggregating to ` 74.76 million entered into by AEPL during the current year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) AEPL has accepted share application money amounting to ` 675.00 million which is in excess of its authorized capital of ` 200.00 million although AEPL has partially increased its authorized capital to ` 400.00 million The management has not shared any concrete steps for increase in authorized share capital in order to allot the outstanding share application money as at 31 March 2011.

c) AEPL's accumulated losses at the end of the financial year are more than fifty per cent of its net worth. Further, it has incurred cash losses in the current financial year and in the immediately preceding financial year.

iii) Financial year ended 31 March 2012

a) With regard to certain transactions aggregating to ` 22.31 million entered into by AEPL during the current year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Service tax, there have been slight delays in payments of Service tax in few cases.

c) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Service Tax, Wealth Tax, Excise Duty, Customs Duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount of Dispute (` in million)	Period to which it relates	Forum where dispute is pending
Central Excise Act, 1944	Service Tax	18.00 million (including interest and excluding penalty)	From AY 2005-06 to AY 2006- 07	Andhra Pradesh High Court

d) AEPL's accumulated losses at the end of the financial year are more than fifty per cent of its net worth. Further, it has incurred cash losses in the current financial year and in the immediately preceding financial year.

iv) Financial year ended 31 March 2013

a) With regard to certain transactions aggregating to ` 97.07 million entered into by AEPL during the previous years, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues, there are serious delays in deposit of Service Tax and slight delays in deposit of Income Tax.

c) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Service Tax, Wealth Tax, Excise Duty, Customs Duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount of Dispute (` in million)	Period to which it relates	Forum where dispute is pending
Finance Act, 1994	Service Tax	18.08 million (excluding interest and penalty)	From AY 2005-06 to AY 2006- 07	Andhra Pradesh High Court

d) AEPL's accumulated losses at the end of the financial year are more than fifty per cent of its net worth. AEPL did not incur any cash losses during the previous year but has incurred cash losses in the immediately preceding financial year.

iv) Financial year ended 31 March 2014

a) With regard to certain transactions aggregating to ` 97.07 million entered into by AEPL during the previous years, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues of Service tax and Income tax, there have been slight delays in few cases.

c) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Service Tax, Wealth Tax and Cess which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the Statute	Nature of Dues	Amount of Dispute (` in million)	Period to which it relates	Forum where dispute is pending
Finance Act, 1994	Service Tax	18.08 million (excluding interest and penalty)	From AY 2005-06 to AY 2006- 07	Andhra Pradesh High Court

Kartikay Coal Washeries Private Limited (KCWPL)

i) Financial year ended 31 March 2010

a) With regard to certain transactions aggregating to ` 0.49 million entered into by KCWPL during the current year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales Tax and Service tax, there were delays in few cases.

ii) Financial year ended 31 March 2011

a) With regard to certain transactions aggregating to ` 0.65 million and ` 0.49 million entered into by KCWPL during the current year and previous year respectively, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Sales Tax, Service Tax, Cess and other material statutory dues were in arrears as at 31 March 2011 for a period of more than six months from the date they became payable, except an amount of ` 0.02 million in respect of Income Tax which were in arrears, as at 31 March 2011, for a period of more than six months from the date it became payable. The amount was subsequently deposited on 30 April 2011. As explained to us, KCWPL did not have any dues on account of Investor Education and Protection Fund, Employees State Insurance, Wealth Tax, Excise Duty and Customs Duty.

iii) Financial year ended 31 March 2012

a) With regard to certain transactions aggregating to ` 0.65 million and ` 0.49 million entered into by KCWPL during the year ended 31 March 2011 and year ended 31 March 2010 respectively, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Income tax, there have been slight delays in payments of Income tax in few cases.

iv) Financial year ended 31 March 2013

a) With regard to certain transactions aggregating to ` 0.65 million and ` 0.49 million entered into by KCWPL during the year ended 31 March 2011 and year ended 31 March 2010 respectively, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case amounts deducted/ accrued in the books of account in respect of undisputed statutory dues in respect of Income tax and Service tax, where there have been slight delays in few cases.

v) Financial year ended 31 March 2014

a) With regard to certain transactions aggregating to ` 0.65 million and ` 0.49 million entered into by KCWPL during the year ended 31 March 2011 and year ended 31 March 2010 respectively, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, have not been obtained.

b) In case amounts deducted/ accrued in the books of account in respect of undisputed statutory dues in respect of Income tax, Sales tax and Service tax, where there have been slight delays in few cases.

Spectrum Coal and Power Limited ('SCPL')

i) Financial year ended 31 March 2010

a) We are unable to express an opinion on the financial/operational impact on SCPLs investment amounting to ` 1,627.17 million toward setting up of 11 MTPA coal washery at Talcher, Orissa on land provided by Andhra Pradesh Power Generation Corporation Limited (APGENCO) on delay in setting up of commencement of railway siding at Talcher and consensus on certain commercial terms with the customer

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Income-tax, Sales- tax and Service tax, there were slight delays in few cases.

c) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income tax, Wealth tax, Sales tax, Service tax, Cess and other material statutory dues were in arrears as at 31 March 2010 for a period of more than six months from the date they became payable except as mentioned below:

Name of the Statute	Nature of dues	Amount (` in million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	55.80 plus penalty plus interest *	10 September 2004 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	1.70 plus penalty plus interest*	1 April 2004 to 30 June 2006	CESTAT, New Delhi
Income Tax Act, 1961	Income Tax	5.60**	1999-2000	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	8.50**	2000-2001	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	17.70**	2001-2002	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	5.80**	2001-2002	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	0.30**	2003-2004	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	8.90**	2004-2005	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	14.90**	2005-2006	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	0.90**	2006-2007	CIT(A), Mumbai

* Out of the above demand, we are informed by SCPL that it has deposited a sum of ` 38.80 million against these demands in earlier years.

** Out of the above demand, we are informed by SCPL that is has deposited a sum of ` 27.50 million against demands in earlier years.

ii) Financial year ended 31 March 2011

a) We are unable to express an opinion on the financial/operational impact on SCPLs investment amounting to ` 1,829.00 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 608.66 million toward setting up of 11 MTPA coal washery at Talcher, Orissa on land provided by Andhra Pradesh Power Generation Corporation Limited (APGENCO) on delay in setting up of commencement of railway siding at Talcher and consensus on certain commercial terms with the customer.

b) During the year SCPL has invested in 0.5% Compulsory convertible preference share capital of Aryan Energy Private Limited (AEPL), its fellow subsidiary, amounting to ` 200.00 million and loans and advances given to AEPL amounting to ` 600.00 million. The accumulated losses of AEPL have substantially eroded its paid-up capital and reserves. The management considers this investment as strategic in nature and expects that future cash flow will revive the present net worth position of AEPL. Accordingly, no provision for loss, if any, on the carrying value of investment /loans and advances amounting to ` 200.00 million and ` 600.00 million respectively, has been considered in these accounts. In view of present net worth position and uncertainty of future cash flows to revive such position, we are unable to express an opinion on the necessity of provision, if any, on the carrying value of investment and loans and advances in AEPL, its fellow subsidiary and the consequential impact on the profit for the year of SCPL.

c) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Income-tax, Sales- tax and Service tax, there were slight delays in few cases.

d) According to the information and explanations given to us, there are no dues of Income tax, Wealth tax, Sales tax, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	**Nature of dues**	**Amount (` in million)**	**Period to which the amount relates**	**Forum where dispute is pending**
Finance Act, 1994	Service tax	55.80 plus penalty plus interest *	10 September 2004 till 31 March 2006	CESTAT, New Delhi
Income Tax Act, 1961	Income Tax	5.60**	1999-2000	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	8.50**	2000-2001	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	5.80**	2001-2002	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	17.70**	2002-2003	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	10.80**	2004-2005	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	14.90**	2005-2006	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	0.90**	2006-2007	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	2.60**	2007-2008	CIT(A), Mumbai

* Out of the above demand, we are informed by SCPL that it has deposited a sum of ` 38.80 million against these demands in earlier years.
** Out of the above demand, we are informed by SCPL that it has deposited a sum of ` 35.70 million against demands in earlier years.

iii) Financial year ended 31 March 2012

a) We are unable to express an opinion on the financial/operational impact on SCPLs investment amounting to ` 1,961.37 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 123.02 million toward setting up of 11 MTPA coal washery at Talcher, Orissa on land provided by Andhra Pradesh Power Generation Corporation Limited (APGENCO) on delay in setting up of commencement of railway siding at Talcher and consensus on certain commercial terms with the customer.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales-tax, Service tax and Income tax, there have been slight delays in a few cases.

c) According to the information and explanations given to us, there are no dues in respect of Sales tax, Wealth tax, Custom duty and Service tax which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us, the following dues of Income tax have not been deposited by the SCPL on account of disputes:

Name of the Statute	Nature of dues	Amount (` in million)	Amount (` in million) paid under protest *	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	5.60**	5.60	1999-2000	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	8.50**	8.50	2000-2001	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	5.80	5.80	2001-2002	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	17.70	17.70	2001-2002	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	10.80	10.80	2004-2005	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	21.4	18.2#	2005-2006	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	0.9	0.9	2006-2007	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	2.6	2.6	2007-2008	CIT(A), Mumbai
Income Tax Act, 1961	Income Tax	9.5	7.0#	2008-2009	CIT(A), Mumbai

*: Represents amounts paid/ adjusted with refund due for earlier years.
**: Represents cases where no demand has been raised by the Income tax authorities as any addition to the income will be adjusted against the brought forward losses/ unabsorbed depreciation. Further, the amount mentioned represents penalty raised by the tax authorities in relation to such cases which has been disputed by SCPL.
#: SCPL has filed an appeal with the income tax authorities for obtaining a stay on the balance amount of demand.

iv) Financial year ended 31 March 2013

a) We are unable to express an opinion on the financial/operational impact on SCPLs investment amounting to ` 2,024.98 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 124.95 million toward setting up of 11 MTPA coal washery at Talcher, Orissa on land provided by Andhra Pradesh Power Generation Corporation Limited (APGENCO) on delay in setting up of commencement of railway siding at Talcher and consensus on certain commercial terms with the customer.

b) In case amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Service tax, Sales tax and Tax deducted at source where there have been slight delays in few cases.

d) According to the information and explanations given to us, there are no dues in respect of Sales tax, Wealth tax, Custom duty, Service tax, Excise duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except mentioned below:

Name of the Statute	Nature of dues	Amount (` in million)	Amount (` in million) paid under protest *	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	5.60**	5.60	1999-2000	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	8.50**	8.50	2000-2001	CIT (A), Mumbai

Name of the Statute	Nature of dues	Amount (` in million)	Amount (` in million) paid under protest *	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	5.80	5.80	2001-2002	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	14.90	14.90	2001-2002	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	12.22	12.22	2004-2005	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	0.90	0.90	2006-2007	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	2.6	2.6	2007-2008	ITAT, Mumbai
Finance Act, 1994	Service tax	2.00	1.90	Financial years 2006-07 to 2008-09	Commissioner of Central Excise (A)
Finance Act, 1994	Service tax	55.80	38.90	September 2004 to March 2006	High Court, Chhattisgarh

*: In case of Income Tax, represents amounts paid/ adjusted with refund due for earlier years.
**: In these cases and for the financial years 2003-04 and 2006-07, no demand has been raised by the Income tax authorities as any addition to the income will be adjusted against the brought forward losses/ unabsorbed depreciation. Further, the amount mentioned represents penalty raised by the tax authorities in relation to such cases which has been disputed by SCPL.

v) Financial year ended 31 March 2014

a) In case amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Service tax, Sales tax and Tax deducted at source where there have been slight delays in few cases.

b) According to the information and explanations given to us, there are no dues in respect of Sales tax, Wealth tax, Custom duty, Service tax, Excise duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except mentioned below:

Name of the Statute	Nature of dues	Amount (` in million)	Amount (` in million) paid under protest *	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	5.60**	5.60	1999-2000	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	8.50**	8.50	2000-2001	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	5.80	5.80	2001-2002	CIT (A), Mumbai
Income Tax Act, 1961	Income Tax	14.92	14.92	2001-2002	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	10.87	10.87	2004-2005	ITAT, Mumbai
Income Tax Act, 1961	Income Tax	0.90	0.90	2006-2007	ITAT, Mumbai

Name of the Statute	Nature of dues	Amount (` in million)	Amount (` in million) paid under protest *	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2.6	2.6	2007-2008	ITAT, Mumbai
Finance Act, 1994	Service tax	2.00	1.89	Financial years 2006-07 to 2008-09	Commissioner of Central Excise (A)
Finance Act, 1994	Service tax	55.80	38.88	September 2004 to March 2006	High Court, Chhattisgarh
Finance Act, 1994	Service tax	245.05	122.53	October 2006 to March 2011	CESTAT

*: In case of Income Tax, represents amounts paid/ adjusted with refund due for earlier years.

**: In these cases and for the financial year 2003-04 and 2005-06 no demands have been raised by the Income tax authorities as any addition to the income will be adjusted against the brought forward losses/ unabsorbed depreciation/ depreciation on account of additions to capital assets in previous period. Further, the amount mentioned represents penalty raised by the tax authorities in relation to such cases which has been disputed by SCPL.

TRN Energy Private Limited (TRN)

i) Financial year ended 31 March 2012

a) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Income tax, there have been slight delays in a few cases.

b) The accumulated losses of TRN are less than fifty percent of its net worth. TRN has incurred cash losses during the financial year covered by our report and in the immediately preceding financial year.

ii) Financial year ended 31 March 2013

a) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues, there have been significant delays in case of Service tax, and slight delays in case of Tax deducted at source.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income tax, Wealth tax, Sales tax, Services tax, Customs duty, Cess and other material statutory dues, as applicable, were in arrears as at 31 March 2013 for a period of more than six months from the date they became payable, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)	Period to which the amount relates	Due dates	Date of payment
Chapter V of Finance Act, 1994	Service tax	0.01	Financial year 2012-13	Different due dates as per service tax provisions	11 July 2013

c) The accumulated losses of TRN are less than fifty percent of its net worth. TRN has incurred cash losses during the financial year covered by our report and in the immediately preceding financial year.

d) TRN has used funds amounting to ` 4797.71 million raised on short term basis for long term investment.

iii) Financial year ended 31 March 2014

a) The accumulated losses of TRN are less than fifty percent of its net worth. TRN has incurred cash losses during the financial year covered by our report and in the immediately preceding financial year.

b) TRN has used funds amounting to ` 5,372.66 million raised on short term basis for long term investment.

ACB (India) Power Limited (ACBIPL)

i) Financial year ended 31 March 2011

ACBIPL has used funds amounting to ` 544.77 million raised on short term basis for long term investment.

ii) Financial year ended 31 March 2012

In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Income tax, there have been slight delays in a few cases.

Aryan Chhattisgarh Power Generation Private Limited (ACGPGPL)

i) Financial year ended 31 March 2013

ACGPGPL has used funds amounting to ` 0.02 million raised on short term basis for long term investment.

ii) Financial year ended 31 March 2014

ACGPGPL's accumulated losses at the end of the financial year are more than fifty percent of its net worth. Further, ACGPGPL has incurred cash losses during the current year and in previous year.

Aryan MP Power Generation Private Limited (AMPPGPL)

i) Financial year ended 31 March 2014

AMPPGPL accumulated losses at the end of the financial year are less than fifty percent of its net worth. Further, AMPPGPL has incurred cash losses during the current year and in previous year.

3. Reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss as at 1 April 2009, is given below:

Particulars	**Amount (in ` million)***
Surplus in statement of profit and loss balance as at 1 April 2009 as per audited financial statements	4,517.78
Adjustments for:	
Impairment of Fixed Assets	(64.94)
Surplus in statement of profit and loss as at 1 April 2009, as restated	**4,452.84**

*Figures in brackets represent decrease in surplus in statement of profit and loss.

4. Contingent liabilities, commitments and claims against the Company not acknowledged as debt

i) Financial year ended 31 March 2010

(a) Contingent liabilities:

Aryan Group has contested the liability of ` 80.79 million raised by service tax authorities.

(b) Corporate guarantees:

The corporate guarantee issued to Lehman Brothers Commercial Corporation Asia Limited, Hong kong, against credit facilities extended to Cellcap Securities Limited, BVI, a joint venture company, for an amount of USD 45.50 million was released upon full and final settlement of loan during the current year.

(c) Performance bank guarantees allocated in favour of subsidiaries and other companies:

Out of the total bank guarantee limits of the Company, bank guarantee limit of ` 561.00 million has been allocated in favour of Aryan M.P. Power Generation Private Limited (wholly owned subsidiary of the Company). The said bank guarantee is issued by Axis Bank in favour of Power Grid Corporation of India Limited and is in the nature of performance bank guarantee of Aryan M.P. Power Generation Private Limited.

ii) Financial year ended 31 March 2011

(a) Contingent liabilities:

- Aryan Group has contested the liability of ` 99.09 million raised by service tax authorities.
- Aryan Group has contested the liability of ` 3.03 million raised by income tax authorities.
- Aryan Group has contested the liability of ` 10.00 million raised by excise authorities.
- Aryan Group has contested the liability of ` 18.00 million and penalty of the same amount raised by the service tax authorities which is pending before the High court of Andhra Pradesh. The central Excise and service tax Appellate Tribunal (CESTAT) had passed the order in favour of AEPL. However, service tax department had filed an appeal in the high court of Andhra Pradesh against the order passed by CESTAT.

(b) Capital Commitments:

The estimated amounts of contracts remaining to be executed on capital account (net of advances) as at 31 March 2011 are ` 2,450.15 million.

(c) Corporate guarantees:

Aryan Group has given corporate guarantees of ` 3,155.00 million to Yes Bank Limited, New Delhi against credit facilities given by the said bank to group company.

Pinnacle Overseas Assets Limited ('POAL') (a subsidiary of CSL) has provided its Corporate Guarantee to Asset Reconstruction Company (India) Limited ('ARCIL') to secure the loans taken by SPGL from ARCIL and other secured lenders and has also pledged 68,125,683 equity shares i.e. 45.41% held by it in SPGL in favour of ARCIL and other secured Lenders.

(d) Performance bank guarantees allocated in favour of subsidiaries and other companies:

	Amount in ` million
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Ispat & Power Private Limited	25.66
	586.66

iii) Financial year ended 31 March 2012

(a) Contingent liabilities:

- Aryan Group has contested the liability of ` 2.17 million raised by service tax authorities.
- Aryan Group has contested the liability of ` 10.00 million raised by excise authorities.
- Aryan Group has contested the liability of ` 18.00 million and penalty of the same amount raised by the service tax authorities which is pending before the High court of Andhra Pradesh. The central Excise and service tax Appellate Tribunal (CESTAT) had passed the order in favour of AEPL. However, service tax department had filed an appeal in the high court of Andhra Pradesh against the order passed by CESTAT.
- ACCTPL had received a demand order dated 21 March 2011 on account of incorrect utilization of cenvat credit in respect of Service tax paid on services such as horticulture, housekeeping and surveillance fees wherein a demand of ` 0.29 million was raised. During the year, ACCTPL has preferred an appeal to the Commissioner of Central Excise (Appeals). No proceedings have taken place so far in the matter. The amount of demand (including penalty and interest due thereon) has been deposited with the authorities.
- SCPL had received a notice dated 15 March 2011 issued by the Deputy Commissioner of Income Tax, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the Income Tax Act,1961 for the Assessment years 2004-05 and 2005-06. SCPL had filed reply dated 23 March 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before Income Tax Appellate Tribunal and the assessing officer has the discretion to levy a penalty after the Appellate order will be received by him. The amount of the contingency cannot be quantified

(b) Capital commitments:

The estimated amounts of contracts remaining to be executed on capital account (net of advances) are ` 16,865.56 million.

(c) Other major commitments

i) Corporate guarantees:

Aryan Group has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by the Group is as follows:

	` in million
Other companies	
Spectrum Power Generation Limited	2,705.00
Maruti Clean Coal and Power Limited	800.00
	3,505.00

ii) The Company has partly paid shares of Spectrum Power Generation Limited, which requires further commitment of ` 1,450.00 million to make them fully paid-up.

iii) Performance bank guarantees allocated in favour of subsidiaries and other companies:

	` in million
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Ispat & Power Private Limited	25.66
	586.66

iv) Pinnacle Overseas Assets Limited ('POAL') (a subsidiary of CSL) has provided its Corporate Guarantee to Asset Reconstruction Company (India) Limited ('ARCIL') and other secured lenders and has also pledged 68.13 million equity shares held by it in SPGL in favour of ARCIL and other secured Lenders. POAL has also pledged 18.61 million equity shares held by it in SPGL in favour of Yes Bank Limited, which has provided secured loans to SPGL.

(d) Claims against the Company not acknowledged as debt:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by the Company. As a result, the customer has invoked bank guarantees for ` 353.90 million (including ` 37.99 million being proportionate share of GCMPL) subsequent of the year end, has raised a further claim of ` 320.44 million (including ` 80.22 million being proportionate share of GCMPL), toward cost of coal and recoveries against penalties.

The Group filed an application with District Judge, Nagpur for restrain on invocation of bank guarantees on the plea that there was a provision of arbitration clause in the agreement and the quality issue was to be referred to Arbitral Tribunal/Arbitration. District Judge dismissed the plea of Aryan Group and same was challenged by the Group before the Hon'ble High Court, Nagpur which granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained till the matter is heard by it. The status quo order is subsisting. Aryan Group has written to customer to appoint the Arbitrator so that they can adjudicate the matter pertaining to the quality of washed coal. The Group has strong case on merit before the Arbitrator.

iv) Financial year ended 31 March 2013

(a) Contingent liabilities

i) AEPL has been protesting the liability of ` 18.00 million and penalty of the same amount raised by the service tax authorities which is pending before the High Court of Andhra Pradesh. CESTAT had passed the order in favour of AEPL; however, Service Tax Department had filed an appeal with High Court of Andhra Pradesh against the order passed by CESTAT.

ii) ACCTPL has been contesting the liability of ` 12.61 million raised by excise authorities for short payment of excise duty.

iii) ACCTPL had received demand orders dated 21 March 2011 and 9 Nov 2011 on account of incorrect utilization of cenvat credit in respect of Service tax paid on services such as horticulture, housekeeping and surveillance fees wherein a demand of ` 0.30 million and ` 0.15 million respectively was raised. During the year 2011-12, ACCTPL had preferred an appeal to the Commissioner of Central Excise (Appeals) with respect of demand of ` 0.30 million. The decision for the same has been given by the Commissioner of Central Excise (Appeals) in favor of ACCTPL dated 7 May 2013.

iv) SCPL had received a notice dated 15 March 2011 issued by the Deputy Commissioner of Income Tax, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the Income Tax Act,1961 for the assessment years 2004-05 and 2005-06. SCPL had filed reply dated 23 March 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before Income Tax Appellate Tribunal and the assessing officer has the discretion to levy a penalty after the appellate order will be received by him. The amount of the contingency cannot be quantified.

v) SCPL had received a show cause notice from the Office of the Commissioner, Custom & Central Excise, Raipur wherein a demand of ` 122.53 million has been raised mainly on account of adjustment of advance service tax paid beyond period of limitation as per the provisions of Section 73 (1) of the Finance Act, 1944. Further subsequent to year ended 31 March 2013, SCPL has received order dated 14 May 2013 from the Office of the Commissioner, Custom & Central Excise, Raipur confirming the demand of ` 122.53 million alongwith penalty of ` 122.53 million. SCPL is in process of filing appeal against the order.

vi) There are certain civil and labour cases against the Aryan Group, the amount in respect of which is not material to the Group. However, the management based on the merits of the cases believes that the final outcome will not have any significant impact on the Aryan Group's financial position and operations.

(b) Capital commitments

The estimated amounts of contracts remaining to be executed on capital account (net of advances) as at 31 March 2013 are ` 10,684.16 million.

(c) Other major commitments

i) The Company has partly paid shares of Spectrum Power Generation Limited, which require further commitment of ` 1450.00 million to make them fully paid-up.

ii) The Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

(Amount in ` million)

Name of the Company	**For the year ended 31 March 2013**
Spectrum Power Generation Limited *	2,705.00
Maruti Clean Coal and Power Limited *	5,848.93
	8,553.93

* Became associate during the period.

iii) Performance bank guarantees allocated in favour of subsidiaries and other companies:

(Amount in ` million)

Particulars	**Year ended 31 March 2013**
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Clean Coal Technologies Private Limited	25.95
- Aryan Energy Private Limited	31.05
Other companies:	
- Aryan Ispat & Power Private Limited (subsidiary upto 08 April 2011)	25.66
	643.66

iv) Pinnacle Overseas Assets Limited ('POAL') (a subsidiary of CSL) has provided its Corporate Guarantee to Asset Reconstruction Company (India) Limited ('ARCIL') and other secured lenders and has also pledged 68,125,683 equity shares held by it in SPGL in favour of ARCIL and other secured Lenders. POAL has also pledged 18,606,558 equity shares held by it in SPGL in favour of Yes Bank Limited, which has provided secured loans to SPGL.

(d) Claims against the Group not acknowledged as debt:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by Aryan Group. Further, the customer has invoked bank guarantees aggregating to ` 353.90 million (including ` 37.99 million being proportionate share of GCMPL) and during the year ended 31 March 2013, has raised a further claim aggregating to ` 320.44 million (including ` 80.22 million being proportionate share of GCMPL) toward cost of coal and recoveries against penalties.

During the current year, Aryan Group filed an application u/s 9 of the Arbitration and Conciliation Act, 1996 seeking interim protection from the invocation of bank guarantees till the matter is decided by Arbitral Tribunal as there is arbitration clause in the agreement entered into with the said customer and quality issue is a dispute under the agreement which should be referred to the Arbitral Tribunal. District Judge dismissed the plea of Aryan Group and same was challenged by Aryan Group before the Hon'ble High Court, Nagpur which initially granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained. Subsequent to the year end, on 17 July 2013, the appeal of Aryan Group has been dismissed by the Hon'ble High Court, Nagpur. Aryan Group is in the process of evaluating the next course of action and will file the necessary appeal against this order in consultation with its legal counsels.

v) Financial year ended 31 March 2014

(a) Contingent liabilities

i) The contingent liability of the Company relating to Sales Tax is ` 17.02 million.

ii) AEPL has been protesting the liability of ` 18.00 million and penalty of the same amount raised by the service tax authorities which is pending before the High Court of Andhra Pradesh. CESTAT had passed the order in favour of AEPL; however, Service Tax Department had filed an appeal with High Court of Andhra Pradesh against the order passed by CESTAT.

iii) ACCTPL has been contesting the liability of ` 0.56 million raised by excise authorities for short payment of excise duty.

iv) ACCTPL has been contesting the liability of ` 0.15 million on account of incorrect utilization of cenvat credit in respect of Service tax paid on services such as horticulture, housekeeping and surveillance fees wherein a demand of ` 0.15 million was raised.

v) SCPL had received a notice dated 15 March 2011 issued by the Deputy Commissioner of Income Tax, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the Income Tax Act,1961 for the assessment years 2004-05 and 2005-06. SCPL had filed reply dated 23 March 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before Income Tax Appellate Tribunal and the assessing officer has the discretion to levy a penalty after the appellate order will be received by him. The amount of the contingency cannot be quantified.

vi) SCPL had received a demand order from the Office of the Commissioner, Custom & Central Excise, Raipur wherein a demand of ` 122.52 million along with penalty of ` 122.52 million has been raised mainly on account of adjustment of advance service tax paid beyond period of limitation as per the provisions of section 73 (1) of the Finance Act, 1944. SCPL is in appeal before CESTAT, New Delhi against the order.

vii) There are certain civil and labour cases against the Aryan Group, the amount in respect of which is not material to the Group. However, the management based on the merits of the cases believes that the final outcome will not have any significant impact on the Aryan Group's financial position and operations.

(b) Capital commitments

The estimated amounts of contracts remaining to be executed on capital account (net of advances) as at 31 March 2014 are ` 12,970.02 million.

(c) Other major commitments

i) The Company has partly paid shares of Spectrum Power Generation Limited, which require further commitment of ` 1450.00 million to make them fully paid-up.

ii) The Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

(Amount in ` million)

Name of the Company	**For the year ended 31 March 2014**
Spectrum Power Generation Limited	1,380.89
Maruti Clean Coal and Power Limited (Jointly and severally with other parties till commercial operation date of 300 MW Power project of Maruti Clean Coal and Power Limited)	9,683.57
	11,064.46

.

iii) Performance bank guarantees allocated in favour of other companies:

(Amount in ` million)

Particulars	**Year ended 31 March 2014**
Other companies:	
- Aryan Ispat & Power Private Limited (subsidiary upto 08 April 2011)	25.66
- Maruti Clean Coal and Power Limited	165.00
	190.66

iv) Pinnacle Overseas Assets Limited ('POAL') (a subsidiary of CSL) has provided its Corporate Guarantee under the 'Scheme of Arrangement' sanctioned by Hon'ble High Court of Andhra Pradesh to certain erstwhile secured lenders to the extent of 3.33% of secured obligation of SPGL and has also pledged 6,356,126 equity shares held by it in SPGL to ARCIL on behalf of certain erstwhile secured lenders. POAL has also pledged 18,606,558 equity shares held by it in SPGL in favour of Yes Bank Limited, which has provided secured loans to SPGL.

v) The search operation u/s 132/133A of Income Tax Act, 1961 ("the Act") was initiated on 12 April 2012 on the ACBIL, SCPL and AEPL. The search proceedings were effectively concluded vide last Panchnama drawn on 11 June 2012. Subsequent to the year end, these companies have filed revised returns. At this stage, no tax demand has been determined pursuant to the search proceedings.

(d) Claims against the Group not acknowledged as debt:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by Aryan Group. Further, the customer has invoked bank guarantees aggregating to ` 353.90 million (including ` 37.99 million being proportionate share of GCMPL) and during the year ended 31 March 2013, has raised a further claim aggregating to ` 323.44 million (including ` 80.22 million being proportionate share of GCMPL) toward cost of coal and recoveries against penalties.

During the current year, Aryan Group filed an application u/s 9 of the Arbitration and Conciliation Act, 1996 seeking interim protection from the invocation of bank guarantees till the matter is decided by Arbitral Tribunal as there is arbitration clause in the agreement entered into with the said customer and quality issue is a dispute under the agreement which should be referred to the Arbitral Tribunal. District Judge dismissed the plea of Aryan Group and same was challenged by Aryan Group before the Hon'ble High Court, Nagpur which initially granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained. Subsequent to the year end, on 17 July 2013, the appeal of Aryan Group has been dismissed by the Hon'ble High Court, Nagpur. Aryan Group filed review petition before Hon'ble Bombay High Court dated 29 July 2013. The review petition was also dismissed on 17 January 2014. Against the above order, Aryan Group filed Special Leave Petition ('SLP') with Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India granted interim order maintaining status quo and the matter is pending for hearing. Meantime, on the application filed for the appointment of Arbitrator, the Hon'ble Bombay High Court, Nagpur Bench appointed Sole Arbitrator. The Sole Arbitrator so appointed has directed Aryan Group to file its claim on or before 19 August 2014. The matter is under litigation, however, management believes that the final outcome of the litigation will not have substantial financial impact and accordingly no provision is required against the claims of the customer.

5. Other significant notes as appearing in financial statement

i) Financial year ended 31 March 2010

a. During the year, AIPPL lost 15,000 MT of coal stock due to fire from spontaneous combustion, having value of `. 17.42 million. AIPPL has filed an insurance claim against the same; however, on conservative basis AIPPL has charged this to profit and loss account.

b. During the year, SCPL has changed its accounting policy for calculation of depreciation on building constructed on lease hold land where lease period is 30 years or less. Hitherto, SCPL was charging depreciation on building constructed on leasehold land at written down value (WDV) method at the rates prescribed under Schedule XIV of the Companies Act. 1956. During the previous year, based on recent opinion issued by "Expert Advisory Committee" of the "Institute of Chartered Accountants of India", SCPL has changed its accounting policy of charging such depreciation and started amortizing building on such leasehold land over the lease period of such leasehold land.

As a result of change in this policy, the depreciation charge for the previous year under report was lower by `. 3.14 million out of which ` 1.63 million is related to prior periods. Deferred tax charge for the previous year was higher by ` 1.04 million and the profit after tax was higher by ` 2.09 million.

c. Aryan Group has directly and indirectly infused ` 789.57 million in SPGL which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. The equity capital of SPGL has already been restructured and therefore Aryan Group is confident of making good returns on its investments based on the tum-around of the existing 208MW operations and implementation of 350 MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure. Aryan Group has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

d. The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is subjudice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon' ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

e. Pursuant to an agreement entered into with Andhra Pradesh Power Generation Corporation Limited (APGENCO), SCPL is in the process of setting up 11 MTPA coal washery at Talcher, Orissa on land provided by APGENCO out of which the first phase of 7 MTPA had already been commissioned. SCPL has invested ` 1,627.17 million (including capital work in progress) towards the above mentioned coal washery as at 31 March 2011. Delay in setting up of railway siding at Talcher and consensus on certain commercial terms has resulted in delays in commencement of commercial operations. SCPL is hopeful that the commercial issues will be completely resolved in the near future and expects to commence the commercial operations at this washery immediately on such resolution. SCPL does not foresee any liability due to delay in commencement of commercial operations. Accordingly, SCPL has continued to state the amounts incurred towards the project at historical cost and no impairment analysis has been considered at this stage.

f. During the year the Cellcap Group has settled loan taken from M/s Lehman Brothers Commercial Corporation Asia Limited which had been novated to M/s Kingfisher Capital Clo Limited. The balance (net of security trustee fee paid to HSBC Hong Kong Loan Agency) upon one time settlement of the loan facility has been credited to Capital Reserve. Further, in accordance with the one time settlement the balance appearing in the name of M/s Lehman Brothers Opportunity Limited has also been credited to Capital Reserve. Furthermore as part of one time settlement, CSL has acquired 6,742,248 equity shares of Pinnacle Overseas Assets Limited ('POAL') form M/s Lehman Brothers Opportunity Limited which represents 20% stake held by them in POAL.

g. POAL had submitted a bid during the year 2006-2007 to Asset Reconstruction Company of India Limited (ARCIL) with a plan to restructure the equity share capital and the secured loans of Spectrum Power Generation Limited (SPGL) and was selected as a qualified bidder in terms of sanction letter issued by ARCIL Dated 12th December 2006. The process of restructuring of SPGL has been approved by the Hon 'ble High Court of Andhra Pradesh, in terms of the petition filed under section 391-394 of the Companies Act, 1956 before the said Court. In pursuance of the bid submitted the POAL has already deposited a sum of USD 11.24 million on 15th December 2006 with ARCIL. POAL has also infused as equity share capital in SPGL USD 25.43 million immediately upon the Sanction of Rehabilitation Scheme by the Hon'ble High Court of Andhra Pradesh.

h. POAL has provided its Corporate Guarantee to ARCIL to secure the loans taken by SPGL from ARCIL and other secured Lenders and has also pledged 76% of the equity shares held by it in SPGL in favour of ARCTL and other secured Lenders.

Financial year ended 31 March 2011

a. Aryan Group is in the process of relocating its coal washing plant located at Indaram (Dist. Adilabad, AP) to Ramakrishanpuram (Dist. Adilabad, AP). Certain fixed assets of Indaram Plant showing under the head factory building and building cannot be relocated to the new location. Accordingly a sum of ` 7.16 million, being the excess of the depreciated value over the existing useful value, has been charged to Profit and Loss Account.

b. Aryan Group has directly and indirectly infused ` 1,089.57 million in SPGL which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. The equity capital of SPGL has already been restructured and therefore Aryan Group is confident of making good returns on its investments based on the tum-around of the existing 208MW operations and implementation of 350 MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure. Aryan Group has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

c. The Company has issued a letter of comfort to a bank acting as security agent in respect of ECB of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

d. The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is subjudice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon' ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

e. Pursuant to an agreement entered into with Andhra Pradesh Power Generation Corporation Limited (APGENCO), SCPL is in the process of setting up 11 MTPA coal washery at Talcher, Orissa on land provided by APGENCO out of which the first phase of 7 MTPA had already been commissioned. SCPL has incurred expenditure towards fixed assets amounting to ` 1,220.34 million, Capital work in progress amounting to ` 608.66 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 121.11 million towards the above mentioned coal washery as at 31 March 2011. Delay in setting up of railway siding at Talcher and consensus on certain commercial terms has resulted in delays in commencement of commercial operations. SCPL is hopeful that the commercial issues will be completely resolved in the near future and expects to commence the commercial operations at this washery immediately on such resolution. SCPL does not foresee any liability due to delay in commencement of commercial operations. Accordingly, SCPL has continued to state the amounts incurred towards the project at historical cost and no impairment analysis has been considered at this stage.

f. As at 31 March 2011, The Aryan group has overdue trade receivables and security deposit receivable, amounting to ` 482.87 million and ` 8.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50.00 million withheld with KPCL has been released and the matter regarding recovery of amount receivable from KPCL is subjudice and pending for final hearing with the Hon’ble High Court, Karnataka.

g. During the current year, AIPPL has provided for ` 312.50 million in Statement of Profit and Loss on account of impairment loss from the plant and machinery subsequent to the technical assessment and evaluation carried out by the chartered engineer.

h. During the previous year, SCPL has changed its accounting policy for calculation of depreciation on building constructed on lease hold land where lease period is 30 years or less. Hitherto, SCPL was charging depreciation on building constructed on leasehold land at written down value (WDV) method at the rates prescribed under Schedule XIV of the Companies Act. 1956. During the previous year, based on recent opinion issued by "Expert Advisory Committee" of the "Institute of Chartered Accountants of India", SCPL has changed its accounting policy of charging such depreciation and started amortizing building on such leasehold land over the lease period of such leasehold land.

As a result of change in this policy, the depreciation charge for the previous year under report was lower by `. 3.14 million out of which ` 1.63 million is related to prior periods. Deferred tax charge for the previous year was higher by ` 1.04 million and the profit after tax was higher by ` 2.09 million.

i. CSL holds majority stake in POAL, which was selected as successful bidder by Asset Reconstruction Company (India) Limited ('ARCIL') for restructuring of equity and debt of Spectrum Power Generation Limited ('SPGL') through Scheme of Arrangement ('Scheme') which was sanctioned by Hon'ble High Court of Andhra Pradesh. CSL being the majority shareholder of POAL has also entered into a Memorandum of Understanding ('MoU') with ARCIL whereby it has undertaken to cause and procure its shareholders to ensure the implementation of the Scheme. The obligations under the Scheme and the MoU have since been completed except with regard to listing of equity shares of SPGL.

j. POAL had submitted a bid during the year 2006-2007 to Asset Reconstruction Company of (India) Limited (ARCIL) with a plan to restructure the equity share capital and the secured loans of SPGL and was selected as a qualified bidder in terms of sanction letter issued by ARCIL Dated 12th December 2006. The process of restructuring of equity and debt of SPGL has been approved by the Hon'ble High Court of Andhra Pradesh, in terms of the Scheme of Arrangement ('Scheme') filed under section 391-394 of the Companies Act, 1956 before the said Court. In pursuance of the bid submitted POAL has already deposited a sum of USD 11.24 million on 15 December 2006 with ARCIL. POAL has infused as equity share capital in SPGL USD 25.43 million immediately upon the sanction of Scheme by the Hon'ble High Court of Andhra Pradesh.

ii) Financial year ended 31 March 2012

a. Aryan Group has directly and indirectly infused ` 857.82 million in SPGL which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. The equity capital of SPGL has already been restructured and therefore Aryan Group is confident of making good returns on its investments based on the tum-around of the existing 208MW operations and implementation of 350 MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure. Aryan Group has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

b. During the year, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by Aryan Group. Further, the customer has invoked bank guarantees aggregating to ` 353.89 million (including ` 37.99 million being proportionate share of GCMPL) and subsequent to the year end, has raised a further claim aggregating to ` 320.44 million (including ` 80.22 million being proportionate share of GCMPL) toward cost of coal and recoveries against penalties.

Aryan Group filed an application with District Judge, Nagpur for restrain on invocation of bank guarantees on the plea that there was a provision of arbitration clause in the agreement and the quality issue was to be referred to Arbitral Tribunal/Arbitration. District Judge dismissed the plea of Aryan Group and same was challenged by Aryan Group before the Hon'ble High Court, Nagpur which granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained till the matter is heard by it. The status quo order is subsisting. Aryan Group has written to customer to appoint the Arbitrator so that they can adjudicate the matter pertaining to the quality of washed coal. Aryan Group has strong case on merit before the Arbitrator.

c. The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is subjudice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon' ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

d. Pursuant to an agreement entered into with Andhra Pradesh Power Generation Corporation Limited (APGENCO), SCPL is in the process of setting up 11 MTPA coal washery at Talcher, Orissa on land provided by APGENCO out of which the first phase of 7 MTPA had already been commissioned. SCPL has incurred expenditure towards fixed assets amounting to ` 1,265.56 million, Capital work in progress amounting to ` 695.81 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 123.01 million towards the above mentioned coal washery as at 31 March 2012. Delay in consensus on certain commercial terms has resulted in delays in commencement of commercial operations. SCPL is hopeful that the commercial issues will be completely resolved in the near future and expects to commence the commercial operations at this washery immediately on such resolution. SCPL does not foresee any liability due to delay in commencement of commercial operations. Accordingly, SCPL has continued to state the amounts incurred towards the project at historical cost and no impairment analysis has been considered at this stage.

e. As at 31 March 2013, The Aryan group has overdue trade receivables and security deposit receivable, amounting to ` 482.87 million and ` 8.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50.00 million withheld with KPCL has been released and the matter regarding recovery of amount receivable from KPCL is subjudice and pending for final hearing with the Hon’ble High Court, Karnataka.

f. During the financial year ended on 31 March 2011, AIPPL has provided for ` 312.50 million in Statement of Profit and Loss on account of impairment loss from the plant and machinery subsequent to the technical assessment and evaluation carried out by the chartered engineer.

g. CSL holds majority stake in POAL, which was selected as successful bidder by Asset Reconstruction Company (India) Limited ('ARCIL') for restructuring of equity and debt of Spectrum Power Generation Limited ('SPGL') through Scheme of Arrangement ('Scheme') which was sanctioned by Hon'ble High Court of Andhra Pradesh. CSL being the majority shareholder of POAL has also entered into a Memorandum of Understanding ('MoU') with ARCIL whereby it has undertaken to cause and procure its shareholders to ensure the implementation of the Scheme. The obligations under the Scheme and the MoU have since been completed except with regard to listing of equity shares of SPGL.

h. POAL had submitted a bid during the year 2006-2007 to Asset Reconstruction Company of (India) Limited (ARCIL) with a plan to restructure the equity share capital and the secured loans of SPGL and was selected as a qualified bidder in terms of sanction letter issued by ARCIL Dated 12th December 2006. The process of restructuring of equity and debt of SPGL has been approved by the Hon'ble High Court of Andhra Pradesh, in terms of the Scheme of Arrangement ('Scheme') filed under section 391-394 of the Companies Act, 1956 before the said Court. In pursuance of the bid submitted POAL has already deposited a sum of USD 11.24 million on 15 December 2006 with ARCIL. POAL has infused as equity share capital in SPGL USD 25.43 million immediately upon the sanction of Scheme by the Hon’ble High Court of Andhra Pradesh.

i. During the year ended on 31 March 2012 the Company had sold substantial portion of its investment in AIPPL. The Company had recognised a loss of ` 946.90 million upon sale of 7,308,000 equity shares held by it in AIPPL. Such loss was adjusted against the provision for diminution in the value of investment amounting to ` 970.23 million which was created during the year ended 31 March 2011. As at 31 March 2012, the provision for diminution in value of these investments aggregates ` 23.32 million after adjusting the above-mentioned loss upon sale of investments.

j. During the previous year, ACBIPL has obtained a legal opinion to evaluate whether ACBIPL is required to register as a Core Investment Company as defined under Core Investment Companies (Reserve Bank) Directions, 2011 issued under the RBI Act and thereafter follow the guidelines applicable to a Core Investment Company. Based on the legal advice received, ACBIPL is of the view that abovementioned guidelines are applicable to a Non-Banking Financial Company and under the present applicable situation, ACBIPL cannot be categorized as a Non-Banking Financial Company as defined under Section 45-I (f) of the RBI Act and accordingly registration requirements relating to Core Investment Company are not applicable ACBIPL.

iii) Financial year ended 31 March 2013

a. Aryan Group has directly and indirectly infused ` 1,123.22 million in SPGL which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. However, one of the major milestone (i.e. coming out with an public offer by 31 December 2011) is not yet achieved. The Company is in discussion with Asset Restructuring Company India Limited ("ARCIL") to buy the shares of SPGL held by them based on the fair valuation of SPGL and its business. Accordingly, management is of the opinion that diminution in the value of investment is not required to be recognised on the financial statements.

b. The Company has an outstanding litigation in relation to a notice from the Ministry of Home Affairs, Government of India ("MHA") to appear before it pursuant to allegations of pilferage of coal in the state of Chhattisgarh made against the Company by the Central Empowered Committee ("CEC") set up by the Hon'ble Supreme Court of India. In the report, CEC alleged that high quality coal was supplied in the garb of coal rejects by certain enterprises, which had sourced a part of the coal rejects from the Company. The Company had attended the hearing at the Office of the Union Home Secretary, MHA, on 8 February 2010. Subsequently, on 18 February 2010, the Company made representations in writing in relation to certain additional information sought by the Home Secretary on the disposal of coal rejects generated from the washing process by the Company. The Company has neither received any further correspondence from the MHA in this regard nor the matter was listed for hearing in the Hon'ble Supreme Court since the above referred enquiry was directed by the Court. The matter is sub- judice before the Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position and on operations.

c. Pursuant to an agreement entered into with Andhra Pradesh Power Generation Corporation Limited (APGENCO), SCPL has set up a coal washery at Talcher, Orissa on land provided by APGENCO. SCPL has incurred expenditure towards fixed assets amounting to ` 1,725.64 million, capital work in progress amounting to ` 299.34 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 124.95 million towards the above mentioned coal washery as at 31 March 2013. Commercial operations of the washery are expected to commence after the issue of a letter of intent for ancillary works, such as transportation of coal and handling of coal rejects by APGENCO to any party. SCPL is hopeful that contract of the ancillary works, by APGENCO, will be awarded in the near future. The SCPL does not foresee any liability due to delay in commencement of commercial operations. Accordingly, SCPL has continued to state the amounts incurred towards the project at historical cost and no impairment analysis has been considered at this stage.

d. As at 31 March 2013, The Aryan group has overdue trade receivables and security deposit receivable, amounting to ` 482.87 million and ` 8.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50.00 million withheld with KPCL has been released and the matter regarding recovery of amount receivable from KPCL is subjudice and pending for final hearing with the Hon'ble High Court, Karnataka.

Further, during the year ended 31 March 2013, the Group has filed civil suit in the appropriate court for the recovery of its amount as the limitation period to recover this amount through court was due to expire. Also, the notice has been issued by the court to KPCL to file their written statement. KPCL in its written statement contested the claim of the Group and denied to any amount payable to the Group. However, based on the merits of the case, management is confident of recovery the entire outstanding balance.

e. The Company's coal washery at Binjhari, Chhattisgarh having a gross block of ` 218.527 million and a net block of ` 155.94 million as at 31 March 2013 was commissioned in November 2010 and coal washery at Hemgir, Odisha having a gross block of ` 936.17 and a net block of ` 792.47 as at 31 March 2013 was commissioned in May 2011. These washeries have been identified as separate cash generating units. Considering the demand for beneficiated coal in India, the Company builds up the capacities in advance at various strategic locations.

Presently the Company is in the process of negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

Considering the above, management expects that it is too early to carry out impairment testing, wherein future cash flows are being estimated to determine the provision required, if any, in respect of impairment of cash generating units.

f. During the year ended on 31 March 2012 the Company had sold substantial portion of its investment in AIPPL. The Company had recognised a loss of ` 946.90 million upon sale of 7,308,000 equity shares held by it in AIPPL. Such loss was adjusted against the provision for diminution in the value of investment amounting to ` 970.23 million which was created during the year ended 31 March 2011. As at 31 March 2013, the provision for diminution in value of these investments aggregates ` 23.32 million after adjusting the above-mentioned loss upon sale of investments.

g. During the previous year, ACBIPL has obtained a legal opinion to evaluate whether ACBIPL is required to register as a Core Investment Company as defined under Core Investment Companies (Reserve Bank) Directions, 2011 issued under the RBI Act and thereafter follow the guidelines applicable to a Core Investment Company. Based on the legal advice received, ACBIPL is of the view that abovementioned guidelines are applicable to a Non-Banking Financial Company and under the present applicable situation, ACBIPL cannot be categorized as a Non-Banking Financial Company as defined under Section 45-I (f) of the RBI Act and accordingly registration requirements relating to Core Investment Company are not applicable ACBIPL.

h. Aryan Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961, wherever applicable. Since the law requires such information and documentation to be contemporaneous in nature, Aryan Group has maintained adequate documentation of the transactions entered into with the associated enterprises. In respect of domestic transactions entered into with the specified persons during the financial year, Aryan Group is in the process of updating the documentation. Aryan Group expects these records to be in existence in accordance within the due dates as per the requirements of the law. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

i. Pursuant to Memorandum of understanding (MoU) entered between ACBIL and Government of Chhattisgarh (GoCG), ACGPGPL signed an Implementation Agreement (IA) dated 18 February 2010, read

with amendment thereto, with GoCG for setting up 1100MW Thermal Power Plant in the state of Chhattisgarh. ACGPGPL has applied for Coal linkage and environmental clearance for the above project. Pending coal linkage and environmental clearance, there has been delay in commencement of construction activities of the above project.

Management is in process of taking necessary action as advised from time to time by relevant authorities and would receive the necessary clearances soon and is hopeful that this delay would not result into any substantial financial impact to ACGPGPL.

j. Pursuant to Memorandum of understanding (MoU) entered between ACBIL and Government of Madhya Pradesh (GoMP), AMPPGPL signed an Implementation Agreement (IA) dated 27 May 2008, read with amendment thereto, with GoMP for setting up 1200MW Thermal Power Plant in the state of Madhya Pradesh. AMPPGPL has acquired the requisite land and has applied for Coal linkage and environmental clearance for the above project. Pending coal linkage and environmental clearance, there has been delay in commencement of construction activities of the above project. Keeping in view the delay in start of the project on account of reasons mentioned above, AMPPGPL has decided to charge off the expenses aggregating to ` 6.89 million during the year ended march 31, 2013.

Management is in process of taking necessary action as advised from time to time by relevant authorities and would receive the necessary clearances soon and is hopeful that this delay would not result into any substantial financial impact to AMPPGPL.

iv) Financial year ended 31 March 2014

a. The Company has an outstanding litigation in relation to a notice from the Ministry of Home Affairs, Government of India ("MHA") to appear before it pursuant to allegations of pilferage of coal in the state of Chhattisgarh made against the Company by the Central Empowered Committee ("CEC") set up by the Hon'ble Supreme Court of India. In the report, CEC alleged that high quality coal was supplied in the garb of coal rejects by certain enterprises, which had sourced a part of the coal rejects from the Company. The Company had attended the hearing at the Office of the Union Home Secretary, MHA, on 8 February 2010. Subsequently, on 18 February 2010, the Company made representations in writing in relation to certain additional information sought by the Home Secretary on the disposal of coal rejects generated from the washing process by the Company. The Company has neither received any further correspondence from the MHA in this regard nor the matter was listed for hearing in the Hon'ble Supreme Court since the above referred enquiry was directed by the Court. The matter is sub- judice before the Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position and on operations.

b. Pursuant to an agreement entered into with Andhra Pradesh Power Generation Corporation Limited (APGENCO), SCPL has set up a coal washery at Talcher, Orissa on land provided by APGENCO. SCPL has incurred expenditure towards fixed assets amounting to ` 1,726.38 million, capital work in progress amounting to ` 356.27 million and loans and advances (accumulated service tax input credit on capital goods) amounting to ` 130.60 million towards the above mentioned coal washery as at 31 March 2014. Commercial operations of the washery are expected to commence after the issue of a letter of intent for ancillary works, such as transportation of coal and handling of coal rejects by APGENCO to any party. SCPL is hopeful that contract of the ancillary works, by APGENCO, will be awarded in the near future. The SCPL does not foresee any liability due to delay in commencement of commercial operations. Accordingly, SCPL has continued to state the amounts incurred towards the project at historical cost and no impairment analysis has been considered at this stage.

c. As at 31 March 2014, The Aryan group has overdue trade receivables and security deposit receivable, amounting to ` 482.87 million and ` 8.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50.00 million withheld with KPCL has been released and the matter regarding recovery of amount receivable from KPCL is subjudice and pending for final hearing with the Hon'ble High Court, Karnataka.

Further, during the year ended 31 March 2013, the Group has filed civil suit in the appropriate court for the recovery of its amount as the limitation period to recover this amount through court was due to expire. Also, the notice has been issued by the court to KPCL to file their written statement. KPCL in its written statement contested the claim of the Group and denied to any amount payable to the Group. However, based on the merits of the case, management is confident of recovery the entire outstanding balance.

d. i) The Company's coal washery at Binjhari, Chattisgarh having a gross block of ` 218.56 million and a net block of ` 136.10 million as at 31 March 2014 was commissioned in November 2010 and a coal washery at Panderpauni, Maharashtra having a gross block of ` 351.39 million and a net block of ` 87.73 million was commissioned in May 2003. These washeries have been identified as separate cash generating units. During the year ended 31 March 2014, the Binjhari washery was operating at nil capacity while Pandarpauni washery was operating at low capacity. Presently the Company is in the process of negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

ii) The Company's coal washery at Hemgir, Odisha having a gross block of ` 948.47 million and a net block of ` 699.29 million as at 31 March 2014 was commissioned in May 2011. This washery has been identified as separate cash generating unit and was operating at low capacity during the year. Considering the demand for beneficiated coal in India, the Company builds up the capacities in advance at various strategic locations. The Company has received long-term revenue contract for supply of beneficiated coal from this washery and is also negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

Considering the above, management expects that it is too early to carry out impairment testing, wherein future cash flows are being estimated to determine the provision required, if any, in respect of impairment of cash generating units.

e. During the previous year, ACBIPL has obtained a legal opinion to evaluate whether ACBIPL is required to register as a Core Investment Company as defined under Core Investment Companies (Reserve Bank) Directions, 2011 issued under the RBI Act and thereafter follow the guidelines applicable to a Core Investment Company. Based on the legal advice received, ACBIPL is of the view that abovementioned guidelines are applicable to a Non-Banking Financial Company and under the present applicable situation, ACBIPL cannot be categorized as a Non-Banking Financial Company as defined under Section 45-I (f) of the RBI Act and accordingly registration requirements relating to Core Investment Company are not applicable ACBIPL.

f. Aryan Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961, wherever applicable. Since the law requires such information and documentation to be contemporaneous in nature, Aryan Group has maintained adequate documentation of the transactions entered into with the associated enterprises. In respect of domestic transactions entered into with the specified persons during the financial year, Aryan Group is in the process of updating the documentation. Aryan Group expects these records to be in existence in accordance within the due dates as per the requirements of the law. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

g. Pursuant to Memorandum of understanding (MoU) entered between ACBIL and Government of Chhattisgarh (GoCG), ACGPGPL signed an Implementation Agreement (IA) dated 18 February 2010, read with amendment thereto, with GoCG for setting up 1100MW Thermal Power Plant in the state of Chhattisgarh. ACGPGPL has applied for Coal linkage and environmental clearance for the above project. Pending coal linkage and environmental clearance, there has been delay in commencement of construction activities of the above project.

Management is in process of taking necessary action as advised from time to time by relevant authorities and would receive the necessary clearances soon and is hopeful that this delay would not result into any substantial financial impact to ACGPGPL.

h. Pursuant to Memorandum of understanding (MoU) entered between ACBIL and Government of Madhya Pradesh (GoMP), AMPPGPL signed an Implementation Agreement (IA) dated 27 May 2008, read with amendment thereto, with GoMP for setting up 1200MW Thermal Power Plant in the state of Madhya Pradesh. AMPPGPL has acquired the requisite land and has applied for Coal linkage and environmental clearance for the above project. Pending coal linkage and environmental clearance, there has been delay in commencement of construction activities of the above project. Keeping in view the delay in start of the project on account of reasons mentioned above, AMPPGPL has decided to charge off the expenses aggregating to ` 5.04 million during the year ended March 31, 2014.

Management is in process of taking necessary action as advised from time to time by relevant authorities and would receive the necessary clearances soon and is hopeful that this delay would not result into any substantial financial impact to AMPPGPL.

i. During the year ended 31 March 2014, the Company has changed the trigger plan date for 270 MW Thermal Power Plant business eligible for tax holiday period under Section 80-IA of the Income Tax Act, 1961. Accordingly deferred tax assets to the extent of ` 108.55 million have been considered for adjustment with deferred tax charge for the year ended 31 March 2014.

j. GCMPL has invested in share capital amounting to ` 445.92 million and share application money amounting to ` 66.07 XLR Capital (Cyprus) Limited (‘XLRCL’). XLRCL has further invested in Yara Dallol B.V., Sluiskil, Netherlands (‘YD’) an associated company. The Potash mining project in Ethopia, which YD is presently persuing is in the feasibility stage. Considering the nature of project, it takes a very long time for exploration. Basis the current developments, the Company is hopeful that the project will yield positive results in near future and this delay will not have any financial impact on the Company. Accordingly, at this stage, no provision for diminution is required to be made for this investment made by the Company.

k. Long term debt maturity schedule as at 31 March 2014

(Amount in ` million)

Term loans repayable	**As at 31 March 2014**
within 1 year	3,466.45
within 1 to 3 years	9,557.23
within 3 to 5 years	8,391.53
more than 5 years	5,555.50
Total	**26,970.71**

l. Employee benefit plan:

a. Defined contribution plan:

Amount of ` 38.40 million pertaining to employers' contribution to provident fund, pension fund, labour welfare fund and administration charges is recognized as an expense.

b. Defined benefit plan:

Gratuity plan:

The Aryan Group operates a gratuity plan which provides lump sum benefits linked to the qualifying salary and completed years of service with the Aryan Group at the time of separation. Every employee who has completed 5 years of continuous service is entitled to receive gratuity at the time of his retirement or separation from the organization whichever is earlier. However the condition of completion of 5 years of service is not applicable where separation is on account of disability or death of an employee. The gratuity benefit that is payable to any employee, is computed in accordance with the provisions of “The Payment of Gratuity Act, 1972”.

The Gratuity Fund

The following table sets forth the status of the Gratuity Plan of the Aryan Group and the amounts recognised in the Summary of consolidated statement of assets and liabilities, as restated and Statement of consolidated profit and loss, as restated

(Amount in ` million)

Particulars	**Year ended 31 March 2010**	**Year ended 31 March 2011**	**Year ended 31 March 2012**	**Year ended 31 March 2013**	**Year ended 31 March 2014**
Changes in the present value of defined benefit obligation					
Projected benefit obligation at the beginning of year/period	32.56	38.63	63.11	68.44	92.96
Current service cost	7.37	7.90	9.86	11.15	14.43
Interest cost	2.93	3.71	5.36	6.52	8.45
Actuarial loss/(gain)	(2.06)	4.20	(1.06)	10.41	(18.78)
Past service cost	-	11.37	-	-	-
Unrecognised past service cost	-	(0.19)	-	-	-
Benefits paid	(2.17)	(2.51)	(3.18)	(3.56)	(2.96)
Project benefit removed upon cessation of subsidiary	-	-	(5.65)	-	-
Projected benefit obligation at the end of the year/period	**38.63**	**63.11**	**68.44**	**92.96**	**94.10**
Changes in the fair value of plan assets					
Fair Value of Plan Assets at the beginning of the year/period	2.92	3.33	5.47	7.25	9.80
Expected return on plan assets	0.27	0.30	0.50	0.63	0.76
Contributions	2.06	4.32	4.42	5.40	3.89
Benefits paid	(1.92)	(2.51)	(3.17)	(3.56)	(2.96)
Actuarial (loss)/gain	-	0.03	0.03	0.08	0.11
Fair Value of Plan Assets at the end of the year/period	**3.33**	**5.47**	**7.25**	**9.80**	**11.60**

(Amount in ` million)

Particulars	Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Projected benefit obligation at the end of the year/period	**38.63**	**63.11**	**68.44**	**92.96**	94.10
Fair value of plan assets at the end of the year/period	3.33	5.47	7.25	9.80	11.60
Funded status of the plans – asset/(liability)	**(35.30)**	**(57.64)**	**(61.19)**	**(83.16)**	**(82.50)**
Asset/(liability) recognised in the Summary of consolidated statement of assets and liabilities, as restated	(35.30)	(57.64)	(61.19)	(83.16)	(82.50)
Expense recognised in the Summary of consolidated statement of profit and loss					
Current service cost	7.37	7.90	9.86	11.15	14.43
Interest cost on benefit obligation	2.92	3.71	5.36	6.52	8.5
Expected return on plan assets	(0.27)	(0.30)	(0.50)	(0.63)	(0.76)
Net actuarial (gain)/loss recognised in the year	(2.07)	4.17	(1.09)	10.33	(18.90)
Benefits paid	-	11.18	(0.20)	-	-
Net gratuity cost	**7.95**	**26.66**	**13.43**	**27.37**	**3.22**
Present Value of Funded Obligations	5.66	7.71	10.29	17.72	17.91
Fair Value of Plan Assets	(3.33)	(5.47)	(7.25)	(9.80)	(11.60)

Present Value of Unfunded Obligations	32.97	55.40	58.15	75.24	76.19
Net liability	**35.30**	**57.64**	**61.19**	**83.16**	**82.50**
Amounts in Summary of consolidated statement of assets and liabilities, as restated					
Liability	35.30	57.64	61.19	83.16	82.50
Asset	-	-	-	-	-
Net liability is bifurcated as follows:					
Short term	3.60	5.90	6.69	5.15	5.89
Long term	31.70	51.74	54.50	78.01	76.61
Net liability	**35.30**	**57.64**	**61.19**	**83.16**	**82.50**

Experience Adjustments:

Particulars	**Year ended 31 March 2010**	**Year ended 31 March 2011**	**Year ended 31 March 2012**	**Year ended 31 March 2013**	**Year ended 31 March 2014**
Defined Benefit Obligation	35.15	57.46	68.44	92.96	94.10
Plan Assets	3.33	5.47	7.25	9.80	11.61
Surplus/(Deficit)	(31.82)	(51.99)	(61.19)	(83.16)	(82.49)
Experience adjustments on Plan Liabilities	1.50	4.74	1.54	2.63	(2.02)
Experience adjustments on Plan Assets	-	0.03	0.03	0.09	0.11

Other long term employee benefits:

Principal actuarial assumptions at the Balance Sheet date are as follows:

Economic assumptions:

The principal assumptions are the discount rate and salary escalation rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis. The assumptions used are summarized in the following table:

	Year ended 31 March 2010	**Year ended 31 March 2011**	**Year ended 31 March 2012**	**Year ended 31 March 2013**	**Year ended 31 March 2014**
Discount rate	8.30%	8.32%	8.60%	8.10%	9.35%
Salary growth rate	10.00%	10.00%	10.00%	10.00%	10.00%

Demographic assumptions:

	As at 31 March 2010	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Retirement age	60 years	60 years	60 years	60, 65 and 70 years	60, 65 and 70 years
Mortality table	LIC (1994-96) duly modified	LIC (1994-96) duly modified	LIC (1994-96) duly modified	IAL (2006-08) Ult table	IAL (2006-08) Ult table
Employee turnover	21 - 30 years-5% 31 - 40 years-3% 41 - 50 years-2% 51 - 59 years-1%	21 - 30 years-5% 31 - 40 years-3% 41 - 50 years-2% 51 - 59 years-1%	21 - 30 years-5% 31 - 40 years-3% 41 - 50 years-2% 51 - 59 years-1%	21 - 30 years-5% 31 - 40 years-3% 41 - 50 years-2% 51 and above-1%	21 - 30 years-5% 31 - 40 years-3% 41 - 50 years-2% 51 and above-1%

Annexure V

Consolidated statement of cash flows, as restated

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Cash flow from operating activities					
Profit before tax and restatement adjustments	2,493.96	1,905.38	3,773.62	4,462.24	2,217.80
Restatement adjustments (refer note 1 of Annexure IV)	9.03	7.78	(54.61)	14.29	11.72
Depreciation/ amortization	709.00	1,032.62	729.07	1,113.31	1,294.28
Preliminary expenses written-off	0.13	-	-	-	-
Provision for doubtful or bad debts/ slow or non moving	-	14.05	-	-	-
Provision for doubtful advances	50.06	0.77	-	-	-
Loss/ (Profit) on sale of fixed assets	(1.02)	(0.06)	(6.12)	(2.06)	(0.74)
Loss of stock due to fire	17.42	-	-	-	-
Profit on sale of investments	-	-	(49.94)	-	-
Provision for diminution in the value of investment	-	-	23.32	-	-
Capital work-in-progress/ fixed assets written off	-	9.60	0.04	-	3.14
Bad debts written off	14.57	48.81	98.67	103.15	7.83
Sundry balances written back	(2.34)	(0.54)	(3.21)	(0.34)	(18.48)
Sundry balances written off	0.10	-	-	-	-
Finance cost	428.02	743.48	1,090.96	1,969.89	2,429.26
Interest income	(181.66)	(95.86)	(60.11)	(96.94)	(74.79)
Dividend income	(0.06)	(0.05)	(3.20)	(3.19)	(0.04)
Forward premium amortised	2.65	9.65	2.65	4.20	5.95
Exchange gain on buyers credit	-	-	-	(6.66)	26.90
Exchange gain on refund of share application money	-	-	-	(39.73)	-
Operating profit before following adjustments	**3,539.86**	**3,675.64**	**5,541.14**	**7,518.17**	**5,902.83**
(Increase)/ decrease in inventories	(142.78)	(549.90)	23.16	(291.51)	(411.25)
(Increase)/ decrease in trade receivables	(135.26)	(281.50)	(1,096.28)	(858.40)	15.91
(Increase)/ decrease in other current and non-current assets	0.72	(1.07)	6.10	(25.98)	(3.53)
(Increase)/decrease in loans and advances	(231.72)	(138.23)	(123.90)	(453.02)	229.73
(Decrease)/increase in trade payables	(64.14)	352.13	(55.89)	227.86	(200.24)
(Decrease)/ increase in other liabilities	5.02	(18.47)	344.73	706.51	1.90
(Decrease)/ increase in long term and short term provisions	6.95	31.28	9.95	28.42	(47.41)

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Cash generated from operations	**2,978.64**	**3,069.87**	**4,649.01**	**6,852.05**	**5,487.95**
Taxes paid	(1,029.03)	(817.62)	(865.84)	(1,154.30)	(576.08)
Net cash from operating activities (A)	**1,949.61**	**2,252.25**	**3,783.17**	**5,697.75**	**4,911.87**
Cash flow from investing activities					
Purchase of fixed assets/ capital work in progress	(4,091.25)	(7,369.33)	(5,913.19)	(6,225.33)	(12,344.39)
Sale of fixed assets	15.54	11.07	15.59	3.89	2.57
Share application money paid	(225.70)	-	(88.50)	(1,573.73)	(1,099.00)
Share application money refund received	-	-	380.59	135.98	1,235.00
Movement in fixed deposits	251.86	2,878.42	927.28	550.17	513.41
Purchase of investments	(369.18)	(3,334.30)	-	(228.04)	(2,088.03)
Sale of investments	-	0.05	31.84	-	332.05
Inter-corporate deposit paid	-	-	(635.00)	(156.00)	(583.56)
Inter-corporate deposit paid received back	-	-	396.50	249.50	285.00
Interest income	457.72	215.77	150.44	186.82	132.46
Dividend received	0.06	0.05	3.20	3.19	6.29
Net cash used in investing activities (B)	**(3,960.94)**	**(7,598.27)**	**(4,731.25)**	**(7,053.55)**	**(13,608.19)**
Cash flow from financing activities					
Proceeds from issue of equity share capital to minority shareholders	1.42	55.13	572.74	58.37	0.30
Proceeds from share application money	131.20	1,395.58	152.14	-	307.80
Repayments of share application money	(26.80)	(135.89)	(329.50)	-	(332.05)
Proceeds from securities premium	473.62	23.52	-	-	-
Proceeds from short term and long term borrowings	4,823.03	11,840.62	4,353.56	9,697.75	19,762.91
Repayments of short term and long term borrowings	(2,515.60)	(6,289.19)	(1,831.56)	(5,287.79)	(8,778.23)
Proceeds from inter corporate deposits	320.02	1,305.85	1,020.50	108.00	1,025.00
Repayments of inter corporate deposits	(320.02)	(934.50)	(971.03)	(214.00)	(625.00)
Dividends and tax on dividend	(106.83)	(131.33)	(138.05)	(138.31)	(139.21)
Finance cost	(949.33)	(1,498.25)	(2,125.44)	(2,499.82)	(3,103.19)
Net cash from financing activities (C)	**1,830.71**	**5,631.54**	**703.36**	**1,724.20**	**8,118.33**
D) Net Increase/(decrease) in cash and cash equivalents (A+B+C)	**(180.62)**	**285.52**	**(244.72)**	**368.40**	**(578.01)**
Cash and cash equivalents as at the beginning of the year/period	277.46	403.89	689.38	416.76	785.65
Adjustment upon investment/(divestment) of stake in the subsidiary	341.88	-	(4.45)	0.69	-
Foreign exchange transalation reserve (movement)	(34.83)	(0.03)	(23.47)	(0.19)	0.18
Cash and cash equivalents as at the end of the year/period	**403.89**	**689.38**	**416.76**	**785.65**	**207.83**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of Assets and Liabilities, as restated (Annexure IV).

2. The cash flow statement has been prepared in accordance with 'Indirect method' as set out in the Accounting Standard (AS)-3 on 'Cash Flow Statements' as notified in the Companies (Accounting Standards) Rules, 2006.

Annexure VI

Consolidated statement of dividends declared, as restated

ACB (India) Limited

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Equity share capital					
Issued number of shares of face of ` 10 each (in million)	118.74	238.01	238.01	238.01	238.01
Rate of dividend (%)*	10	5	5	5	5
Amount of dividend (in Rupees million)	112.25	118.77	119.00	119.00	119.00
Total corporate dividend tax (in Rupees million)	19.08	19.28	0.37	0.38	0.39

*Dividend has been declared on pro-rata basis.

Spectrum Coal and Power Limited

Particulars	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Equity share capital			
Issued number of shares of face of ` 10 each (in million)	41.68	41.68	41.68
Rate of dividend (%)	28	28	28
Amount of dividend (in Rupees million)	116.70	116.70	116.70
Total corporate dividend tax (in Rupees million)	18.94	19.83	19.83

Note:

As at 31 March 2012, 31 March 2013 and 31 March 2014, ACB (India) Limited held 41,678,089 number of shares of Spectrum Coal and Power Limited.

Consolidated statement of long term borrowings, as restated

(Amounts in ` million)

Particulars	As at 31 March 2010		As at 31 March 2011		As at 31 March 2012		As at 31 March 2013		As at 31 March 2014	
	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*
Secured term loans from banks:-										
ABN Amro Bank	-	3.45	-	-	-	-	-	-	-	-
Axis Bank Ltd	270.11	682.22	544.49	48.60	677.39	48.60	2,650.00	-	5,421.52	-
Bank of Baroda	139.93	70.00	-	-	-	-	-	-	-	-
Bank of India	326.42	67.07	503.54	45.00	618.08	45.00	573.21	45.00	2,251.51	45.00
Central Bank of India	221.03	-	470.55	42.00	578.58	42.00	-	-	1,071.60	-
Corporation Bank	236.81	-	504.15	45.00	618.66	45.00	-	-	-	-
HDFC Bank Limited	-	-	-	-	-	-	-	-	333.33	166.67
ICICI Bank Limited	-	-	2,800.00	-	3,421.77	180.93	4,585.72	740.23	5,845.81	739.92
Indian Overseas Bank	1,296.46	84.64	1,381.54	236.76	1,457.81	243.05	1,280.40	255.63	2,133.42	268.22
Indusind Bank	-	-	-	-	-	-	-	-	533.33	400.00
Punjab & Sind Bank	94.73	-	201.67	18.00	244.81	18.00	-	-	-	-
Punjab National Bank	236.81	-	504.27	45.00	616.29	45.00	600.36	45.00	555.36	45.00
Standard Chartered Bank	821.48	55.36	1,740.71	0.47	2,513.04	273.67	1,845.64	667.40	1,153.80	1,099.91
Syndicate Bank	1,500.25	194.42	1,168.41	319.30	1,017.30	326.85	762.54	310.98	556.19	264.18
The Federal Bank Limited	99.67	50.00	-	-	-	-	-	-	-	-
Wachovia Bank /DBS Bank Ltd	1,043.86	84.64	843.84	188.69	796.18	194.98	635.46	207.57	463.49	220.15
Yes Bank Limited	560.00	240.00	375.00	185.00	250.00	125.00	125.00	125.00	-	125.00
Bank of Maharastra									1,002.10	-
Total (A)	**6,847.56**	**1,531.80**	**11,038.17**	**1,173.82**	**12,809.91**	**1,588.08**	**13,058.33**	**2,396.81**	**21,321.46**	**3,374.05**
Secured term loans from others:-										
SREI Equipment Finance (P) Ltd.	-	1.03	-	1.70	-	-	-	-	-	-
SREI Infrastructure Finance Ltd.	618.75	225.00	1,214.73	135.00	-	-	-	-	-	-
L & T Finanace Ltd	(0.35)	5.03	-	-	-	-	-	-	-	-
Sainik Finance Ltd	0.35	1.94	-	0.33	-	-	-	-	-	-

(Amounts in ` million)

Particulars	As at 31 March 2010		As at 31 March 2011		As at 31 March 2012		As at 31 March 2013		As at 31 March 2014	
	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*	Non current portion	Current maturities*
Srei Infrastructure Limited	-	-	-	-	850.00	-	644.06	190.00	-	-
TATA Capital Financial Service Ltd	5.45	3.70	0.95	4.25	-	1.28	435.20	32.40	402.80	32.40
Total (B)	**624.20**	**236.70**	**1,215.68**	**141.28**	**850.00**	**1.28**	**1,079.26**	**222.40**	**402.80**	**32.40**
Secured Debentures:-										
Non-convertible debentures										
Allahabad Bank	-	-	-	-	-	-	-	-	200.00	-
Bank of India	-	-	-	-	-	-	-	-	500.00	-
Canara Bank	-	-	-	-	-	-	-	-	200.00	-
Indian Overseas Bank	-	-	-	-	-	-	-	-	100.00	-
Oriental Bank of Commerce	-	-	-	-	-	-	-	-	200.00	-
Syndicate Bank Limited	-	-	-	-	-	-	-	-	400.00	-
Total (C)	-	-	-	-	-	-	-	-	**1,600.00**	-
Unsecured term loans from others:-										
SREI Equipment Finance (P) Ltd.	207.63	42.37	-	-	-	-	-	-	180.00	60.00
Total (D)	207.63	**42.37**	-	-	-	-	-	-	**180.00**	**60.00**
Total (A+B+C+D)	**7,679.39**	**1,810.87**	**12,253.85**	**1,315.10**	**13,659.91**	**1,589.36**	**14,137.59**	**2,619.21**	**23,504.26**	**3,466.45**

* Current maturities has been disclosed under the head of other current liabilities in Annexure II.

Consolidated statement of details of terms and conditions including interest rates, principal terms of securities and repayment terms of the long term and short term borrowings outstanding as at 31 March 2014, as restated

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Long Term Borrowings #								
Non-convertible debentures								
Syndicate Bank Limited	General purpose	250.00	250.00	` 125.00 million	11.50%	Debentures are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 31 July 2013. Interest is payable semi-annually @ 11.50% p.a. on January 31 and July 31 every year and on redemption.	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable laws. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by majority shareholders can accelerate the redemption of debentures	` 550,000,000 is secured by way of property being land measuring 5.209 hectares situated at village Dipka,Tehsil Khatgora, Chhattisgarh and property being land measuring 2.201 hectares situated at village Dipka,Tehsil Khatgora, Chhattisgarh and movable fixed assets, both present and future, in respect 6.25 MTPA Coal Washery at Gevra, Chhattisgarh.
Canara Bank		100.00	100.00	` 50.00 million	11.50%			
Oriental Bank of Commerce		200.00	200.00	` 100.00 million	11.50%			
Bank of India	General purpose	500.00	500.00	` 250.00 million	12.25%	Debentures of ` 50 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 31 October 2013. Interest is payable annually @ 12.25% p.a. on October 31 every year and on	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable	` 950,000,000 is secured by way of property being land measuring 13.247 Hectares situated at village Atari, Tehsil Katghora, Chhattisgarh together with all buildings and structures hereon attached to the earth or permanently fastened to anything attached to the earth both present

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Indian Overseas Bank Limited		100.00	100.00	` 50.00 million	12.25%	redemption. Debentures of ` 10 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 11 December 2013. Interest is payable annually @ 12.25% p.a. on December 11 every year and on redemption. Debentures of ` 35 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 20 January 2014. Interest is payable annually @ 12.25% p.a. on January 20 every year and on redemption.	laws. This right does not construe a call option. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by majority shareholders can accelerate the redemption of debentures	and future and land measuring 64 Kanal 18 Marlas situated at Salavas, Tehsil & Distt Rewari, Haryana belonging to Aryan Clean Coal Technologies Private Limited (ACCTPL), a subsidiary company, together with all building structures plant & machinery attached to the earth, both present and future, and movable assets of the ACCTPL's at village Salawas, Tehsil & Distt Rewari, Haryana including plant and machinery both tangible & intangible more particularly described in Schedule II to Deed Hypothecation .
Syndicate Bank Limited		150.00	150.00	` 75.00 million	12.25%			
Canara Bank Limited		100.00	100.00	` 50.00 million	12.25%			
Allahabad Bank Limited		100.00	100.00	` 50.00 million	12.25%			

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Allahabad Bank Limited	General purpose	100.00	100.00	` 50.00 million	12.25%	Debentures are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 28 March 2014. Interest is payable annually @ 12.25% p.a. on March 28 every year and on redemption.	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable laws. This right does not construe a call option. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by majority shareholders can accelerate the redemption of debentures	` 100,000,000 will be secured as per the terms of Self Disclosure Document filed with BSE Limited.
Total (A)		**1,600.00**	**1,600.00**					
Term Loan from bank								
Bank of India	270MW Thermal Power Project	750.00	573.21	` 15 million x 3 quarters, ` 11.25 million x 20 quarters, ` 39.38 million x 8 quarters, ` 41.25 million x 4 quarters	PLR - 1.00, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a) Voluntary prepay:- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Punjab National Bank Limited	270MW Thermal Power Project	750.00	600.36	` 15 million x 3 quarter, ` 11.25 million x 20 quarters, ` 39.38 million x 8 quarters, ` 41.25 million x 4 quarters	PLR - 1.00, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a) Voluntary prepay:- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.
Indian Overseas Bank Limited	270MW Thermal Power Project	800.00	645.00	` 16 million x 3 quarter, ` 12 million x 20 quarters, ` 42 million x 8 quarters, ` 44 million x 4 quarters	PLR - 1.75, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a) Voluntary prepay:- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Wachovia Bank/ DBS Bank Limited	270MW Thermal Power Project	1,251.63	683.64	In USD 0.9375 million x 8 quarters, 1 million x 4 quarters, 1.0625 million x 4 quarters, 1.125 million x 4 quarters, 1.1875 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future along with other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.
Indian Overseas Bank Limited	270MW Thermal Power Project	1,251.62	683.64	In USD 0.9375 million x 8 quarters, 1 million x 4 quarters, 1.0625 million x 4 quarters, 1.125 million x 4 quarters, 1.1875 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future along with other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Syndicate Bank Limited	270MW Thermal Power Project	1,501.95	820.36	In USD 1.125 million x 8 quarters, 1.2 million x 4 quarters, 1.275 million x 4 quarters, 1.35 million x 4 quarters, 1.425 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future along with other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.
Standard Chartered Bank	30 MW extension thermal power project	1,046.00	1,101.83	` 87.167 million equally quarterly	3M LIBOR + 300 bppa	Repayable in 12 equated quarterly installments starting from February 2014 along with interest rate at LIBOR plus 3%. The interest cost is hedged at 9.90% p.a.	Voluntary Prepayment :The Borrower may giving not less than 10 Business days prior notice to bank, prepay any utilization on the last day of its current Term in whole or in part in accordance with ECB guidelines and necessary approvals.Mandatory Prepayment : At the instance of Lenders	Secured by way of first and exclusive charge on assets of 30 MW extension power and postdated cheques for repayment of interest and principal.
Yes Bank Limited.	Himgir Washery	500.00	125.00	` 31.25 million	BPLR - 5.70%	Repayable in 16 equal quarterly installments starting from June 2011.	Nil	Secured by way of exclusive charge on all movable and immovable fixed assets of Hemgir washery (both present & future). First charge over cash flows of the project being routed through current account maintained with Yes Bank.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
ICICI Bank Limited	270MW Thermal Power Project	4,160.00	1,884.98	Tranche -A 32 structured quarterly instalment Tranche -B 40 quarterly instalment	Base rate-2.75%	Repayable in 40 quarterly installments starting from September 2012.	a) Voluntary prepay:- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date or anytime by paying prepayment premium. Mandatory Prepayment:- at the instance of Lenders.	Secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the 270 MW thermal power project assets along with other lenders. Additional security in the form of first pari pasu charge on the existing 30MW thermal power project assets of the Company and second charge on its cash flows.
ICICI Bank Limited	General purpose	3,000.00	1,312.50	` 87.50 million	Base Rate + 3.40%	Repayable in 20 equal quarterly installments starting from February'13.	Voluntary Prepayment: The Borrower shall make Voluntary Prepayment, with payment of prepayment premium including break costs @ 1% p.a except of interest reset dates, subject to; 1) Borrower giving at least 5 days prior written notice. 2) The Prepayments being in minimum amounts of ` 250 million, or balance facility amount, whichever is lower. 3) No amounts prepaid/repaid may be re-borrowed under this facility. Such prepayments shall be applied to the then remaining principal outstanding under the Facility in a pro rata manner	Secured by way of exclusive charge on fixed assets of coal washeries located at Binjhari and Chakabura, Chhattisgarh, 15MW Wind Power Project located at Sangli, Maharashtra and 30MW Thermal Power Plant located at Chakabura, Chhattisgarh.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
ICICI Bank Limited.	General purpose	2,000.00	2,000.00	` 100.00 million	Base Rate + 3.50%	Repayable in 20 equated quarterly installments starting from February 2016.	Voluntary Prepayment: Loan can be prepaid without prepayment penalty within 45 days of Spread Reset or else with prepayment premium @1%.	For Tranche A (` 1100 million): 1. First Pari-Passu Charge on fixed assets of 50 MW power plant of Spectrum Coal and Power Limited located at Ratija, Chhattisgarh 2. Second Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy Marg, Delhi. For Tranche B (` 900 million):- First Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy Marg, New Delhi owned by Four Corner Developers Private Limited, a company owned by one promoter group.
ICICI Bank Limited	General purpose	1,050.00	787.50	` 5.250 million	Base rate + 3.5%	Repayable in 20 equal quarterly installment starting from March 2013	Voluntary Prepayment : Loan can be prepaid without prepayment penalty within 45 days of Spread Reset or else with prepayment premium @ 1%	Secured by way of exclusive charge on fixed assets of coal washery plant located at Talcher, Orissa and second charge on fixed assets of 50 MW power plant located at Ratija, Chhattisgarh ofSCPL. ACB (India) Limited, the holding company has pledged 30% of the total issued share capital of SCPL as security against the term loan.
ICICI Bank Limited	General purpose	800.00	600.00	` 4.000 million	Base rate + 3.75%	Repayable in 20 equal quarterly installment starting from March 2013.	Voluntary Prepayment: Loan can be prepaid without prepayment penalty within 45 days of Spread Reset or else with prepayment premium @ 1%.	Secured by pari passu charge by way of hypothecation charge on plant and machinery and other movable fixed assets both present and future of the coal washery located at Ratiza and Talcher plant of SCPL.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Standard Chartered Bank	ECB (USD 17.50 million INR 821.01 million) for 50 MW Power Plant	821.01	350.58	` 136.83 million	6M LIBOR +300 bppa presently 11.75% pa	Repayable in 6 equal half yearly installment starting from May 2012.	Mandatory Prepayment : At the instance of Lenders	Secured by way of first and exclusive charge on plant and machinery and other movable and immovable fixed assets pertaining to power project, tangible or intangible, present or future and project current assets. Further, secured by way of personal guarantee of Ex. Capt. Kuldeep Singh Solanki and Ex. Capt. Rudra Sen Sindhu, directors of ACB (India) Limited, the holding company and letter of comfort of ACB (India) Limited , the holding company.
Standard Chartered Bank	ECB (USD 20.00 million INR 919.70 million) for 50 MW Power Plant	919.70	801.33	` 153.28 million	6M LIBOR +300 bppa presently 10.75% pa	Repayable in 6 equal half yearly installment starting from August 2013.	Voluntary Prepayment : The Borrower may giving not less than 15 Business days prior notice to bank, prepay any utilization on the last day of its current Term in whole or in part in accordance with ECB guidelines and necessary approvals. Mandatory Prepayment : At the instance of Lenders	First exclusive charge over the fixed assets including Building of the power project, land measuring 45.57 acres approx. to be on pari passu basis and first and exclusive charge over entire current assets of the project.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Bank of India	600 MW power project	2,500.00	1,723.30	` 62.50 Million	Base rate + 3.25%	Repayable in 40 equal quarterly instalments starting from September 2015.	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Bank of Maharashtra	600 MW power project	1,400.00	1,002.10	` 35.00 Million	Base rate + 3.50%	Repayable in 40 equal quarterly instalments starting from September 2015.	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.
Central Bank of India	600 MW power project	1,500.00	1,071.60	` 37.50 Million	Base rate + 3.50%	Repayable in 40 equal quarterly instalments starting from September 2015.	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Indian Overseas Bank	600 MW power project	1,500.00	1,073.00	` 37.50 Million	Base rate + 3.25%	Repayable in 40 equal quarterly instalments starting from September 2015.	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.
Axis Bank Limited	600 MW power project	13,000.00	5,421.52	` 325.00 million	Base rate + 4.25%	Repayable in 40 equal quarterly instalments starting from September 2015.	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
ICICI Bank Limited	Vehicles loan	3.00	0.74	Monthly EMI (`.98,222)	11%	36 equal monthly installments	Lesser of the following: 1) 5% of the principal outstanding plus applicable service tax 2) Interest outstanding for the unexpired period of the loan.	Secured by first and exclusive charge on specific vehicle.
Indusind Bank	General purpose	1,000.00	933.33	` 33.33 million	Base Rate + 1.25%	Repayable in 30 equated monthly installments starting from February 2014.	The borrower shall not be entitled to prepay the principal amount, without the prior written consent of the Bank	Secured by way of collateral security of first exclusive charge on movable fixed assets of Dipka washery of the Company, fixed assets of Wani washery of Kartikay Coal Washeries Private Limited, a subsidiary company and fixed assets of Talcher washery of Aryan Energy Private Limited, a subsidiary company.
HDFC Bank Limited	General purpose	500.00	500.00	` 41.67 million	Base Rate + 2.50%	Repayable in 12 equated quarterly installments starting from June 2014.	Prepayment shall be made along with other charges and pre-payment penalty @ 1% of the amount proposed to be prepaid. No pre-payment penalty at the instance of lenders and 30 days within interest reset dates.	Secured by way of exclusive charge on residential property measuring 375 sq. yards in the name of Shyam Indus Urja Private Limited situated at 27, Rajdoot Marg, Chankaya Puri, New Delhi. Further secured by way of corporate guarantee of Shyam Indus Urja Private Limited.
Total (B)		**42,004.91**	**24,695.51**					

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Term Loan from others								
TATA Capital Financial Services Limited	270MW Thermal Power Project	500.00	435.20	31 Quarterly installment structured installment with Ballooning structure commencing from end of the 3 rd month	LTLR-5.25%	Repayable in 31 quarterly installments starting from September 2012.	a) Voluntary prepay:- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date or anytime by paying prepayment premium. Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets along with other lenders. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Srei Equipment Finance Limited	General purpose	240.00	240.00	` 60 million x 1, ` 45.00 million x 2, ` 90 million x 1	9% per annum	Payable in 33.5 months starting from December 2014	The Lender agrees that the Borrower may prepay the outstanding principal and interest amounts of ICD at any time before the expiry of the Term of the ICD, in full or in part, subject to the following: a) The borrower shall provide advance intimation to the Lender; b) The Borrower shall be entitled to make prepayment to the Lender of any amount due on ICD. Subject to Clause 3.3 and Clause 7.1, in such an event, the Interest due on the ICD in respect of the amount prepaid, shall also be paid up to the date of such prepayment. Upon such prepayments being made , any unused PDCs shall be returned by the Lender to the Borrower; and c) No amount of the ICD repaid/ or pre-paid under this agreement may have subsequently re borrowed under this agreement	Unsecured
Total (C)		**740.00**	**675.20**					

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Short term borrowings								
Standard Chartered Bank	Bill Discounting	150.00	149.99	Not applicable	13.50*	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Standard Chartered Bank	Cash Credit	470.00	441.96	Not applicable	As negotiated presently being 13.75%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Indusind Bank Limited	Cash Credit	250.00	247.78	Not applicable	Base Rate +2.50%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
								facility amount has also been provided to one of the banker.
ICICI Bank Limited	Cash Credit	500.00	390.80	Not applicable	Base Rate +3.75%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
ICICI Bank Limited	Cash Credit	650.00	640.71	Not applicable	Base rate+4.00 %	Repayable on demand	-	Secured by way of exclusive charge on the entire current assets of the Spectrum Coal and Power Limited
Yes Bank Limited.	Cash Credit	500.00	500.00	Not applicable	As negotiated presently being 13.50%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
								Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
ING Vysya Bank Limited	Cash Credit	500.00	500.00	Not applicable	As negotiated presently being 13.40%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Yes Bank Limited.	Cash Credit	50.00	37.25	Not applicable	13%	Repayable on demand	-	These are secured by the hypothecation on inventories and book debts both present and futrure. Further, ACB (India) Limited, (the holding company) has also tendered a guarantee to the bank towards the credit facility extended to the Company

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Axis Bank Limited	Working capital demand loan	750.00	500.00	Three equal installments	BPLR+1 % i.e. 11%	Three equal Installments starting from March 2014	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Axis Bank Limited	Buyers Credit	Sub limit of Term loan of Rs. 13,000.00 million	2,509.83	Not applicable	6M LIBOR +bppa ranging from 60 to 120	Repayable on demand	Restriction on prepayment: The Borrower shall make any premature repayment of the Loan facility only upon: 1) obtaining the prior written consent of the Lenders; and 2) payment of the prepayment penalty @ 2%. Voluntary Prepayment: The Borrower shall have the option to prepay to the Lenders without the payment of prepayment penalty in the event the prepayment is made on the reset date. Mandatory Prepayment: No prepayment penalty shall be paid on account of mandatory pre-payment events or at this instance of lenders.	Secured by first charge by way of mortgage/hypothecation of all movable/immovable properties and assets, all book debts commission and other revenues, intangible assets present and future of the company. Further, pledge of shares of the borrowers held by sponsors till COD of Ist unit and thereafter 51% shareholding of the borrower till currency of facility. Further secured by irrevocable corporate guarantee of ACB (India) Limited to the extent of Secured obligations till COD/Signing of FSA whichever is later.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
HDFC Bank Limited	Cash credit	250.00	241.71	Not applicable	As negotiated presently being 12.75% for ` 100 MN and 11.74% for ` 150 Mn	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Yes Bank Limited	Working capital demand loan	1,150.00	1,000.00	Bullet repayment after one year	Base Rate + 0.50% i.e. 11.00%	Payable in June 2014	Allowed without any prepayment penalty	Secured by way of of first charge on movable and immovable assets of Himgir Coal Washery of the Company. Second charge on all the current assets (both present and future).
Ratnakar Bank Limited	Cash credit	150.00	68.69	Not applicable	12.50% p.a	Repayable on demand	-	Cash credit and working capital facilities from banks carry interest at the rate of 12.5% per annum computed on monthly basis on the actual amount utilized, and are repayable on demand. These are secured by hypothecation of inventories and book debts both present and future. There is second charge on all movable and immovable fixed assets of the company. There is negative lien on corporate office of ACB(India) Ltd. 7th Floor, corporate tower, Ambience mall, NH-8, Gurgaon jointly owned by ACB (India) Limited, Sainik Mining and Allied services and Global Coal & Mining Private Limited.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Sindhu Trade Links Limited	General purpose	400.00	400.00	Not applicable	18%	Repayable on demand	-	Unsecured
Total (D)		**5,770.00**	**7,628.72**					
Total (A+B+C+D)		**50,114.91**	**34,599.43**					

***As negotiated with the bank whenever the facility is utilized.**

 # This includes current maturities of long term borrowings

Consolidated statement of short term borrowings, as restated

(Amounts in ` million)

Particulars	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Secured loans from banks:					
-Cash credit/ working capital loans					
Bank of India	71.93	-	-	-	-
ICICI Bank Limited	-	623.55	1,083.85	1,146.38	1,031.51
Ratnakar Bank Limited					68.69
Indian Overseas Bank	255.27	309.42	294.67	246.47	-
Standard Chartered Bank	196.92	45.74	317.43	494.82	591.95
Yes Bank Limited	361.42	234.12	251.31	552.66	537.25
Indusind Bank	245.10	11.13	232.76	244.27	247.78
ING Vysya Bank Ltd	-	-	-	-	500.00
Axis Bank	-	-	-	1,526.61	2,509.83
DBS Bank Limited	-	-	-	241.57	-
HDFC Bank Ltd	-	-	-	-	241.71
Total (A)	**1,130.64**	**1,223.96**	**2,180.02**	**4,452.78**	**5,728.72**
-Other short term loans					
Axis Bank Ltd	-	674.06	674.00	750.00	500.00
Indusind Bank	-	-	-	200.01	-
Yes Bank Limited	-	1,009.52	-	-	1,000.00
Total (B)	**-**	**1,683.58**	**674.00**	**950.01**	**1,500.00**
Unsecured loans from banks:					
ING Vysya Bank Ltd	-	-	-	495.32	-
Unsecured loans from other than banks:					
-Inter-corporate deposits received					
Godavari Commodities Limited	-	51.00	-	-	-
Sainik Finance & Industries Limited	-	-	106.00	-	-
Sindhu Trade Links Limited	-	-	-	-	400.00
Lakshmi Leasing & Finance Pvt.Ltd.	5.53	5.53	-	-	-
Total (C)	**5.53**	**56.53**	**106.00**	**495.32**	**400.00**
Total (A+B+C)	**1,136.17**	**2,964.07**	**2,960.02**	**5,898.11**	**7,628.72**

Consolidated statement of accounting ratios, as restated

(Amounts in ` million)

Particualrs	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Net profit after tax, as restated available for equity shareholders (Rupees million) (A)	1,757.03	1,253.43	2,848.39	3,315.79	1,800.82
Net worth at the end of the year, as restated (Rupees million) (B)	13,565.14	14,697.06	17,545.36	20,746.19	22,863.53
Weighted average number equity shares outstanding during the year (refer note 2 below) (C) (in million)	232.12	237.53	238.01	238.01	238.01
Weighted average number equity shares and dilutive potential equity shares outstanding during the year (refer note 2 below) (D) (in million)	232.12	237.53	238.01	238.01	238.01
Total number of equity shares outstanding at the end of the year (E) (in million)	118.74	238.01	238.01	238.01	238.01
Earnings per equity share (Rs.)					
- Basic **(A) / (C)**	7.57	5.28	11.97	13.93	7.57
- Diluted **(A) / (D)** (refer note 3 below)	7.57	5.28	11.97	13.93	7.57
Return on net worth (%) **(A) / (B)**	12.95	8.53	16.23	15.98	7.88
Net asset value per share (Rs.) **(B) / (E)**	114.24	61.75	73.72	87.17	96.06

Notes:

1. The ratios have been computed as follows:

$$\textbf{Earnings per share (Basic)} = \frac{\text{Net profit attributable to equity shareholders}}{\text{Weighted average number of equity shares outstanding during the year/ period}}$$

$$\textbf{Earnings per share (Diluted)} = \frac{\text{Net profit attributable to equity shareholders}}{\text{Weighted average number of diluted equity shares outstanding during the year/ period}}$$

$$\textbf{Return on net worth (\%)} = \frac{\text{Net profit after tax}}{\text{Net worth at the end of the year/ period}}$$

$$\textbf{Net asset value per share (Rs.)} = \frac{\text{Net worth at the end of the year/ period}}{\text{Equity share outstanding at the end of the year/ period}}$$

2. Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year/ period.

3. Earnings per share calculations are done in accordance with Accounting Standard 20 'Earnings Per Share' prescribed by Companies (Accounting Standards) Rules, 2006.

4. As per AS 20, in case of bonus shares, the number of shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event has occurred at the beginning of the earliest period reported. The Company issued 2,987,040 bonus shares during the year ended 31 March 2010 and issued 118,741,564 bonus shares during the year ended 31 March 2011 by way of capitalization of securities premium account. Weighted average number of equity shares outstanding during all the previous years have been considered accordingly.

Consolidated capitalisation statement as at 31 March 2014, as restated

(Amounts in ` million)

	Pre-issue	Post-issue (Refer note 1)
Borrowings		
Short term	7,628.72	
Long term (including current maturities)	26,970.71	
Total debts	**34,599.43**	
Shareholders' funds		
Share capital	2,380.06	
Reserves and surplus		
- Securities premium	4,186.45	
- General reserve	471.88	
- Surplus in statement of profit and loss, as restated	14,845.71	
- Capital reserve on consolidation of subsidiaries	61.60	
-Capital reserve	566.16	
-Foreign exchange translation reserve	351.67	
Total shareholders' funds	**22,863.53**	
Long term borrowings/ equity ratio	**1.18**	

Notes:

1. The post issue debt equity ratio will be computed on the conclusion of book building process.
2. Long term debt equity ratio = $\frac{\text{Long term borrowings}}{\text{Total shareholder funds}}$

Annexure XI

Consolidated statement of tax shelter, as restated

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Profit/ (loss) before current and deferred taxes, as restated **(A)**	**2,502.99**	**1,913.16**	**3,719.01**	**4,476.53**	**2,229.52**
Chargeable at normal rate	2,495.59	939.72	3,743.84	3,676.14	2,359.83
Chargeable at special rate	-	-	3.40	-	-
Chargeable at MAT rate	-	-	-	929.83	-
Tax rate - Normal **(B)**	33.99%	33.22%	32.45%	33.99%	33.99%
Tax rate - Special **(C)**	0.00%	0.00%	21.63%	0.00%	0.00%
Tax rate - MAT **(D)**	0.00%	0.00%	0.00%	20.01%	20.01%
Tax expense at applicable tax rate on restated profits (E)	**848.25**	**312.17**	**1,215.61**	**1,378.76**	**798.88**
Permanent differences (F)					
Fee for increase in authorised share capital	15.90	1.30	16.50	-	-
Interest on late payment of taxes	0.02	1.69	27.17	0.21	2.16
Dividend received exempt u/s 10	(0.06)	(0.05)	(3.20)	(119.89)	(122.99)
Deduction u/s 80IA 100% of profits of Thermal Power Generation	(318.91)	(409.52)	(222.11)	(228.76)	0.88
Deduction u/s 80IA 100% of profits of Wind Mill Power Generation	(56.78)	(65.87)	(88.25)	(46.24)	(54.76)
Provision for diminution in the value of investment	-	970.23	-	-	-
Loss carried forward to next year	721.33	787.00	66.07	1.64	12.01
Profit/loss of foreign subsidiary not chargeable to income-tax in India	0.29	1.57	0.54	2.43	0.49
Provision for bonus	-	-	-	0.03	0.07
Preliminary expenditure written off	-	-	-	(4.51)	(4.51)
Exchange gain on refund of share application money	-	-	-	(39.73)	-
Others	3.02	8.12	1.26	0.57	4.10
Total (F)	**364.81**	**1,294.47**	**(202.02)**	**(434.25)**	**(162.55)**
Timing differences (G)					
Difference between book depreciation and tax depreciation	(28.57)	271.27	(1,011.75)	(2,351.64)	(1,175.37)
Provision for gratuity (net of paid)	5.56	22.63	9.21	16.79	(1.10)
Provision for bonus (net of paid)	0.29	0.18	6.54	(0.08)	0.81
Provisoin for leave encashment (net of paid)	1.29	8.21	0.71	3.27	2.43
Provision for doubtful debts/ doubtful advances	50.06	14.82	-	-	-

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Loss carried forward to next year	-	-	-	-	76.41
Preliminary expenditure written off	0.09	18.04	-	-	-
Previous year loss adjusted during current year	(20.58)	-	-	(91.36)	(121.01)
Others	(10.25)	9.66	(1.06)	(0.11)	(6.26)
Total (G)	**(2.11)**	**344.81**	**(996.35)**	**(2,423.13)**	**(1,224.09)**
Net adjustments (H) = (F) + (G)	**362.70**	**1,639.28**	**(1,198.37)**	**(2,857.38)**	**(1,386.64)**
				-	
Tax expenses/ (savings) relating to adjustments (I) = (H) * (B)	**123.28**	**544.57**	**(388.87)**	**(927.07)**	**(468.54)**
Savings due to MAT credit (J)	-	-	-	-	-
Net tax (J) = (E) + (I)	**971.53**	**856.74**	**826.74**	**451.69**	**330.34**
Interest on tax payments	1.15	2.36	1.40	1.12	-
Rounding off	0.06	(0.03)	(0.06)	-	-
Tax provision - current tax	**972.74**	**859.07**	**828.08**	**452.81**	**330.34**
Taxes for earlier years	**(19.69)**	**28.50**	**0.92**	**6.15**	**(72.97)**

*The above tax shelter has been prepared based on the line by line addition of current tax of each entity.

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure XIIA

Consolidated statement of trade receivables, as restated

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Debts outstanding for a period exceeding six months from the date they become due for payment					
Unsecured, considered good	608.44	839.95	823.35	648.94	1,042.26
Other debts					
Unsecured, considered good	1,472.51	1,459.64	2,334.64	3,264.29	2,847.23
Total	**2,080.95**	**2,299.59**	**3,157.99**	**3,913.23**	**3,889.49**

Amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies

Name of entity	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
More than Six month					
Aryan Ispat & Power Private Limited	-	-	33.54	32.09	343.47
Global Coal and Mining Private Limited	-	-	-	14.65	-
Shyam Indus Power Solutions Private Limited	-	-	0.20	0.20	0.20
Total (A)	**-**	**-**	**33.74**	**46.94**	**343.67**
Less than Six month					
Aryan Ispat & Power Private Limited	-	-	237.34	572.50	465.23
Global Coal and Mining Private Limited	2.75	-	16.48	0.31	-
Maruti Clean Coal & Power Limited	-	-	-	1.42	0.61
Sainik Mining and Allied Services Limited	0.05	-	-	-	-
Mahavir Global Coal Limited	5.91	-	-	-	-
Shyam Indus Power Solutions Private Limited	-	2.50	-	-	21.72
Total (B)	**8.71**	**2.50**	**253.82**	**574.23**	**487.56**
Total (A+B)	**8.71**	**2.50**	**287.56**	**621.17**	**831.23**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure XIIB

Consolidated statement of loans and advances (long term and short term), as restated

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Loans and Advances					
(a) Long-term loans and advances					
Loans and advances to related parties					
-Share application money	-	-	-	1,300.00	266.50
-Capital advances	-	-	-	7.70	-
Others					
-Share application money	225.70	223.25	88.50	202.50	-
-Capital advances	2,089.64	529.50	2,141.36	41.37	83.53
-Advance to suppliers	-	-	-	1,989.80	809.25
-Security deposits	169.72	198.55	200.26	185.19	269.77
-Prepaid expenses	1.14	1.12	3.53	36.50	86.80
-Balances with service tax and sales tax authorities	-	-	-	-	0.44
-Advance income tax	71.48	53.94	7.66	83.80	209.00
-Advance fringe benefit tax	0.55	0.48	0.45	0.45	0.45
-Advance wealth tax	0.05	0.09	0.07	0.05	0.12
-Minimum alternate tax credit entitlement	-	-	171.40	566.68	682.75
Total (A)	**2,558.28**	**1,006.93**	**2,613.23**	**4,414.04**	**2,408.60**
(b) Short-term loans and advances					
Loans and advances to related parties					
-Inter-corporate deposits	-	-	238.50	145.00	443.56
-Advance to suppliers	0.01	0.25	4.36	108.82	0.00
Amount due from former Managing Director					
-Mr. Dev Suman Sindhu	-	-	-	-	2.00
Others					
-Advance to suppliers	481.07	599.26	471.16	620.09	327.04
-Security deposits	37.22	48.82	29.49	62.81	70.96
-Earnest money deposits	2.00	1.04	0.24	0.34	-
-Prepaid expenses	41.31	53.05	49.23	115.50	135.34
-Advance to employees (including imprest balances)	6.73	11.72	7.70	18.14	8.18
-Balances with service tax and sales tax authorities	188.73	168.16	164.61	194.89	169.84
-Balance with central excise authorities	62.09	33.85	-	-	-
-Minimum alternate tax credit entitlement	-	-	-	37.78	111.12
Total (B)	**819.16**	**916.15**	**965.29**	**1,303.37**	**1,268.04**
Total (A+B)	**3,377.44**	**1,923.08**	**3,578.52**	**5,717.41**	**3,676.64**

Amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies

(Amounts in ` million)

Name of entity	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Sindhu Realtors Private Limited	-	0.25	3.89	-	-
Shyam Indus Power Solutions Private Limited	-	-	-	7.70	-
Indus Portfolio Private Limited	-	-	0.00	-	0.00
Sainik Finance and Industries Limited	-	-	238.50	145.00	113.56
Maruti Clean Coal & Power Limited	-	-	-	1,300.00	-
Param Mitra Coal Resources Pte Limited	-	-	-	108.78	-
Swastik Power and Mineral Resources Private Limited	-	-	-	-	266.50
Sindhu Trade Links Limited	-	-	-	-	300.00
Mr. Dev Suman Sindhu	-	-	-	-	2.00
Ajay Mrig	-	-	-	0.02	-
Bhilwara tex-fin Limited	-	-	-	-	30.00
Vir Sen Sindhu	-	-	0.47	-	-
Sainik Automobiles	0.01	-	-	-	-
Sainik Mining and Allied Services Limited	-	-	-	0.02	-
Total	**0.01**	**0.25**	**242.86**	**1,561.52**	**712.06**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure XIII

Consolidated statement of aggregate book value and market value of non-current investments, as restated

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
In equity shares					
- Trade and quoted					
Indian Overseas Bank	0.33	0.33	0.33	0.33	0.33
Punjab & Sind Bank	-	0.06	-	-	-
- Non trade and unquoted					
(a) In associate companies	1,305.98	1,391.02	1,521.62	6,070.45	6,941.34
(b) In other companies	1,127.67	1,418.64	1,538.71	0.78	0.78
In preference shares					
- Non trade and unquoted					
(a) In associate companies	-	-	-	382.14	422.26
(b) In other companies	317.16	3,347.71	3,393.43	94.00	94.00
In joint venture					
In Association of persons	-	-	-	-	45.69
In compulsory convertible debenture					
- Non trade and unquoted					
(a) In associate companies	-	-	-	-	1,170.00
(b) In other companies	-	-	-	-	1,605.90
Total	**2,751.14**	**6,157.76**	**6,454.09**	**6,547.70**	**10,280.30**
Book value of quoted investments	0.33	0.39	0.33	0.33	0.33
Market value of quoted investments	1.26	1.32	1.26	0.89	0.70
Aggregate amount of unquoted investments	2,750.81	6,157.37	6,453.76	6,547.37	10,279.97

Annexure XIV-1

Consolidated statement of related parties and related party transactions, as restated.

Information on related party disclosures as per Accounting Standard (AS-18) on Related party disclosures is given below:-

A. Related party relationships

Name of related parties with whom transactions have taken place and description of relationship:

a) Key managerial persons (KMP)

For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Ajay Mrig	Ajay Mrig	Ajay Mrig	Ajay Mrig	Ajay Mrig
Dev Suman Sindhu	Dev Suman Sindhu	Dev Suman Sindhu	Dev Suman Sindhu	Dev Suman Sindhu
K.S. Solanki	K.S. Solanki	K.S. Solanki	-	-
R.S. Sindhu	R.S. Sindhu	R.S. Sindhu	R.S. Sindhu	R.S. Sindhu
G.C. Mrig	G.C. Mrig	G.C. Mrig (upto 30-Sep'2011)	-	-
Vir Sen Sindhu	Vir Sen Sindhu	Vir Sen Sindhu	Vir Sen Sindhu	Vir Sen Sindhu
Vrit Pal Sindhu	Vrit Pal Sindhu	Vrit Pal Sindhu	Vrit Pal Sindhu	Vrit Pal Sindhu
Gurubaksh Singh Garcha	-	-	-	-
Anil Jain	Anil Jain	Anil Jain	Anil Jain	Anil Jain
N.P. Bhati	N.P. Bhati	N.P. Bhati	N.P. Bhati	N.P. Bhati
A.V. Mohan Rao	-	-	-	-
-	-	Sanjay Jain	Sanjay Jain	Sanjay Jain
-	-	Atul Jain	Atul Jain	Atul Jain
-	-	D.R. Gupta	D.R. Gupta	
-	-	N.N. Gautam	N.N. Gautam	

b) Relatives of key management personnel (relatives)

For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Ashok Mrig	Ashok Mrig	Ashok Mrig	Ashok Mrig	-
-	-	-	G.C. Mrig (w.e.f. 01 October 2011)	-
Abhimanyu Sindhu	Abhimanyu Sindhu	Abhimanyu Sindhu	-	-
Satya Pal Sindhu	-	-	-	-
-	-	Sushil Mrig	Sushil Mrig	-
Sumati Sindhu	Sumati Sindhu	Sumati Sindhu	Sumati Sindhu	Sumati Sindhu
Surbhi Sindhu	Surbhi Sindhu	Surbhi Sindhu	-	-
Monica Mrig	Monica Mrig	Monica Mrig	-	-
-	-	Sarita Jain	Sarita Jain	Sarita Jain
-	-	Shahista Sindhu	Shahista Sindhu	Shahista Sindhu
-	-	Saurabh Sindhu	Saurabh Sindhu	Saurabh Sindhu

c) Enterprises owned or significantly influenced by KMP or their relatives (Others):

For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
General Automobiles	General Automobiles	General Automobiles	-	
Global Coal and Mining Private Limited (upto 3 September 2009)			-	
Indus Automobiles	Indus Automobiles	Indus Automobiles	Indus Automobiles	
Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited
M.S.& Sons	-	-	-	-
Maneesha Finlease Limited	-	-	-	-
Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited
Sainik Automobiles	Sainik Automobiles	Sainik Automobiles	Sainik Automobiles	Sainik Automobiles
Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited
Sindhu Holdings Limited	Sindhu Holdings Limited	Sindhu Holdings Limited	Sindhu Holdings Limited	
Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited
Mahavir Global Coal Private Limited	Mahavir Global Coal Private Limited	-	-	-
Bhandari Consultancy & Finance Limited	Bhandari Consultancy & Finance Limited	-	-	-
Hasdeo Coal Carriers	Hasdeo Coal Carriers	Hasdeo Coal Carriers	-	-
Sainik Finance & Industries Limited	Sainik Finance & Industries Limited	Sainik Finance & Industries Limited	Sainik Finance & Industries Limited	Sainik Finance & Industries Limited
Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited
Sainik Transport	Sainik Transport	Sainik Transport	Sainik Transport	
Sarvesh Coal Tech Private Limited	-	-	-	
Sindhu Realtors Private Limited	Sindhu Realtors Private Limited	Sindhu Realtors Private Limited	Sindhu Realtors Limited	Sindhu Realtors Limited
Cellcap Securities Limited, BVI	Cellcap Securities Limited, BVI	Cellcap Securities Limited, BVI	-	
V.V. Transport	V.V. Transport	V.V. Transport	V.V. Transport	V.V. Transport
Orissa Spare & Services	Orissa Spare & Services	Orissa Spare & Services	-	-
Jain Re-Rollers Limited	Jain Re-Rollers Limited	-	-	-
Indus Compuquest Private Limited	Indus Compuquest Private Limited	Indus Compuquest Private Limited	Indus Compuquest Private Limited (merged with Paramitra Holdings Private Limited w.e.f. 27 February 2012)	-
Spectrum Power Generation Limited	Spectrum Power Generation Limited	Spectrum Power Generation Limited	Spectrum Power Generation Limited (Upto 20 June 2012)	-
Milan Merchants	Milan Merchants	-	-	-

For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Private Limited	Private Limited			
Black Angles Security Service Private Limited	Black Angles Security Service Private Limited	-	-	-
Sarvesh Coal Mintech Private Limited	-	-	-	-
Mass Agencies Private Limited	-	-	-	-
Atma Securities Private Limited	Atma Securities Private Limited	Atma Securities Private Limited	Atma Securities Private Limited	Atma Securities Private Limited
Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited
Weltex Mercantiles Private Limited	Weltex Mercantiles Private Limited	Weltex Mercantiles Private Limited	-	-
Mitter Sen Agrofarms Private Limited	Mitter Sen Agrofarms Private Limited	Mitter Sen Agrofarms Private Limited	-	-
Jaisri Properties & Exports Private Limited	Jaisri Properties & Exports Private Limited	Jaisri Properties & Exports Private Limited	Jaisri Properties & Exports Private Limited	-
	Kolahari Infotech Private Limited	Kolahari Infotech Private Limited	Kolahari Infotech Private Limited	Kolahari Infotech Private Limited
-	Kartikay Exploration & Mining Services Private Limited	Kartikay Exploration & Mining Services Private Limited	-	-
-	M.S. Sons JV Project Private Limited	M.S. Sons JV Project Private Limited	-	-
-	SFI Parcel Services Private Limited	SFI Parcel Services Private Limited	SFI Parcel Services Private Limited (upto 20 July 2012)	-
-	Uttranchal Finance Limited	Uttranchal Finance Limited	-	-
-	-	Aryan Ispat and Power Private Limited	Aryan Ispat and Power Private Limited	Aryan Ispat and Power Private Limited
-	-	Nagar Goel and Chawla	-	-
-	-	-	Param Mitra Coal Resources Pte Limited	-
-	-	-	Sarvesh Coaltech Private Limited	-
-	-	-	-	Indus Automotives Private Limited
-	-	-	-	Chakdola Transport Private Limited
-	-	-	-	Jaisri Properties & Exports Private Limited
-	-	-	-	Bhilwara tex-fin limited

d) Associates:

For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Global Coal and Mining Private Limited *(w.e.f 4 September 2009)	Global Coal and Mining Private Limited *	Global Coal and Mining Private Limited *	Global Coal and Mining Private Limited *	Global Coal and Mining Private Limited *
-	-	-	Spectrum Power Generation Limited (w.e.f. 21 June 2012)	Spectrum Power Generation Limited
-	-	-	Maruti Clean Coal and Power Limited (w.e.f. 20 July 2012)	Maruti Clean Coal and Power Limited
-	-	-	-	Swastik Power and Mineral Resources Private Limited (w.e.f. 10 June 2013)

* Transactions with subsidiaries of ACB (India) Limited have been clubbed in the category of 'others' in the related party transactions disclosure.

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure XIV-1

Consolidated statement of related parties and related party transactions, as restated.

Information on Related Party Disclosures is given below:-

B. Details of transactions/outstanding balances with related parties during the year ended
For the year ended 31 March 2010

(Amount in ` million)

Particulars	KMP	Relatives	Others
Transactions during the year			
Raw coal beneficiation and allied receipts	-	-	6.89
Sale of coal	-	-	34.13
Sale of Fixed Assets	-	-	1.80
Sale of finished goods	-	-	11.71
Transportation and loading charges paid	-	-	381.39
Purchases of coal	-	-	40.44
Power & fuel	-	-	30.68
Enviornment Protection Expenses	-	-	0.42
Store, Spares & Fuel Purchased	-	-	7.65
Fixed assets purchased	-	-	21.22
Salaries Paid	-	2.87	0.85
Staff welfare expenses	-	-	0.02
Repair and maintenance–plant and machinery	-	-	0.82
Repair and maintenance–others	-	-	55.54
Managerial remuneration paid	124.85	-	5.05
Rent	6.26	0.12	6.28
Rate, taxes and fees	-	-	0.06
Legal and professional	-	-	0.01
Security expenses	-	-	0.48
Communication expenses	-	-	0.18
Advertisement, publicity and business promotion	-	-	0.28
Coal handling charges	-	-	0.18
Office maintenance expenses	-	-	0.28
Travelling and conveyance	-	-	0.54
Finance cost	-	-	7.33
Social welfare	-	-	0.10
Loan repaid	-	-	1.64
Share application money paid	-	-	300.00
Share application money received	476.23	-	130.00
Share application money refunded	-	-	26.80
Inter corporate deposit taken	-	-	290.50

Particulars	KMP	Relatives	Others
Inter corporate deposit taken refunded	-	-	290.50
Equity shares issued (including share premium)	1,468.69	40.77	327.99
Capital work in progress	-	-	20.49
Shares purchased (Investment)	967.46	40.77	586.35
Outstanding balances as at year end			
Advance to vendors	-	-	0.01
Advance from customers	-	-	1.00
Vehicle loan	-	-	2.29
Share application money received	-	-	43.00
Trade payables	-	0.53	90.92
Trade receivables	-	-	8.71

For the year ended 31 March 2011

(Amount in ` million)

Particulars	KMP	Relatives	Others
Transactions during the period			
Raw coal beneficiation and allied receipts	-	-	8.76
Sale of finished goods	-	-	15.95
Transportation and loading charges paid	-	-	451.23
Purchases of coal	-	-	131.51
Power & fuel	-	-	36.81
Enviornment Protection Expenses	-	-	0.42
Store, Spares & Fuel Purchased	-	-	3.06
Fixed assets purchased	-	-	10.27
Salaries paid	-	1.70	-
Repair and maintenance–building	-	-	1.74
Repair and maintenance–plant and machinery	-	-	1.10
Repair and maintenance–others	-	-	27.46
Managerial remuneration paid	129.22	-	-
Rent	7.70	0.26	7.22
Rate, taxes and fees	-	-	0.03
Legal and professional	-	-	0.05
Communication expenses	-	-	0.18
Advertisement, publicity and business promotion	-	-	0.27
Coal handling charges	-	-	0.14
Travelling and conveyance	-	-	8.69

Particulars	KMP	Relatives	Others
Finance cost	-	-	271.20
Share application money paid	-	-	3,334.00
Share application money received	-	-	430.60
Share application money refunded	-	-	31.00
Inter corporate deposit taken	-	-	841.50
Inter corporate deposit taken refunded	-	-	841.50
Capital work in progress	-	-	33.77
Shares purchased (Investment)	0.01	-	3,334.00
Principal paid on vehicle / equipment loan	-	-	1.94
Outstanding balances as at year end			
Vehicle loan	-	-	0.33
Share application money received	-	-	349.69
Advance to vendor	-	-	0.25
Trade payables	-	0.02	143.23
Trade receivables	-	-	2.50

For the year ended 31 March 2012

(Amount in ` million)

Particulars	KMP	Relatives	Others
Transactions during the period			
Raw coal beneficiation and allied receipts	-	-	5.48
Sale of coal	-	-	486.52
Sale of Equipment	-	-	26.25
Interest received	-	-	13.28
Sale of Spares	-	-	1.39
Miscellaneous receipts	-	-	0.01
Transportation and loading charges paid	-	-	474.32
Purchases of coal	-	-	85.90
Power & fuel	-	-	43.59

Particulars	KMP	Relatives	Others
Enviornment Protection Expenses	-	-	0.69
Store, Spares & Fuel Purchased	-	-	5.25
Fixed assets purchased/CWIP	47.66	-	200.07
Salaries paid	-	1.96	-
Repair and maintenance–building	-	-	4.37
Repair and maintenance–plant and machinery	-	-	1.27
Repair and maintenance–others	-	-	7.76
Managerial remuneration paid	131.44	-	-
Rent	6.45	0.90	8.42
Rate, taxes and fees	-	-	0.04
Legal and professional	-	-	1.04
Communication expenses	-	-	0.18
Advertisement, publicity and business promotion	-	-	0.62
Coal handling charges	-	-	0.18
Travelling and conveyance	-	-	1.80
Finance cost	-	-	11.22
Retention/security received	-	-	0.48
Share application money paid	-	-	23.50
Share application money paid received back	-	-	252.70
Share application money received	21.00	-	3.25
Share application money refunded	-	-	329.50
Inter corporate deposit given	-	-	635.00
Inter corporate deposit given received back	-	-	396.50
Inter corporate deposit taken	-	-	729.00
Inter corporate deposit taken refunded	-	-	623.00
Equity shares issued (including share premium)	17.70	-	560.69
Deduction on accounts of quality and quantify	-	-	0.98
Principal paid on vehicle / equipment loan	-	-	0.36
Outstanding balances as at year end			
Inter corporate deposit taken	-	-	106.00
Inter corporate deposit given	-	-	

Particulars	KMP	Relatives	Others
			238.50
Share application money paid	-	-	23.50
Share application money received	21.00	-	3.25
Advance to vendor	-	-	3.90
Capital advance	0.46	-	-
Interest payable	-	-	7.57
Creditors toward capital purchase	2.66	-	6.48
Trade payable	-	0.02	236.59
Retention/security received	-	-	0.29
Trade receivable	-	-	287.56
Interest accured and due receiavable	-	-	9.61

For the year ended 31 March 2013

(Amount in ` million)

Particulars	Associates	KMP	Relatives	Others
Transactions during the year				
Sale of coal	-	-	-	1,276.98
Sale of equipment	-	-	-	8.55
Interest income from banks and others	-	-	-	29.55
Professional/Consultancy receipts	1.40	-	-	-
Interest accrued and due received	-	-	-	9.61
Interest accrued but not due receivable	-	-	-	6.06
Purchase of coal	-	-	-	572.37
Transportation and loading charges	-	-	-	2,425.84
Transportation for purchase of coal	-	-	-	287.43
Power and fuel	-	-	-	46.38
Ash handling charges	-	-	-	16.48
Repair, running and maintenance-building	-	-	-	0.45
Repair, running and maintenance-plant and machinery	-	-	-	3.74
Repair, running and maintenance-others	-	-	-	41.75
Managerial remuneration paid	-	235.27	-	-
Salaries, wages and bonus	-	-	7.40	0.08
Rent paid	-	4.80	-	6.22
Rate, taxes and fees	-	-	-	0.06
Communication expenses	-	-	-	0.18
Travelling and conveyance	-	-	-	2.92

Particulars	Associates	KMP	Relatives	Others
Advertisement and publicity	-	-	-	14.95
Management fees	-	-	-	1.20
Finance cost	-	-	-	10.58
Inter corporate deposit taken	-	-	-	108.00
Inter corporate deposit taken refunded	-	-	-	214.00
Purchase of Fixed assets/Capital work in progress	-	5.05	-	183.58
Shares purchased/allotment (investments)	-	-	-	3.00
Purchase of stores and spares	-	-	-	19.72
Security/retention received	40.00	-	-	4.94
Environment protection expenses	-	-	-	22.09
Refund of capital advance	-	0.46	-	-
Inter corporate deposit given	-	-	-	196.00
Social welfare	-	-	-	0.52
Inter corporate deposit given received back	-	-	-	289.50
Share application money paid	1,300.00	-	-	-
Outstanding balances as at year end				
Trade receivables	1.42	-	-	619.75
Interest accrued and due payable	-	-	-	3.16
Inter corporate deposit given	-	-	-	145.00
Share application money paid	1,300.00	-	-	-
Share application money received	-	-	21.50	2.75
Advance to suppliers	-	-	-	108.82
Capital advances	-	-	-	7.70
Security/retention received	250.00	-	-	2.60
Creditors for capital purchases	-	-	-	87.75
Dues to employees	-	41.48	0.12	-
Trade payables	-	-	-	396.27

For the year ended 31 March 2014

(Amount in ` million)

Particulars	Associates	KMP	Relatives	Others
Transactions during the year				
Sale of coal	-	-	-	459.81
Sale of equipment	-	-	-	13.46
Sale of spares	-	-	-	0.07
Sale of traded goods	-	-	-	5.99
Interest income from banks and others	1.34	-	-	24.85
Professional/Consultancy receipts	1.20	-	-	-

Particulars	Associates	KMP	Relatives	Others
Transportation and loading charges	-	-	-	1,947.77
Transportation for purchase of coal	-	-	-	373.07
Transportation on fuel for thermal power	-	-	-	1.50
Coal beneficiation and allied receipts	-	-	-	0.74
Miscellaneous receipts	-	-	-	0.26
Power and fuel	-	-	-	50.29
Repair, running and maintenance-building	-	-	-	5.13
Repair, running and maintenance-plant and machinery	-	-	-	12.29
Repair, running and maintenance-others	-	-	-	114.77
Managerial remuneration paid	-	229.29	-	-
Salaries, wages and bonus	-	-	6.43	-
Issue of equity shares (including securities premium)	-	59.83	-	353.22
Rent paid	-	4.80	-	54.08
Ash disposal expenses	-	-	-	115.46
Rate, taxes and fees	-	-	-	0.10
Travelling and conveyance	-	-	-	11.36
Advertisement and publicity	-	-	-	10.03
Management fees	-	-	-	1.20
Compulsory convertible debenture	1,170.00	-	-	-
Finance cost	-	-	-	3.86
Inter corporate deposit taken	-	-	-	945.00
Inter corporate deposit taken refunded	-	-	-	545.00
Purchase of Fixed assets/Capital work in progress	-	-	-	413.44
Shares purchased/allotment (investments)	-	-	-	1,605.90
Purchase of stores and spares	-	-	-	35.07
Environment protection expenses	-	-	-	38.31
Inter corporate deposit given	185.00	-	-	346.06
Staff welfare expenses	-	-	-	0.01
Share application money received	-	83.65	-	224.15
Share application money received refunded back	-	104.65	0.50	226.90
Inter corporate deposit given received back	185.00	-	-	77.50
Share application money paid	864.00	-	-	210.00
Share application money paid received back	837.50	-	-	210.00
Outstanding balances as at year end				
Trade receivables	0.61	-	-	830.62
Interest accrued and due receivable	-	-	-	14.76
Interest accrued and due payable	-	-	-	14.38
Inter corporate deposit given	-	-	-	443.56
Inter corporate deposit taken	-	-	-	400.00
Share application money paid	266.50	-	-	-

Particulars	Associates	KMP	Relatives	Others
Security/retention received	250.00	-	-	13.39
Creditors for capital purchases	-	-	-	31.04
Dues to employees	-	36.27	0.18	-
Compulsory convertible debenture	1,170.00	-	-	-
Trade payables	-	-	-	166.17
Interest accrued but not due receivable	-	-	-	10.77
Amount due from former joint managing director	-	2.00	-	-

Annexure XV

Consolidated statement of segment revenue, results and capital employed, as restated

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Segment revenue					
External revenue:					
Coal operations	9,281.65	10,653.12	12,502.26	13,812.78	10,850.15
Wind power	96.90	91.50	102.13	104.61	109.69
Thermal power	610.40	789.71	780.07	3,275.41	4,848.39
Sponge iron	479.76	1,088.22	-	-	-
Equipment manufacturing	11.94	16.63	43.33	122.24	64.99
Internal revenue:					
Coal operations	239.61	209.86	158.88	259.66	346.64
Thermal power	127.32	137.35	127.38	113.41	131.38
Equipment manufacturing	98.00	188.06	123.10	71.03	48.38
Total revenue					
Coal operations	9,521.26	10,862.98	12,661.14	14,072.44	11,196.79
Wind power	96.90	91.50	102.13	104.61	109.69
Thermal power	737.72	927.06	907.45	3,388.82	4,979.77
Sponge iron	479.76	1,088.22	-	-	-
Equipment manufacturing	109.94	204.69	166.43	193.27	113.37
	10,945.58	**13,174.45**	**13,837.15**	**17,759.14**	**16,399.62**
Eliminations	**464.93**	**535.27**	**409.36**	**444.10**	**526.40**
Net revenue	**10,480.65**	**12,639.18**	**13,427.79**	**17,315.04**	**15,873.22**
Segment results					
Coal operations	2,993.62	3,002.28	4,758.78	5,765.65	3,385.36
Wind power	48.85	44.49	53.16	46.26	54.76
Thermal power	368.09	437.11	301.76	1,069.04	1,691.10
Sponge iron	(304.18)	(520.75)	-	-	-
Equipment manufacturing	9.15	27.85	26.61	28.56	1.87
Total	**3,115.53**	**2,990.98**	**5,140.31**	**6,909.52**	**5,133.09**
Less: Unallocated corporate expenses	387.25	523.39	481.32	615.02	668.41
Operating Profit	**2,728.28**	**2,467.59**	**4,658.99**	**6,294.50**	**4,464.68**
Less: Finance cost	(428.02)	(743.48)	(1,090.96)	(1,969.89)	(2,429.26)
Add: Interest and other income	202.73	189.05	150.98	151.92	194.10
Net profit before tax	**2,502.99**	**1,913.16**	**3,719.01**	**4,476.53**	**2,229.52**

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Other information					
Segment assets					
Coal operations	7,440.29	9,544.59	8,714.57	9,161.84	8,804.89
Wind power	610.18	576.58	544.90	510.16	472.87
Thermal power	6,758.06	14,802.59	20,531.93	30,187.71	42,563.36
Sponge iron	1,663.56	1,471.94	-	-	-
Equipment manufacturing	190.77	194.35	220.14	238.81	225.02
Total segment assets	**16,662.86**	**26,590.05**	**30,011.54**	**40,098.52**	**52,066.14**
Unallocated corporate assets	3,959.45	6,024.17	7,478.87	9,810.32	13,825.98
Cash and bank balances	6,235.98	3,643.04	2,432.56	2,251.29	1,160.06
Total assets	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**
Liabilities/ shareholders' funds					
Coal operations	701.44	875.87	676.68	682.79	687.28
Wind power	4.17	5.08	6.22	0.05	0.11
Thermal power	613.88	886.57	1,358.03	5,460.54	5,161.02
Sponge iron	85.75	208.86	-	-	-
Equipment manufacturing	12.38	15.22	9.00	15.05	17.76
Total segment liabilities	**1,417.62**	**1,991.60**	**2,049.93**	**6,158.43**	**5,866.17**
Unallocated corporate liabilities	552.77	1,157.29	871.58	1,574.05	2,012.32
Share capital	1,187.42	2,380.06	2,380.06	2,380.06	2,380.06
Share application money pending allotment	183.38	1,400.07	152.14	144.12	-
Reserves and surplus	12,377.72	12,317.00	15,165.30	18,366.12	20,521.40
Secured and unsecured loans	10,626.43	16,533.02	18,209.30	22,654.91	34,599.43
Minority interest	512.95	478.22	1,094.66	882.44	1,672.80
Total liabilities/ shareholders' funds	**26,858.29**	**36,257.26**	**39,922.97**	**52,160.13**	**67,052.18**
Segment capital expenditure					
Coal operations	849.88	469.33	435.21	251.70	139.24
Wind power	-	-	-	-	-
Thermal power	3,347.84	8,101.77	6,448.34	9,610.20	13,315.34
Sponge iron	226.55	50.96	-	-	-
Equipment manufacturing	3.46	2.25	3.99	0.21	2.16
Total segment capital expenditure	**4,427.73**	**8,624.31**	**6,887.54**	**9,862.11**	**13,456.74**
Unallocated capital expenditure	45.35	15.64	39.22	56.22	419.21

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Total capital expenditure	**4,473.08**	**8,639.95**	**6,926.76**	**9,918.33**	**13,875.95**
Depreciation					
Coal operations	508.72	446.71	508.60	444.42	437.07
Wind power	35.09	35.09	35.09	35.09	35.09
Thermal power	79.57	106.07	161.83	609.20	793.65
Sponge iron	12.27	371.81	-	-	-
Equipment manufacturing	8.31	7.39	4.38	5.11	4.00
Unallocable depreciation	65.04	65.55	19.17	19.49	24.47
Total depreciation	**709.00**	**1,032.62**	**729.07**	**1,113.31**	**1,294.28**

Annexure XVI

Summary of statement of revenue from operation, other income, operating expenses, employee benefit expenses, finance cost and other expenses (before adjustments)

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Revenue from operations					
Sale of products:					
Sale of coal	5,701.61	6,675.38	8,125.36	8,273.16	5,247.36
Sale of thermal power	610.40	770.42	779.82	3,274.01	4,844.79
Sale of wind power	96.90	91.50	102.13	104.61	109.69
Sale of sponge iron	479.76	1,088.22	-	-	-
Sale of equipment	11.94	16.63	43.33	88.91	48.96
Sale of traded goods	-	-	-	32.77	7.31
Sale of services:					
Coal benefication and allied receipts	3,580.04	3,997.03	4,376.90	5,539.62	5,601.59
Professional consultancy receipts	-	-	0.25	1.40	3.60
Other operating revenues					
Erection and commissioning charges	-	-	-	-	7.62
Loader hire charges received	-	-	-	-	1.20
Sale of scrap	-	-	-	0.57	1.10
	10,480.65	**12,639.18**	**13,427.79**	**17,315.05**	**15,873.22**
Other income					
Interest income from banks and others	184.46	95.86	60.11	96.94	74.79
Dividend income from current non trade investments	0.06	0.05	3.20	3.19	0.04
Bonus received on keyman insurance policies	-	-	-	-	-
Exchange Gain(Net)	-	-	-	40.68	0.56
Profit on sale of fixed assets, net	1.02	0.06	6.12	2.06	0.74
Railway siding receipts	3.31	4.12	3.01	-	-
Sundry balances written back	2.35	0.54	3.21	0.34	18.48
Miscellaneous receipts	11.53	88.42	25.39	8.71	99.49
Profit on sale of investments	-	-	49.94	-	-
	202.73	**189.05**	**150.98**	**151.92**	**194.10**
Cost of material consumed	546.72	1,128.33	41.00	72.64	50.18
Purchases of coal	2,203.54	3,740.89	3,117.49	2,882.58	2,614.66
Purchases of stock in trade	-	-	-	27.92	6.34
Changes in inventories	(153.28)	(517.34)	88.43	(193.02)	(277.19)
Operating expenses					
Power and fuel	207.35	205.39	244.54	266.02	222.55
Consumption of chemicals	-	-	25.67	52.01	49.79
Consumption of fuel and water for thermal power	35.44	46.15	82.46	504.13	651.30
Transportation and loading charges	2,116.59	2,383.18	2,340.28	2,982.58	2,839.93
Benefication charges	2.73	1.72	-	-	-
	2,362.11	**2,636.44**	**2,692.95**	**3,804.74**	**3,763.57**

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Employee benefit expenses					
Salaries, wages and bonus	499.33	623.64	620.48	849.40	900.97
Contribution to provident and other funds	28.87	35.56	32.00	36.30	38.40
Workmen and staff welfare expenses	24.83	26.24	23.02	42.15	33.41
	553.03	**685.44**	**675.50**	**927.85**	**972.78**
Finance cost					
Interest on term loans	261.51	474.43	727.60	1,505.54	1,711.33
Interest on cash credits/ working capital loans	137.62	145.41	233.29	369.43	584.06
Interest on inter corporate deposits	4.46	24.01	13.07	10.70	4.94
Interest-others	2.15	2.19	25.30	-	1.22
Loan processing charges	21.13	95.08	90.30	83.10	80.38
Lender's arrangement fees	-	-	-	-	47.33
Interest on delayed payment of advance tax	1.15	2.36	1.40	1.12	-
	428.02	**743.48**	**1,090.96**	**1,969.89**	**2,429.26**
Other expenses					
Job work charges	1.63	1.20	3.10	5.92	6.42
Increase/ (decrease) in excise duty on finished goods	(0.01)	(0.05)	0.04	(0.01)	0.01
Environment protection expenses	17.59	17.97	25.59	32.56	48.33
Ash disposal expenses	-	-	-	16.48	116.20
Repair and maintenance:					
-Building	21.62	29.34	30.49	63.08	38.97
-Plant and machinery	508.89	414.51	304.16	527.41	648.84
-Others	165.87	189.25	189.90	229.04	276.94
Transmission charges	-	-	13.82	292.25	739.58
Rent	41.09	42.18	47.93	32.38	93.03
Land lease rent	37.16	19.53	19.77	20.52	2.81
Hire charges	-	19.05	-	-	-
Rate, taxes and fees	39.40	58.02	36.23	139.65	121.38
Legal and professional fees	65.41	74.67	79.98	105.06	83.50
Security expenses	20.35	29.34	33.40	48.14	52.14
Insurance	14.65	12.64	13.61	23.28	26.51
Rebate and discount	-	0.95	5.70	49.77	90.37
Freight outward	2.55	8.41	5.49	2.31	1.83
Printing and stationery	7.26	7.14	6.65	6.24	6.45
Communication expenses	13.43	12.54	14.11	17.64	15.90
Office maintenance expenses	16.59	13.28	14.66	29.40	25.12
Travelling and conveyance	49.43	47.38	54.27	74.10	73.97
Electricity and water charges	2.03	2.62	3.56	12.48	12.55
Social responsibility expenses	5.09	8.53	9.68	19.98	30.97
Deductions on account of quality and quantity	254.43	193.10	213.31	158.61	157.45
Deductions on account of supply of power	-	-	-	86.93	1.01
Coal handling charges	93.84	98.15	86.50	195.45	179.17
Sampling charges	3.33	3.43	4.28	10.73	11.82
Advertisement, publicity and business promotion	4.88	9.13	6.96	23.33	17.36
Bank charges	20.65	21.18	14.56	33.13	59.37

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Exchange loss, net	0.04	7.69	23.19	-	13.13
Forward premium amortised	2.65	9.65	2.65	4.20	5.95
Provision for diminution in the value of investment	-	-	23.32	-	-
Provision for doubtful debts	-	14.05	-	-	-
Provision for doubtful advances	50.06	0.78	-	-	-
Fee for increase in share capital	15.90	1.30	16.50	-	-
Bad debts written off	14.57	48.81	98.67	103.15	7.83
Capital work-in-progress written off	-	9.60	0.04	-	3.14
Miscellaneous expenditure written off	0.13	22.53	-	-	-
Relocation Expenses	-	-	-	-	-
Miscellaneous expenses	14.69	17.31	22.24	21.32	15.86
Loss of stock due to fire	26.04	-	-	-	-
	1,531.24	**1,465.21**	**1,424.36**	**2,384.53**	**2,983.91**

Note:

1. To be read together with significant accounting policies (Annexure III) and notes to Summary of consolidated statement of profit and loss, as restated and Summary of consolidated statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss, as at 1 April 2009 is given in note no. 3 of Annexure IV.

EXAMINATION REPORT ON STANDLONE RESTATED FINANCIAL INFORMATION

Report by the Auditor's

The Board of Directors
ACB (India) Limited
7th Floor, Office Tower
Ambience Mall, NH- 8
Gurgaon, Haryana- 122001

Dear Sirs,

1) We have examined the attached financial information comprising summary statement of profit and loss, as restated; summary statement of assets and liabilities, as restated; statement of cash flows, as restated; and other financial information as explained in paragraph 3 (e) below of ACB (India) Limited (the "Company"), as at and for the financial years ended 31 March 2010; 31 March 2011; 31 March 2012; 31 March 2013 and 31 March 2014, together with the annexure and notes thereto, as approved by the Board of Directors of the Company, prepared in terms of requirements of Section 26 of the Companies Act, 2013 ('the Act') read with The Companies (Prospectus and Allotment of Securities Rules, 2014, to the extent applicable, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ('SEBI Regulations') and in terms of our engagement agreed upon with you in accordance with our engagement letter dated 3 September 2014, in connection with the proposed initial public offering and offer for sale (the 'Issue') of equity shares of the Company.

2) The above financial information has been prepared by the management from the audited financial statements of the Company as at and for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014. We have audited the financial statements of the Company for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014.

3) In accordance with the requirements of Section 26 of the Act; SEBI Regulations; and the Guidance Note issued in this regard by the Institute of Chartered Accountants of India, as amended from time to time and in terms of our engagement agreed with you, we report that:

   (a) We have examined the attached summary statement of profit and loss, as restated, of the Company for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as set out in Annexure I to the financial information. These are after making adjustments and regroupings as in our opinion, were appropriate and more fully described in the notes appearing in Annexure IV to the financial information. As a result of these adjustments, the amounts reported in the above-mentioned statement are not necessarily the same as those appearing in the financial statements of the Company for the relevant financial years.

   (b) We have examined the attached summary statement of assets and liabilities, as restated, of the Company as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and as at 31 March 2014, as set out in Annexure II to the financial information. These are after making adjustments and regroupings as in our opinion, were appropriate and more fully described in the notes appearing in Annexure IV to the financial information. As a result of these adjustments, the amounts reported in the above-mentioned statement are not necessarily the

same as those appearing in the financial statements of the Company for the relevant financial years.

(c) We have examined the attached statement of cash flows, as restated, of the Company for financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as set out in Annexure V to the financial information. These are after making resultant changes emanating out of various adjustments and regroupings, described in Annexure IV to the financial information as, in our opinion, were appropriate. As a result of these adjustments, the amounts reported in the above-mentioned statement are not necessarily the same as those appearing in the financial statements of the Company for the relevant financial years.

(d) Based on the above, we are of the opinion that the restated financial information, prepared by the management of the Company and approved by its Board of Directors, has been made after incorporating the following:

i. material amounts relating to previous years have been adjusted in the restated financial information in the respective financial years to which they relate;

ii. qualifications in the auditor's report which require adjustments have been given effect to in the restated financial information in the respective financial years, except for qualifications in the auditor's report relating to:

a. certain non compliances under section 297 of the Companies Act, 1956, as disclosed in Note 2 of Annexure IV, the effects of which, if any, are not ascertainable; and

b. those other qualifications, as disclosed in Note 2 of Annexure IV;

iii. And, there are no extraordinary items, which need to be disclosed separately in the restated financial information in the respective financial years.

(e) We have also examined the following other financial information set out in Annexures prepared by the management based on the restated financial information and approved by the Board of Directors, relating to the Company for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014:

i. Statement of dividends declared, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as appearing in Annexure VI to the financial information;

ii. Statement of long term borrowings and short term borrowings, as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 and statement of details of terms and conditions, including interest rates, principal terms of securities, repayment and prepayment terms of the long term and short term borrowings outstanding as at 31 March 2014, as appearing in Annexure VII A; Annexure VII B and VII C to the financial information;

iii. Statement of other income, for the financial year ended 31 March 2011 as appearing in Annexure VIII to the financial information;

iv. Statement of accounting ratios, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure IX to the financial information;

v. Capitalisation statement as at 31 March 2014, as appearing in Annexure X to the financial information;

vi. Statement of tax shelter, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure XI to the financial information;

vii. Statement of trade receivables and loans and advances (long term and short term), (separately showing amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies) as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014 as appearing in Annexure XIIA and XIIB to the financial information;

viii. Statement of aggregate book value and market value of non-current investments, as at 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as appearing in Annexure XIII to the financial information;

ix. Statement of related parties and related party transactions, for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as per Accounting Standard 18 on Related Party Disclosure prescribed by the Companies (Accounting Standards) Rules, 2006, as appearing in Annexure XIV to the financial information;

x. Statement of segment revenue, results and capital employed, as restated, as at and for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as per Accounting Standard 17 on Segment Reporting prescribed by the Companies (Accounting Standards) Rules, 2006, as appearing in Annexure XV to the financial information; and

xi. Summary of statement of revenue from operations, other income, operating expenses, employee benefit expenses, finance cost and other expenses (before adjustments), for the financial years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014, as appearing in Annexure XVI to the financial information.

4) In our opinion, the above financial information of the Company, read with significant accounting policies appearing in Annexure III to the financial information, after making adjustments as considered appropriate and as set out in para 3(d) above and as stated in Annexure IV to the financial information, has been prepared in accordance with Section 26 of the Act and the SEBI Regulations, as amended.

5) Our report is intended solely for the use of management and for inclusion in the Offer Document in connection with the proposed issue of equity shares of the Company and is not to be used, referred to or distributed for any other purpose without our written consent.

For **B S R & Company**
Chartered Accountants
Firm Registration No: 128032W

Pravin Tulsyan
Partner
Membership No.: 108044

Place: Gurgaon
Date: 29 September 2014

Annexure I

Summary statement of profit and loss, as restated

					(*Amounts in ` million*)
Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Revenue from operations	6,950.04	7,769.23	9,104.99	13,434.90	12,474.55
Other income	238.79	182.01	48.86	221.01	292.44
Total revenue (A)	**7,188.83**	**7,951.24**	**9,153.85**	**13,655.91**	**12,766.99**
Expenditure:					
Purchases of coal	1,419.73	2,377.41	2,081.73	2,290.33	2,050.86
Changes in inventories of coal and work in progress	(148.61)	(443.78)	20.36	(155.18)	184.40
Operating expenses	1,811.03	2,106.70	2,120.50	2,889.43	2,607.17
Employee benefits expense	390.95	460.84	520.96	719.99	750.10
Finance cost	254.69	401.31	766.35	1,595.84	1,993.73
Depreciation/amortisation expense	343.37	329.51	461.08	898.64	928.19
Other expenses	865.61	887.40	1,044.21	1,926.53	2,226.11
Total expenses (B)	**4,936.77**	**6,119.39**	**7,015.19**	**10,165.58**	**10,740.56**
Profit before exceptional items, tax and adjustments (C) = (A) - (B)	**2,252.06**	**1,831.85**	**2,138.66**	**3,490.33**	**2,026.43**
Exceptional item					
Less: Provision for diminution in the value of investments	-	970.23	-	-	-
Profit before tax and adjustments and after exceptional item (D)	**2,252.06**	**861.62**	**2,138.66**	**3,490.33**	**2,026.43**
Provision for tax					
Current tax	673.40	482.30	429.40	675.14	398.97
Less: MAT credit entitlement	-	-	(171.40)	(438.50)	(78.00)
Deferred tax charge/ (credit)	(8.25)	(3.64)	237.35	644.02	227.08
Wealth tax	0.56	0.51	0.59	0.60	0.86
Taxes for earlier years	5.82	0.90	1.03	6.09	-
Total tax expense/ (credit) (E)	**671.53**	**480.07**	**496.97**	**887.35**	**548.91**

					(*Amounts in ` million*)
Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Profit after tax and before adjustments (F) = (D) - (E)	**1,580.53**	**381.55**	**1,641.69**	**2,602.98**	**1,477.52**
Adjustments [Add/(less)]					
Adjustments (refer note 1 of Annexure IV)	(37.93)	(49.28)	87.21	-	-
Current tax impact of adjustments (refer note 1 (C) of Annexure IV)	-	-	-	-	-
Total of adjustments after tax impact (G)	**(37.93)**	**(49.28)**	**87.21**	**-**	**-**
Net profit as restated (after adjustments) (H) = (F) + (G)	**1,542.60**	**332.27**	**1,728.90**	**2,602.98**	**1,477.52**
Add: Profit brought forward from previous year (Refer note 2 below)	4,608.77	6,020.04	6,214.27	7,823.80	10,307.41
Profit balance available for appropriations, as restated	**6,151.37**	**6,352.31**	**7,943.17**	**10,426.78**	**11,784.93**
Appropriations					
Proposed dividend/ Interim dividend	112.25	118.77	119.00	119.00	119.00
Corporate dividend tax	19.08	19.27	0.37	0.37	20.22
Debenture redemption reserve	-	-	-	-	37.93
Balance carried forward to summary statement of assets and liabilities, as restated	**6,020.04**	**6,214.27**	**7,823.80**	**10,307.41**	**11,607.78**

Note:

1. To be read together with significant accounting policies (Annexure III) and Notes to summary statement of profit and loss, as restated and Summary statement of assets and liabilities, as restated (Annexure IV).

2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss as at 1 April 2009 is given in note no. 3 of Annexure IV.

Annexure II

Summary statement of assets and liabilities, as restated

(Amounts in ` million)

	Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
(1)	**Equity and Liabilities**					
	Shareholders' funds					
	(a) Share capital	1,187.42	2,380.06	2,380.06	2,380.06	2,380.06
	(b) Reserves and surplus					
	- Securities premium	5,350.35	4,186.45	4,186.45	4,186.45	4,186.45
	- Debenture redemption reserve	-	-	-	-	37.93
	- General reserve	278.31	278.31	278.31	278.31	278.31
	- Surplus in statement of profit and loss, as restated	6,020.04	6,214.27	7,823.80	10,307.41	11,607.78
(2)	**Non-current liabilities**					
	Long- term borrowings	5,696.71	8,247.45	10,433.60	9,212.55	11,614.57
	Deferred tax liabilities (net)	168.25	164.62	401.97	1,045.99	1,273.06
	Other long-term liabilities	575.85	1,138.79	292.31	251.75	250.00
	Long-term provisions	21.64	41.92	49.06	68.44	60.80
(3)	**Current liabilities**					
	Short-term borrowings	898.86	1,242.23	2,220.44	3,674.95	3,972.25
	Trade payables	402.46	624.16	542.05	665.41	404.79
	Other current liabilities	1,466.88	1,422.32	2,234.65	3,112.98	3,051.05
	Short-term provisions	134.16	143.99	139.06	124.45	154.22
	Total	**22,200.93**	**26,084.57**	**30,981.76**	**35,308.75**	**39,271.27**
	Assets					
(4)	**Non-current assets**					
	(a) Fixed assets					
	- Tangible fixed assets	2,948.19	3,007.37	9,967.12	16,048.81	16,010.84
	- Intangible fixed assets	2.29	1.46	2.87	4.17	3.12
	- Capital work in progress	3,001.57	10,725.23	6,590.70	1,256.58	824.44
	(b) Non-current investments	4,902.89	6,169.57	8,070.19	9,899.52	14,947.74
	(c) Long-term loans and advances	3,563.26	1,177.79	675.41	1,305.23	1,640.06
	(d) Other non-current assets	1,809.48	55.65	1,035.60	320.90	583.75

Particulars		As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
(5)	**Current assets**					
	(a) Inventories	661.79	1,111.36	1,182.91	1,410.28	1,341.00
	(b) Trade receivables	1,206.51	1,536.57	2,179.75	3,018.55	2,813.49
	(c) Cash and bank balances	2,955.29	1,891.60	808.94	1,208.85	404.21
	(d) Short-term loans and advances	1,053.97	370.85	444.22	793.08	668.99
	(e) Other current assets	95.69	37.12	24.05	42.78	33.63
	Total	**22,200.93**	**26,084.57**	**30,981.76**	**35,308.75**	**39,271.27**

Note:

1. To be read together with significant accounting policies (Annexure III) and Notes to Summary statement of profit and loss, as restated and Summary statement of assets and liabilities, as restated (Annexure IV).
2. The reconciliation between the audited surplus in statement of profit and loss and restated surplus in statement of profit and loss as at 1 April 2009 is given in note no. 3 of Annexure IV.

1. Background

ACB (India) Limited ('the Company') is a flagship company of Aryan Group. The Company was incorporated on 14 March 1997. Primary business of the Company is beneficiation of coal and sale of coal. The Company has set-up 6 coal washeries in Chhattisgarh, Maharashtra and Orissa.

Besides coal beneficiation business, the Company is into power generation through 330 MW thermal power plants and 15 MW wind mill plant. Power plant operations are mainly supported by Power Purchase Agreements (PPAs) with State Electricity Boards.

2. Significant accounting policies

a. Basis of preparation of financial statements

The financial statements are prepared and presented under the historical cost convention in accordance with the Generally Accepted Accounting Principles ('GAAP') in India and mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956, to the extent applicable, and as adopted consistently by the Company.

b. Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Differences between the actual results and estimates are recognised in the year in which the results are known/ materialized. Any revision to accounting estimates is recognised prospectively in current and future periods.

c. Current–non-current classification

All assets and liabilities are classified into current and non-current.

I. Assets:

An asset is classified as current when it satisfies any of the following criteria:

i. It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;
iii. It is expected to be realised within 12 months after the reporting date; or
iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

II. Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

i. It is expected to be settled in the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;
iii. It is due to be settled within 12 months after the reporting date; or

iv. The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has ascertained its operating cycle being a period within 12 months for the purpose of classification of assets and liabilities as current and non-current.

d. **Inventories (valued at lower of cost and net realisable value)**

Inventories are valued at lower of cost and net realisable value. The basis for determination of cost of various categories of inventories are as follows:

i. Coal owned by the Company:

(1) Raw coal:

These are valued at cost of raw coal and cost incurred to bring the raw coal to its present location and condition, computed on first in first out basis (FIFO).

(2) Beneficiated coal:

These are valued at cost of raw coal as computed above and appropriate portion of processing and other overheads incurred to bring the beneficiated coal to its present location and condition.

(3) Coal rejects:

These consist of rejects generated out of coal beneficiation process and/or coal rejects purchased. The cost is ascertained by apportioning the total cost attributable to the category of coal generated/ purchased, considering appropriate basis.

(4) Blended coal:

These consist of blending of different categories of coal and valued at the proportionate value of inputs used.

ii. Work in progress for raw coal and beneficiated coal belonging to the customer:

Work in progress represents the cost incurred on beneficiation of coal on behalf of customers. This comprises cost towards raw coal transportation, beneficiation of raw coal and transportation of beneficiated coal to bring the coal to its present location and condition.

iii. Fuel for thermal power plants:

Fuel for thermal power plants are computed on first in first out basis (FIFO).

iv. Stores and spare parts:

Stores and spare parts are computed on first in first out basis (FIFO).

e. **Revenue recognition**

I. **Coal operations:**

i. Coal beneficiations and allied receipts:

Revenue from raw coal beneficiation and allied receipts is recognised on attainment of the said activity. Such activity is regarded as being attained when no significant uncertainty exists regarding the amount of consideration that will be derived from the performance of such activity and the activity is completed or substantially completed. The amount recognised as revenue is exclusive of service tax and is net of returns.

ii. Sale of coal:

Revenue from sale of coal is recognised when coal is dispatched to the customers, which coincides with the transfer of significant risks and rewards. The amount recognised as revenue is exclusive of sales tax, value added tax (VAT) and is net of returns.

II. **Power operations:**

Revenue from sale of thermal power and wind power is recognised based on tariffs as per the terms of the Power Purchase Agreements and arrangements entered into by the Company with respective customers.

III. **Other income:**

i. Interest income:
Interest income is recognised on a time proportion basis considering the contracted rate of return.

ii. Dividend income:
Dividend income is recognised when the shareholders' right to receive payment is established.

f. **Fixed assets and depreciation**

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes inward freight, duties, taxes and incidental expenses related to acquisition and installation incurred upto the date of commissioning of the assets. Fixed assets under construction, and cost of asset not ready to use before the reporting date are disclosed as capital work in progress. Assets held for disposal are stated at their estimated residual values as at the balance sheet date.

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, such costs are allocated to respective fixed assets.

For assets used for power operations:
The Ministry of Corporate Affairs has issued a notification dated 31 May 2011 which prescribes that the Companies engaged in the generation or supply of electricity as mentioned under section 616 (c) of the Companies Act, 1956 are allowed to follow rates prescribed for depreciation as per Electricity Act, 2003. Government of India, Ministry of Power vide resolution dated 6th January 2006, has notified Tariff Policy in terms of section 3 of the Electricity Act, 2003. The said Tariff Policy inter alia provides that rates of depreciation as notified by Central Electricity Regulatory Commission (CERC) would be applicable for the purpose of tariffs as well as accounting. CERC, while notifying regulation vide Notification, dated 19-1-2009, till exercise of power conferred under section 178 of the Electricity Act, 2003, has also notified the rates of depreciation as well as methodology for computing such depreciation and depreciation is to be provided up to 90% of the cost of asset, based on straight line method of calculating the depreciation.

Depreciation is provided using the straight line method at the rates determined at being the higher of those specified in Schedule XIV to the Companies Act, 1956 and the rates notified by the CERC (as per the above notification). The management believes that these rates reflect their estimates of the useful lives of these assets. Depreciation is calculated on a pro-rata basis from the date of installation till the assets are sold or disposed.

Leasehold assets:
Leasehold assets are amortised over the period of lease. Leasehold improvements are amortised over the remaining period of lease or derived useful lives of assets as prescribed in Schedule XIV to the Companies Act, 1956, whichever is shorter.

For assets used for coal beneficiation operations and others:
Depreciation is provided on pro-rata basis as per written down value (WDV) method at the rates which are atleast equal to the rates prescribed in Schedule XIV to the Companies Act, 1956.

Assets individually costing upto Rs. 5,000 are fully depreciated in the year of purchase.

g. **Investments**

Long term investments are valued at cost. However, any decline other than temporary, in the value of long term investments, is adjusted in the carrying value of such investments and charged to the Statement of Profit and Loss.

h. **Foreign currency transactions**

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions. Monetary foreign currency assets and liabilities remaining unsettled at the balance sheet date are translated at the rates of exchange prevailing on that date. Gains/ losses arising on account of realisation/ settlement of foreign exchange transactions and on translation of foreign currency assets and liabilities are recognised in the Statement of Profit and Loss.

The premium or discount that arises on entering into a forward exchange contract for hedging is measured by the difference between the exchange rate at the date of the inception of the forward exchange contract and the forward rate specified in the contract and is amortised as expense or

income over the life of the contract. Exchange difference on a forward exchange contract is the difference between:

I. the foreign currency amount of the contract translated at the exchange rate at the reporting date, or the settlement date where the transaction is settled during the reporting period, and;

II. the same foreign currency amount translated at the latter of the date of inception of the forward exchange contract and the last reporting date. These exchange differences are recognised in the Statement of Profit and Loss in the reporting period in which the exchange rates change.

The premium or discount arising at the inception of a forward exchange contract entered into to hedge the foreign currency risk of a firm commitment or a highly probable forecast transaction is amortised as expense or income over the life of the contract.

Derivative instruments:

Apart from foreign exchange contracts taken to hedge existing assets or liabilities, the Company also uses the derivatives to hedge its foreign currency risk exposures relating to firm commitments and highly forecast transactions. In accordance with relevant announcements of the Institute of Chartered Accountants of India, the Company provides for losses in respect of such outstanding derivative contracts at the balance sheet date by marking them to market. Net gain, if any, is not recognised. The contracts are aggregated category-wise, to determine the net gain or loss.

i. **Employee benefits**

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus, leave encashment etc., are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Defined contribution plans:

A defined contribution plan i.e. provident fund is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal and constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Defined benefit plans:

A defined benefit plan i.e. gratuity, is a post-employment benefit plan.

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employee have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. The calculation is performed annually by an independent actuary using the projected unit credit actuarial method. When the calculation

results in a benefit to the Company, the asset is recognised only to the extent of the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

j. **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand and fixed deposits with banks with original maturity of three months or less.

k. **Borrowing costs**

Borrowing costs (net of income on the temporary investment of those borrowings) that are attributable to the acquisition of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a period of one year or more to get ready for its intended use. All other borrowing costs are charged to revenue.

l. **Leases**

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease payments under operating lease arrangements are recognised as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

m. **Earnings per share**

In computing earnings per share, the Company considers net profit/ (loss) after tax. Basic earnings per share are computed by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity and dilutive equivalent shares outstanding during the period, except where results would be anti-dilutive.

n. **Taxes**

Income-tax expenses comprise current tax (i.e. the amount of tax for the year determined in accordance with the Income-tax Act, 1961) and deferred tax charge or credit (reflecting the tax effects of the timing differences between the accounting income and taxable income for the year). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. However, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized. Deferred tax implications of timing differences, that originate during the tax holiday period and reverse after the tax holiday period are recognised in the year in which timing differences originate.

The credits arising from Minimum Alternative Tax paid are recognised as recoverable only if there is reasonable certainty that the Company will have sufficient taxable income in future years to utilise such credits.

o. **Impairment of assets**

The carrying amounts of assets are reviewed at each balance sheet date in accordance with Accounting Standard 28 'Impairment of Assets' to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

p. **Provisions and contingencies**

The Company recognises a provision when there is a present obligation as a result of a past event and it is more likely than not that there will be an outflow of resources embodying economic benefits to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are not discounted to its present value, and are determined based on the management's best estimate of the amount of obligation required at the year end. These are reviewed at each balance sheet date and adjusted to reflect current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company. Contingent liabilities are also disclosed for present obligations in respect of which it is not probable that there will be an outflow of resources or a reliable estimate of the amount of obligation cannot be made.

When there is a possible obligation or a present obligation where the likelihood of an outflow of resources is remote, no disclosure or provision is made.

Annexure IV

Notes to the summary statement of profit and loss, as restated (Annexure I) and summary statement of assets and liabilities, as restated (Annexure II)

1. Below mentioned is the summary of results of adjustments / rectifications made in the audited financial statements of the respective years and its impact on Summary statement of profit and loss, as restated and summary statement of assets and liabilities, as restated.

(Amounts in ` million)

Adjustments [(income)/expense] in Summary statement of profit and loss, as restated, arising out of:	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
A. Adjustment of material audit qualifications (refer Note 1 A)					
Permanent diminution in the value of investments in subsidiary [refer note 1 A (b)]	37.93	49.28	(87.21)	-	-
B. Regroupings (refer note 1 B)					
Other income					
Bad debts recovered (refer note 1 B (h))	-	-	-	(4.74)	-
Operating expenses					
Ash disposal expenses (refer note 1 B (f) & (g))	-	-	-	16.48	-
Repair and maintenance:					
-Plant and machinery (refer note 1 B (g))	-	-	-	(12.45)	-
-Others (refer note 1 B (f))	-	-	-	(4.03)	-
Bad debts written off (refer note 1 B (h))	-	-	-	(4.74)	-
Aggregate effect of above adjustments					
Impact on total revenue	-	-	-	**(4.74)**	-
Impact on total expenses	-	-	-	**(4.74)**	-
Impact on exceptional item	**37.93**	**49.28**	**(87.21)**	-	-
Total of adjustments after tax impact	**(37.93)**	**(49.28)**	**87.21**	-	-

Note:

A positive figure represents addition and figures in bracket represent deletion to the corresponding head in the audited financial statements for respective years to arrive at restated numbers.

Cumulative effect of above [increase / (decrease)] in Summary statement of assets and liabilities, as restated:	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
A. Impact of adjustment of material audit qualifications (refer Note 1 A)					
Liabilities					
Securities premium [refer note 1 A (a)]	1,144.78	1,144.78	1,144.78	1,144.78	1,144.78
Surplus in Summary statement of profit and loss, as restated [refer note 1 A (b)]	(37.93)	(87.21)	-	-	-
Assets					
Non-current investments [refer note 1 A (a) and (b)]	1,106.85	1,057.57	1,144.78	1,144.78	1,144.78
B. Regroupings (refer note 1 B)					
Assets					
Capital work in progress [refer note 1 B (b)]	54.10	-	-	-	-
Long-term loans and advances [refer note 1 B(c)]	-	-	296.80	-	-
Current assets					
Inventories of stores and spares [refer note 1 B (b)]	(54.10)	-	-	-	-
Short-term loans and advances [refer note 1 B(c)]	-	-	(296.80)	-	-
Non-current liablities					
Long- term borrowings [refer note 1 B(e)]	-	-	67.40	-	-
Current liabilities					
Trade payables [refer note 1 B(d)]	-	-	(1.69)	-	-
Other current liabilities [refer note 1 B(d & e)]	-	-	(65.71)	-	-
E. Aggregate effect of above adjustments (refer note 1 D)					
Assets					
Capital work in progress	54.10	-	-	-	-
Non-current investments	1,106.85	1,057.57	1,144.78	1,144.78	1,144.78
Long-term loans and advances	-	-	296.80	-	-
Inventories of stores and spares	(54.10)	-	-	-	-
Short-term loans and advances	-	-	(296.80)	-	-
Liabilities					
Long- term borrowings	-	-	67.40	-	-
Trade payables	-	-	(1.69)	-	-
Other current liabilities	-	-	(65.71)	-	-
Securities premium	1,144.78	1,144.78	1,144.78	1,144.78	1,144.78
Surplus in statement of profit and loss, as restated	(37.93)	(87.21)	-	-	-

Note:

Positive figures represents addition and figures in bracket represent deletion to the corresponding head in the audited financial statements for respective years to arrive at restated numbers.

This annexure does not contain the impact of regroupings / reclassifications done in accordance with the requirements of revised Schedule VI

Notes to Summary statement of profit and loss, as restated (Annexure I) and Summary statement of assets and liabilities, as restated (Annexure II) (continued)

1. Notes :

A. Impact of adjustment of material audit qualifications

a) Accounting of acquisition of investment on fair value

During the year ended 31 March 2010, the Company had acquired an investment by issue of its own equity shares. Based on the accounting advice received from a firm of chartered accountants, the Company had recorded the cost of investment at the face value of the equity shares issued and not at fair value as required by Accounting Standard 13, "Accounting for Investments" as specified in the Companies (Accounting Standards) Rules, 2006. However, for the purpose of Summary statement of assets and liabilities, as restated, such investment has been accounted at the fair value of the equity shares issued by the Company, based on the valuation report from an independent firm of chartered accountants, in the year in which the shares were issued with consequential impact on the years ended 31 March 2010, 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014.

b) Permanent diminution in the value of investments in subsidiary

The Company had investment in share capital of Aryan Energy Private Limited (AEPL), being a subsidiary company amounting to ` 213.38 million as at 31 March 2010 and 31 March 2011 and loans and advances given to AEPL amounting to ` 733.56 million as at 31 March 2010. The accumulated losses of AEPL had entirely / substantially eroded its paid up share capital and reserves as at 31 March 2010 and 31 March 2011 respectively. The management of the Company considering this investment as strategic in nature and expecting that future cash flows will revive the present net worth position of AEPL had not provided for loss, if any, on the investment and loans and advances amounting to ` 213.38 million and ` 733.56 million respectively for each of the financial years. However, for the purpose of Summary statement of profit and loss, as restated, and Summary statement of assets and liabilities, as restated, the management has considered the provision for loss of ` 37.93 million and ` 49.28 million to the extent of its share in the net worth for the year ended 31 March 2010 and 31 March 2011 respectively.

Since the net worth of AEPL revived during the financial year ended 31 March 2012 and the Company had signed long- term contract subsequent to 31 March 2012, accordingly management has reversed the provision for loss of ` 37.93 million and ` 49.28 million created as at 31 March 2010 and 31 March 2011 respectively in Summary statement of profit and loss, as restated, and Summary statement of assets and liabilities, as restated.

B. Regroupings

a) During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act, 1956 has become applicable to the Company for preparation and presentation of its financial statements. Accordingly, the Company has presented the financial statements as at 31 March 2014, 31 March 2013 and 31 March 2012 and for the year then ended along with the comparatives as at 31 March 2011 and for the year then ended following the requirements of revised Schedule VI. There is no significant impact on presentation and disclosures made in the

financial statements. The Company also reclassified the previous year figures pertaining to year ended 31 March 2010 in accordance with the requirements of revised Schedule VI.

b) Regrouping of inventories of stores and spares to capital work in progress of ` 54.10 million during the year ended 31 March 2010.

c) Regrouping of share application money from short term loans and advances to long term loans and advances for the year ended 31 March 2012 for an amount of ` 296.80 million.

d) Regrouping of dues to employees from trade payables to other current liabilities for the year ended 31 March 2012 for an amount of ` 1.69 million.

e) Regrouping of current maturities of long term borrowings from other current liabilities to long term borrowings for the year ended 31 March 2012 for an amount of ` 67.40 million.

f) Regrouping of 'Repair and maintenance-others' to 'Ash disposal expenses' under the head 'Other expenses' for the year ended 31 March 2013 for an amount of ` 4.03 million.

g) Regrouping of 'Repair and maintenance- Plant and machinery' to 'Ash disposal expenses' under the head 'Other expenses' for the year ended 31 March 2013 for an amount of ` 12.45 million.

h) Regrouping of 'Bad debts recovered' under the head 'Other income' to 'Bad debts written off' under the head 'Operating expenses' for the year ended 31 March 2013 for an amount of ` 4.74 million.

C. Taxation

Provision for taxation (income tax and deferred tax) for the respective years has been recomputed on the above adjusted profits on the basis of the rates applicable to the respective years. However, there has been no impact on income tax and deferred tax.

D. Effect of above adjustments

These adjustments are resulting from restatement made in the audited accounts for the year ended 31 March 2009, 31 March 2010, 31 March 2011, 31 March 2012 and 31 March 2013 and there consequential impact has been considered in the respective heads.

2. Other audit qualifications in the auditor's report on the financial statements of the Company, either the effect of which is not ascertainable or which do not require any material corrective adjustments in the financial information, are as follows:

Financial year ended 31 March 2010

a) With regard to certain transactions aggregating to ` 10.31 million entered into by the Company in the current year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) The Company is in the process of further strengthening the records of inventory

c) With regard to the internal control system the Company needs to further strengthen the internal controls relating to acquisition of fixed assets and sale of rejects.

d) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax and Service tax, there have been substantial delays in deposit of these statutory dues in few cases.

e) According to the information and explanations given to us, there are no dues of Income tax, Wealth tax, Sales tax, Customs duty, Service tax and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	**Nature of dues**	**Amount in ` million ****	**Period to which the amount relates**	**Forum where dispute is pending**
Finance Act, 1994	Service tax	165.30 plus penalty plus interest *	10 September 2004 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	8.60 plus penalty plus interest	16 August 2002 till 31 March 2006	CESTAT, New Delhi
Finance Act, 1994	Service tax	11.80 plus penalty plus interest *	28 February 2005 to 31 March 2007	CESTAT, New Delhi
Finance Act, 1994	Service tax	2.20 plus penalty plus interest	April 2006 to March 2007	Commissioner (Adjudication), New Delhi
Income tax, 1961	Income tax	4.15 plus interest	Financial year 2007-2008	Commissioner of Income tax appeals, New Delhi

* Out of the above demand, we are informed by the Company that it has deposited a sum of `124.20 million against these demands in earlier years.

** Including disputed dues aggregating ` 185.70 million which have been stayed by respective authorities.

Financial year ended 31 March 2011

a) With regard to certain transactions aggregating to ` 10.31 million entered into by the Company in the previous year, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax there have been slight delays in a few cases.

c) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)**	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	165.30 plus penalty plus interest *	10 September 2004 till 31 March 2006	Central Excise & Service Tax Appellate Tribunal, New Delhi
Finance Act, 1994	Service tax	8.60 plus penalty plus interest	16 August 2002 till 31 March 2006	Central Excise & Service Tax Appellate Tribunal, New Delhi
Finance Act, 1994	Service tax	11.80 plus penalty plus interest *	28 February 2005 to 31 March 2007	Central Excise & Service Tax Appellate Tribunal, New Delhi
Finance Act, 1994	Service tax	2.20 plus penalty plus interest	April 2006 to March 2007	Commissioner (Adjudication), New Delhi
Income- tax Act, 1961	Income tax	4.15 plus interest	Financial year 2007-2008	Commissioner of Income tax appeals, New Delhi
Income -tax Act ,1961	Income tax	3.03 plus interest	Financial year 2007-2008	Deputy Commissioner of Income tax, New Delhi

* Out of the above demand, we are informed by the Company that it has deposited a sum of ` 124.20 million against these demands in earlier years.
** Including disputed dues aggregating ` 185.70 million which have been stayed by respective authorities.

Financial year ended 31 March 2012

a) With regard to certain transactions aggregating to ` 10.31 million entered into by the Company in the year ended 31 March 2010, covered under section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax, there have been slight delays in deposit of these statutory dues in few cases.

c) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` millions)*	Amount paid under protest (in ` millions)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	2.20	-	Financial year 2006 – 2007	Commissioner (Adjudication), New Delhi
Income- tax Act, 1961	Income tax	0.79	0.79	Financial year 2006-2007	Income Tax Appellate Tribunal (ITAT)
Income- tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-2009	Commissioner of Income tax (appeals)
Income- tax Act, 1961	Income tax	4.15	-	Financial year 2007-2008	Income Tax Appellate Tribunal (ITAT)

*excluding interest and penalty

Financial year ended 31 March 2013

a) With regard to certain transactions aggregating to ` 10.31 million entered into by the Company in the year ended 31 March 2010, covered under Section 297 of the Companies Act, 1956, and in respect of which prior approval of the Central Government, as envisaged under that section, has not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax, there have been slight delays in deposit of these statutory dues in few cases.

c) There are no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Customs duty, Cess and other material statutory dues were in arrears as at 31 March 2013 for a period of more than six months from the date they became payable, except as mentioned below:

Nature of statute	Nature of dues	Amount involved (In ` millions)*	Amount deposited (in ` millions)	Period to which the amount relates
Chhattisgarh Electricity Duty Act, 1949	Energy Duty	44.43	-	1 January 2012 to 30 September 2012

*Paid subsequent to the year end

d) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)#	Amount deposited (in ` million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	165.32	123.98	10 September 2004 till 31 March 2006	High Court
Finance Act, 1994	Service tax	11.78	-	28 February 2005 to 31 March 2006	High Court
Finance Act, 1994	Service tax	8.60	-	16 August 2002 till 31 March 2006	High Court
Finance Act, 1994	Service tax	175.03	-	April 2006 to March 2007	Commissioner (Adjudication, New Delhi)
Income- tax Act, 1961	Income tax	0.79	0.79	Financial year 2006-2007	Income Tax Appellate Tribunal (ITAT)
Income- tax Act, 1961	Income tax	1.05	-	Financial year 2007-08	Income Tax Appellate Tribunal (ITAT)
Income tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-09	Income Tax Appellate Tribunal (ITAT)

#excluding interest and penalty

Financial year ended 31 March 2014

a) with regard to certain transactions entered into by the Company with certain parties covered under section 297 of the Companies Act, 1956, amounting to ` 11.95 million during the year ended 31 March 2014, which are in excess of approval obtained from the Central Government and ` 10.31 million during the year ended 31 March 2010, in respect of which prior approval of the Central Government had not been obtained.

b) In case of amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Sales tax, Service tax and Income tax, there have been slight delays in deposit of these statutory dues in few cases.

c) There are no dues of Income tax, Sales tax, Wealth tax, Service tax, Excise Duty, Customs duty and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of dues	Amount involved (in ` million)#	Amount deposited (in ` million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	175.03	-	April 2006 to March 2007	Commissioner (Adjudication, New Delhi)
Income- tax Act, 1961	Income tax	2.00	-	Financial year 2007-08	The Company is in the process of filing appeal in High Court against the order of ITAT
Income tax Act, 1961	Income tax	5.27	5.27	Financial year 2008-09	Income Tax Appellate Tribunal (ITAT)
Chhatisgarh Value Added Tax	Value Added Tax	8.65	0.86	Financial year 2008-09	The Additional Commissioner of Commercial Tax (Appellate) Bilaspur-Chhatisgarh
Central Sales Tax-Chhatisgarh	Central Sales Tax	10.26	1.03	Financial year 2008-09	The Additional Commissioner of Commercial Tax (Appellate) Bilaspur-Chhatisgarh

#excluding interest and penalty

d) In the funds raised on short-term basis have been used for long-term investment to the extent of ` 36.53 million primarily towards non- current investments.

3. Reconciliation between the surplus in statement of profit and loss as per audited financial statements and surplus in statement of profit and loss, as restated as at 1 April 2009, is given below:

Particulars	Amounts (in ` million)
Surplus in statement of profit and loss balance as at 1 April 2009 as per audited financial statements	4,608.77
Surplus in statement of profit and loss as at 1 April 2009, as restated	**4,608.77**

4. Contingent liabilities, capital commitments and claims against the Company not acknowledged as debt

Financial year ended 31 March 2010

(a) Contingent liabilities:

The Company has contested the liability of ` 63.89 million raised by service tax authorities.

(b) Corporate guarantees:

The Company has given corporate guarantees to certain banks against credit facilities given to subsidiaries. The aggregate value of such corporate guarantees given by the Company is ` 2,866.30 million.

(c) Capital commitments:

The estimated amount of contracts remaining to be executed on capital account (net of advances) was ` 5,574.91 million

(d) Other major commitments:

(i) The Company has issued a letter of comfort to a bank acting as security agent in respect of External commercial borrowing of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

(ii) Out of the total bank guarantee limits of the Company, bank guarantee limit of ` 561.00 million has been allocated in favor of Aryan M.P. Power Generation Private Limited (wholly owned subsidiary of the Company). The said bank guarantee is issued by Axis Bank in favor of Power Grid Corporation of India Limited and is in the nature of performance bank guarantee of Aryan M.P. Power Generation Private Limited.

(iii) The corporate guarantee issued to Lehman Brothers Commercial Corporation Asia Limited, Hongkong, against credit facilities extended to Cellcap Securities Limited, BVI, a joint venture company, for an amount of USD 45.50 million was released upon full and final settlement of loan during the current year.

Financial year ended 31 March 2011

(a) Contingent liabilities:

- The Company has contested the liability of ` 63.89 million raised by service tax authorities.
- The Company has contested the liability of ` 3.03 million raised by income tax authorities.

(b) Corporate guarantees:

The Company has given corporate guarantees to certain banks against credit facilities given to subsidiaries and group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

	Amounts in ` million
Subsidiaries	2,300.00
Other group companies	3,155.00
	5,455.00

(c) Capital commitments:

The estimated amounts of contracts remaining to be executed on capital account (net of advances) are ` 1,737.63 millions

(d) Other major commitments:

(i) The Company has issued a letter of comfort to a bank acting as security agent in respect of External commercial borrowing of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose-off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

(ii) Performance bank guarantees allocated in favour of subsidiaries :

	Amount in ` million
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Ispat & Power Private Limited	25.66
	586.66

Financial year ended 31 March 2012

(a) Contingent liabilities:

The Company has contested the liability of ` 2.17 million raised by service tax authorities.

(b) Corporate guarantee:

The Company has given corporate guarantees to certain banks against credit facilities given to subsidiaries and group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

	Amounts in ` million
Subsidiaries:	
- Aryan Clean Coal Technologies Private Limited	50.00
- TRN Energy Limited (formerly known as TRN Energy Private Limited)	300.00
Other companies	
- Spectrum Power Generation Limited	2,705.00
- Maruti Clean Coal and Power Limited	800.00
	3,855.00

(c) Capital commitments:

The estimated amounts of contracts remaining to be executed on capital account (net of advances) are ` 1301.36 million.

(d) Other major commitments

(i) The Company has issued a letter of comfort to a bank acting as security agent in respect of External commercial borrowing of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose-off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

(ii) The Company has issued letter of financial support to Aryan Energy Private Limited.

(iii) The Company has partly paid shares of Aryan Energy Private Limited and Spectrum Power Generation Limited, which requires further commitment of ` 1,489.02 million to make them fully paid-up.

(iv) Performance bank guarantees allocated in favour of subsidiaries and other companies:

	Amounts in ` million
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Ispat & Power Private Limited (subsidiary upto 8th April 2011)	25.66
	586.66

(e) Claims against the Company not acknowledged as debt:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by the Company. As a result, the customer has invoked bank guarantees for ` 200.93 million company and subsequent to the year end, has raised a further claim of ` 72.27 million company toward cost of coal and recoveries against penalties.

The Company filed an application with District Judge, Nagpur for restrain on invocation of bank guarantees on the plea that there was a provision of arbitration clause in the agreement and the quality issue was to be referred to Arbitral Tribunal/Arbitration. District Judge dismissed the plea of the Company and same was challenged by the Company before the Hon'ble High Court, Nagpur which granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained till the matter is heard by it. The status quo order is subsisting. The Company has written to customer to appoint the Arbitrator so that they can adjudicate the matter pertaining to the quality of washed coal. Company has strong case on merit before the Arbitrator.

Financial year ended 31 March 2013

(a) Contingent liabilities:

There are certain civil and labour cases against the Company, the amount in respect of which is not material to the company. However, the management based on the merits of the cases believes that the final outcome will not have any significant impact on the Company's financial position and operations.

(b) Capital commitments:

The estimated amounts of contracts remaining to be executed on capital account (net of advances) are ` 407.39 million

(c) Other major commitments:

i) The Company has issued a letter of comfort to a bank acting as security agent in respect of External commercial borrowing of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose-off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

ii) The Company has issued letter of financial support to Aryan Energy Private Limited ('AEPL').

iii) The Company has partly paid shares of Spectrum Power Generation Limited, which requires further commitment of ` 1,450.00 million to make them fully paid-up.

iv) The Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by the Company is as follows:

	Amounts in ` million
Subsidiaries:	
- Aryan Clean Coal Technologies Private Limited	50.00
- TRN Energy Limited (formerly known as TRN Energy Private Limited)	300.00
Associate companies:	
- Spectrum Power Generation Limited *	2,705.00
- Maruti Clean Coal and Power Limited *	5,848.93
	8,903.93

* Became associate during the current year.

v) Performance bank guarantees allocated in favour of subsidiaries and other companies:

	Amounts in ` million
Subsidiaries:	
- Aryan M.P. Power Generation Private Limited	561.00
- Aryan Clean Coal Technologies Private Limited	25.95
- Aryan Energy Private Limited	31.05
Other companies:	
- Aryan Ispat & Power Private Limited (subsidiary upto 08 April 2011)	25.66
	643.66

(d) Claims against the Company not acknowledged as debt:

During the year ended 31 March 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by the Company. As a result, the customer has invoked bank guarantees for ` 200.93 million and subsequent to the year end, has raised a further claim of ` 72.27 million toward cost of coal and recoveries against penalties.

During the current year, the Company filed an application u/s 9 of the Arbitration and Conciliation Act, 1996 seeking interim protection from the invocation of bank guarantees till the matter is decided by Arbitral Tribunal as there is arbitration clause in the agreement entered into with the said customer and quality issue is a dispute under the agreement which should be referred to the Arbitral Tribunal. District Judge dismissed the plea of the Company and same was challenged by the Company before the Hon'ble High Court, Nagpur which initially granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained. Subsequent to the year end, on 17 July 2013, the appeal of the Company has been dismissed by the Hon'ble High Court, Nagpur. The Company is in the process of evaluating the next course of action and will file the necessary appeal against this order in consultation with its legal counsels.

Financial year ended 31 March 2014

a. Contingent liabilities:

i. The contingent liability relating to Sales Tax is ` 17.02 million.

ii. There are certain civil and labour cases against the Company, the amount in respect of which is not material to the Company. However, the management based on the merits of the cases believes that the final outcome will not have any significant impact on the Company's financial position and operations.

iii. The search operation u/s 132/133A of the Income Tax Act, 1961 was initiated on 12 April 2012 on the Company. The search proceedings were effectively concluded vide last Panchnama drawn on 11 June 2012. At this stage, no tax demand has been determined pursuant to the search proceedings.

b. Capital commitments:

The estimated amount of contracts remaining to be executed on capital account (net of advances) was ` 287.79 million as at 31 March 2014.

c. Other major commitments:

i. The Company has issued a letter of comfort to a bank acting as security agent in respect of External Commercial Borrowings of ` 821.01 million (USD 17.50 million), of which outstanding as on 31 March 2014 is ` 273.67 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited ('SCPL') from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose-off any shares in SCPL that may result in its shareholding reduced to minority and non-controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL, the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

ii. The Company has partly paid shares of Spectrum Power Generation Limited ('SPGL'), which require further commitment of ` 1,450.00 million to make them fully paid-up.

iii. Corporate guarantees:
The Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of contingent liabilities in respect of such corporate guarantees given by the Company is as follows:

(in ` million)

	As at 31 March 2014
Subsidiary of Company and subsidiary of wholly owned subsidiary:	
- Aryan Clean Coal Technologies Private Limited	50.00
- TRN Energy Private Limited	1,598.10
Associate companies:	
- Spectrum Power Generation Limited	1,380.89
- Maruti Clean Coal and Power Limited	9,683.57
	12,712.56

iv. Performance bank guarantees limits allocated in favour of subsidiaries and other companies:

(in ` million)

	As at 31 March 2014
Subsidiaries of Company and subsidiary of wholly owned subsidiary :	
- Aryan Clean Coal Technologies Private Limited	27.59
- Spectrum Coal and Power Limited	166.38
- Aryan Energy Private Limited	364.25
- Aryan M.P. Power Generation Private Limited	579.00
Associate companies:	
- Maruti Clean Coal and Power Limited	165.00
Other companies:	
- Aryan Ispat and Power Private Limited	25.66
	1,327.88

d. Claims against the Company not acknowledged as debt:

In the previous years, one of the customers, pursuant to a contract entered for beneficiation of coal, had raised dispute regarding the quality of the beneficiated coal supplied by the Company. As a result, the customer had invoked bank guarantees for ` 200.93 million and during the year ended 31 March 2013, has raised a further claim of ` 75.27 million toward cost of coal and recoveries against penalties.

As there is an arbitration clause in the agreement entered into with the said customer and quality issue is a dispute under the agreement which should be referred to the Arbitral Tribunal, the Company during the year ended 31 March 2013, filed an application under section 9 of the Arbitration and Conciliation Act, 1996 seeking interim protection from the invocation of bank guarantees till the matter is decided by Arbitral Tribunal. District Judge dismissed the plea of the Company and same was challenged by the Company before the Hon'ble Bombay High Court, Nagpur Bench, which initially granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained. However, in the hearing on 17 July 2013, the appeal of the Company was dismissed. The Company filed review petition before Hon'ble Bombay High Court dated 29 July 2013. The review petition was also dismissed on 17 January 2014. Against the above order, the Company filed Special Leave Petition ('SLP') with Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India granted interim order maintaining status quo and the matter is listed for hearing on 8 July 2014.

Meantime, on the application filed for the appointment of Arbitrator, the Hon'ble Bombay High Court, Nagpur Bench appointed Sole Arbitrator. The Sole Arbitrator so appointed has directed the Company to file its claim on or before 14 June 2014.

The matter is under litigation, however, management believes that the final outcome of the litigation will not have substantial financial impact and accordingly no provision is required against the claims of the customer.

5. Other significant notes

Financial year ended 31 March 2010

a) The Company has invested ` 213.38 million in the equity shares of one of its subsidiaries, namely Aryan Energy Private Limited (AEPL). Though the net worth of this subsidiary is fully eroded, the management in view of its long term commitments and future cash flows projections of AEPL considers this to be of temporary nature and has accordingly not provided for any amount towards diminution in its value of investments. The Company has also provided inter corporate deposits of ` 733.56 (including interest) as 31 March 2010.

b) The Company has directly and indirectly infused ` 789.57 million in Spectrum Power Generation Limited (SPGL) which has incurred losses in the past and has resultant accumulated losses, SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and it is expected that the entire debt of SPGL would stand restructured and substantially reduced before the end of financial year 2010-11. The equity capital of SPGL has already been restructured and therefore the Company is confident of making good returns on its investments based on the turn-around of the existing 208MW operations and implementation of 350MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure, The Company has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

c) The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is subjudice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

d) The Company has issued a letter of comfort to a bank acting as security agent in respect of ECB of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose off any shares in SCPL that may result in its shareholding reduced to minority and non- controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any delimit in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

e) In the current year as well as in the previous years, the Company has/ had placed share application monies with its subsidiary companies/ associate companies which are pending allotment. The balance outstanding as at the financial year end amounts to ` 1,767.73 million. Subsequent to the financial year end, the subsidiary companies have increased the authorised share capital, wherever necessary, to facilitate the allotment.

Financial year ended 31 March 2011

a) The Company has directly and indirectly infused ` 1,089.57 million in Spectrum Power Generation Limited (SPGL) which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. The equity capital of SPGL has already been restructured and therefore the Company is confident of making good returns on its investments based on the turn-around of the existing 208MW operations and implementation of 350MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure. The Company has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

b) The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is subjudice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

c) The Company has issued a letter of comfort to a bank acting as security agent in respect of ECB of USD 17.50 million availed by its wholly owned subsidiary Spectrum Coal and Power Limited (SCPL) from a foreign bank. The Company has provided assurance that it would not permit SCPL to enter into liquidation or enter into any arrangement with creditors without prior discharge of the said loan in full. The Company has also confirmed that it would not dispose off any shares in SCPL that may result in its shareholding reduced to minority and non- controlling shareholding without first having received written consent from security agent or discharge of loan in full. In the event of any default in payment by SCPL the Company will issue and execute corporate guarantee of equivalent amount within 15 Days from the date of such event.

d) In the current year as well as in the previous years, the Company has/ had placed share application monies with its subsidiary companies which are pending allotment. The balance outstanding as at the 31 March 2011 amounts to ` 757.55 million.

e) During the current year, the Company has valued reprocessed reject coal stock lying at its washeries. The Company had not valued such stock in the previous years as there was no sustainable market for the same. However, due to consistent sustainable improvement in the market for reprocessed reject coal and better acceptability of the product, management has decided to value reprocessed reject coal in the current year.

f) The Company has overdue debtor balance and security deposit receivable, amounting to ` 167.14 million and ` 2.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. Pending necessary reconciliations and clarifications the amount receivable has not been released by KPCL. Based on agreed terms of contract with KPCL, management is confident that the matter will be resolved soon and the entire outstanding balance will be recovered.

g) The Company has invested ` 213.38 million in the equity shares of one of its subsidiaries, namely Aryan Energy Private Limited (AEPL). Though the net worth of this subsidiary is fully eroded,

the management in view of its long term commitments and future cash flows projections of AEPL considers this to be of temporary nature and has accordingly not provided for any amount towards diminution in its value of investments.

h) During the year ended 31 March 2011, Aryan Ispat and Power Private Limited ('AIPPL'), one of the subsidiary of the Company has recognized substantial impairment losses which has resulted in significant erosion in the net worth of AIPPL. The business outlook of AIPPL does not indicate revival of eroded net worth in the foreseeable future. Accordingly, the management considers the loss on its long term investment to be other than temporary and has recognized the provision for diminution in the value of its long term investment amounting to ` 970.23 million.

Financial year ended 31 March 2012

a) The Company has directly and indirectly infused ` 857.82 million in Spectrum Power Generation Limited (SPGL) which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement (the Scheme) for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. The equity capital of SPGL has already been restructured and therefore the Company is confident of making good returns on its investments based on the turn-around of the existing 208MW operations and implementation of 350MW Combined-Cycle gas based power plant which has achieved substantial milestones including financial closure. The Company has accordingly not provided for any amount towards diminution in its value of long term investments in SPGL.

b) The Company has an outstanding litigation pending before Hon'ble Supreme Court in relation to sale of coal rejects and other allied matters. The matter is sub-judice before the Hon'ble Supreme Court. The Company has filed the necessary replies and awaits final disposal of the case by Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position.

c) The Company has overdue debtor balance and security deposit receivable, amounting to ` 167.14 million and ` 2.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of Rs.5 million withheld with KPCL have been released and the matter regarding recovery of amount receivable from KPCL is sub-judice and pending for final hearing with the Hon'ble High Court, Karnataka. Based on the merits of the case, management is confident of recovery the entire outstanding balance.

d) The search operation u/s 132/133A of Income Tax Act, 1961 ("the Act") was initiated on 12 April 2012 on the Company. The search proceedings were effectively concluded vide last Panchnama drawn on 11 June 2012. At this stage, no tax demand has been determined pursuant to the search proceedings.

e) During the year, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised dispute regarding the quality of the beneficiated coal supplied by the Company. As a result, the customer has invoked bank guarantees for ` 200.93 million and subsequent of the year end, has raised a further claim of ` 72.27 million toward cost of coal and recoveries against penalties.

The Company filed an application with District Judge, Nagpur for restrain on invocation of bank guarantees on the plea that there was a provision of arbitration clause in the agreement and the

quality issue was to be referred to Arbitral Tribunal/Arbitration. District Judge dismissed the plea of the Company and same was challenged by the Company before the Hon'ble High Court, Nagpur which granted interim relief and ordered for the status quo, i.e. not to invoke the bank guarantees, to be maintained till the matter is heard by it. The status quo order is subsisting. The Company has written to customer to appoint the Arbitrator so that they can adjudicate the matter pertaining to the quality of washed coal. Company has strong case on merit before the Arbitrator.

f) The Company has invested ` 223.14 million in the equity shares of one of its subsidiaries, namely Aryan Energy Private Limited ('AEPL'). Though the net worth of this subsidiary is substantially eroded, the management in view of the long term business plans and considering the fact that AEPL has been awarded long term revenue contract which will revive its net-worth, and hence has not provided for any amount towards diminution in its value of investments. Further, the Company has issued letter of financial support to AEPL.

g) During the current year the Company has sold substantial portion of its investment in Aryan Ispat and Power Private Limited ('AIPPL'). The Company has recognised a loss of ` 946.90 million upon sale of 7.31 million equity shares held by it in AIPPL. Such loss was adjusted against the provision for diminution in the value of investment amounting to ` 970.23 million which was created during the previous year ended 31 March 2011. As at 31 March 2012, the provision for diminution in value of these investments aggregates ` 23.32 million after adjusting the above-mentioned loss upon sale of investments.

Financial year ended 31 March 2013

a) The Company has investment of ` 262.16 million in the equity shares of one of its subsidiaries, namely AEPL. Though the net worth of this subsidiary is significantly eroded, the management in view of the long term business plans and considering the fact that AEPL has been awarded long term revenue contract which will revive its net-worth, and hence has not provided for any amount towards diminution in its value of investments. Further, the Company has issued letter of financial support to AEPL.

b) The Company has directly and indirectly infused ` 1,123.22 million in Spectrum Power Generation Limited ('SPGL') which has incurred losses in the past and has resultant accumulated losses. SPGL had submitted a Scheme of Arrangement ('the Scheme') for restructuring of its debt and equity under section 391 of the Companies Act, 1956 which was approved by the Hon'ble High Court of Andhra Pradesh. SPGL has made tremendous progress in implementing the Scheme and the entire debt of SPGL has been restructured as on date and has been substantially reduced. However, one of the major milestone (i.e. coming out with an public offer by 31 December 2011) is not yet achieved. The Company is in discussion with Asset Restructuring Company India Limited ("ARCIL") to buy the shares of SPGL held by them based on the fair valuation of SPGL and its business. Accordingly, management is of the opinion that diminution in the value of investment is not required to be recognised on the financial statements.

c) The Company's coal washery at Binjhari having a gross block of ` 218.52 million and a net block of ` 155.95 million as at 31 March 2013 was commissioned in November 2010 and coal washery at Hemgir having a gross block of ` 936.17 million and a net block of ` 792.47 million as at 31 March 2013 was commissioned in May 2011. These washeries have been identified as separate cash generating units. During the year ended 31 March 2013, the Binjhari washery was operating at nil capacity and Hemgir washery was operating at low capacity. Considering the

demand for beneficiated coal in India, the Company builds up the capacities in advance at various strategic locations.

Presently the Company is in the process negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

Considering the above, management expects that it is too early to carry out impairment testing, wherein future cash flows are being estimated to determine the provision required, if any, in respect of impairment of cash generating units.

d) The Company has an outstanding litigation in relation to a notice from the Ministry of Home Affairs, Government of India ("MHA") to appear before it pursuant to allegations of pilferage of coal in the state of Chhattisgarh made against the Company by the Central Empowered Committee ("CEC") set up by the Hon'ble Supreme Court of India. In the report, CEC alleged that high quality coal was supplied in the garb of coal rejects by certain enterprises, which had sourced a part of the coal rejects from the Company. The Company had attended the hearing at the Office of the Union Home Secretary, MHA, on 8 February 2010. Subsequently, on 18 February 2010, the Company made representations in writing in relation to certain additional information sought by the Home Secretary on the disposal of coal rejects generated from the washing process by the Company. The Company has neither received any further correspondence from the MHA in this regard nor the matter was listed for hearing in the Hon'ble Supreme Court since the above referred enquiry was directed by the Court. The matter is sub- judice before the Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position and on operations.

e) The Company has overdue trade receivables balance and security deposit receivable, amounting to ` 167.14 million and ` 2.50 million respectively, from Karnataka Power Corporation Limited ('KPCL') relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50 million withheld with KPCL have been released and the matter regarding recovery of amount receivable from KPCL is sub-judice and pending for final hearing with the Hon'ble High Court, Karnataka.

Further, during the current year the Company has filed civil suit in the appropriate court for the recovery of its amount as the limitation period to recover this amount through court was due to expire. Also, the notice was issued by the court to KPCL to file their written statement. KPCL in its written statement contested the claim of the Company and denied to any amount payable to the Company. However, based on the merits of the case, management is confident of recovery the entire outstanding balance.

f) The search operation u/s 132/133A of Income Tax Act, 1961 was initiated on 12 April 2012 on the Company. The search proceedings were effectively concluded vide last Panchnama drawn on 11 June 2012. At this stage, no tax demand has been determined pursuant to the search proceedings.

g) The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company has maintained adequate documentation of the transactions entered into with the associated enterprises. In respect of domestic transactions

entered into with the specified persons during the financial year, the Company is in the process of updating the documentation. The Company expects these records to be in existence in accordance within the due dates as per the requirements of the law. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

Financial year ended 31 March 2014

a) The Company has an outstanding litigation in relation to a notice from the Ministry of Home Affairs, Government of India ("MHA") to appear before MHA pursuant to allegations of pilferage of coal. The said allegation was made to MHA against the Company by the Central Empowered Committee ("CEC") set up by the Hon'ble Supreme Court of India. The Company had attended the hearing before MHA on 8 February 2010. Subsequently, on 18 February 2010, the Company made representations in writing in relation to certain additional information sought by the MHA on the disposal of coal rejects generated from the beneficiation process by the Company. The Company has neither received any further correspondence from the MHA in this regard nor the matter was listed for hearing in the Hon'ble Supreme Court since the above referred enquiry was directed by the Court through CEC. The matter is sub- judice before the Hon'ble Supreme Court. A legal opinion has been sought and the management believes that final outcome will not have any significant impact on the Company's financial position and on operations.

b) The Company has overdue trade receivables balance and security deposit receivable, amounting to ` 167.14 million and ` 2.50 million respectively, from Karnataka Power Corporation Limited (KPCL) relating to sale of beneficiated coal. The bank guarantee for an amount of ` 50.00 million withheld with KPCL have been released and the matter regarding recovery of amount receivable from KPCL is subjudice and pending for final hearing with the Hon'ble High Court, Karnataka.

   Further, during the year ended 31 March 2013, the Company has filed civil suit in the appropriate court for the recovery of its amount as the limitation period to recover this amount through court was due to expire. Also, the notice has been issued by the court to KPCL to file their written statement. Based on the merits of the case, management is confident of recovery the entire outstanding balance.

c) During the year ended 31 March 2014, the Company has changed the trigger plan date for 270MW Thermal Power Plant business eligible for tax holiday period under Section 80-IA of the Income Tax Act, 1961. Accordingly deferred tax assets to the extent of ` 108.55 million have been considered for adjustment with deferred tax charge for the year ended 31 March 2014.

d) The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company has maintained adequate documentation of the transactions entered into with the associated enterprises. In respect of domestic transactions entered into with the specified persons during the financial year, the Company is in the process of updating the documentation. The Company expects these records to be in existence in accordance within the due dates as per the requirements of the law. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax

expense and that of provision for taxation.

e) The Company's coal washery at Binjhari, Chhattisgarh having a gross block of ` 218.56 million and a net block of ` 136.10 million as at 31 March 2014 was commissioned in November 2010 and a coal washery at Panderpauni, Maharashtra having a gross block of ` 351.39 million and a net block of ` 87.73 million was commissioned in May 2003. These washeries have been identified as separate cash generating units. During the year ended 31 March 2014, the Binjhari washery was operating at nil capacity while Pandarpauni washery was operating at low capacity. Presently the Company is in the process of negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

f) The Company's coal washery at Hemgir, Odisha having a gross block of ` 948.47 million and a net block of ` 699.29 million as at 31 March 2014 was commissioned in May 2011. This washery has been identified as separate cash generating unit and was operating at low capacity during the year. Considering the demand for beneficiated coal in India, the Company builds up the capacities in advance at various strategic locations. The Company has received long-term revenue contract for supply of beneficiated coal from this washery and is also negotiating with potential customers and expects that long term firm orders will be received soon to optimise the washeries to the designed capacity.

Considering the above, management expects that it is too early to carry out impairment testing, wherein future cash flows are being estimated to determine the provision required, if any, in respect of impairment of cash generating units.

g) The Company had remitted an amount aggregating USD 5.00 million (` 272.20 million) on 22 March 2013 towards purchase of equity shares of foreign joint venture but shares have not been allotted till date. Reserve Bank of India ('RBI') notification FEMA 120/RB, dated 7 July 2004, as amended from time to time, prescribes for allotment of shares within six months from the date of effecting remittance. The Company is in process of filing necessary documents with RBI and expects allotment in near future. The Company is of the view that above delay will not have any significant impact on the Company's financial position and its operations.

h) Long term debt maturity schedule as at 31 March 2014

(Amount in ` million)

Secured loans repayable	**As at 31 March 2014**
within 1 year	2,284.47
within 1 to 3 years	4,754.06
within 3 to 5 years	4,134.03
more than 5 years	2,726.48
Total	**13,899.04**

i) Employee benefit plan:

The Company operates a gratuity plan which provides lump sum benefits linked to the qualifying salary and completed years of service with the Company at the time of separation. Every employee who has completed 5 years of continuous service is entitled to receive gratuity at the time of his retirement or separation from the Company whichever is earlier. However the condition of completion of 5 years of service is not applicable where separation is on account of

disability or death of an employee. The gratuity benefit that is payable to any employee, 1s computed in accordance with the provisions of"The Payment of Gratuity Act, 1972".

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The Gratuity Fund

The following table sets forth the status of the Gratuity Plan of the Company and the amounts recognised in the Summary statement of assets and liabilities, as restated and summary statement of profit and loss, as restated.

(Amount in ` million)

Particulars	**Year ended 31 March 2010**	**Year ended 31 March 2011**	**Year ended 31 March 2012**	**Year ended 31 March 2013**	**Year ended 31 March 2014**
Changes in the present value of defined benefit obligation					
Projected benefit obligation at the beginning of year	22.16	24.48	42.32	49.21	64.56
Current service cost	4.07	4.17	6.90	7.55	9.63
Interest cost	1.88	2.26	3.89	4.65	5.84
Actuarial loss/(gain)	(2.09)	3.02	(1.54)	5.82	(12.81)
Past service cost	-	9.69	-	-	-
Benefits paid	(1.54)	(1.30)	(2.36)	(2.67)	(1.88)
Projected benefit obligation at the end of the year	**24.48**	**42.32**	**49.21**	**64.56**	**65.34**
Projected benefit obligation at the end of the year	**24.48**	**42.32**	**49.21**	**64.56**	**65.34**
Funded status of the plans – asset/(liability)	**(24.48)**	**(42.32)**	**(49.21)**	**(64.56)**	**(65.34)**
Asset recognised in the Summary statement of assets and liabilities, as restated	-	-	-	-	-

(Amount in ` million)

Particulars	**Year ended 31 March 2010**	**Year ended 31 March 2011**	**Year ended 31 March 2012**	**Year ended 31 March 2013**	**Year ended 31 March 2014**
Expense recognised in the Summary statement of profit and loss, as restated					
Current service cost	4.07	4.17	6.90	7.55	9.63
Interest cost on benefit obligation	1.88	2.26	3.89	4.65	5.84
Net actuarial (gain)/loss recognised in the year/period	(2.09)	3.02	(1.54)	5.82	(12.81)
Past service cost	-	9.69	-	-	-
Net gratuity cost	**3.86**	**19.14**	**9.25**	**18.02**	**2.67**
Present value of unfunded obligations	24.48	42.32	49.21	64.56	65.34
Net liability	**24.48**	**42.32**	**49.21**	**64.56**	**65.34**
Amounts in Summary statement of assets and liabilities, as restated					
Liability	24.48	42.32	49.21	64.56	65.34
Asset	-	-	-	-	-
Net liability is bifurcated as follows:					
Short term	2.84	4.83	5.31	4.16	4.54
Long term	21.64	37.49	43.90	60.40	60.80
Net liability	**24.48**	**42.32**	**49.21**	**64.56**	**65.34**

Other long term employee benefits:

Principal actuarial assumptions at the Balance Sheet date are as follows:

Economic assumptions:

The principal assumptions are the discount rate and salary escalation rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis. The assumptions used are summarized in the following table:

	As at 31 March 2010	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Discount rate	8.30%	8.32%	8.60%	8.10%	9.35%
Salary growth rate	10.00%	10.00%	10.00%	10.00%	10.00%

Demographic assumptions:

	As at 31 March 2010	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Retirement age	60 years	60 years	60 years	60 & 70 years	60 & 70 years
Mortality table	LIC (1994-96) duly modified	LIC (1994-96) duly modified	LIC (1994-96) duly modified	IAL (2006-08) Ult table	IAL (2006-08) Ult table
Employee turnover	21-30 years-5% 31-40 years-3% 41-50 years-2% 51-59 years-1%	21-30 years-5% 31-40 years-3% 41-50 years-2% 51-59 years-1%	21-30 years-5% 31-40 years-3% 41-50 years-2% 51-59 years- 1%	21-30 years-5% 31-40 years-3% 41-50 years-2% 51 & above-1%	21-30 years-5% 31-40 years-3% 41-50 years-2% 51 & above-1%

Statement of cash flows, as restated **Annexure V**

(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
A) Cash flow from operating activities:					
Net profit before tax	2,214.13	812.34	2,225.87	3,490.33	2,026.43
Adjustments for :					
Depreciation/ amortisation	343.37	329.51	461.08	898.66	928.20
(Profit)/loss on sale of assets	(0.24)	(0.09)	0.80	(1.89)	(0.15)
Loss on sale of investments	-	-	0.02	-	-
Capital work in progress/ Fixed assets written off	-	-	-	-	3.14
Bad debts written off	7.28	20.60	59.06	76.56	5.84
Sundry balances written back	-	-	-	-	(3.04)
Finance cost	254.69	401.31	766.35	1,595.84	1,993.73
Interest income	(227.69)	(151.79)	(26.43)	(48.18)	(74.05)
Dividend income	(0.06)	(0.05)	(3.20)	(119.89)	(122.99)
Forward premium amortised	2.65	2.65	2.65	4.20	5.95
Provision for diminution in the value of investments	37.93	1,019.51	(87.21)	-	-
Exchange gain	-	-	-	(39.73)	26.90
Operating profit before following adjustments :	**2,632.06**	**2,433.99**	**3,398.99**	**5,855.90**	**4,789.94**
Adjustments for :					
(Increase)/decrease in loans and advances	(119.62)	(39.43)	(76.54)	(308.41)	229.50
(Increase)/ decrease in trade receivables	45.40	(350.66)	(702.23)	(915.36)	199.22
Decrease/ (Increase) in other current assets	0.72	(1.07)	7.09	(18.08)	7.37
Decrease/ (Increase) in inventories	(161.74)	(449.57)	(71.54)	(227.38)	69.28
(Decrease)/ Increase in trade payables	(1.37)	221.70	(82.11)	123.36	(257.58)
(Decrease)/ Increase in other liabilities	(14.55)	0.89	(4.63)	130.45	52.26
(Decrease)/ Increase in long term and short term provisions	2.32	23.39	7.87	17.77	2.28
Cash Generated from operations	**2,383.22**	**1,839.24**	**2,476.90**	**4,658.25**	**5,092.27**
Taxes paid (net)	(707.76)	(489.97)	(393.30)	(732.01)	(476.10)
Net cash from operating activities (A)	**1,675.46**	**1,349.27**	**2,083.60**	**3,926.24**	**4,616.18**
B) Cash flow from investing activities:					
Purchase of fixed assets/capital work in progress	(3,003.82)	(5,440.92)	(1,987.68)	(1,277.16)	(1,071.14)
Sale of fixed assets	5.90	12.09	4.96	2.88	0.68
Share application money paid	(924.47)	(3,018.22)	(65.00)	(409.70)	(1,669.70)
Share application money refund	-	4,028.40	525.75	271.53	1,605.70
Movement of fixed deposits	1,199.00	3,096.19	(71.42)	602.20	632.85
Purchase of investments	(888.37)	(2,352.68)	(1,845.26)	(1,829.34)	(5,048.22)
Sale of investments	-	66.50	31.83	-	-
Inter-corporate deposit paid	(307.63)	-	(167.50)	(123.00)	(1,860.80)
Inter-corporate deposit paid received back	-	721.70	184.90	123.00	1,540.80
Interest income	485.76	306.19	102.97	135.46	96.81
Dividend income	0.06	0.05	3.20	119.89	122.99
Bonus received on keyman insurance policies	-	-	-	-	-
Net cash used in investing activities (B)	**(3,433.57)**	**(2,580.70)**	**(3,283.25)**	**(2,384.24)**	**(5,650.02)**

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
C) Cash flow from financing activities:					
Proceeds from issue of equity share capital	1.42	5.23	-	-	-
Proceeds from securities premium	473.62	23.52	-	-	-
Proceeds from borrowings	3,237.42	7,076.11	4,641.00	5,547.66	6,700.00
Repayments of borrowings	(1,183.15)	(4,344.31)	(1,900.99)	(5,015.55)	(3,709.99)
Dividend and tax on dividend	(106.82)	(131.32)	(138.04)	(119.38)	(119.38)
Finance cost	(726.09)	(1,119.13)	(1,628.00)	(1,815.63)	(2,044.68)
Net cash from/(used in) financing activities (C)	**1,696.40**	**1,510.10**	**973.97**	**(1,402.90)**	**825.95**
D) Net (decrease)/increase in cash and cash equivalents (A+B+C)	**(61.71)**	**278.67**	**(225.68)**	**139.10**	**(207.88)**
E) Cash and cash equivalents as at the beginning of the year	209.63	147.92	426.59	200.91	340.01
F) Cash and cash equivalents as at the end of the year	147.92	426.59	200.91	340.01	132.12

Note: To be read together with significant accounting policies (Annexure III) and notes to Summary statement of profit and loss, as restated and Summary statement of Assets and Liabilities, as restated (Annexure IV).

Note: The cash flow statement has been prepared in accordance with 'Indirect method' as set out in the Accounting Standard (AS)-3 on 'Cash Flow Statements' as notified in the Companies (Accounting Standards) Rules, 2006.

Statement of dividends declared **Annexure VI**

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Equity share capital					
Issued number of shares of face value of Rs. 10 each	118.74	238.01	238.01	238.01	238.01
Rate of dividend (%)*	10	5	5	5	5
Amount of dividend	112.25	118.77	119.00	119.00	119.00
Total corporate dividend tax	19.08	19.27	0.37	0.37	20.22

*Dividend has been declared on pro-rata basis.

Statement of long term borrowings **Annexure VIIA**

(Amounts in ` million)

Particulars	As at 31 March 2010		As at 31 March 2011		As at 31 March 2012		As at 31 March 2013		As at 31 March 2014	
	Non-current portion	Current maturities *	Non-current portion	Current maturities*	Non-current portion	Current maturities *	Non-current portion	Current maturities *	Non-current portion	Current maturities *
Secured term loans from banks:-										
Axis Bank Ltd	270.11	682.22	544.49	48.60	677.40	48.60	-	-	-	-
Bank of India	236.19	-	503.54	45.00	618.08	45.00	573.21	45.00	528.21	45.00
Central Bank of India	221.02	-	470.55	42.00	578.58	42.00	-	-	-	-
Corporation Bank	236.81	-	504.15	45.00	618.66	45.00	-	-	-	-
ICICI Bank Limited	-	-	1,750.00	-	1,662.50	87.50	3,197.48	369.19	4,828.29	369.19
Indian Overseas Bank	1,296.46	84.64	1,381.54	236.76	1,457.81	243.05	1,280.40	255.63	1,060.42	268.22
Punjab & Sind Bank	94.73	-	201.67	18.00	244.81	18.00	-	-	-	-
Punjab National Bank	236.81	-	504.27	45.00	616.29	45.00	600.36	45.00	555.36	45.00
Standard Chartered Bank	0.47	55.36	-	0.46	1,046.00	-	958.83	87.17	753.16	348.67
Syndicate Bank Limited	1,500.25	194.42	1,168.41	319.30	1,017.30	326.84	762.55	310.97	556.19	264.17
Yes Bank Limited	560.00	240.00	375.00	185.00	250.00	125.00	125.00	125.00	-	125.00
Wachovia Bank (lead Arranger)/DBS Bank Ltd	1,043.86	84.64	843.83	188.70	796.17	194.99	635.46	207.57	463.49	220.15
Indusind Bank Limited	-	-	-	-	-	-	-	-	533.33	400.00
HDFC Bank Ltd	-	-	-	-	-	-	-	-	333.33	166.67
Total (A)	**5,696.71**	**1,341.28**	**8,247.45**	**1,173.82**	**9,583.60**	**1,220.98**	**8,133.29**	**1,445.53**	**9,611.77**	**2,252.07**
Secured term loans from others:-										
SREI Infrastructure Finance Ltd.	-	-	-	-	850.00	-	644.06	190.00		
TATA Capital Financial Service Ltd	-	-	-	-	-	-	435.20	32.40	402.80	32.40
Total (B)	**-**	**-**	**-**	**-**	**850.00**	**-**	**1,079.26**	**222.40**	**402.80**	**32.40**

Particulars	As at 31 March 2010		As at 31 March 2011		As at 31 March 2012		As at 31 March 2013		As at 31 March 2014	
	Non-current portion	Current maturities *	Non-current portion	Current maturities*	Non-current portion	Current maturities *	Non-current portion	Current maturities *	Non-current portion	Current maturities *
Secured Debentures:-										
Non-convertible debentures										
Allahabad Bank	-	-	-	-	-	-	-	-	200.00	-
Bank of India	-	-	-	-	-	-	-	-	500.00	-
Canara Bank	-	-	-	-	-	-	-	-	200.00	-
Indian Overseas Bank	-	-	-	-	-	-	-	-	100.00	-
Oriental Bank of Commerce	-	-	-	-	-	-	-	-	200.00	-
Syndicate Bank Limited	-	-	-	-	-	-	-	-	400.00	-
Total (C)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,600.00**	**-**
Total (A+B+C)	**5,696.71**	**1,341.28**	**8,247.45**	**1,173.82**	**10,433.60**	**1,220.98**	**9,212.55**	**1,667.93**	**11,614.57**	**2,284.47**

* Current maturities have been disclosed under the head 'Other current liabilities' in Annexure II.

Statement of short term borrowings

Annexure VIIB

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Secured loans from banks:					
-Cash credit/ working capital loans					
ICICI Bank Limited	-	-	499.42	497.12	390.80
Indian Overseas Bank	255.27	309.42	294.67	246.47	-
Standard Chartered Bank	196.92	45.74	317.43	494.82	591.96
Yes Bank Limited	201.57	201.88	202.16	505.38	500.00
Indusind Bank	245.10	11.13	232.76	444.27	247.78
ING Vysya Bank Ltd	-	-	-	-	500.00
DBS Bank Limited	-	-	-	241.57	-
HDFC Bank Ltd	-	-	-	-	241.71
Total (A)	**898.86**	**568.17**	**1,546.44**	**2,429.63**	**2,472.25**
-Other short term loans					
Axis Bank Ltd	-	674.06	674.00	750.00	500.00
Yes Bank Limited	-	-	-	-	1,000.00
Total (B)	**-**	**674.06**	**674.00**	**750.00**	**1,500.00**
Unsecured loans from banks:					
ING Vysya Bank Ltd	-	-	-	495.32	-
Total (C)	**-**	**-**	**-**	**495.32**	**-**
Total (A+B+C)	**898.86**	**1,242.23**	**2,220.44**	**3,674.95**	**3,972.25**

Statement of details of terms and conditions, including interest rates, principal terms of security and repayment terms of the long term and short term borrowings outstanding as at 31 March 2014

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Long Term Borrowings #								
Non-convertible debentures								
Syndicate Bank Limited	General purpose	250.00	250.00	Rs. 125.00 million	11.50%	Debentures are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 31 July 2013. Interest is payable semi-annually @ 11.50% p.a. on January 31 and July 31 every year and on redemption.	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable laws. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by marjority share holders can acclerate the redemption of debentures	Rs. 550,000,000 is secured by way of property being land measuring 5.209 hectares situated at village Dipka,Tehsil Khatgora, Chhattisgarh and property being land measuring 2.201 hectares situated at village Dipka,Tehsil Khatgora, Chhattisgarh and movable fixed assets, both present and future, in respect 6.25 MTPA Coal Washery at Gevra, Chhattisgarh.
Canara Bank		100.00	100.00	Rs. 50.00 million	11.50%			
Oriental Bank of Commerce		200.00	200.00	Rs. 100.00 million	11.50%			
Bank of India	General purpose	500.00	500.00	Rs. 250.00 million	12.25%	Debentures of Rs. 50 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 31 October 2013. Interest is payable annually @ 12.25% p.a. on October 31 every year	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable	Rs. 950,000,000 is secured by way of property being land measuring 13.247 Hectares situated at village Batari, Tehsil Katghora, Chhattisgarh together with all buildings and structures hereon attached to the earth or permanently fastened to anything attached to the earth both present

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Indian Overseas Bank Limited		100.00	100.00	Rs. 50.00 million	12.25%	and on redemption. Debentures of Rs. 10 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 11 December 2013. Interest is payable annually @ 12.25% p.a. on December 11 every year and on redemption. Debentures of Rs. 35 crores are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 20 January 2014. Interest is payable annually @ 12.25% p.a. on January 20 every year and on redemption.	laws. This right does not construe a call option. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by marjority share holders can acclerate the redemption of debentures	and future and land measuring 64 Kanal 18 Marlas situated at Salavas, Tehsil & Distt Rewari, Haryana belonging to Aryan Clean Coal Technologies Private Limited (ACCTPL), a subsidiary company, together with all building structures plant & machinery attached to the earth, both present and future, and movable assets of the ACCTPL's at village Salawas, Tehsil & Distt Rewari, Haryana including plant and machinery both tangible & intangible more particularly described in Schedule II to Deed Hypothecation .
Syndicate Bank Limited		150.00	150.00	Rs. 75.00 million	12.25%			
Canara Bank Limited		100.00	100.00	Rs. 50.00 million	12.25%			
Allahabad Bank Limited		100.00	100.00	Rs. 50.00 million	12.25%			

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Allahabad Bank Limited	General purpose	100.00	100.00	Rs. 50.00 million	12.25%	Debentures are redeemable at par in ratio of 50:50 at the end of 4th year and 5th year from the date of allotment i.e. 28 March 2014. Interest is payable annually @ 12.25% p.a. on March 28 every year and on redemption.	1. The Company will have the Power exercisable at its absolute discretion from time to time to purchase some or all the debentures at any time prior to specified date of redemption, at discount, at par or at premium from the open market in accordance with the applicable laws. This right does not construe a call option. Such debentures, at the option of the Company, may be cancelled, held or resold at such price and on such terms and conditions as the company may deem fit and as permitted by law. 2. At the event of default Debenture trustee if so directed by marjority share holders can acclerate the redemption of debentures	Rs. 100,000,000 will be secured as per the terms of Self Disclosure Document filed with BSE Limited.
Total (A)		**1,600.00**	**1,600.00**					
Term Loan from bank								
Bank of India	270MW Thermal Power Project	750.00	573.21	Rs. 15 million x 3 quarters, Rs. 11.25 million x 20 quarters, Rs. 39.38 million x 8 quarters, Rs. 41.25 million x 4 quarters	PLR - 1.00, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a)Voluntary prepay :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Punjab National Bank Limited	270MW Thermal Power Project	750.00	600.36	Rs. 15 million x 3 quarter, Rs. 11.25 million x 20 quarters, Rs. 39.38 million x 8 quarters, Rs. 41.25 million x 4 quarters	PLR - 1.00, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a)Voluntary prepay :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.
Indian Overseas Bank Limited	270MW Thermal Power Project	800.00	645.00	Rs. 16 million x 3 quarter, Rs. 12 million x 20 quarters, Rs. 42 million x 8 quarters, Rs. 44 million x 4 quarters	PLR - 1.75, to be reset every year	Rupee term loans from banks are repayable in 35 quarterly installments starting from September 2011 in accordance with the Common Rupee Loan Agreement along with interest payable at rate which is highest amongst the rupee term loan lenders.	a)Voluntary prepay :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date or anytime by paying prepayment premium. b) Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Wachovia Bank/ DBS Bank Limited	270MW Thermal Power Project	1,251.63	683.64	In USD 0.9375 million x 8 quarters, 1 million x 4 quarters, 1.0625 million x 4 quarters, 1.125 million x 4 quarters, 1.1875 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future alongwith other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.
Indian Overseas Bank Limited	270MW Thermal Power Project	1,251.62	683.64	In USD 0.9375 million x 8 quarters, 1 million x 4 quarters, 1.0625 million x 4 quarters, 1.125 million x 4 quarters, 1.1875 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future alongwith other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Syndicate Bank Limited	270MW Thermal Power Project	1,501.95	820.36	In USD 1.125 million x 8 quarters, 1.2 million x 4 quarters, 1.275 million x 4 quarters, 1.35 million x 4 quarters, 1.425 million x 4 quarters	1M LIBOR + 240 bppa	Foreign currency term loans from banks are repayable in 24 quarterly installments starting from December 2010 in accordance with ECB loan agreement along with interest rate at LIBOR plus 2.40%. The interest cost is hedged at 9.40% p.a.	Mandatory Prepayment: at the instance of ECB Lender Voluntary Prepayment : The Company can prepay the loan after taking RBI approvals	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future alongwith other lenders. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets.
Standard Chartered Bank	30 MW extension thermal power project	1,046.00	1,101.83	Rs.87.167 million equally quaterly	3M LIBOR + 300 bppa	Repayable in 12 equated quarterly installments starting from February 2014 along with interest rate at LIBOR plus 3%. The interest cost is hedged at 9.90% p.a.	Voluntary Prepayment :The Borrower may giving not less than 10 Business days prior notice to bank, prepay any utilization on the last day of its current Term in whole or in part in accordance with ECB guidelines and necessary approvals.Mandatory Prepayment : At the instance of Lenders	Secured by way of first and exclusive charge on assets of 30 MW extension power and post dated cheques for repayment of interest and principal.
Yes Bank Limited.	Himgir Washery	500.00	125.00	Rs.31.25 million	BPLR - 5.70%	Repayable in 16 equal quarterly installments starting from June 2011.	Nil	Secured by way of exclusive charge on all movable and immovable fixed assets of Hemgir washery (both present & future). First charge over cash flows of the project being routed through current account maintained with Yes Bank.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
ICICI Bank Limited	270MW Thermal Power Project	4,160.00	1,884.98	Tranche -A 32 structured quarterely instalment Tranche -B 40 quarterely instalment	Base rate-2.75%	Repayable in 40 quarterly installments starting from September 2012.	a)Voluntary prepay :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date or anytime by paying prepayment premium. Mandatory Prepayment:- at the instance of Lenders.	Secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the 270 MW thermal power project assets along with other lenders. Additional security in the form of first pari pasu charge on the existing 30MW thermal power project assets of the Company and second charge on its cash flows.
ICICI Bank Limited	General purpose	3,000.00	1,312.50	Rs. 87.50 million	Base Rate + 3.40%	Repayable in 20 equal quarterly installments starting from February'13.	Voluntary Prepayment: The Borrower shall make Voluntary Prepayment, with payment of prepayment premium including break costs @ 1% p.a excpt of interest reset dates, subject to; 1) Borrower giving atleast 5 days prior written notice. 2)The Prepayments being in minimum amounts of Rs. 250 millions, or balance facility amount, whichever is lower. 3) No amounts prepaid/repaid may be re-borrowed under this facility. Such prepayments shall be applied to the then remaining principal outstanding under the Facility in a pro rata manner	Secured by way of exclusive charge on fixed assets of coal washeries located at Binjhari and Chakabura, Chhattisgarh, 15MW Wind Power Project located at Sangli, Maharashtra and 30MW Thermal Power Plant located at Chakabura, Chhattisgarh.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
ICICI Bank Limited.	General purpose	2,000.00	2,000.00	Rs. 100.00 million	Base Rate + 3.50%	Repayable in 20 equated quarterly installments starting from February 2016.	Voluntary Prepayment : Loan can be prepaid without prepayment penalty within 45 days of Spread Reset or else with prepayment premium @1%.	For Tranche A (Rs 1100 million): 1. First Pari-Passu Charge on fixed assets of 50 MW power plant of Spectrum Coal and Power Limited located at Ratija, Chhattisgarh 2. Second Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy Marg, Delhi. For Tranche B (Rs 900 million):- First Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy Marg, New Delhi owned by Four Corner Developers Private Limited, a company owned by one promoter group.
Indusind Bank	General purpose	1,000.00	933.33	Rs. 33.33 million	Base Rate + 1.25%	Repayable in 30 equated monthly installments starting from February 2014.	The borrower shall not be entitled to prepay the principal amount, without the prior written consent of the Bank	Secured by way of collateral security of first exclusive charge on movable fixed assets of Dipka washery of the Company, fixed assets of Wani washery of Kartikay Coal Washeries Private Limited, a subsidiary company and fixed assets of Talcher washery of Aryan Energy Private Limited, a subsidiary company.
HDFC Bank Limited	General purpose	500.00	500.00	Rs. 41.67 million	Base Rate + 2.50%	Repayable in 12 equated quarterly installments starting from June 2014.	Prepayment shall be made alongwith other charges and pre payment penalty @ 1% of the amount proposed to be prepaid. No pre payment penalty at the instance of lenders and 30 days within interest reset dates.	Secured by way of exclusive charge on residential property measuring 375 sq. yards in the name of Shyam Indus Urja Private Limited situated at 27, Rajdoot Marg, Chankaya Puri, New Delhi. Further secured by way of corporate guarantee of Shyam Indus Urja Private Limited.
Total (B)		**18,511.20**	**11,863.84**					

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Term Loan from others								
TATA Capital Financial Services Limited	270MW Thermal Power Project	500.00	435.20	31 Quarterly installment structured installment with Ballooning structure commencing from end of the 3 rd month	LTLR-5.25%	Repayable in 31 quarterly installments starting from September 2012.	a)Voluntary prepay :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date or anytime by paying prepayment premium. Mandatory Prepayment:- at the instance of Lenders.	Term loans from Lenders are secured by way of first charge on all of the 270MW thermal power project assets, both movable and immovable and any other assets related to the project, whether tangible and intangible and whether present and future. Further secured by way of first charge on all rights, title, interest, benefits and claims of the Company in all project documents and on all replacements and additions to any of the project assets along with other lenders. A first Charge ranking first pari passu on the fixed assets of existing 30 MW Project Lender and second charge on its Cash flows.
Total (C)		**500.00**	**435.20**					
Short term borrowings								
Standard Chartered Bank	Bill Discounting	150.00	149.99	Not applicable	13.50*	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Standard Chartered Bank	Cash Credit	470.00	441.96	Not applicable	As negotiated presently being 13.75%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Indusind Bank Limited	Cash Credit	250.00	247.78	Not applicable	Base Rate +2.50%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
ICICI Bank Limited	Cash Credit	500.00	390.80	Not applicable	Base Rate +3.75%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
Yes Bank Limited.	Cash Credit	500.00	500.00	Not applicable	As negotiated presently being 13.50%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
ING Vysya Bank Limited	Cash Credit	500.00	500.00	Not applicable	As negotiated presently being 13.40%	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Axis Bank Limited	Working capital demand loan	750.00	500.00	Three equal installments	BPLR+1 % i.e. 11%	Three equal Installments starting from March 2014	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.

(Amounts in ` million)

Name of the Bank	Term loan for	Sanction amount	Total amount outstanding (excluding accrued interest)	Installment amount	Rate of interest (%) p.a.	Repayment	Prepayment Terms	Securities offered
HDFC Bank Limited	Cash credit	250.00	241.71	Not applicable	As negotiated presently being 12.75% for Rs 100 MN and 11.74% for Rs 150 Mn	Repayable on demand	-	Working capital limit is secured by way of pari passu charge on current assets of the Company in a multiple banking arrangement. Further, collateral security provided by way of pari passu charge on land/ building, plant and machinery of Panderpauni Plant of the Company and other residential properties owned by the company situated at Flat No 3 and 18, Vasant Enclave, New Delhi. Undated Cheques for full facility amount has also been provided to one of the banker.
Yes Bank Limited	Working capital demand loan	1,150.00	1,000.00	Bullet repayment after one year	Base Rate + 0.50% i.e 11.00%	Payable in June 2014	Allowed without any prepayment penalty	Secured by way of of first charge on movable and immovable assets of Himgir Coal Washery of the Company. Second charge on all the current assets(both present and future).
Total (D)		**4,520.00**	**3,972.25**					
Total (A+B+C+D)		**25,131.20**	**17,871.29**					

***As negotiated with the bank whenever the facility is utilized.**

 # This includes current maturities of long term borrowings

Annexure VIII

Statement of other income

(Amounts in ` million)

Particulars	**For the year ended 31 March 2011**	**Nature (recurring/ non-recurring)**	**Related/ not related to business activity**
Interest income			
- from banks	51.65	Recurring	Related
- from others	100.14	Non-recurring	Non-related
Dividend received			
- from others	0.05	Non-recurring	Non-related
Miscellaneous income			
- miscellaneous receipts	11.02	Recurring	Related
Others	19.15	Non-recurring	Non-related
Total	182.01		

Annexure IX

Statement of accounting ratio's

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Net profit after tax and adjustments, as restated available for equity shareholders **(A)**	1,542.60	332.27	1,728.90	2,602.98	1,477.52
Net worth at the end of the year, as restated **(B)**	12,836.12	13,059.09	14,668.61	17,152.23	18,452.60
Weighted average number of equity shares outstanding during the year (refer note 2 and 4 below) (C) (in million)	232.12	237.53	238.01	238.01	238.01
Weighted average number of dilutive potential equity shares outstanding during the year (refer note 2 and 4 below) (D) (in million)	232.12	237.53	238.01	238.01	238.01
Total number of equity shares outstanding at the end of the year (E) (in million)	118.74	238.01	238.01	238.01	238.01
Earnings per equity share (Rs.)					
- Basic (A) / (C) (refer note 3 below)	6.65	1.40	7.26	10.94	6.21
- Diluted (A) / (D) (refer note 3 below)	6.65	1.40	7.26	10.94	6.21
Return on net worth (%) (A) / (B)	12.02	2.54	11.79	15.18	8.01
Net asset value per share (Rs.) (B) / (E)	108.10	54.87	61.63	72.07	77.53

Notes:

1. **The ratios have been computed as follows:**

Earning Per Share (Basic) = $\frac{\text{Net profit attributable to equity shareholders}}{\text{Weighted average number of equity shares outstanding during the year}}$

Earning Per Share (Diluted) = $\frac{\text{Net profit attributable to equity shareholders}}{\text{Weighted average number of diluted potential equity shares outstanding during the year}}$

Return On Net worth (%) = $\frac{\text{Net profit after tax and adjustment, as restated}}{\text{Net worth at the end of the year}}$

Net Asset Value per Share (Rs.) = $\frac{\text{Net worth at the end of the year, as restated}}{\text{Equity share outstanding at the end of the year}}$

2. Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

3. Earnings per share calculations are done in accordance with Accounting Standard 20 'Earnings Per Share' prescribed by Companies (Accounting Standards) Rules, 2006.

4. As per AS 20, in case of bonus shares, the number of shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event has occurred at the beginning of the earliest period reported. The Company issued 2,987,040 bonus shares during the year ended 31 March 2010 and issued 118,741,564 bonus shares during the year ended 31 March 2011 by way of capitalization of securities premium account. Weighted average number of equity shares outstanding during all the previous years have been considered accordingly.

Annexure X

Capitalisation statement as at 31 March 2014

(Amounts in ` million)

	Pre-issue	**Post-issue (Refer note 1)**
Borrowings		
Short term borrowings	3,972.25	
Long term borrowings (including current maturities)	13,899.04	
Total borrowings	**17,871.29**	
Shareholders' funds		
Share capital	2,380.06	
Reserves and surplus		
- Securities premium	4,186.45	
- General reserve	278.31	
- Profit and loss account	11,607.78	
Total shareholders' funds	**18,452.60**	
Long term debt/ equity ratio	0.75	

Notes:-

1. The post issue debt equity ratio will be computed on the conclusion of book building process.

2. Long term debt equity ratio = $\frac{\text{Long term borrowings}}{\text{Total shareholders' funds}}$

Annexure XI

Statement of tax shelter

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Profit/ (loss) before current and deferred taxes, as restated **(A)**	**2,214.13**	**812.34**	**2,225.87**	**3,490.33**	**2,026.43**
Tax rate - normal **(B)**	33.99%	33.22%	32.45%	32.45%	33.99%
Tax expense at applicable tax rate on restated profits (C) = (A)*(B)	**752.58**	**269.86**	**722.29**	**1,132.61**	**688.78**
Permanent differences (D)					
Fee for increase in authorised share capital	14.33	-	-	-	-
Donation	2.15	3.39	1.79	2.32	2.19
Provision for diminution in the value of investment (net of gain)	37.93	1,019.51	(87.21)	-	-
Exchange Gain on refund of share application money	-	-	-	(39.73)	-
Dividend received exempt u/s 10	(0.06)	(0.05)	(3.20)	(119.89)	(122.99)
Deduction u/s 80IA 100% of profits of Thermal Power Generation	(318.91)	(409.52)	(222.11)	(228.76)	0.88
Deduction u/s 80IA 100% of profits of Wind Mill Power Generation	(56.78)	(65.87)	(88.25)	(46.24)	(54.76)
Others	(0.05)	(0.12)	0.24	(0.24)	0.87
Total (D)	**(321.39)**	**547.34**	**(398.74)**	**(432.54)**	**(173.81)**
Timing differences (E)					
Difference between book depreciation and tax depreciation	86.15	59.38	(1,045.02)	(2,346.79)	(910.45)
Provision for gratuity,(net of paid)	2.32	17.84	6.89	15.35	0.78
Fixed assets written off	-	9.56	-	-	-
Provision for leave encashment (Net of paid)	-	5.56	0.97	2.43	1.49
Others	(0.24)	(0.09)	0.82	(1.89)	(0.15)
Total (E)	**88.23**	**92.25**	**(1,036.34)**	**(2,330.90)**	**(908.33)**
Net adjustments (F) = (D) + (E)	**(233.16)**	**639.59**	**(1,435.08)**	**(2,763.44)**	**(1,082.14)**
Tax expenses/ (savings) thereon (G)= (F)*(B)	**(79.25)**	**212.47**	**(465.68)**	**(896.73)**	**(367.82)**
Savings due to MAT credit (H)	-	-	-	-	-
Net tax (H) = (C) + (G)	**673.33**	**482.33**	**256.61**	**235.88**	**320.96**

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Interest on tax payments	-	-	1.40	0.80	-
Rounding off	0.07	(0.03)	(0.01)	(0.04)	0.01
Tax provision - current tax	**673.40**	**482.30**	**258.00**	**236.64**	**320.97**
Taxes for earlier years	**5.82**	**0.90**	**1.03**	**6.09**	**-**

Annexure XIIA

Statement of trade receivables

(Amounts in ` million)

Particulars	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Debts outstanding for a period exceeding six months from the date they become due for payment					
Unsecured, considered good	277.20	345.36	404.86	275.69	701.67
Other debts					
Unsecured, considered good	929.31	1,191.21	1,774.89	2,742.86	2,111.81
Total	**1,206.51**	**1,536.57**	**2,179.75**	**3,018.55**	**2,813.49**

Amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies.

Name of entity	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
More than six months					
Aryan Energy Private Limited	24.17	5.64	10.19	-	-
Spectrum Coal and Power Limited	-	-	-	5.76	-
Aryan Ispat & Power Private Limited	-	60.13	23.15	23.15	334.54
Total (A)	**24.17**	**65.77**	**33.34**	**28.91**	**334.54**
Less than six months					
Aryan Energy Private Limited	-	14.55	0.45	-	-
Kartikay Coal Washeries Private Limited	-	-	-	-	18.02
Spectrum Coal and Power Limited	-	-	-	60.02	105.88
Aryan Ispat & Power Private Limited	16.69	1.64	237.30	572.50	465.23
Total (B)	**16.69**	**16.19**	**237.75**	**632.52**	**589.13**
Total (A+B)	**40.86**	**81.96**	**271.09**	**661.44**	**923.67**

Annexure XII (B)

Statement of loans and advances (long term and short term)

					(Amounts in ` million)
Particulars	**As at 31 March 2010**	**As at 31 March 2011**	**As at 31 March 2012**	**As at 31 March 2013**	**As at 31 March 2014**
Loans and Advances					
(A) Long-term loans and advances					
Loans and advances to related parties					
-Capital advances	-	-	-	15.30	-
-Share application money	1,767.73	757.55	231.80	272.20	538.70
Others					
-Capital advances	1,642.95	260.55	86.48	87.84	5.10
-Share application money	-	-	65.00	202.50	-
-Advance to suppliers	-	-	-	-	35.21
-Security deposits	132.87	133.39	116.82	81.27	177.53
-Prepaid expenses	0.79	1.12	3.46	36.34	81.68
-Advance income tax	18.43	24.64	-	43.31	119.51
-Advance fringe benefit tax	0.38	0.38	0.38	0.38	0.38
-Advance wealth tax	0.11	0.16	0.07	0.04	0.12
-Minimum alternate tax credit entitlement	-	-	171.40	566.05	681.83
Total (A)	**3,563.26**	**1,177.79**	**675.41**	**1,305.23**	**1,640.06**
(B) Short-term loans and advances					
Loans and advances to related parties					
-Inter-corporate deposits	739.10	17.40	-	-	320.00
-Advance to suppliers	9.17	0.25	7.79	117.55	0.00
Others					
-Advance to suppliers	242.03	256.79	357.03	451.55	216.49
-Security deposits	22.19	28.89	21.05	58.16	56.06
-Prepaid expenses	17.01	27.78	25.35	86.31	54.35
-Advance to employees	4.98	9.06	6.60	9.28	3.78
-Imprest accounts	-	-	-	4.84	2.91
-Balances with service tax and sales tax authorities	19.49	30.68	26.40	27.61	15.40
-Minimum alternate tax credit entitlement	-	-	-	37.78	-
Total (B)	**1,053.97**	**370.85**	**444.22**	**793.08**	**668.99**
Total (A+B)	**4,617.23**	**1,548.64**	**1,119.63**	**2,098.31**	**2,309.05**

Amounts due from promoters / promoter group companies/ directors/ relatives of directors/ associate companies

(Amounts in ` million)

Name of entity	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Spectrum Coal and Power Limited	5.94	-	3.89	0.26	-
Aryan Clean Coal Technologies Private Limited	15.00	-	-	16.09	-
Cellcap Securities Limited, BVI	-	-	-	272.20	272.20
Swastik Power and Mineral Resources Private Limited	-	-	-	-	266.50
Sindhu Realtors Private Limited	-	-	3.89	-	-
Shyam Indus Power Solutions Private Limited	-	-	-	7.70	-
Connoiseur Resources Limited, BVI	463.55	463.55	231.81	-	-
ACB (India) Power Limited	-	-	-	-	320.00
Param Mitra Coal Resources Pte Limited	-	-	-	108.78	-
Aryan Energy Private Limited	682.70	-	-	-	-
Kartikay Coal Washeries Private Limited	44.62	17.40	-	-	-
Ajay Mrig	-	-	-	0.02	-
Global Coal and Mining Private Limited	-	0.25	-	-	-
Aryan Ispat & Power Private Limited	980.69	252.70	-	-	-
Aryan Chhattisgarh Power Generation Private Limited	3.52	-	-	-	-
Aryan M.P. Power Generation Private Limited	274.48	-	-	-	-
TRN Energy Private Limited	45.50	41.30	-	-	-
Total	**2,516.00**	**775.20**	**239.59**	**405.05**	**858.70**

Annexure XIII

Statement of aggregate book value and market value of non-current investments

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
In equity shares					
-Trade and quoted					
Indian Overseas Bank	0.33	0.33	0.33	0.33	0.33
Punjab & Sind Bank	-	0.06	-	-	-
- Non trade and unquoted					
(a) In associate companies	1,269.18	1,269.18	1,269.18	2,094.18	2,460.62
(b) In other companies	326.02	626.02	600.78	0.78	0.78
(c) In subsidiary companies	3,307.36	4,273.98	6,173.88	7,778.21	12,063.99
(d) In joint venture	-	-	26.02	26.02	26.02
In preference shares					
- Non trade and unquoted					
In subsidiary companies	-	-	-	-	396.00
Total	**4,902.89**	**6,169.57**	**8,070.19**	**9,899.52**	**14,947.74**
Book value of quoted investments	0.33	0.39	0.33	0.33	0.33
Market value of quoted investments	1.26	2.07	1.29	0.89	0.70
Aggregate book value of unquoted investments	4,902.56	6,169.18	8,069.86	9,899.19	14,947.41

Annexure XIV-1

Statement of related parties and related party transactions

Information on related party disclosures as per Accounting Standard-18 on Related Party Disclosures is given below:

A. Related Party relationships

Name of related parties with whom transactions have taken place and description of relationship:
a) Subsidiaries

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Aryan Clean Coal Technologies Private Limited	Aryan Clean Coal Technologies Private Limited	Aryan Clean Coal Technologies Private Limited	Aryan Clean Coal Technologies Private Limited	Aryan Clean Coal Technologies Private Limited
Aryan Energy Private Limited	Aryan Energy Private Limited	Aryan Energy Private Limited	Aryan Energy Private Limited	Aryan Energy Private Limited
Aryan Ispat and Power Private Limited	Aryan Ispat and Power Private Limited	Aryan Ispat and Power Private Limited (subsidiary till 08 April 2011)	-	-
Kartikay Coal Washeries Private Limited	Kartikay Coal Washeries Private Limited	Kartikay Coal Washeries Private Limited	Kartikay Coal Washeries Private Limited	Kartikay Coal Washeries Private Limited
Connoiseur Resources Limited, BVI	Connoiseur Resources Limited, BVI	Connoiseur Resources Limited, BVI	Connoiseur Resources Limited, BVI	Connoiseur Resources Limited, BVI
Aryan M.P. Power Generation Private Limited	Aryan M.P. Power Generation Private Limited	Aryan M.P. Power Generation Private Limited	Aryan M.P. Power Generation Private Limited	Aryan M.P. Power Generation Private Limited
Aryan Chhattisgarh Power Generation Private Limited	Aryan Chhattisgarh Power Generation Private Limited	Aryan Chhattisgarh Power Generation Private Limited	Aryan Chhattisgarh Power Generation Private Limited	Aryan Chhattisgarh Power Generation Private Limited
Spectrum Coal and Power Limited	Spectrum Coal and Power Limited	Spectrum Coal and Power Limited	Spectrum Coal and Power Limited	Spectrum Coal and Power Limited
TRN Energy Private Limited	TRN Energy Private Limited	TRN Energy Limited (Formerly known as TRN Energy Private Limited)	TRN Energy Limited (Formerly known as TRN Energy Private Limited)	TRN Energy Limited (Formerly known as TRN Energy Private Limited)
-	ACB (India) Power Limited	ACB (India) Power Limited	ACB (India) Power Limited	ACB (India) Power Limited
			ACB (India) Coal Methane Power Limited (w.e.f. 25 March 2013)	ACB (India) Coal Methane Power Limited
-	-	-	SFI Parcel Services Private Limited (w.e.f. 20 July 2012)	SFI Parcel Services Private Limited
-	-	-	-	Mccluskie Coal and Power Limited (w.e.f. 29 October 2013)

b) Key Managerial Persons (KMP)

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Ajay Mrig, Director (upto 14 September 2009)	-	Ajay Mrig, Director (w.e.f. 10 December 2011)	-	-
K.S. Solanki, Director (upto 29 September 2009)	-	-	-	-
R S Sindhu, Chairman	R S Sindhu, Chairman	R S Sindhu, Chairman	R S Sindhu, Chairman	R S Sindhu, Chairman
G.C. Mrig, Managing Director	G.C. Mrig, Managing Director	G.C. Mrig, Managing Director (upto30 September 2011)	-	-
Vir Sen Sindhu, Director	Vir Sen Sindhu, Director	Vir Sen Sindhu, Director	Vir Sen Sindhu, Director	Vir Sen Sindhu, Director
Vrit Pal Sindhu, Director	Vrit Pal Sindhu, Director	Vrit Pal Sindhu, Director	Vrit Pal Sindhu, Director	Vrit Pal Sindhu, Director
Dev Suman Sindhu, Director (upto 14 September 2009)	-	-	-	-

c) Enterprise of which the Company is an associate (investing party)

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Pineridge Investment Limited, Mauritius	-	-	-	-

d) Relatives of Key Management Personnel (Relatives)

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Ashok Mrig	Ashok Mrig	-	-	-
Satya Pal Sindhu	Satya Pal Sindhu	-	-	-
Monika Mrig	Monika Mrig	-	-	-
Indu Solanki	-	-	-	-
Sumati Sindhu	Sumati Sindhu	Sumati Sindhu	Sumati Sindhu	Sumati Sindhu
Surbhi Sindhu	Surbhi Sindhu	Surbhi Sindhu	-	-
Abhimanyu Sindhu	Abhimanyu Sindhu	-	-	-
-	-	Shahista Sindhu	Shahista Sindhu	Shahista Sindhu
-	Ajay Mrig	Ajay Mrig	-	-
-	-	Ashok Mrig	-	-
-	-	Dev Suman Sindhu	-	-
-	-	Saurabh Sindhu	Saurabh Sindhu	Saurabh Sindhu

e) Enterprises owned or significantly influenced by KMP or their relatives (Others):

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
General Automobiles	General Automobiles	General Automobiles	-	-
Indus Automobiles	Indus Automobiles	Indus Automobiles	Indus Automobiles	-
Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited	Indus Portfolio Private Limited
M.S. & Sons	M.S. & Sons	-	-	-
-	-	-	-	-
Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited	Pragati Vanijaya Limited
Sainik Automobiles	Sainik Automobiles	Sainik Automobiles	Sainik Automobiles	Sainik Automobiles
Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited	Sainik Mining and Allied Services Limited
Sindhu Holdings Limited	Sindhu Holdings Limited	Sindhu Holdings Limited	Sindhu Holdings Limited	-
Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited	Sindhu Trade Links Limited
Cellcap Securities Limited, BVI	Cellcap Securities Limited, BVI	-	-	-
V.V. Transport	V.V. Transport	V.V. Transport	V.V. Transport	V.V. Transport
Sainik Transport	Sainik Transport	Sainik Transport	Sainik Transport	Sainik Transport
Sarvesh Coal Tech Private Limited	Sarvesh Coal Tech Private Limited	-	-	-
Bhandari Consultancy & Finance Limited	Bhandari Consultancy & Finance Limited	-	-	-
-	-	Sainik Finance and Industries Limited	Sainik Finance and Industries Limited	-
Sindhu Realtors Private Limited	Sindhu Realtors Private Limited	Sindhu Realtors Private Limited	Sindhu Realtors Private Limited	Sindhu Realtors Private Limited
Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited	Hari Bhoomi Communications Private Limited
Indus Compuquest Private Limited	Indus Compuquest Private Limited	Indus Compuquest Private Limited (merged with Paramitra Holdings Private Limited w.e.f. 27 February 2012)	Indus Compuquest Private Limited (merged with Paramitra Holdings Private Limited w.e.f. 27 February 2012)	Indus Compuquest Private Limited (merged with Paramitra Holdings Private Limited w.e.f. 27 February 2012)
Mitter Sen Agrofarms Private Limited	Mitter Sen Agrofarms Private Limited	-	-	-
Mass Agencies Private Limited	Mass Agencies Private Limited	-	-	-
Maneesha Finlease Limited	Maneesha Finlease Limited	-	-	-
Spectrum Power Generation Limited	Spectrum Power Generation Limited	Spectrum Power Generation Limited	Spectrum Power Generation Limited (upto 20 June 2012)	-

Year ended 31 March 2010	Year ended 31 March 2011	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2014
Sarvesh Coal Mintech Private Limited	Sarvesh Coal Mintech Private Limited	-	-	-
Black Angel Security Services Private Limited	Black Angel Security Services Private Limited	-	-	-
-	-	-	Ashok Mrig	-
-	-	G.C. Mrig (w.e.f. 1 October 2011)	G.C. Mrig	-
-	-	Aryan Ispat and Power Private Limited (ceased to be subsidiary w.e.f. 09 April 2011)	Aryan Ispat and Power Private Limited (ceased to be subsidiary w.e.f. 09 April 2011)	Aryan Ispat and Power Private Limited (ceased to be subsidiary w.e.f. 09 April 2011)
-	-	Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited	Shyam Indus Power Solutions Private Limited
-	-	-	Param Mitra Coal Resources Pte Limited	Param Mitra Coal Resources Pte Limited
-	-	-	-	Indus Automotive Private Limited
-	-	Four Corner Developers Private Limited	-	-
f) Joint Venture:				
-	-	Cellcap Securities Limited, BVI	Cellcap Securities Limited, BVI	Cellcap Securities Limited, BVI
g) Associates:				
Global Coal and Mining Private Limited	Global Coal and Mining Private Limited	Global Coal and Mining Private Limited	Global Coal and Mining Private Limited	-
-	-	-	Spectrum Power Generation Limited (w.e.f. 21 June 2012)	-
-	-	-	Maruti Clean Coal and Power Limited (w.e.f. 20 July 2012)	Maruti Clean Coal and Power Limited
-	-	-		Swastik Power and Mineral Resources Private Limited

Information on Related Party Disclosures as per Accounting Standard-18 on Related Party Disclosures is given below:

B. Details of transactions/outstanding balances with related parties during the year ended

For the year ended 31 March 2010

(Amounts in ` million)

Particulars	Subsidiaries	KMP	Relatives	Others	Investing party	Total
Transactions during the year						
Raw coal beneficiations and allied receipts	13.64	-	-	-	-	13.64
Sale of coal	156.15	-	-	-	-	156.15
Interest received	67.01	-	-	-	-	67.01
Fixed assets purchased	31.95	-	-	17.48	-	49.43
Store, Spares & Fuel Purchased	59.08	-	-	5.56	-	64.64
Sale of spares	15.04	-	-	-	-	15.04
Sale of Fixed Assets	1.61	-	-	1.80	-	3.41
Equity shares issued (including share premium)	-	1,467.49	40.77	260.79	-	1,769.05
Transportation and loading charges	4.34	-	-	66.01	-	70.35
Beneficiation charges	92.91	-	-	-	-	92.91
Repair and maintenance–others	-	-	-	42.48	-	42.48
Managerial remuneration paid	-	118.66	-	-	-	118.66
Rent	-	6.26	0.12	6.28	-	12.66
Rate, taxes and fees	-	-	-	0.02	-	0.02
Communication expenses	-	-	-	0.18	-	0.18
Staff Welfare	-	-	-	0.02	-	0.02
Share application money received	-	475.03	-	-	-	475.03
Inter corporate deposit taken	128.00	-	-	290.50	-	418.50
Inter corporate deposit given	375.40	-	-	-	-	375.40
Inter corporate deposit taken refunded	228.00	-	-	290.50	-	518.50
Inter corporate deposit given received back	67.87	-	-	-	-	67.87
Salaries Paid	-	-	2.87	-	-	2.87
Advertisement and publicity	-	-	-	0.22	-	0.22
Security Expenses	-	-	-	0.48	-	0.48
Office maintenance expenses	-	-	-	0.28	-	0.28
Travelling and conveyance	-	-	-	0.38	-	0.38
Finance Cost	18.75	-	-	6.80	-	25.55
Social Welfare	-	-	-	0.10	-	0.10
Share application money paid	2,597.19	-	-	300.00	-	2,897.19
Share application money paid received back	1,084.50	-	-	-	-	1,084.50
Capital work in progress	-	-	-	0.15	-	0.15
Shares purchased (Investment)	562.65	967.46	40.77	586.35	-	2,157.23
Outstanding balances as at year end						
Inter corporate deposit given	739.10	-	-	-	-	739.10
Share application money paid	1,767.73	-	-	-	-	1,767.73
Trade payable	4.37	-	0.53	24.90	-	29.80

Particulars	Subsidiaries	KMP	Relatives	Others	Investing party	Total
Trade receivable	40.86	-	-	-	-	40.86
Interest accrued and due receivable	60.31	-	-	-	-	60.31
Advance to Vendors	9.17	-	-	-	-	9.17

For the year ended 31 March 2011

(Amounts in ` million)

Particulars	Subsidiaries	KMP	Relatives	Others	Total
Transactions during the year					
Sale of coal	126.79	-	-	-	126.79
Sale of spares	3.48	-	-	-	3.48
Sale of fixed assets	1.09	-	-	-	1.09
Interest income	92.89	-	-	-	92.89
Purchase of coal	0.76	-	-	-	0.76
Transportation and loading charges	2.95	-	-	70.74	73.69
Beneficiation charges	88.32	-	-	-	88.32
Coal handling charges	2.78	-	-	-	2.78
Repair, running and maintenance-building	-	-	-	1.32	1.32
Repair, running and maintenance-plant and machinery	-	-	-	1.05	1.05
Repair, running and maintenance-others	-	-	-	18.05	18.05
Managerial remuneration paid	-	116.16	-	-	116.16
Salaries paid	-	-	1.70	-	1.70
Rent paid	-	7.70	0.26	7.22	15.18
Rate, taxes and fees	-	-	-	0.03	0.03
Communication expenses	-	-	-	0.18	0.18
Travelling and conveyance	-	-	-	4.63	4.63
Advertisement and publicity	-	-	-	0.27	0.27
Finance cost	1.30	-	-	19.86	21.16
Inter corporate deposit taken	207.50	-	-	594.50	802.00
Inter corporate deposit taken refunded	207.50	-	-	594.50	802.00
Fixed assets purchased	132.15	-	-	8.63	140.78
Capital work in progress	0.14	-	-	0.30	0.44
Shares purchased/allotment (investments)	2,052.62	0.01	-	300.00	2,352.63
Store, Spares and fuel purchased	81.41	-	-	1.70	83.11
Inter corporate deposit given	689.99	-	-	-	689.99
Inter corporate deposit given received back	1,411.69	-	-	-	1,411.69
Share application money paid	5,070.34	-	-	523.91	5,594.25
Share application money paid received back	4,028.40	-	-	-	4,028.40
Sale of investments	66.50	-	-	-	66.50
Outstanding balances as at year end					
Trade receivable	81.96	-	-	-	81.96
Interest accrued and due receivable	3.33	-	-	-	3.33
Inter corporate deposit given	17.40	-	-	-	17.40
Share application money paid	757.55	-	-	-	757.55
Advance to vendor	-	-	-	0.25	0.25
Trade payable	41.41	-	0.02	49.20	90.63

For the year ended 31 March 2012

(Amounts in ` million)

Particulars	Subsidiaries	Joint Venture	Associate	KMP	Relatives	Others	Total
Transactions during the year							
Sale of coal	-	-	-	-	-	463.49	463.49
Sale of spares	0.80	-	-	-	-	1.34	2.14
Interest income	1.52	-	-	-	-	0.22	1.74
Expenses on behalf	133.87	-	-	-	-	-	133.87
Purchase of coal	37.06	-	-	-	-	3.43	40.49
Transportation and loading charges	-	-	-	-	-	69.58	69.58
Beneficiation charges	25.47	-	-	-	-	-	25.47
Coal handling charges	6.70	-	-	-	-	-	6.70
Repair, running and maintenance-building	-	-	-	-	-	3.94	3.94
Repair, running and maintenance-plant and machinery	-	-	-	-	-	1.27	1.27
Repair, running and maintenance-others	-	-	-	-	-	7.03	7.03
Managerial remuneration paid	-	-	-	105.33	-	-	105.33
Salaries paid	-	-	-	-	1.96	-	1.96
Rent paid	-	-	-	6.45	0.90	8.27	15.62
Rate, taxes and fees	-	-	-	-	-	0.03	0.03
Communication expenses	-	-	-	-	-	0.18	0.18
Travelling and conveyance	-	-	-	-	-	0.51	0.51
Advertisement and publicity	-	-	-	-	-	0.60	0.60
Finance cost	-	-	-	-	-	2.81	2.81
Inter corporate deposit taken	-	-	-	-	-	537.00	537.00
Inter corporate deposit taken refunded	-	-	-	-	-	537.00	537.00
Purchase of Fixed assets/Capital work in progress	21.14	-	-	47.66	-	95.93	164.73
Shares purchased/allotment (investments)	1,845.26	-	-	-	-	-	1,845.26
Store, Spares and fuel purchased	97.63	-	-	-	-	4.09	101.72
Security/retention received	80.00	-	-	-	-	0.48	80.48
Environment protection expenses	-	-	-	-	-	0.27	0.27
Deductions on account of quality and quantity	0.71	-	-	-	-	-	0.71
Inter corporate deposit given	134.00	-	-	-	-	33.50	167.50
Inter corporate deposit given received back	151.40	-	-	-	-	33.50	184.90
Share application money paid received back	273.05	-	-	-	-	252.70	525.75
Outstanding balances as at year end							
Trade receivable	10.64	-	-	-	-	260.45	271.09
Share application money paid	231.80	-	-	-	-	-	231.80
Advance to supplier	3.89	-	-	-	-	3.90	7.79
Security/retention received	80.00	-	-	-	-	0.29	80.29
Creditors toward capital purchases	-	-	-	2.66	-	-	2.66
Trade payable	53.17	-	-	-	0.02	115.38	168.57

For the year ended 31 March 2013

(Amounts in ` million)

Particulars	Subsidiaries	Joint Venture	Associate	KMP	Relatives	Others	Total
Transactions during the period							
Sale of coal	62.87	-	-	-	-	1,268.30	1,331.17
Sale of thermal power	3.60	-	-	-	-	-	3.60
Interest income from banks and others	3.06	-	-	-	-	-	3.06
Miscellaneous receipts	0.57	-	-	-	-	-	0.57
Purchase of coal	-	-	-	-	-	572.37	572.37
Transportation for purchase of coal	-	-	-	-	-	287.43	287.43
Transportation and loading charges	36.12	-	-	-	-	2,004.17	2,040.29
Beneficiation charges	47.86	-	-	-	-	-	47.86
Salaries, wages and bonus	-	-	-	-	7.40	0.08	7.48
Managerial remuneration paid	-	-	-	191.36	-	-	191.36
Environment protection expenses	-	-	-	-	-	19.20	19.20
Repair, running and maintenance-plant and machinery	-	-	-	-	-	3.74	3.74
Repair, running and maintenance-others	1.20	-	-	-	-	43.34	44.54
Rent	-	-	-	4.80	-	6.22	11.02
Rate, taxes and fees	-	-	-	-	-	0.04	0.04
Communication expenses	-	-	-	-	-	0.18	0.18
Travelling and conveyance	-	-	-	-	-	0.90	0.90
Advertisement and publicity	-	-	-	-	-	0.48	0.48
Purchase of fixed assets/capital work in progress	43.14	-	-	1.11	-	83.75	128.00
Purchase of stores and spares	38.61	-	-	-	-	0.25	38.86
Finance Cost	-	-	-	-	-	0.50	0.50
Expense on behalf	0.06	-	-	-	-	-	0.06
Inter corporate deposit taken	-	-	-	-	-	98.00	98.00
Inter corporate deposit taken refunded	-	-	-	-	-	98.00	98.00
Inter corporate deposit given	123.00	-	-	-	-	-	123.00
Inter corporate deposit given received back	123.00	-	-	-	-	-	123.00
Social welfare	-	-	-	-	-	0.52	0.52
Sale of fixed assets	2.11	-	-	-	-	-	2.11
Share application money paid	-	272.20	-	-	-	-	272.20
Share application money paid received back	231.80	-	-	-	-	-	231.80
Shares purchased/allotment (investments)	1,604.34	-	-	-	-	-	1,604.34
Security/retention received	-	-	40.00	-	-	1.39	41.39
Security/retention received refunded	80.00	-	-	-	-	-	80.00
Outstanding balances as at period end							
Trade Payables	53.78	-	-	-	-	302.55	356.33
Dues to employees	-	-	-	41.48	0.12	-	41.60
Creditors for capital purchases	33.94	-	-	-	-	21.90	55.84

Particulars	Subsidiaries	Joint Venture	Associate	KMP	Relatives	Others	Total
Security/retention received	-	-	250.00	-	-	2.60	252.60
Share application money paid	-	272.20	-	-	-	-	272.20
Capital advances	7.60	-	-	-	-	7.70	15.30
Advance to suppliers	8.74	-	-	-	-	108.80	117.54
Trade receivables	65.78	-	-	-	-	595.66	661.44

For the year ended 31 March 2014

(Amounts in ` million)

Particulars	Subsidiaries	Joint Venture	Associates	KMP	Relatives	Others	Total
Transactions during the period							
Sale of coal	107.59	-	-	-	-	450.93	558.52
Sale of thermal power	4.01	-	-	-	-	-	4.01
Interest income	42.76	-	0.42	-	-	-	43.18
Purchase of coal	45.46	-	-	-	-	-	45.46
Transportation for purchase of coal	-	-	-	-	-	321.94	321.94
Power and fuel	-	-	-	-	-	0.05	0.05
Transportation and loading charges	13.95	-	-	-	-	1,583.90	1,597.85
Beneficiation charges	68.70	-	-	-	-	-	68.70
Salaries, wages and bonus	-	-	-	-	6.43	-	6.43
Managerial remuneration paid	-	-	-	208.19	-	-	208.19
Environment protection expenses	-	-	-	-	-	32.91	32.91
Repair, running and maintenance-building	-	-	-	-	-	2.97	2.97
Repair, running and maintenance-plant and machinery	-	-	-	-	-	4.00	4.00
Repair, running and maintenance-others	1.31	-	-	-	-	114.77	116.08
Rent	-	-	-	4.80	-	7.03	11.83
Travelling and conveyance	-	-	-	-	-	7.60	7.60
Advertisement and publicity	-	-	-	-	-	0.25	0.25
Purchase of fixed assets/capital work in progress	23.66	-	-	-	-	220.64	244.30
Purchase of stores and spares	38.82	-	-	-	-	26.28	65.10
Ash disposal expenses	-	-	-	-	-	115.46	115.46
Inter corporate deposit given	1,775.80	-	85.00	-	-	-	1,860.80
Inter corporate deposit given received back	1,455.80	-	85.00	-	-	-	1,540.80
Staff welfare expenses	-	-	-	-	-	0.01	0.01
Share application money paid	1,418.20	-	226.50	-	-	-	1,644.70
Share application money paid received back	1,418.20	-	-	-	-	-	1,418.20
Shares purchased/allotment (investments)	4,085.78	-	-	-	-	-	4,085.78
Outstanding balances as at period end							
Trade Payables	50.29	-	-	-	-	70.53	120.82
Dues to employees	-	-	-	36.27	0.18	-	36.45
Creditors for capital purchases	10.11	-	-	-	-	29.70	39.81
Inter corporate deposit given	320.00	-	-	-	-	-	320.00
Interest accrued and due on inter	4.16	-	-	-	-	-	4.16

Particulars	Subsidiaries	Joint Venture	Associates	KMP	Relatives	Others	Total
corporate deposits							
Security/retention received	1.32	-	250.00	-	-	13.39	264.71
Share application money paid	-	272.20	266.50	-	-	-	538.70
Capital advances	-	-	-	-	-	-	-
Advance to suppliers	0.00	-	-	-	-	0.00	0.00
Trade receivables	123.90	-	-	-	-	799.77	923.67

Annexure XV

Statement of segment reporting, as restated

Segment revenue, results and capital employed

(Amounts in ` million)

Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Segment revenue					
External revenue:					
Coal operations	6,341.01	7,098.20	8,223.04	10,090.33	8,093.76
Wind power	96.90	91.50	102.13	104.61	109.69
Thermal power	512.13	579.53	779.82	3,239.96	4,271.10
	6,950.04	**7,769.23**	**9,104.99**	**13,434.90**	**12,474.55**
Internal revenue:					
Coal operations	68.86	83.07	77.74	118.75	85.03
Wind power	-	-	-	-	-
Thermal power	127.32	137.35	127.37	111.01	93.49
	196.18	**220.42**	**205.11**	**229.76**	**178.52**
Total revenue					
Coal operations	6,409.87	7,181.27	8,300.78	10,209.08	8,178.79
Wind power	96.90	91.50	102.13	104.61	109.69
Thermal power	639.45	716.88	907.19	3,350.97	4,364.59
	7,146.22	**7,989.65**	**9,310.10**	**13,664.66**	**12,653.07**
Eliminations					
Coal operations	68.86	83.07	77.74	118.75	85.02
Wind power	-	-	-	-	-
Thermal power	127.32	137.35	127.37	111.01	93.49
	196.18	**220.42**	**205.11**	**229.76**	**178.51**
Net revenue	**6,950.04**	**7,769.23**	**9,104.99**	**13,434.90**	**12,474.55**
Segment results					
Coal operations	2,172.60	1,919.43	2,893.46	4,268.50	2,613.73
Wind power	48.85	44.49	53.16	46.26	54.76
Thermal power	351.14	409.96	327.41	1,104.16	1,669.30
Total	**2,572.59**	**2,373.88**	**3,274.03**	**5,418.92**	**4,337.79**
Less: Unallocated corporate expenses	304.63	322.73	417.88	553.76	610.07
Operating Profit	**2,267.96**	**2,051.15**	**2,856.15**	**4,865.15**	**3,727.72**
Less: Finance cost	(254.69)	(401.31)	(766.35)	(1,595.84)	(1,993.73)
Add: Interest and other income	238.79	182.01	48.86	221.01	292.44
Net profit before tax and exceptional item	**2,252.06**	**1,831.85**	**2,138.66**	**3,490.33**	**2,026.43**
Less: Exceptional item	37.93	1,019.51	(87.21)	-	-
Net profit before tax	**2,214.13**	**812.34**	**2,225.87**	**3,490.33**	**2,026.43**

(Amounts in ` million)

Particulars	As at 31 March 2010	As at 31 March 2011	As at 31 March 2012	As at 31 March 2013	As at 31 March 2014
Other information					
Segment assets					
Coal operations	3,601.20	4,701.02	5,252.37	5,814.21	4,952.92
Wind power	610.18	576.58	544.90	510.16	472.87
Thermal power	5,455.94	11,622.24	14,675.51	16,028.21	15,967.68
Total segment assets	**9,667.32**	**16,899.84**	**20,472.78**	**22,352.58**	**21,393.47**
Add: Unallocated corporate assets	7,768.84	7,237.48	8,716.01	11,626.30	17,388.65
Add: Cash and bank balances	4,764.77	1,947.25	1,792.97	1,329.87	489.15
Total assets	**22,200.93**	**26,084.57**	**30,981.76**	**35,308.75**	**39,271.27**
Liabilities/ shareholders' funds					
Coal operations	457.74	629.22	391.49	412.04	187.67
Wind power	4.17	5.08	6.22	0.05	0.11
Thermal power	596.37	1,259.74	1,354.56	1,743.52	953.62
Total segment liabilities	**1,058.28**	**1,894.04**	**1,752.27**	**2,155.61**	**1,141.40**
Unallocated corporate liabilities	369.68	467.94	685.85	1,445.46	1,768.05
Share capital, share application money and share warrants	1,187.42	2,380.06	2,380.06	2,380.06	2,380.06
Reserves and surplus	11,648.70	10,679.03	12,288.56	14,772.17	16,110.47
Secured and unsecured Loans	7,936.85	10,663.50	13,875.02	14,555.45	17,871.29
Total liabilities/ shareholders' funds	**22,200.93**	**26,084.57**	**30,981.76**	**35,308.75**	**39,271.27**

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(Amounts in ` million)

Particulars	For the year ended 31 March 2010	For the year ended 31 March 2011	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2014
Segment capital expenditure					
Coal operations	256.27	494.57	266.68	187.12	41.37
Thermal power	3,007.15	6,173.03	2,849.52	1,429.53	813.33
Total segment capital expenditure	**3,263.42**	**6,667.60**	**3,116.20**	**1,616.65**	**854.70**
Unallocated capital expenditure	18.87	3.56	3.20	48.52	4.85
Total capital expenditure	**3,282.29**	**6,671.16**	**3,119.40**	**1,665.17**	**859.55**
Depreciation					
Coal operations	231.24	214.40	244.88	249.02	239.09
Wind power	35.09	35.09	35.09	35.09	35.09
Thermal power	54.32	58.53	162.11	595.22	629.67
Total segment depreciation	**320.65**	**308.02**	**442.08**	**879.33**	**903.85**
Unallocated depreciation	22.72	21.49	19.00	19.31	24.34
Total depreciation	**343.37**	**329.51**	**461.08**	**898.64**	**928.19**

Annexure XVI

Summary of statement of revenue from operation, other income, operating expenses, employee benefit expenses, finance cost and other expenses (before adjustments)

					(Amounts in ` million)
Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Revenue from operations					
Sale of products:					
Sale of coal	3,528.29	4,075.05	4,944.12	6,300.48	4,471.47
Sale of thermal power	512.13	579.53	779.82	3,239.96	4,271.10
Sale of wind Power	96.90	91.50	102.12	104.61	109.69
Sale of services:					
Coal beneficiation and allied receipts	2,812.72	3,023.15	3,278.93	3,789.85	3,622.29
Total	**6,950.04**	**7,769.23**	**9,104.99**	**13,434.90**	**12,474.55**
Other income					
Interest income from banks and others	227.69	151.79	26.43	48.18	74.05
Dividend income from non- current trade investments	0.06	0.05	3.20	119.89	122.99
Exchange gain (Net)	-	-	-	42.77	-
Profit on sale of fixed assets, net	0.24	0.09	-	1.89	0.15
Sundry balances written back	1.36	-	-	-	3.04
Miscellaneous receipts	9.44	30.08	19.23	8.28	92.21
	238.79	**182.01**	**48.86**	**221.01**	**292.44**
Operating expenses					
Power and fuel	75.17	75.80	122.45	131.80	129.70
Consumption of fuel and water for thermal power	8.60	15.04	82.46	494.37	560.52
Consumption of chemicals	13.71	22.59	12.23	31.41	27.08
Transportation and loading charges	1,620.64	1,904.95	1,877.89	2,183.99	1,821.17
Beneficiation charges	92.91	88.32	25.47	47.86	68.70
	1,811.03	**2,106.70**	**2,120.50**	**2,889.43**	**2,607.17**
Employee benefits expense					
Salaries, wages and bonus	360.53	429.30	482.94	661.31	697.72
Contribution to provident and other funds	19.12	20.34	23.49	26.96	27.42
Workmen and staff welfare expenses	11.30	11.20	14.53	31.72	24.96
	390.95	**460.84**	**520.96**	**719.99**	**750.10**
Finance cost					
Interest on term loans	130.28	204.23	540.10	1,225.55	1,356.45
Interest on cash credits/ working capital loans	86.36	118.11	153.56	285.45	510.47
Interest on inter corporate deposits	25.55	21.16	2.81	0.62	0.61
Loan processing charges	12.50	57.81	69.88	84.22	78.87
Lender's arrangement fees	-	-	-	-	47.33
Total	**254.69**	**401.31**	**766.35**	**1,595.84**	**1,993.73**

					(Amounts in ` million)
Particulars	**For the year ended 31 March 2010**	**For the year ended 31 March 2011**	**For the year ended 31 March 2012**	**For the year ended 31 March 2013**	**For the year ended 31 March 2014**
Other expenses					
Environment protection expenses	15.17	15.85	23.26	26.38	40.00
Ash disposal expenses	-	-	-	16.48	116.20
Repair & Maintenance					
-Building	12.42	15.46	20.71	57.73	26.04
-Plant and machinery	268.78	239.36	242.52	453.81	514.01
-Others	127.02	148.96	154.84	191.45	247.75
Transmission charges	-	-	13.82	277.71	567.50
Rent	28.39	30.32	33.18	25.03	26.62
Land lease rent	1.81	1.69	1.93	2.67	2.81
Rate, taxes and fees	35.27	15.51	26.59	127.02	78.70
Legal and professional fees	47.36	50.98	63.14	91.72	69.53
Security expenses	9.53	12.32	18.79	30.15	32.65
Insurance	6.99	6.62	9.57	17.99	18.40
Rebate and discount	-	-	5.70	49.77	82.10
Printing and stationery	4.06	3.72	4.03	4.12	4.81
Communication expenses	8.69	8.40	11.32	14.48	12.77
Office maintenance expenses	15.12	11.96	13.26	28.05	23.63
Travelling and conveyance	32.81	32.63	39.55	57.42	57.10
Electricity and water charges	1.67	2.32	3.46	12.26	12.50
Social responsibility expenses	3.50	3.56	5.74	17.02	29.10
Deductions on account of quality and quantity	129.29	134.47	154.48	132.61	123.28
Deductions on account of supply of power	-	-	-	86.92	1.00
Coal handling charges	86.98	93.89	91.01	79.46	66.10
Sampling charges	2.65	1.92	2.56	2.61	2.04
Advertisement and publicity	2.09	4.53	2.30	2.88	2.54
Business promotion	1.80	2.51	3.83	4.43	3.74
Bank charges	8.87	8.11	10.26	23.05	25.70
Foreign exchange loss (net)	0.04	0.29	11.95	-	13.13
Forward premium amortised	2.65	2.65	2.65	4.20	5.95
Loss on sale of fixed assets, net	-	-	0.80	-	-
Sundry balances written off	-	1.16	3.85	0.08	-
Bad debts written off	7.28	20.60	59.09	76.56	5.84
Capital work-in-progress written off	-	9.57	0.04	-	3.14
Miscellaneous expenditure written off	-	-	0.02	-	-
Miscellaneous expenses	5.37	8.04	9.96	12.46	11.40
Total	**865.61**	**887.40**	**1,044.21**	**1,926.52**	**2,226.10**

FINANCIAL INDEBTEDNESS

I. Company

Set forth below is a brief summary of our Company's and Subsidiaries' secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to ₹ 16821.21 million and non-fund based limits ₹ 2880.19 million aggregating to million, as of August 31, 2014.

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Term Loans						
1.	**HDFC Bank Limited** **Signing date of Agreement:-** (I) March 24, 2014 (II) May 17, 2014	I. ₹ 500.00 and II. ₹ 1225 (Amount originally sanctioned was ₹ 1312.5	I. ₹ 458.33 and II. ₹ 1137.50	I. ₹ 500.00 (HDFC Base Rate + 2.50%) presently 12.50% and II. ₹ 1225 - (HDFC Base Rate+ 215 bps) presently 12.15%.	I. 12 quarterly installments of ₹41.667 million starting from June 2014. II. 14 quarterly installments of ₹. 87.5 million starting from August 2014 **Prepayment terms:-** **Loan I:** at the instance of Lenders **Loan II:** Voluntary prepayment **a)** can be made within 30 days of Interest Reset Date. b) At the instance of	**I. For term loan of ₹ 500-** a) Exclusive Charge on residential property admeasuring 375 sq. yards in the name of SIUPLsituated at 27, Rajdoot Marg, Chanakya Puri, New Delhi 1. b) Corporate Guarantee of SIUPL **II. For 1225 million-** Exclusive charge by way of equitable mortgage over the land and building of : i)Sangli Wind Power Plant ii) Binjhri Coal Washery and Chakabura Coal Washery. Exclusive charge by way of hypothecation on plant and machinery and other movable fixed assets both present and

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					lenders Any prepayment not at the instance of the lenders shall carry a prepayment penalty. Mandatory Prepayment:- At the lenders sole discretion	future of i)Sangli Wind Power Plant ii)Binjhri Coal Washery and Chakabura Coal Washery
2.	**Ratnakar Bank Limited** **Credit Facility Agreement:-** May 20, 2014	₹1312.5	₹385.00	RBL Base Rate + 1.50% presently 12.50%	15 equal quarterly instalments of ₹ 87.5 Million **Prepayment terms:-** The Bank may permit prepayment, in its sole discretion, subject to payment of prepayment charges at such rate as decided by the Bank	1. Exclusive charge by way of hypothecation on Plant & Machinery and other movable fixed assets of Chakabura Power Plant (Phase I) 2. Exclusive charge by Equitable mortgage on land & building of Chakabura Power Plant (Phase I)
.	a) **Bank of India**;	₹ 750.00	₹568.00	BOI Base Rate + 2.25% presently 13.00% (aligned with lead lender)	31 structured quarterly installments to each bank with effect from September 30, 2012 in accordance with the rupee loan agreement dated 10.07.2013 in relation to this	1.First ranking charge / mortgage/ hypothecation/ encumbrance/ security interest over: a) all the plant and machinery in relation to the Korba Power Plant at Village Kasaipali, both
	b) **Indian Overseas Bank**;	₹ 800.00	₹ 644.10	IOB Base Rate + 2.50% however presently		

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
				12.75%	facility. **Prepayment terms:-** a) Voluntary prepayment :- The Company can prepay the loan without prepayment premium within 90 days of Spread Reset Date subject to providing an irrevocable prior written notice within 30 days of such spread reset date or anytime by paying prepayment premium on the principal amount. If the borrower desires to undertake prepayment in a manner otherwise than as mentioned above, the borrower shall provide not less than 15 business days prior irrevocable written notice to all the rupee lenders and shall not make such prepayment unless consent is obtained from all the other	movable and immovable, tangible and intangible, (both present and future); b) all of the Project assets (including bank accounts and receivables); and c) all interests, rights, title of the Company in the Project documents, regulatory clearances, letter of credit, performance bonds, contractor's guarantees or liquidated damages in relation to the project, the operating cash flows of the Project, all the book debts, receivables and other Current Assets including Project Proceed both present and future in relation to the Project. d) all the Accounts and all other bank accounts of the Borrower in relation to the Project. 2. A first ranking charge on the Fixed
	c) Punjab National Bank;	₹750.00	₹ 589.79	PNB Base Rate + 2.50% presently 12.75%		
	Common Rupee Term Loan Agreement:- August 25, 2008 (Restated as on July 10, 2013)	**Total: ₹ 2,300.00**	**Total: ₹** 1801.89			

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					rupee lenders. Mandatory Prepayment:- In the following events: a) Liquidated damages received under the project documents other than due to performance shortfalls; b) Any proceeds in connection with a breach of warranty or guarantee under any project document to the extent not applied to repair or replace a defective component; c) Proceeds from the disposal of any project assets in excess of ₹ 50 million, which have not been used for replacement of the asset pursuant to which they	Assets of Chakabura Power Plant (Phase I) ranking pari passu with security interest created for the benefit of securing the Existing Chakabur Power Plant (Phase I) Lenders and ICICI Bank Ltd. 3.A second charge on the operating cash flows of Chakabura Power Plant (Phase I) with no other lender except the Existing Chakabura Power Plant (Phase I) Lenders for its Chakabura Power Plant (Phase I) and ICICI Bank for its Existing ICICI RTL Facility ranking senior to the claims of the Rupee Lenders.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					have been received; d) Any loss proceeds of the project to the extent not applied to repair, renovate, restore or reinstate the project assets or cure the event pursuant to which they were received; e) The proceeds of any termination, revocation, expiration payments/ buy out payments received under the project documents; f) The proceeds resulting from the expropriation by any Government authority of the project assets; g) The proceeds resulting	

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					from an arbitral or judicial award in connection with any of the project documents.	
4	**a) DBS Bank,**	US$ 25.00 equivalent to ₹ 1,251.63	₹ 518.92	One month's LIBOR + 2.40% *i.e.* presently 9.40% p.a. (after hedging of principal and interest, including LIBOR)	Repayment in 24 structured quarterly instalments with effect from December 31, 2010 in accordance with ECB Facility agreement executed on 25.08.2008 **Prepayment terms:-** Mandatory Prepayment: In the following events: a) Illegality; b) Change of control; c) Receipt of relevant insurance proceeds; d) Receipt of compensation. Voluntary Prepayment : The Company can prepay the loan subject to payment of	1.First ranking charge / mortgage/ hypothecation/ encumbrance/ security interest over: a) all the plant and machinery in relation to the Korba Power Plant at Village Kasaipali, both movable and immovable, tangible and intangible, (both present and future); b) all of the Project assets (including bank accounts and receivables); and c) all interests, rights, title of the Company in the Project documents, regulatory clearances, letter of credit, performance bonds, contractor's guarantees or liquidated damages in relation to the project, the
	b) Indian Overseas Bank	US$ 25.00 equivalent to ₹ 1,251.63	₹ 519.08			
	c) Syndicate Bank	US$ 30.00 equivalent to ₹ 1,501.95	₹ 622.71			
	ECB Facility Agreement:- August 25, 2008 (DBS Bank, Indian Overseas Bank and Syndicate Bank as referred here in above collectively be called "**ECB lenders**")	Total: **$80.00 equivalent to ₹ 4,005.20**	Total: **₹ 1660.71** *(calculated as per hedging arrangements)*			

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					break costs, hedging termination payments and obtaining RBI approvals	operating cash flows of the Project, all the book debts, receivables and other Current Assets including Project Proceed both present and future in relation to the Project. d) all the Accounts and all other bank accounts of the Borrower in relation to the Project.
5.	**ICICI Bank Limited** **Rupee Facility Agreement:-** August 30, 2012	₹ 4,160 (consisting of two tranches of `2160 ("**TrancheA**") and ` 2000 ("**Tranche B**") respectively), (ICICI had offered to take entire loan of ₹ 4660 million then outstanding, however Tata Capital took share of ₹ 500 million and IOB, BOI and PNB, the existing rupee lenders also agreed to continue to the new facility and	₹ 1880.18	ICICI Bank Base rate + 3.00%, presently 13.00%	**Tranche A** to be repaid in 31 structured quarterly instalments commencing from September 30, 2012 in accordance with Rupee facility agreement dated 30.08.2012 **Tranche B** to be repaid in 40 structured quarterly instalments commencing from three months from the first disbursement in accordance with Rupee facility	1.First ranking charge / mortgage/ hypothecation/ encumbrance/ security interest over: a) all the plant and machinery in relation to the Korba Power Plant at Village Kasaipali, both movable and immovable, tangible and intangible, (both present and future); b) all of the Project assets (including bank accounts and receivables); and

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
		accordingly share of ICICI was reduced to ` 1899.37 million on 30.06.2013)			agreement dated 30.08.2102 **Prepayment terms:-** Voluntary prepayment :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date subject to providing an irrevocable prior written notice within 30 days of such spread reset date or anytime by paying prepayment premium on the principal amount subject to providing a prior irrevocable notice at least 30 days prior to such prepayment. Mandatory Prepayment:- In the following events: a) Liquidated damages received under the project documents other than due to performanc	c) all interests, rights, title of the Company in the Project documents, regulatory clearances, letter of credit, performance bonds, contractor's guarantees or liquidated damages in relation to the project, the operating cash flows of the Project, all the book debts, receivables and other Current Assets including Project Proceed both present and future in relation to the Project. d) all the Accounts and all other bank accounts of the Borrower in relation to the Project. 2. A first ranking charge on the Fixed Assets of Chakabura Power Plant (Phase I) ranking pari passu with security interest created for the benefit of securing the Chakabura Power Plant (Phase I) Project Lenders and ICICI Bank Ltd. 3.A second charge on

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					e shortfalls; b) Any proceeds in connection with a breach of warranty or guarantee under any project document to the extent not applied to repair or replace a defective component; c) Proceeds from the disposal of any project assets in excess of ₹ 50 million, which have not been used for replacement of the asset pursuant to which they have been received; d) Any loss proceeds of the project to the extent not applied to repair, renovate, restore or reinstate the project assets or cure the event	the operating cash flows of Chakabura Power Plant (Phase I) with no other lender except the Chakabura Power Plant (Phase I) Lenders for its Chakabura Power Plant (Phase I) and ICICI Bank for its Existing ICICI RTL Facility ranking senior to the claims of the Rupee Lenders.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					pursuant to which they were received; e) The proceeds of any termination, revocation, expiration payments/ buy out payments received under the project documents; f) The proceeds resulting from the expropriation by any Government authority of the project assets; g) The proceeds resulting from an arbitral or judicial award in connection with any of the project documents	
6	**Tata Capital Financial Services Limited** **Rupee Facility**	₹ 500 .00	₹ 427.10	Tata Capital LTLR-5.25% earlier 12.75%	35 quarterly installments to each bank with effect from September 30,	1.First ranking charge / mortgage/ hypothecation/ encumbrance/

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
	Agreement:- August 30, 2012			Presently aligned with the lead lender at 13.00%	2012 in accordance with the rupee loan agreement dated 30.08.2012 in relation to this facility. **Prepayment terms:-** Voluntary prepayment :- The Company can prepay the loan without prepayment premium with in 90 days of Spread Reset Date subject to providing an irrevocable prior written notice within 30 days of such spread reset date or anytime by paying prepayment premium on the principal amount subject to providing a prior irrevocable notice at least 30 days prior to such prepayment. Mandatory Prepayment:- In the following events: a) Liquidated damages received under the	security interest over: a) all the plant and machinery in relation to the Korba Power Plant at Village Kasaipali, both movable and immovable, tangible and intangible, (both present and future); b) all of the Project assets (including bank accounts and receivables); and c) all interests, rights, title of the Company in the Project documents, regulatory clearances, letter of credit, performance bonds, contractor's guarantees or liquidated damages in relation to the project, the operating cash flows of the Project, all the book debts, receivables and other Current Assets including Project Proceed both present and future in relation to the Project.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					project documents other than due to performance shortfalls; b) Any proceeds in connection with a breach of warranty or guarantee under any project document to the extent not applied to repair or replace a defective component; c) Proceeds from the disposal of any project assets in excess of ₹ 50 million, which have not been used for replacement of the asset pursuant to which they have been received; d) Any loss proceeds of the project to the extent not applied to repair, renovate, restore or	d) all the Accounts and all other bank accounts of the Borrower in relation to the Project. 2. A first ranking charge on the Fixed Assets of Chakabura Power Plant (Phase I) ranking pari passu with security interest created for the benefit of securing the Chakabura Power Plant (Phase I) Lenders and ICICI Bank Ltd. 3.A second charge on the operating cash flows of Chakabura Power Plant (Phase I) with no other lender except the Chakabura Power Plant (Phase I) Lenders for its Chakabura Power Plant (Phase I) and ICICI Bank for its Existing ICICI RTL Facility ranking senior to the claims of the Rupee Lenders.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					reinstate the project assets or cure the event pursuant to which they were received; e) The proceeds of any termination, revocation, expiration payments/ buy out payments received under the project documents; f) The proceeds resulting from the expropriation by any Government authority of the project assets; g) The proceeds resulting from an arbitral or judicial award in connection with any of the project documents	

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
7	**Standard Chartered Bank** **Signing date of Agreement:-** October 27, 2011	₹ 1046.00	₹ 784.50	3 months LIBOR + 3.00% per annum. Presently 9.90% (after hedging of principal and interest, including LIBOR	Repayable in 12 quarterly instalments starting from February 2014 in accordance with the ECB loan agreement dated 27.10.2011 **Prepayment terms:-** Voluntary Prepayment : The Borrower may by giving not less than 10 Business days prior notice to bank, prepay any utilization on the last day of its current term in whole or in part in accordance with ECB guidelines and necessary approvals. Mandatory Prepayment : At the instance of Lenders	First Exclusive charge over the all the fixed assets of the Chakabura Power Plant (Phase II) including mortgage over land (both present and future).
8	**IndusInd Bank Limited** **Loan Agreement dated:-** June 19, 2013 Sanction letters dated May 30, 2013 and June 14, 2013 and the Master General Terms Agreement dated March 28, 2012	₹1000.00	₹766.67	Base Rate + 1.00% i.e. Presently 12.00%	30 equated monthly instalment starting from February 2014 **Prepayment terms:-** The borrower shall not be entitled to	1.First exclusive charge on movable fixed assets of Dipka Coal Washery. 2.Ist exclusive charge on the fixed assets of Wani Coal Washery of KCWPL,a subsidiary Company of ACBIL.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					prepay the principal amount, without the prior written consent of the Bank. The Bank shall charge prepayment premium as stipulated from time to time.	3.Corporate Guarantee of KCWPL.
9	**Yes Bank Limited** **Loan Agreement dated:-** March 31, 2014	₹1100.00	₹1100.00	Yes Bank Base rate (10.75% +0.75%) presently 11.50%.	20 equal quarterly instalments from the date of first disbursement. **Prepayment terms:-** Allowed without prepayment penalty.	1. Exclusive charge on all the moveable fixed assets and the immovable assets of Hemgir Coal Washery of the borrower in Orissa (both present and Future) 2. Subservient charge on the current assets of the borrower (both present and future)
10	**ICICI Bank** **Rupee Facility Agreement:-** November 1, 2013	₹ 2000.00 (split into two tranches- tranche A- ₹1100.00, tranche B-₹ 900.00)	₹ 2000.00 (tranche A- ₹1100.00, tranche B-₹ 900.00)	(ICICI Base Rate + 3.50 %) per annum and presently 13.50 %	20 equal quarterly installments with first repayment starting from February 2016. **Prepayment terms:-** Voluntary Prepayment : Loan can be prepaid without prepayment penalty within 45 days of	**For Tranche A**: 1. First Pari-Passu Charge on fixed assets of Ratija Power Plant (Phase I) 2. Second Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy lane, Delh owned by Four Corner Private Limited, a company owned by promoter group. **For Tranche B:-**

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					Spread Reset or else with prepayment premium with a an irrevocable prior written notice of 15 days.	1.First Charge on the property ad measuring 1084.16 square yard located at 3, Tolstoy lane, Delhi owned by Four Corner Private Limited, a company owned by promoter group.
Total			**₹ 12,401.78**			
Cash Credit Limits						
1.	**HDFC Bank Limited** **Signing date of Agreement:-** February 10, 2014 **Sanction letter dated:** December 30, 2013	Cash credit/WCDL ₹ 250.00 ₹ 150.00 Short term loan as sub limit of CC limits	₹ 79.71 under WCDL and ₹ 150.00 under Short term loan respectively	Negotiated at 12.75% for ₹ 100 Mn. 12.00% for ₹ 150 Mn.	Repayable on demand	1.First Pari-Passu charge on current assets of Company present and future in multiple arrangement (except Project receivables of Sangli Wind Power Project, Chakabura Power Plant (Phase I) and Korba Power Plant which are exclusively charge to term lenders) and except current assets of Chakabura Power Plant (Phase II) exclusively charged to SCB. 2.First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery 3.First Pari passu Charge on following residential properties:

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b)Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
2.	**Standard Chartered Bank** **Signing date of Agreement:-** April 18, 2013	₹ 470.00	₹ 461.51	As negotiated presently being 12.00%	Repayable on demand.	1.First *pari passu* charge on current assets (present and future) of the Company along with other working capital lenders in multiple arrangement; 2.First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery in Maharashtra. 3.First Pari passu Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
3.	**ING Vysya Bank** **Signing date of Agreement:-** August 31, 2013	WCDL of ₹ 500.00	₹ 500.00	(ING Base rate+70 bps) per annum presently being 11.50 %	Repayable on demand.	1.First *pari passu* charge on current assets of our Company (both present and future) along with other working capital lenders in multiple

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						arrangement; 2. First Pari Passu Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
4.	**ICICI Bank** **Signing date of Agreement:-** November 16, 2010	Cash credit of ` ₹ 500 million	₹ 383.75 million	Base rate 10.00% + 3.00% presently 13.00% p.a.	Repayable on demand.	1.First *pari passu* charge on entire current assets, present and future, of the Company along with other banks in multiple banking arrangement; 2.First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery along with other banks in multiple banking arrangement:
5.	**IndusInd Bank Limited** **Sanction letters:-** May 30, 2013 and March 31, 2009	₹ 250.00 (also includes bank guarantee limit of ₹ 250.00 as sub limit within the fund based working capital)	₹ 244.49	Base Rate + 1.00%, presently 12.00% p.a. For bank guarantee charges: Performance – 0.125% per	Repayment on demand.	1.First *pari-passu* charge by way of hypothecation over entire current assets of the company, existing and future except current assets of Chakabura Power Plant (Phase II) financed by Standard Chartered Bank.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
				quarter or part thereof. Financial- 0.1875% per quarter or part thereof.		2.First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery 3.First Pari passu Charge on following residential properties: a) Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 The securities for working capital is shared pari passu basis with other working capital lenders.
6.	**YES Bank Limited** **Signing date of the Agreement:** June 23, 2009	₹ working capital loan of ₹ 500.00 within the bank guarantee limits of ₹ 1000.00)	₹ 500.00 million	Working capital demand loan: As negotiated presently 12.50% p.a. with Base Rate+1.75%	Repayable on demand.	1. First *pari passu* charge on current assets (present and future) of the Company along with other working capital lenders in multiple arrangement except specified assets marked exclusively to other lenders; ~~2.~~First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
7. 8.	**DBS Bank Limited** **Signing date of the Agreement**: November 5, 2012	CC of ₹ 100.00 (a sublimit of total working capital facility of ₹ 250.00)	0.00 (The Company is not utilizing the limits presently)	At a rate negotiable at the time of availing of Limits.	Repayable on demand.	1.First *Pari Passu* charge on current assets (present and future) of the Company along with other working capital lenders in multiple arrangement; 2.First *Pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery 3.First *Pari passu* Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
Total			**₹ 4,138.92**			
Bill discounting						
1.	**Standard Chartered Bank** **Signing date of Agreement:-** July 15, 2008	₹ 150.00	₹ 149.87	Varies from 11% - 13.50% based upon the date of invoice	Repayable on demand.	1.First *pari passu* charge on current assets of the Company along with other working capital lenders in multiple arrangement; 2.First *pari passu* charge on land and

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						building and plant and machinery, present and future, of Panderpauni Coal Washery 3.First Pari passu Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
2.						
Total			**₹ 1,299.74**			
Debentures						
1	**Non Convertible Debentures**					₹ 550 million comprising (Syndicate Bank-250 million, Canara Bank-100 million, Oriental Bank of Commerce-200 million) is secured by way movable assets (present and future), tangible and intangible of Gevra Coal Washery
	Syndicate Bank	250.00	₹ 250.00	11.50		
	Canara Bank	₹100.00	₹100.00	11.50		
	Oriental Bank of Commerce	₹200.00	₹200.00	11.50		
	Bank of India	₹500.00	₹500.00	12.25		
	Indian Overseas Bank	₹100.00	₹100.00	12.25		
	Syndicate Bank	₹150.00	₹150.00	12.25		
	Canara Bank	₹100.00	₹100.00	12.25		
	Allahabad Bank	₹100.00	₹100.00	12.25		
		₹100.00	₹100.00			

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
	Allahabad Bank	₹150.00	₹150.00	12.25		Further secured by exclusive charge and mortgage by way of deposit of title deeds relating to immovable property of Gevra Coal Washery. ₹ 950 million comprising (Bank of India-500, Indian Overseas Bank-100 million, Syndicate Bank-150 million, Canara Bank-100 million, Allahabad Bank-100 million) is secured by way of property being land measuring 13.247 Hectares situated at village Batari, Tehsil Katghora, Chhattisgarh together with all buildings and structures hereon attached to the earth or permanently fastened to anything attached to the earth both present and future and land measuring 64 Kanal 18 Marlas situated at Salavas, Tehsil & Distt Rewari, Haryana belonging to ACCTPL, a subsidiary company, together with all building structures plant & machinery attached to the earth, both present and future, and movable assets of the ACCTPL's at village
	Indian Overseas Bank	₹100.00	₹100.00	12.25		
	Vijaya Bank	₹100.00	₹100.00	12.25		
	Bank of Maharashtra			12.25		

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						Salawas, Tehsil & Distt Rewari, Haryana including plant and machinery both tangible & intangible more particularly described in Schedule II to Deed Hypothecation. ₹ 350 million (Allahabad Bank-100 million, Indian Overseas Bank-150 million, Vijaya Bank-100 million) is secured by way of property Property being land measuring Acre 7.39 decimal together with all buildings and structures and all plant and machinery at washery situated at 25, Industrial Estate, P.O. Balanda, Talcher, Dist: Angul, Odisha -759116 belonging to AEPL, a subsidiary of the Company ₹ 100 million (Bank of Maharashtra) is secured by way of Pari passu first charge on all rights, title, interest and benefit in all and singular to the movable properties of the washery situated at 25, Industrial Estate, P.O. Balanda, Talcher, Dist: Angul, Odisha -759116

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						belonging to AEPL, a subsidiary of the Company
Total			**₹ 1,920.00**			

Non-Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum)	Repayment Schedule	Security Created
Bank Guarantees						
1.	**ICICI Bank Limited** **Signing date of Agreement:-** November 16, 2010	Bank Guarantee limits of ₹ 1000.00	₹769.20	As negotiated presently commission- 0.75% per annum (plus applicable Service Tax payable monthly (both performance and financial)	Repayable on demand and renewable yearly	1.First *pari passu* charge on entire current assets, present and future, of the Company along with other banks in multiple banking arrangement; 2.First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery along with other banks in multiple banking arrangement: 3. 10% cash margin
2.	**Standard Chartered**	₹ 280.00	₹ 87.30	As negotiated presently Commission- 0.75%	Repayable on demand and renewable	1. 10% cash margin; 2.First *pari passu*

Sr. No.	Name of Lender	Facility (in million)	Total amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum)	Repayment Schedule	Security Created
	Bank **Signing date of Agreement:-** July 15, 2008			per annum (plus applicable Service Tax payable monthly for financial guarantees and 0.50% per annum (plus applicable Service Tax payable monthly for performance Guarantee.	yearly.	charge on current assets of the Company along with other working capital lenders in multiple arrangement; ~~3.~~First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery 4.First Pari passu Charge on following residential properties: a) Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
3.	**YES Bank Limited** **Signing date of Agreement:-** September 13, 2007	₹ 500.00 (total BG Limits is of 1,000.00 and includes working capital loan of ₹ 500.00 as sub limit of bank guarantee limits)	₹ 344.05	Bank guarantee – commission - 0.75% per annum (plus applicable Service Tax payable quarterly (both performance and financial)	Repayable on demand and renewable yearly.	1. 10% cash margin; 2.First *pari passu* charge on current assets of the Company along with other working capital lenders in multiple arrangement except specified assets marked exclusively to other lenders; ~~3.~~First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery

Sr. No.	Name of Lender	Facility (in million)	Total amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum)	Repayment Schedule	Security Created
4.	**Axis Bank Limited** **Signing date of Agreement:-** September 29, 2009	₹ 2000.00 Includes LC of ₹ 500 mn and SBLC of ₹ 20 mn as sub limits	Bank guarantee: ₹ 1461.10 LC-₹ 12.50 SBLC-₹ 17.33 Total : 1490.98	Bank guarantee: Commission - 0.75% per annum payable half yearly. 1.00% per annum payable half yearly in case of Limits used for subsidiaries/SPV Companies except counter guarantee opened in favour of PSU Banks where charges shall be 0.75% p.a. (both performance and financial)	Repayable on demand and renewable yearly.	1.10% cash margin 2.First pari passu charge on current assets of our Company, except project receivables of Sangli Wind Power Plant, Chakabura Power Plant (Phase I) and Korba Power Plant, and current assets of Chakabura Power Plant (Phase II) 3.First pari-passu charge on movable and immovable assets of Panderpauni Coal Washery; 4.First Pari passu Charge on following residential properties: a) Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57
5.	**IndusInd Bank** **Signing date of Agreement:-** March 31, 2009	₹ 460.00 (including sub-limits of ₹ 500.00 million for LC and ₹ 2500.00 for buyers' credit)	₹ 185.66 on bank guarantee limit, and ₹3.02 on credit Letter of Credit Total : ₹ 188.68 million	Bank guarantee commission – 1.00% per annum for DSRA BG as mutually agreed. Buyers' credit as communicated from time to time presently : Six months LIBOR + 140 basis points	Repayable on demand	1.First *pari passu* charge on current assets of the Company along with other working capital lenders in multiple arrangement except current assets of Chakabura Power Plant (Phase II) ~~2.~~First *pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal

Sr. No.	Name of Lender	Facility (in million)	Total amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum)	Repayment Schedule	Security Created
						Washery 3.First Pari passu Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b)Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 4. 5% cash margin
6.	**DBS Bank Limited** **Signing date of the Agreement:** November 5, 2012	Buyers Credit of ₹ 150.00 (a sublimit of total working capital facility of ₹ 250.00)	0.00 (The Company is not utilizing the limits presently)	As communicated from time to time	Payable on demand	1.First *Pari Passu* charge on current assets (present and future) of the Company along with other working capital lenders in multiple arrangement; 2.First *Pari passu* charge on land and building and plant and machinery, present and future, of Panderpauni Coal Washery 3.First *Pari passu* Charge on following residential properties: a)Flat No. 18 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57 b) Flat No. 3 Vasant Enclave, Rao Tula Ram Marg, New Delhi- 57

Sr. No.	Name of Lender	Facility (in million)	Total amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum)	Repayment Schedule	Security Created
7	**Standard Chartered Bank** **Signing date of Agreement:-** April 18, 2013	₹ 250.00	₹ 0.00 (The Company is presently not utilizing limits)	At negotiated Price	Repayable after every 3 months of availment	Personal Guarantee of Mr. Rudra Sen Sindhu
Total			**₹ 3,087.14**			

II. SCPL

Set forth below is a brief summary of SCPL secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to ₹ 1891.68 million and non-fund based limits 1544.55 million aggregating to 3633.96 million, as of August 31, 2014

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Term Loans						
1.	**ICICI Bank Limited** **Corporate Rupee Loan Facility Agreement:-** (i) December 27, 2010 (ii) June 29, 2011	(I) ₹1050.00 (II) ₹ 800.00	(I) ₹ 735.00 (II) ₹560.00	(I) ICICI bank base rate +3.50 presently 13.50 % (II) ICICI bank base rate +3.75 presently 13.75 %	(I) 20 quarterly instalment starting from 31.03.2013 (II) 20 quarterly instalment starting from 31.03.2013 **For both I and II** **Prepayment**	**Term loan of ₹ 1050 million** is secured by way of 1. exclusive charge on fixed assets ofKalinga Coal Washery 2. second charge on fixed assets of Ratija Power Plant (Phase I) 3. pledge of 30% of

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					terms:- Voluntary Prepayment : Loan can be prepaid without prepayment penalty within 45 days of Spread Reset or else with prepayment premium.	the total issued share capital of the borrower held by the ACBIL, the holding company **Term loan of `₹ 800 million** is secured by wasy of 1. pari passu charge by way of hypothecation charge on plant and machinery and other movable fixed assets both present and future of the Ratija Coal Washery and Kalinga Coal Washery.
2.	**Standard Chartered Bank** **Signing date of Agreement:-** (i) October 5, 2009 (ii) December 14, 2010	i) ₹.821.00.- ECB-TL-1 ii) ₹.919.70 – ECB-TL-II	(i) ₹ 136.84 ECB-TL-1 (ii) ₹ 459.85 ECB-TL-II	(i) 6 months LIBOR+300 bppa fully hedged presently 11.75%. (ii) 6 months LIBOR+300 bppa fully hedged presently 10.75%	(i) ECB loan repaid in 6 half year instalments starting from 14.05.2012. (ii) ECB loan repaid in 6 half year instalments starting from 09.08.2013. **Prepayment terms:-** Voluntary	ECB Loan of USD 821.00 million is secured by way of Pari Passu charge on P&M and other movable and immovable fixed assets pertaining to Ratija Power Plant (Phase I), tangible or intangible, present or future and Ratija Power Plant (Phase Icurrent assets. Further, secured by way of personal guarantee of Ex-Capt. Kuldeep Singh

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					Prepayment : The Borrower may giving not less than 10 Business days prior notice to bank, prepay any utilization on the last day of its current Term in whole or in part in accordance with ECB guidelines and necessary approvals. Mandatory Prepayment : a) Illegality; b) Change of control;	Solanki and Ex-Capt. R.S. Sindhu and LOC of ACB (India) Limited, the holding company. **ECB Loan USD 919.70** million is secured by way of Pari-Passu charge on P&M and other movable and immovable fixed assets pertaining Ratija Power Plant (Phase I, tangible or intangible, present or future and Ratija Power Plant (Phase Icurrent assets. Further, secured by way of personal guarantee of Ex-Capt. Kuldeep Singh Solanki and Ex-Capt. R.S. Sindhu.
Total			**₹ 1,929.54**			
Cash Credit Limits						
1.	**ICICI Bank Limited** **Signing date of Agreement:-** December 27, 2010	₹ 650.00	Nil	ICICI Bank Base Rate+3.25% presently 13.25 % p.a.	Payable on demand	1. First Pari Passu charge on the current assets both present and future of the SCPL. **2.**Personal Guarantee of Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki 3.Second pari passu charge on the fixed assets of Ratija Power Plant (Phase I).

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
2.	**Bank of India** **Signing date of Agreement:-** December 16, 2013	₹ 250.00	₹ 0.00 (the Company has not availed the facility)	BOI base rate +3.40% presently 13.65%	Payable on demand	1.First Pari Passu charge on the current assets both present and future of the SCPL. **2.**Personal Guarantee of Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki 3.Second charge on fixed assets both present and future of SCPL.
Total			**₹ 197.73**			
Bank Guarantee Limits						
1.	**ICICI Bank Limited** **Signing date of Agreement:-** December 27, 2010	₹ 350.00	₹ 294.55	BG commission 1% p.a. (both financial and performance)	Payable on demand	1.First Pari Passu charge on the current assets both present and future of the SCPL. **2.**Personal Guarantee of Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki 3. Second pari passu charge on the fixed assets of Ratija Power Plant (Phase I. 4. 10% cash margin
2.	**Bank of India** **Signing date of Agreement:-** December 16, 2013	₹ 1250.00	₹ 1250.00	As per schedule of charges of Bank	Payable on demand	1.First Pari Passu charge on the current assets both present and future of the Company. **2.**Personal Guarantee of Mr. Rudra Sen Sindhu and Mr.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						Kuldeep Singh Solanki 3.Second charge on fixed assets both present and future of SCPL 4.10% cash margin
Total			**₹ 1,544.55**			

III. AEPL

Set forth below is a brief summary of Aryan Energy Private Limited (AEPL) secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to ₹ 310.02 million and non-fund based limits 675.35 million aggregating to million, as of August 31, 2014

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Cash Credit						
1.	**Ratnakar Bank Limited** **Signing date of the Agreement:** March 31, 2014	₹ 150.00	₹ 70.19	RBL base rate+1.50% presently 12.50% p.a.	Payable on demand	1.Exclusive charge on all current assets of the AEPL (both present and future) including cash flows. 2.Second Charge on all movable and immovable fixed assets of the AEPL. 3.Negative lien on corporate office of ACB (India) Limited

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						situated at 7th floor, corporate tower, ambience mall, Gurgaon.
Total			**₹ 70.19**			
BG Facility						
1.	**Ratnakar Bank Limited** **Signing date of the Agreement:** March 31, 2014	₹ 700.00	₹ 337.06	0.20% p.a. payable upfront	Payable on demand	1. Exclusive charge on all current assets of the AEPL (both present and future) including cash flows. 2. Second Charge on all movable and immovable fixed assets of the AEPL. 3.Negative lien on corporate office of ACB (India) Limited situated at 7th floor, , corporate tower, ambience mall, Gurgaon .
Total			**₹ 675.35**			
Unsecured Loans						
1.	**SREI Equipment Finance Limited** **Signing date of Agreement:-** December 31, 2013	₹ 240.00	₹ 240.00	9 % per annum compounded half yearly shall be paid	**Repayment :** starts from 31.10.2014 to 15.10.2016 **Prepayment:** The borrower may prerepay the outstanding principal and interest amount of the ICD at any time before expiry of the	Nil **(**Against Post Dated Cheques)

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					term or the ICD	
Total			**₹ 240.00**			

IV. ACCTPL

Set forth below is a brief summary of Aryan Clean Coal Technologies Private Limited (ACCTPL) secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to ₹ 42.39 million and non-fund based limits Nil million aggregating to ₹ 42.39 million, as of August 31, 2014

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in millions)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Cash Credit						
1.	**Yes Bank Limited** **Signing date of the Agreement:** November 6, 2007	₹ 50.00	₹ 42.39	12.50 % on fixed basis.	Payable on demand	Secured by exclusive charge on the current assets of the ACCTPL both present and future Corporate Guarantee of ACB (India) Limited,
Total			**₹ 42.39**			

V. TRNEPL

Set forth below is a brief summary of TRNEPL secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to ₹ 19,581.14 million and non-fund based limits ₹ 2285.20 million aggregating to million, as of August 31, 2014

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Term Loan						
1.	**Axis Bank Limited** **Date of Facility Agreement :** March 28, 2014	(i) Term Loan (senior Debt) ₹ 4031.20.00 (ii) Term Loan (Sub Debt) ₹ 1562.80 Out of the above, following are the sub-limits: (a) Letter of Credit – Inland* (b) Letter of Credit – Foreign* (c) SBLC/LOU for Buyers Credit* (Note * Sub Limit of Term Loan)	(i) ₹ 222.60 (ii) ₹ 1316.00 (iii) ₹ 16.50 (iv) ₹ 595.70 (v) ₹ 3187.10 Total : 5337.90	Senior Debt : Base Rate +3.75%, presently 14.00% p.a. Subordinate Debt Base rate+5.25% Presently 15.50% p.a. Buyers Credit Charges vary from shipment to shipment as negotiated	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary prepayment: May be made without the prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensation by the borrower, b) The receipt of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the borrower; d) The receipt of	**A. Mortgage:** First Charge By way of Mortgage of TRNEPL all immovable properties, present and future. **B. By Hypothecation:** First charge by way of hypothecating of all the TRNEPL movable properties ,both present and future. First charge on all the TRNEPL current assets, both present and future **AND:** C. By Assignment:- A first charge by way of assignment or creation of security interest including all rights , titles, interest, benefits, claims and demands whatsoever of TRNEPL – a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee, performance bond provided by any Party to the Project and;

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					termination proceeds by the borrower; e) Total loss; f) At the instance of the lender.	d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India) Limited and other Sponsors of the Project. 100% pledge of shares of TRNEPL
2.	**Bank of India** **Date of Facility Agreement :** March 28, 2014	(i) Term Loan ₹ 2500.00 (ii) Buyers Credit (₹ 89.60)	(i) ₹ 2128.07 (ii) ₹ 57.95	BOI Base Rate +3.50- presently 14.00 % p.a.(as aligned with lender in consortium charging higher rate of interest)	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary prepayment: May be made without the prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensation by the borrower, b) The receipt	**A. Mortgage:** First Charge By way of Mortgage of TRNEPL all immovable properties, present and future. **B. By Hypothecation:** First charge by way of hypothecating of all the TRNEPL movable properties,both present and future. First charge on all the current assets,both present and future of TRNEPL. **AND:** C. By Assignment:- A first charge by way of assignment or creation of security interest including all rights , titles, interest, benefits, claims and demands whatsoever

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the borrower; d) The receipt of termination proceeds by the borrower; e) Total loss; At the instance of the lender.	of the TRNEPL– a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee, performance bond provided by any Party to Raigarh Power Plant and; d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India) Limited and other Sponsors of the Project. 100% pledge of shares of TRNEPL .
3.	**Bank of Maharashtra** **Date of Facility Agreement :** March 28, 2014	₹ 1400.00	₹ 1224.80	BOM Base Rate +3.60% presently 14.00%	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary prepayment: May be made without the	**A. Mortgage :** First Charge By way of Mortgage of all immovable properties, present and future of TRNEPL. **B. By Hypothecation:-** First charge by way of hypothecating of

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensation by the borrower, b) The receipt of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the borrower; d) The receipt of termination proceeds by the borrower; e) Total loss; At the instance of the lender.	all the borrower's movable properties ,both present and future. First charge on all the current assets,both present and future of TRNEPL **AND:** C. By Assignment:- A first charge by way of assignment or creation of security interest including all rights , titles, interest, benefits, claims and demands whatsoever of TRNEPL – a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee, performance bond provided by any Party to Raigarh Power Plantand; d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India) Limited and other Sponsors of the

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						Project. 100% pledge of shares of TRNEPL Limited
4.	**Indian Overseas Bank** **Date of Facility Agreement :** March 28, 2014	₹ 1500.00	₹ 1312.60	IOB Base Rate +3.75% presently 14.00%	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary prepayment: May be made without the prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensation by the borrower, b) The receipt of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the	**A. Mortgage:** First Charge By way of Mortgage of immovable properties, present and future of TRNEPL. **B. By Hypothecation:-** First charge by way of hypothecating of all the properties, both present and future of TRNEPL. First charge on all the current assets,both present and future of TRENPL **AND:** C. By Assignment:- A first charge by way of assignment or creation of security interest including all rights , titles, interest, benefits, claims and demands whatsoever of the TRNEPL – a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee,

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					borrower; d) The receipt of termination proceeds by the borrower; e) Total loss; At the instance of the lender.	performance bond provided by any Party to the Raigarh Power Plant and; d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India) Limited and other Sponsors of the Project. 100% pledge of shares of TRNEPL
5.	**Central Bank of India** **Date of Facility Agreement :** March 28, 2014	₹ 1500.00	₹ 1312.22	Central Bank Base Rate +3.50 % presently 13.75%	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary prepayment: May be made without the prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensati on by the	**A. Mortgage :** First Charge By way of Mortgage of immovable properties, present and future of TRNEPL. **B. By Hypothecation:-** First charge by way of hypothecating of all the movable properties ,both present and future of TRNEPL. First charge on all the current assets,both present and future of TRNEPL. **AND:** C. By Assignment:- A first charge by way of assignment or creation of security

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					borrower, b) The receipt of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the borrower; d) The receipt of termination proceeds by the borrower; e) Total loss; At the instance of the lender.	interest including all rights , titles, interest, benefits, claims and demands whatsoever of TRENPL – a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee, performance bond provided by any Party to the Raigarh Power Plant and; d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India) Limited and other Sponsors of the Project. 100% pledge of shares of TRNEPL.
6.	**Rural Electrification Corporation** **Date of Facility Agreement :** March 28, 2014	(i) Senior Debt (term Loan)- ₹ 8968.80 (ii) Sub Debt (term Loan)- ₹ 1281.30	(i) ₹ 7754.90 (ii) ₹ 1064.90 Total : 8819.80	As Per REC policy as applicable to IR3 grade for private borrower presently 13.50%	40 Equal quarterly instalment starting from September 2015 **Prepayment terms:** Voluntary	**A. Mortgage :** First Charge By way of Mortgage of all immovable properties, present and future of TRNEPL. **B. By Hypothecation:-**

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					prepayment: May be made without the prepayment premium in the event the prepayment is made on the reset date Mandatory Prepayment: a) The receipt of compensation by the borrower, b) The receipt of the insurance proceeds by the borrower; c) The receipt of the borrower enforcement proceeds by the borrower; d) The receipt of termination proceeds by the borrower; e) Total loss; At the instance of the lender.	First charge by way of hypothecating of all the movable properties ,both present and future of TRNEPL. First charge on all the current assets, both present and future of TRNEPL. **AND:** C. By Assignment:- A first charge by way of assignment or creation of security interest including all rights , titles, interest, benefits, claims and demands whatsoever of TRNEPL – a) in the project documents/ Contracts, as amended, varied or supplemented from time to time; b) in the clearances relating to the Raigarh Power Plant; c) in any letter of credit , guarantee, performance bond provided by any Party to the Raigarh Power Plant and; d) all insurance Contracts/ Insurance Proceeds The aforesaid security shall rank pari passu with working capital lenders. Corporate Guarantee of ACB (India)

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						Limited and other Sponsors of the Project. 100% pledge of shares of TRNEPL.
Total			**₹ 20,193.34**			
Bank Guarantee						
1.	Axis Bank Limited Sanction letter dated: June 21, 2013	₹ 1850.00	₹ 1673.00	1.75% plus upfront fee for the year	Payable on demand	a) cash margin of 20% b) Institutional land (admeasuring 2100 sq mtr) and under-construction building (plilnth area of 1600sq ft) located at plot NO 44, Sector 44 Urban Estate, Gurgaon, Haryana owned by M/s Tejaswi Impex Pvt. Ltd. C) Residential Plot admeasuring 316.17 sq mts located at plot no 14, Road No. 26 , Block –A, DLF City Phase I, Gurgaon Haryana, owned by M/s Anil Kumar – HUF. d) First Pari Passu charge by way of mortgage in favour of lenders in a form satisfactory to the lenders on all of the company's immovable properties, present and future. e) first Pari Passu charge by way of

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						hypothecation in favour of lenders of all the Raigarh Power Plant'smovable plant and machinery spares, machinery, tolls, and accessories, furniture, fixtures, vehicles. f) first Pari Passu charge by way of hypothecation in favour of lenders all other movable assets other than project assets mentioned in (b) above of the company, present and future. g) first Pari Passu charge on all the current assets of the TRNEPL present and future. h) first Pari Passu charge on all intangible assets of the company present and future: j) A first charge Pari Passu charge on the letter of credit/ Escrow Account, insurance contract, trust & retention, Debt service reserve account and other reserves and any other bank account of the company wherever maintained, present & Future. k) Irrevocable corporate guarantee of ACB (India) limited and Tejaswi

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
						Impex Private Limited; l) Personal Guarantee Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Mr. Ajay Mrig, Mr. Sanjay Jain, Mr Atul Jain, Mr. Vaibhav Jainand Ms. Monika Jain.
Total			**₹ 1673.00**			

VI. KCWPL

Set forth below is a brief summary of Kartikay Coal Washeries Private Limited (KCWPL) secured and unsecured borrowings (together with a brief description of certain terms of such financing arrangements) which comprise fund based limits aggregating to 0.27 million, as of August 31st, 2014. There are no fund based facilities availed of by KCWPL.

Fund Based Limits

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
Term Loans						
1.	**ICICI Bank Limited** **Signing date of Agreement:-** March 24, 2014	₹ 3.00	₹ 0.27	11 %	36 quarterly instalments of ₹ 0.098 million starting from 15 December 2011. **Prepayment terms:-** The lesser of the following : 1. 5% of the principal	Secured by first and exclusive charge on specific vehicle.

Sr. No.	Name of Lender	Facility (in million)	Total Amount outstanding as on August 31, 2014 (in million)	Rate of Interest (per annum) as on August 31, 2014	Repayment Schedule	Security Created
					outstanding plus applicable service tax. 2. The interest outstanding for the unexpired period of the loan.	
Total			**₹ 0.27**			

VII. Our Company has executed a facility agreement dated September 26, 2014 with HDFC Bank Limited for a loan amount of ₹ 5,595.60million. The security created includes a first charge on all immovable properties relationg to the project for which the loan has been availed. The purpose of the Tranche A, amounting to ₹ 4095.60 million, is to take over the entire outstanding loan of rupee lenders pertaining to 270 MW thermal power project. The interest rate applicable is base rate of HDFC + spread of 2.15%. The purpose of Tranche B, aggregating to 1,500 million, is to take over any other existing loan/capital expenditure of the Company. The interest rate applicable is base rate of HDFC + spread of 2.15% + additional spread.

VIII. Some of the corporate actions for which we require the prior written consent of our lenders include the following:

1. to change the capital structure of our Company;
2. to amend our Memorandum and Articles of Association;
3. to mortgage, sell, lease, exchange or create any charge, lien or encumbrance of any kind on specified undertakings, assets, security secured with the lender and change use of the assets;
4. to implement any scheme of expansion/modernization/diversification/renovation or to acquire any fixed assets during any accounting year, except under a scheme approved by the lender/when in ordinary course of business;
5. to affect any change in general nature of business/ shareholding/ownership/management of our Company;
6. to declare or pay dividends above certain thresholds;
7. to undertake or permit any merger, de-merger, consolidation, re-organization, dissolution, scheme or arrangement or compromise with our creditors or shareholders or effect any scheme of amalgamation or reconstruction;
8. to make any investments above certain agreed monetary thresholds either by way of deposits, loans or investments in share capital or otherwise in any concern or provide any credit or give any guarantee, indemnity or similar assurance;

9. to utilize the loans for purposes other than provided for;

10. to change its Promoters, or reduce the shareholding of its Promoters to less that 51% of the paid-up Equity Share capital;

11. to take up an allied line of business or manufacture or acquire property or assets;

12. to enter into any further indebtedness, including fresh borrowings or through the issuance of debt instruments;

13. to create any additional securities over the assets over which security interests are to be created;

14. to change its accounting policies or reporting practices, except as may be required under applicable laws and Indian GAAP;

15. to make any acquisitions and investments;

16. to trade or deal with an affiliate or related party; and

17. to revalue its assets.

IX. Our Company has obtained the requisite consents for the Issue from its lenders except Syndicate Bank and Rural Electrification Corporation of India.

X. Some of the events of defaults under our loan agreements are as follows:

a) any of the instalment amount being unpaid on the due date for payment;

b) any execution of a decree or attachment resulting in any of the property of our Company being attached;

c) material adverse change in the business, condition, operations, performance, properties of the borrower;

d) breach of any of the terms of the transaction documents entered into with respect to the facilities availed;

e) proceeding against the Company and its Subsidiaries under the respective facility agreements for winding up, bankruptcy, liquidation or dissolution;

f) Change in control of the borrower under the respective facility agreements.

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

You should read the following discussion of our financial condition and results of operations together with our Restated Consolidated Financial Information, which appear elsewhere in this Draft Red Herring Prospectus. These financial statements have been prepared in accordance with Indian GAAP and the Companies Act and restated in accordance with the ICDR Regulations and as described in the report of our auditors dated September 29, 2014, which is included under the section titled "Financial Statements" starting on page 342 of this Draft Red Herring Prospectus. The Restated Consolidated Financial Information has been prepared on a basis that differs in certain material respects from generally accepted accounting principles in other jurisdictions, including US GAAP and IFRS. Accordingly, the degree to which the Indian GAAP financial statements included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian GAAP, the Companies Act and the ICDR Regulations.

*Our restated consolidated financial information for the Fiscal 2012, 2013 and 2014 have been prepared and presented in accordance with the format prescribed under the revised Schedule VI to the Companies Act, 1956 pursuant to Notification S.O. 447(E) dated February 28, 2011 issued by the Ministry of Corporate Affairs, Government of India ("**Revised Schedule VI**"). Restated financial information relating to each Fiscal 2010 and 2011 have been reclassified in accordance with Revised Schedule VI.*

Our fiscal year ends on 31 March of each year; all references to a particular fiscal year are to the twelve month period ended 31 March of that year.

This discussion contains forward-looking statements and reflects our current views with respect to future events and financial performance. Actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors such as those set forth in the sections "Risk Factors" and "Presentation of Financial, Industry and Market Data" on pages 25 and 21 of this Draft Red Herring Prospectus, respectively.

*In this section, a reference to the "**Company**" means ACB (India) Limited. Unless the context otherwise requires, references to "we," "us," "our" or "ACBL" refers to ACB (India) Limited, its Subsidiaries, Associates and Joint Ventures, taken as a whole. Our Associates are accounted for using the equity method in accordance with Accounting Standard (AS) 23 – "Accounting for investments in associates in consolidated financial statements" as specified in the Companies (Accounting Standard) Rules, 2006. For further details, see Annexure III to our restated consolidated financial information included on page F-11 of this Draft Red Herring Prospectus.*

OVERVIEW

As of August 2014, we are the largest coal washing company in India, with an aggregate design beneficiation capacity, on a proportional basis, of 62.57 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). We have approximately 16 years of experience in the coal beneficiation business and as of the date of this Draft Red Herring Prospectus, we have 17 beneficiation plants, which are located across the states of Chhattisgarh, Odisha, Maharashtra and Andhra Pradesh. These include the single largest coal washery in India in Dipka, Chhattisgarh, with a design capacity of 12.00 MTPA. (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). Our plan is to increase our aggregate design beneficiation capacity, on a proportional basis to 91.79 MTPA by the end of Fiscal 2019.

In connection with our coal beneficiation operations, we also offer logistics services to our customers to manage their supply chain and delivery of raw coal from the mines to our beneficiation plants and from our plants to their sites. Our beneficiation plants generate coal rejects as a by-product, part of which we reprocess, which are then used to generate electrical power. As of August 2014, our thermal power plants have an aggregate installed capacity of 380 MW fuelled by coal rejects, reprocessed coal rejects and blended coal. We source majority of the coal rejects we need for the operational power plants in Chhattisgarh from our coal beneficiation business. We also sell coal rejects, reprocessed coal rejects, coal rejects blended with imported coal or with coal (both processed and unprocessed) purchased through the e-auction process. In addition, we have the Sangli Wind Power Plant and have an investment in our Associate, SPGL, which has the operational Kakinada Power Plant (208 MW) and is implementing the

Kakinada Power Plant (350 MW). We consider our coal beneficiation operations, power generation operations and sale of coal to be an integrated business.

Our strategy going forward is also to increase the percentage of our total income that will be generated from our power operations. In furtherance of this, our Company and our Subsidiaries have four power projects with an aggregate design capacity of 3,050 MW (our proportionate capacity is 2,894 MW) at various stages of construction, implementation and development. We have also invested in four power projects with an aggregate design capacity of 700 MW, which are being constructed, implemented and developed by our Associates and our proportional capacity is 322.06 MW. Thus, we have, in total, eight power projects under construction, implementation and development. Our power projects are strategically located in areas that we believe have the fuel resources required to operate such facilities. For further details, please see "*Our Business* " on page 175 below.

SIGNIFICANT FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Our financial condition and results of operations are affected by numerous factors, of which the following are of particular importance:

Increased coal production and demand for beneficiated coal

Our coal beneficiation business has benefited from a period of sustained economic growth in the power generation sector and an increase in the production of coal in India. Coal production in India grew at a CAGR of 2.8% from 492.9 million tonnes in Fiscal 2009 to 565.6 million tonnes in Fiscal 2014 (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). expert(*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*) Raw coal in Chhattisgarh and Jharkhand has an ash content of between 35% and 42% and raw coal in Odisha has an ash content of between 35% and 50% (*Source: CRISIL Research - Review & Outlook on Power and Coal, September, 2014*). The Government of India is encouraging coal consumers to set up coal washeries to use washed coal in their plants. Demand for beneficiated coal may increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis. Furthermore, plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively. For further details, see the section titled "*Regulations and Policies in India*" on page 217 of this Draft Red Herring Prospectus. The only way to reduce the ash content of raw coal is to beneficiate it or blend it with coal of a sufficiently low ash content. The sustained growth in the power generation sector in India has also increased demand from our customers, most of whom are public sector thermal power generation companies and utilities, for beneficiated coal. Demand can also be impacted by the location, availability, quality and price of alternative energy sources for power generation, such as natural gas, fuel oil, nuclear, hydroelectric, wind and solar power.

The increased production of coal requiring, in certain circumstances, beneficiation, driven by the increased demand for coal in India as a result of the sustained growth in the power generation sector, has supported the growth in our coal beneficiation revenue. In Fiscal 2011, our coal beneficiation and allied receipts revenue was ₹ 3,997.03 million compared to ₹ 5,601.59 million in Fiscal 2014, reflecting a CAGR of 11.92% over the period.

Increases in our coal beneficiation capacity

We have been able to benefit from the increase in the demand for beneficiated coal by expanding our coal beneficiation capacity, particularly in areas that are characterized by both significant supplies of coal and demand for energy. For example, certain public sector undertakingshave substantial mining operations in Chhattisgarh and Odisha, respectively, where our Company and the Subsidiaries have increased aggregate proportional beneficiation capacity from 2.5 MTPA as of March 31, 2002 to 53.22 MTPA as of the date of this Draft Red Herring Prospectus. Transporting raw coal from these mines to our coal beneficiation plants and from the plants to our customers is expensive and requires adequate infrastructure, some of which we have developed ourselves and the rest is infrastructure which is developed by local governments. Consequently, the availability of land close to mines and rail and road infrastructure, and developing coal beneficiation plants near mines and infrastructure, are two of the most significant factors affecting our results of operations.

The table below sets forth the number of our coal beneficiation plants, our effective economic interest in the capacity and the amount of coal beneficiated for the periods indicated:

Particulars	Fiscal 2002	Fiscal 2007	Fiscal 2012	Fiscal 2014
Number of plants[1]	1	7	11	11
Capacity in MTPA[2]	2.50	26.52	55.92	58.91
Effective Economic Interest in Capacity in MTPA[3]	2.50	22.99	54.24	57.23
Coal beneficiated in million tonnes[4]	2.29	14.66	28.70	24.86

(1) *Consists of total plants of our Company and Subsidiaries at period end.*

(2) *Capacity refers to the normative production capacity of our beneficiation plants in terms of the amount of raw coal that each plant can beneficiate in a year. The basis of our normative production capacity calculation for each plant is the production capacity as approved by the relevant pollution control board. The capacities have been extrapolated and expressed in raw coal terms in cases in which the pollution control board has approved the same in terms of beneficiated coal and other end products. Further, the ratio of extrapolation is based on the beneficiation characteristics of raw coal in the respective regions. In certain instances, where approvals from the relevant pollution control board are on a daily or monthly basis, the capacities have been extrapolated using 330 as the number of working days and 12 as the number of months, as the case may be. In cases in which the capacity of a particular plant has been assessed by a government agency, such assessed capacity has been used. The actual amount of raw coal processed at our beneficiation plants in any particular period may differ significantly from the normative production capacity due to, among other things, scheduled and unscheduled downtime at our beneficiation plants, material available and customer demand.*

(3) *Effective Economic Interest in the Capacity refers to our effective ownership of the capacity based on our equity ownership in the relevant Subsidiary, excluding our Associates, as of the periods indicated.*

(4) *Consists of total coal beneficiated by our Company and its Subsidiaries. Our total coal beneficiated comprises raw coal that we beneficiate for our customers as well as coal rejects that we beneficiate for sale to third parties and for use as fuel in our power plants.*

In addition, we also have interests in six coal beneficiation plants through our Associates, Global Coal, MCCPL and SPMRPL. As of the date of this Draft Red Herring Prospectus, these six coal beneficiation plants have an aggregate design capacity of 14.34 MTPA (of which our proportional interest is 5.34 MTPA).

Ability to negotiate contracts on favorable terms and renew existing coal beneficiation contracts through tendering process

We derive most of our coal beneficiation revenue from contracts with public sector thermal power generation companies and utilities, who are legally required to award contracts through a public tendering process whose terms and conditions are generally not subject to negotiation. Generally, our contracts are for terms of approximately one to five years and provide limited opportunity to adjust the price at which we provide our beneficiation services in the event of increases in our costs. In addition, several of our coal beneficiation contracts allow our customers to extend the contracts on substantially similar terms. Our customers are often reluctant to accept an increase in price in the event that a change in law results in increased costs to us. Consequently, we must estimate and consider the likely increases in our costs, particularly with respect to expenses over which we have little control, such as maintenance costs of plant, building and machinery and fixed employee costs, when determining the price at which to offer our services in the tendering process. For a discussion of the risks associated with the contract tendering process, see the section titled "*Risk Factors - We may not be selected for the projects for which we have submitted a bid or bids, or those projects that we will bid upon in the future. Further, as government contract are typically awarded to the lowest bidder, we may face margin pressure as a significant number of our contracts are awarded by governments entities through competitive bidding processes.*" on page 48 of this Draft Red Herring Prospectus.

Increase in availability of coal rejects for resale

Our income from the sale of coal, which consists primarily of coal rejects that we have reprocessed or blended with raw coal, depends on the price at which raw coal is sold as well as on the demand for beneficiated coal. If the demand for beneficiated coal increases, the availability of coal rejects for disposal also increases and so does our income from sale of coal. The price at which we can sell reprocessed and blended coal rejects relates primarily to the price of raw coal in the open market (including the e-auction conducted by a public sector undertaking), the cost of

logistics, the demand and supply of coal, the distance between our coal beneficiation plant and the end-user and the quality of the coal. In the periods under discussion, we increased our revenue from the sale of coal primarily because our increased beneficiation activity provided an increased amount of coal rejects which sold, either on an "as is" basis, or after adding value by reprocessing it or blending it with raw coal, which we generally purchase through the e-auction scheme conducted by public sector undertakings or imported overseas. Our ability to obtain coal in the e-auction scheme has decreased as the availability of e–auction coal has become limited and competition has increased.

Our revenue from the sale of coal will continue to grow at a slower rate as we increasingly use our coal rejects to fuel increases in our power generation capacities, instead of selling it. The aggregate power generation capacity of the coal-based power plants of our Company and our Subsidiaries increased from 30 MW in Fiscal 2011 to 165 MW in Fiscal 2012 and to 380 MW in Fiscal 2014.

Transportation capacities and coal handling and loading infrastructure

Our sales depend on the availability of adequate coal transportation capacities and the efficiency of coal handling and loading infrastructure at mines and our facilities. Most of the coal we beneficiate is transported by road from the mine to our facilities and by rail from our facilities to our customers. Our sales volumes have historically been constrained by inadequate rail infrastructure. While we have improved our loading infrastructure by commissioning two railway sidings, the transportation of beneficiated coal from our facilities to our customers remain constrained by inadequate rail infrastructure at some of our facilities and by the fact that none of our facilities have rapid loading systems. In addition, constraints in our ability to transport coal resulting from inadequate rail infrastructure are generally exacerbated during the third and fourth quarters of our Fiscal Year. For further details, see the section titled "*Risk Factors – Our operations are sensitive to seasonal changes.*" on page 47 of this Draft Red Herring Prospectus.

Customer profile and interest in beneficiated coal

Most of our customers are public sector power companies whose willingness to adopt new technology or products, such as beneficiated coal, can require significant time and investment. While the demand for beneficiated coal may increase because power plants located beyond 1,000 km from a mine are required to use coal having ash content of less than 34% on a quarterly average basis and plants located between 750-1000 km and 500-749 km would have to be supplied with and shall use coal having ash content of less than 34% on a quarterly average basis with effect from January 1, 2015 and January 1, 2016, respectively, our ongoing attempts to educate power companies as to the advantages of using beneficiated coal as opposed to raw coal have met with limited success and have affected growth in demand for beneficiated coal.

Development status of our power projects

Our Company and its Subsidiaries currently have four operational thermal power plants, which are fuelled by coal rejects, reprocessed coal rejects and blended coal with an aggregate installed capacity of 380 MW, and a wind power plant with an installed capacity of 15 MW. For further details of our operational power plants, see the section titled "*Our Business – Power Generation Business – Operational Power Plants*" on page 484 of this Draft Red Herring Prospectus.

Our plans to expand our power project capacity will have a significant impact on our expected capital expenditures in the near to medium term. Our Subsidiary, TRNEPL is constructing the Raigarh Power Plant, a power project with an expected aggregate design capacity of 600 MW (2 x 300MW), of which one unit is likely to be commissioned by March 2015 and the second unit is likely to be commissioned by September 2015. We also plan to implement two additional power projects with an expected aggregate design capacity of 1,250 MW through certain of our Subsidiaries.

Aside from the aforementioned planned capital expenditures, we also invest in our Associates to the extent of our proportionate share as capital expenditures for their existing projects and expansion projects (to the extent of the equity requirements of such projects). The costs associated with these expansion plans and the revenues we expect to derive from them could have a significant impact on our future financial condition and results of operations. For

further details of our capital expenditure plans and expansion projects, see the section titled "- *Capital Expenditure*" on page 420 of this Draft Red Herring Prospectus.

Availability of cost effective funding

We have relied on cash from our operations, capital contributions from our shareholders and debt to fund the expansion of our business. As of March 31, 2014, we have total long-term fund-based borrowings of ₹ 26,970.71 million and short-term fund-based borrowings of ₹ 7,628.72 million. For further details, see the Financial Statements on page 342 of this Draft Red Herring Prospectus, respectively. For further details in relation to the indebtedness of our Company and its Subsidiaries as of August 31, 2014, please see the section titled "*Financial Indebtedness*" on page 343 of this Draft Red Herring Prospectus. Our plans for the development, implementation and construction of our power projects and our beneficiation plants will require substantial capital expenditures, which we expect to fund in part through our operating cash flows, additional equity financing and debt. In the event that we obtain equity financing for any of our proposed projects, our economic interest in such project would be proportionally reduced.

Our debt service costs as well as our overall cost of funding depend on many external factors, including developments in the regional credit markets and, in particular, interest rate movements and the existence of adequate liquidity in the debt markets. We believe that in the future, the availability of cost effective funding will be crucial and the non-availability of such funding at favourable terms could affect our business, financial condition and results of operations.

Availability and price of raw coal

Under the Colliery Control Order of 1945 and the Essential Commodities Act, 1955, as amended, the price of raw coal in India was regulated by the Government of India. Beginning in March 1996, the Government of India gradually deregulated, in phases, the price of various types and grades of raw coal. The pricing of raw coal in India was completely deregulated pursuant to the Colliery Control Order, 2000, with effect from January 1, 2000, subsequent to which vendors, including public sector undertakings, were entitled to determine the price of their raw coal. Our revenues depend on our ability to obtain raw coal and the price at which we are able to sell it. Any increase in the price of raw coal due to, among other reasons, the supply of domestic and foreign raw coal, the demand for electricity and the price and availability of alternative fuels for electricity generation could adversely affect our earnings and our ability to generate cash flows.

Availability, quality and price of fuel supply

The ability to source quality fuel at desirable prices, in light of electricity tariffs, is one of the key components in the success of our power generation business. Some of our operational thermal power projects are fuelled by coal rejects, reprocessed coal rejects and/or blended coal and generated by certain of our suitably located coal beneficiation plants, and we expect that our projects under construction, implementation and development will use blended coal, raw coal and natural gas. With respect to power plants based on coal linkages, we have executed a fuel supply agreement with a public sector undertaking for domestic coal for our Raigarh Power Plant and Bandhakar Power Plant. We have also submitted applications for coal linkages in respect of Korba Power Plant, and our projects which are under development and under implementation (excluding the Kakinada Power Plant (350 MW) for which we have applied for gas allocation to the Ministry of Petroleum and Natural Gas, India). With respect to Ratija Power Plant (Phase I), the approval for long-term coal linkage was cancelled by a public sector undertaking. However, pursuant to a meeting of The Standing Linkage Committee (long term) of Ministry of Coal on 13 September 2013, the long-term coal linkage awarded to Ratija Power Plant (Phase I) was revived. While we have not entered into a fuel supply agreement for the long-term coal linkage for Ratija Power Plant (Phase I) as of the date of this Draft Red Herring Prospectus, we intend to purchase raw coal in an e-auction conducted by a public sector undertaking till such time.

The approval and receipt of such linkages is subject to numerous regulations. We may also be unable to obtain adequate coal linkages to meet our fuel requirements or may not receive the amount of coal to which we are entitled under our coal linkages. If we are unable to obtain sufficient fuel through our coal beneficiation operations or coal linkages, we would be required to meet any deficits with coal rejects and/or coal purchased in the open market,

which may cost more. The cost of coal rejects and coal that we source may also be affected by increased shipping costs and may adversely affect our business and results of operations. For further details of our fuel supply arrangements, see the section titled "*Our Business*" on page 175 of this Draft Red Herring Prospectus.

Acquisitions of TRNEPL and SCPL

In addition to organic expansion, we have grown by acquiring companies in our industry. In January 2013, we increased our equity stake in TRNEPL from 51.00% to 74.00%. The total investment made by us till date, in TRNEPL is ₹ 4,628.95 million which we financed with our cash flows.

In July and November 2008, we acquired a total of 26.996% of the outstanding shares of SCPL, which was majority-owned at the time by investment companies of our Promoters. On March 30, 2009, we acquired the remaining outstanding shares of SCPL, except for a *de minimis* number which were held by six shareholders of our Company in their personal capacities and which we acquired in June 2010. SCPL has two coal beneficiation plants, one in Odisha, and one in Chhattisgarh. Additionally, SCPL has commissioned Ratija Power Plant (Phase I) and is implementing Ratija Power Plant (Phase II).

Investments in Global Coal, SPGL, MCCPL and SPMRPL

In September 2009, we acquired a 35.61% equity interest in our Associate, Global Coal. Global Coal has two coal beneficiation plants in Odisha, two coal beneficiation plants in Telengana and a 1.50 MW wind mill plant at Kutch, Gujarat.

Our direct/indirect equity interest in SPGL, as on the date of this Draft Red Herring Prospectus, is 49.73%. SPGL operates a 208 MW gas based power plant in Kakinada, Andhra Pradesh and is implementing a gas or coal based expansion power project with a design capacity of 350 MW at the same location. We will be required to make further investments in the expansion project with a design capacity of 350 MW to the extent of our proportional ownership interest within the following four years. We estimate that this investment will amount to approximately ₹1,239 million.

We own 45% equity interest in MCCPL through our wholly owned subsidiary, SFI Parcel Services Private Limited. We also hold certain preference shares and compulsorily convertible debentures in KIPL, which holds 55% equity interest in MCCPL. MCCPL is constructing the Bandakhar Power Plant, a 300 MW coal based power project in Bandakhar, Chhattisgarh, which is expected to be commissioned by December 2014. Further, MCCPL also has Ratija Coal Washery (3.30 MTPA), with an installed capacity for the beneficiation of raw coal of 3.30 MTPA in Ratija, Chhattisgarh, which it plans to increase to 10.00 MTPA by Fiscal 2019. In relation to this, we would be required to make a further investment of ₹100 million within the next four years to complete the expansion of the beneficiation plant to 10.00 MTPA.

We have 26 % equity interest in SPMRPL, which has set up the Kanberi Coal Washery with an installed capacity of 0.90 MTPA at Village Kanberi, Korba, Chhattisgarh and is constructing Kanberi Power Plant (Phase I), a coal reject based power project with a designed capacity of 1 x 25MW at Village Kanberi, Korba, Chhattisgarh and developing Kanberi Power Plant (Phase II), a coal reject based power project with a designed capacity of 1 x 25MW. We will be required to make investments in the 2 x 25MW coal reject based power project to the extent of our proportional ownership interest. We estimate that this will amount to approximately ₹125.94 million.

Financial statements of our Associates have been consolidated with our restated consolidated financial information as Associates using the equity method in accordance with Accounting Standard (AS) 23 – "Accounting for investments in associates in consolidated financial statements" as specified in the Companies (Accounting Standard) Rules, 2006. For further details, see Annexure III to our Restated Consolidated Financial Information on page F-11 of this Draft Red Herring Prospectus.

Divestment of Aryan Ispat and Power Private Limited and related sponge iron manufacturing business

On April 9, 2011, we sold our sponge iron manufacturing business, which we do not regard as being core to our future strategy, of focusing on our coal beneficiation and power generation businesses. The sale was consummated

through our divestment of 81.20% of the equity share capital of Aryan Ispat and Power Private Limited, through which we operated our sponge iron manufacturing business. The assets of Aryan Ispat and Power Private Limited also include an 18 MW Jharsuguda Power Plant and a coal beneficiation plant with a design capacity of 0.70 MTPA. Our sponge iron manufacturing business generated ₹ 479.76 million in revenue in Fiscal 2011 and ₹ 1,088.22 million in the Fiscal 2012. However, our sponge iron manufacturing business recorded net losses in both periods. This disposal resulted in a profit on sale of investment of ₹ 49.94 million in Fiscal 2012. This transaction had a significant effect on our results of operations in Fiscal 2012 by lowering our total expenses and consequently our results of operations for that and subsequent periods may not be directly comparable to prior periods. For further details of this effect, see section below titled "*Results of operations – comparison of Fiscal 2011 and Fiscal 2012*" on page 414 of this Draft Red Herring Prospectus.

BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

Basis of presentation in accordance with Revised Schedule VI

Pursuant to Notification S.O. 447(E) dated February 28, 2011, the erstwhile Schedule VI was replaced with the Revised Schedule VI, which significantly changes the presentation of, and disclosure made in, the financial statements of Indian companies. Accordingly, we have modified the manner in which we present our consolidated financial statements as of and for the year ended March 31, 2012 and subsequent financial years so that the presentation of such financial statements is consistent with the Revised Schedule VI, which became applicable to us during Fiscal 2012. In connection with this exercise, we have reclassified our restated consolidated financial statements as of and for the years ended March 31, 2010 and 2011 in order to provide comparability with our restated consolidated financial statements as of and for the years ended March 31, 2012, 2013 and 2014.

The adoption of the Revised Schedule VI does not impact the recognition and measurement principles followed for the preparation of our financial statements. However, it does have a significant impact on the presentation of, and disclosure made in our financial statements, particularly with respect to the presentation of the statement of assets and liabilities. As a result, for financial periods ending on or subsequent to Fiscal 2012, we have presented all financial statements in accordance with the Revised Schedule VI.

The discussion herein below compares the results of operations and cash flows as of and for the years ended March 31, 2014, 2013 and 2012, based on our restated consolidated financial statements as of and for the years ended March 31, 2014, 2013 and 2012, respectively, each of which are prepared and presented in accordance with the Revised Schedule VI, and as of and for the year ended March 31, 2011, based on our restated consolidated financial statements as of and for the year ended March 31, 2011, reclassified in accordance with the Revised Schedule VI.

CRITICAL ACCOUNTING POLICIES

Our financial statements have been prepared in accordance with Indian GAAP. The financial statements are prepared under the historical cost convention, on the accounting principles of a going concern and as per applicable accounting standards. Our significant accounting policies are set forth in Note 2 to Annexure III to our Restated Consolidated Financial Information on page F-11 of this Draft Red Herring Prospectus. Indian GAAP requires that we adopt accounting policies and make estimates that our Directors believe are most appropriate in the circumstances for the purposes of giving a true and fair view of our results of operations and the understanding of our financial condition and results of operations. The preparation of our financial statements requires us to make difficult and subjective judgments in selecting appropriate estimates and assumptions, which affect the amounts reported in our financial statements. By their nature, these judgments are subject to an inherent degree of uncertainty. These judgments are based on our historical experience, terms of existing contracts, our observance of trends in the industry and information available from other outside sources, as appropriate. There can be no assurance that our judgments will prove correct or that actual results reported in future periods will not differ from our expectations reflected in our accounting treatment of certain items.

While we believe that all aspects of our financial statements should be studied and understood in assessing our current and expected financial condition and results, we believe that the following critical accounting policies warrant additional attention:

Principles of consolidation

The consolidated financial statements have been prepared in accordance with the principles and procedures for the preparation and presentation as laid down under Accounting Standard 21 on "Consolidated Financial Statements" as specified in the Companies (Accounting Standards) Rules, 2006.

1. The consolidated financial statements of the Company and its Subsidiaries have been combined on a line by line basis by adding together the book values of all items of assets, liabilities, incomes and expenses after eliminating all intra-group balances and intra-group transactions and also unrealised profits and losses in full in accordance with the Accounting Standard 21 on "Consolidated Financial Statements".

2. The difference between the cost to the Company of its investment in Subsidiaries and its proportionate share in the equity of the investee company at the time of acquisition of shares in the Subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be. Goodwill is tested for impairment by the management on an annual basis.

3. The Company's share of the assets, liabilities, income and expenses of a jointly controlled entity is accounted for using proportionate consolidation method as specified under Accounting Standard 27 on "Financial Reporting of Interests in Joint Ventures" as specified in the Companies (Accounting Standards) Rules, 2006.

4. In case of Associates where the Company, directly or indirectly through Subsidiaries, holds more than 20% of equity are accounted for using equity method in accordance with Accounting Standard (AS) 23 –"Accounting for investments in associates in consolidated financial statements" as specified in the Companies (Accounting Standards) Rules, 2006.

   The Company accounts for its share in the change in net assets of the Associates, post-acquisition, after eliminating unrealised profits and losses resulting from transactions between the Company and its Associates to the extent of its share, through its Statement of Profit and Loss to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance, based on available information.

5. The difference between the cost of investment in the Associates and the share of net assets at the time of acquisition of shares in the Associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be and is added to or reduced from the investments as the case may be.

6. For the purpose of compilation of the consolidated financial statements, the foreign currency assets, liabilities, income and expenditure are translated as per Accounting Standard (AS-11) on 'Accounting for the Effects of Changes in Foreign Exchange Rates, issued by the Institute of Chartered Accountants of India. Exchange differences arising are recognized in the Consolidated Statement of Profit and Loss or in the Foreign Currency Translation Reserve classified under Reserves and Surplus as applicable, under the above mentioned Accounting Standard.

7. The consolidated financial statements are prepared using uniform accounting policies for the like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements. The financial statement of the foreign Subsidiary is adjusted for the accounting principles and policies followed by the Company.

Inventories (valued at lower of cost and net realisable value)

Inventories are valued at lower of cost and net realisable value. The basis for determination of cost of various categories of inventory is as follows:

Raw materials, components, store and spare parts

Raw materials, components and store and spare parts are computed on first in first out basis (FIFO). Further in case of stores, raw materials and components held for use in production of finished goods are not written down below

cost except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed their net realizable value.

Finished goods (sponge iron, coal beneficiation equipment)

Cost of finished goods includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition (including excise duty).

Fuel for thermal power plants

Fuel for thermal power plants are computed on first in first out basis (FIFO).

Coal owned by us

Raw coal

These are valued at cost of raw coal and cost incurred to bring the raw coal to its present location and condition, computed on first in first out basis (FIFO).

Beneficiated coal

These are valued at cost of raw coal as computed above and appropriate portion of processing and other overheads incurred to bring the beneficiated coal to its present location and condition.

Coal rejects

These consist of rejects generated out of coal beneficiation process and/or coal rejects purchased. The cost is ascertained by apportioning the total cost attributable to the category of coal generated/ purchased, considering appropriate basis.

Blended coal

These consist of blending of different categories of coal and valued at the proportionate value of inputs used.

Work in progress

Raw coal and beneficiated coal belonging to the customer

Work in progress represents the cost incurred on beneficiation of coal on behalf of customers. This comprises cost towards raw coal transportation, beneficiation of raw coal and transportation of beneficiated coal to bring the coal to its present location and condition.

Manufacture of coal beneficiation equipment and sponge iron business

Work in progress is valued at cost computed on FIFO basis and includes proportionate costs of conversion incurred in bringing the inventory to their present location and condition.

Revenue recognition

Coal beneficiation business

Coal beneficiations and allied receipts

Revenue from coal beneficiation and allied receipts is recognised on attainment of the said activity. Such activity is regarded as being attained when no significant uncertainty exists regarding the amount of consideration that will be derived from the performance of such activity and the activity is completed or substantially completed. The amount

recognised as revenue is exclusive of service tax and is net of returns

Sale of coal

Revenue from sale of coal is recognised when coal is dispatched to the customers, which coincides with the transfer of significant risks and rewards. The amount recognised as revenue is exclusive of sales tax, value added tax (VAT) and is net of returns.

Power generation business

Sale of thermal power and wind power

Revenue from sale of power is recognised based on tariffs as per the terms of the power purchase agreements and arrangements entered into by us with respective customers.

Fixed assets and depreciation

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes inward freight, duties, taxes and incidental expenses related to acquisition and installation incurred upto the date of commissioning of the assets. Fixed assets under construction, and cost of asset not ready to use before the reporting date are disclosed as capital work in progress. Assets held for disposal are stated at their estimated residual values as at the balance sheet date.

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, such costs are allocated to respective fixed assets.

For assets used for coal beneficiation and manufacture of coal equipment

Depreciation is provided on pro-rata basis as per written down value (WDV) method at the rates which are at least equal to the rates prescribed in Schedule XIV to the Companies Act, 1956.

For assets used for power generation

The Ministry of Corporate Affairs has issued a notification dated 31 May 2011 which prescribes that the companies engaged in the generation or supply of electricity as mentioned under section 616 (c) of the Companies Act, 1956 are allowed to follow rates prescribed for depreciation as per Electricity Act, 2003. Government of India, Ministry of Power vide resolution dated 6th January 2006, has notified Tariff Policy in terms of section 3 of the Electricity Act, 2003. The said Tariff Policy inter alia provides that rates of depreciation as notified by Central Electricity Regulatory Commission (CERC) would be applicable for the purpose of tariffs as well as accounting. CERC, while notifying regulation vide Notification, dated 19-1-2009, till exercise of power conferred under section 178 of the Electricity Act, 2003, has also notified the rates of depreciation as well as methodology for computing such depreciation and depreciation is to be provided up to 90% of the cost of asset, based on straight line method of calculating the depreciation.

Depreciation is provided using the straight line method at the rates determined at being the higher of those specified in Schedule XIV to the Companies Act, 1956 and the rates notified by the CERC (as per the above notification). The management believes that these rates reflect their estimates of the useful lives of these assets. Depreciation is calculated on a pro-rata basis from the date of installation till the assets are sold or disposed.

For assets used for sponge iron

Depreciation is provided on pro-rata basis as per straight line method (SLM) at the rates which are at least equal to the rates prescribed in Schedule XIV to the Companies Act, 1956.

Leasehold assets

Leasehold assets are amortised over the period of lease. Leasehold improvements are amortised over the remaining period of lease or derived useful lives of assets as prescribed in Schedule XIV to the Companies Act, 1956, whichever is shorter.

Assets individually costing up to ₹ 5,000 are fully depreciated in the year of purchase.

Borrowing Costs

Borrowing costs (net of income on the temporary investment of those borrowings) that are attributable to the acquisition of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a period of one year or more to get ready for its intended use. All other borrowing costs are charged to revenue.

Impairment

The carrying amounts of assets are reviewed at each Balance Sheet date in accordance with Accounting Standard 28 'Impairment of Assets', to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

Provisions and contingencies

We recognise a provision when there is a present obligation as a result of a past event and it is more likely than not that there will be an outflow of resources embodying economic benefits to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are not discounted to its present value, and are determined based on the management's best estimate of the amount of obligation required at the year end. These are reviewed at each Balance Sheet date and adjusted to reflect current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within our control. Contingent liabilities are also disclosed for present obligations in respect of which it is not probable that there will be an outflow of resources or a reliable estimate of the amount of obligation cannot be made.

When there is a possible obligation or a present obligation where the likelihood of an outflow of resources is remote, no disclosure or provision is made.

EXPLANATION OF KEY INCOME STATEMENT ITEMS

Revenue

Our total revenue currently comprises revenue from sale of products, sale of services and other income. Revenue from sale of products currently includes revenues from sale of coal, thermal power, wind power, and sale of equipment (sale of manufactured equipment and traded goods). Revenue from sale of services includes revenues from sale of coal beneficiation and allied receipts (such as logistical services) and professional consultancy receipts. Our other operating revenues comprise erection and commissioning receipts, loader hire receipts and sale of scrap. Our other income consists primarily of interest income on fixed deposits and interest accruing on intercompany deposits.

In accordance with the Accounting Standard on Segment Reporting (AS 17), we report the financial statements of our business in five separate segments. These segments relate to our businesses in (a) coal operations (which includes revenue from coal beneficiation and allied receipts and from the sale of coal); (b) wind power operation; (c) thermal power operations; (d) sponge iron manufacturing operation (which we disposed of in April 2011); and (e)

equipment manufacturing operation.

Sale of Products

Sale of coal

The revenue from sale of coal is derived primarily from: (a) sale of coal rejects produced as a result of our beneficiation of coal; (b) sale of reprocessed coal rejects; (c) sale of coal rejects blended with raw coal that have been imported or purchased through the e-auction scheme conducted by a public sector undertaking; and (d) sale of raw coal and washed coal that have been imported or purchased through the e-auction scheme conducted by a public sector undertaking.

Wind power

Our wind power project derives revenue primarily from the sale of electricity to state-owned distribution company.

Thermal power

Our thermal power projects derive revenue primarily from the sale of electricity to state-owned distribution companies and other companies.

Sponge iron manufacturing business

Income from our sponge iron manufacturing business refers to revenue generated through the sale of sponge iron related goods. As described above, we disposed of our sponge iron manufacturing business on April 9, 2011.

Sale of equipment

Our revenue from the sale of equipment is primarily from equipment sold to our Associates and other third parties.

Sale of Services

Revenue from coal beneficiation and allied receipts

Revenue from coal beneficiation and allied receipts primarily refers to revenue generated from coal beneficiation and related transportation and logistics services. Our revenue from coal beneficiation and allied receipts comprises revenues we realize from beneficiating raw coal for our customers. This does not include our coal rejects that we beneficiate for sale to third parties, which are accounted for under sale of coal.

Professional consultancy receipts

Revenue from professional consultancy receipts refers to revenue generated from rendering consultancy services relating to monitoring the physical progress of the power projects.

Other operating revenues

Our other operating revenues consist primarily of erection and commissioning receipts, loader hire receipts and sale of scrap.

Other income

Our other income consists primarily of interest income on fixed deposits and interest accruing on intercompany deposits.

Expenditures

The principal components of our expenditures are cost of material consumed, purchases of coal, purchases of stock in trade, changes in inventory, operating expenses, employee benefit expense, finance cost, depreciation / amortisation expense and other expenses.

Cost of material consumed

Cost of material consumed comprises the cost of raw materials and components used for the manufacture of sponge iron and equipment.

Purchases of Coal

Purchase of coal comprises the purchase of coal rejects generated from our coal beneficiation process, purchase of raw coal (sold in the e-auction conducted by a public sector undertaking) and purchase of imported coal. It also includes the related loading and transportation costs of bringing raw or imported coal at or to our coal beneficiation plants or railway sidings. As per most of our beneficiation contracts, we provide credit to our customers in exchange for the coal rejects generated from the coal beneficiation process on their behalf. These credits are treated as a purchase of coal. Purchases of coal do not include coal consumed for our power plants, which are accounted for separately under operating expenses.

Purchases of stock in trade

Purchases of stock in trade comprise purchase of traded goods, which are sold as is.

Changes in inventories

Changes in inventories represent the difference between our stock of coal (i.e. raw coal, beneficiated coal and coal rejects), work in progress, finished goods and scrap at the beginning of the period and at the end of the period.

Operating expenses

Operating expenses primarily consist of expenses related to the purchase of power and fuel, consumption of chemicals, consumption of fuel and water for thermal power and transportation and loading charges.

Employee benefit expense

Employee benefit expense refers to costs related to salaries, wages and bonuses to our employees, our contributions to provident and other funds and workmen and staff welfare expenses.

Finance cost

Finance costs include interest on term loans (including interest on non-convertible debentures), interest on cash credits/working capital loans, interest paid on inter-corporate deposits, loan processing charges and lender's arrangement fees.

Depreciation / Amortisation expense

Depreciation / amortisation expense consists of depreciation on fixed assets, assets used for coal beneficiation, assets used for manufacturing of equipment, assets used for power generation and sponge iron production and amortisation related to leasehold land leases. We begin depreciation of our plants at the time of their commissioning. We charge depreciation as per the written down value method as prescribed under the Companies Act, 1956, except for the assets used for our power plants for which depreciation is charged using the straight line method at the rates determined at being the higher of those prescribed under the Companies Act, 1956, and the rates notified by the Central Electricity Regulatory Commission.

Other expenses

Other expenses relate to expenses incurred in connection with our income generating operations, such as environment protection expenses, ash disposal expenses, repair, running and maintenance expenses, transmission charges, rent and land leases, rate, fees and taxes, legal and professional fees, travelling and conveyance charges, deductions related to the quality/quantity of our products, handling charges, and bad debts written off.

RECENT DEVELOPMENTS

In the opinion of our Board, there have not arisen any circumstances since the date of the last audited restated financial statements of our Company as disclosed in this Draft Red Herring Prospectus, and which materially and adversely affect or is likely to affect the trading and profitability of our Company, or the value of its assets, or its ability to pay its liabilities within the next 12 months.

RESULTS OF OPERATIONS

Our Restated Consolidated Financial Information are included in this Draft Red Herring Prospectus under the section titled "*Financial Statements*" on page 342 of this Draft Red Herring Prospectus. The following table sets forth selected data with respect to our results of operations for the periods indicated:

(Amount in ₹ million)

Particulars	For the year ended March 31, 2011	For the year ended March 31, 2012	For the year ended March 31, 2013	For the year ended March 31, 2014
Revenue from operations	12,639.18	13,427.79	17,315.05	15,873.22
Other income	189.05	150.98	151.92	194.10
Total revenue	**12,828.23**	**13,578.77**	**17,466.97**	**16,067.32**
Expenses:				
Cost of material consumed	1,128.33	41.00	72.64	50.18
Purchases of coal	3,740.89	3,117.49	2,882.58	2,614.66
Purchases of stock in trade	-	-	27.92	6.34
Changes in inventories	(517.34)	88.43	(193.02)	(277.19)
Operating expenses	2,636.44	2,692.95	3,804.74	3,763.57
Employee benefit expenses	685.44	675.50	927.85	972.78
Finance cost	743.48	1,090.96	1,969.89	2,429.26
Depreciation/amortisation expense	1,040.40	674.46	1,127.60	1,306.01
Other expenses	1,465.21	1,424.36	2384.53	2,983.91
Total expenses	**10,922.85**	**9,805.15**	**13,004.73**	**13,849.52**
Profit before tax and adjustments	**1,905.38**	**3,773.62**	**4,462.24**	**2,217.80**
Provision for tax				
Current tax	859.07	999.48	891.32	446.83
MAT credit entitlement	-	(171.40)	(438.51)	(116.49)
MAT credit entitlement for Fiscal 2013 eligible in Fiscal 2014	-	-	-	(72.92)
Deferred tax charge/ (credit)	(18.44)	213.06	729.09	209.72
Wealth tax	0.58	0.63	0.66	0.89
Taxes for earlier years	28.50	0.92	6.15	(0.06)

Particulars	For the year ended March 31, 2011	For the year ended March 31, 2012	For the year ended March 31, 2013	For the year ended March 31, 2014
Total tax expense/ (credit)	**869.71**	**1,042.69**	**1,188.71**	**467.98**
Profit after tax and before adjustments	**1,035.67**	**2,730.93**	**3,273.53**	**1,749.82**
Add: Total of restatement adjustments after tax impact	**7.78**	**(54.61)**	**14.29**	**37.80**
Add: Total of consolidation adjustments	**209.98**	**172.07**	**27.97**	**13.20**
Net profit as restated (after consolidation adjustments)	**1,253.43**	**2,848.39**	**3,315.79**	**1,800.82**
EBIDTA *(Profit before tax and adjustments plus depreciation plus finance cost less other income)*	**3,500.21**	**5,388.06**	**7,407.81**	**5,758.96**

Fiscal 2014

Our total revenue for Fiscal 2014 was ₹ 16,067.32 million. The total revenue consists of revenue from sale of coal, thermal power, wind power, equipment, coal beneficiation and allied receipts, professional consultancy receipts, other operating revenues and other income. In Fiscal 2014, our revenue from sale of coal reduced on account of lower demand for coal due to downtrend in the overall industrial activity against the backdrop of the slowing economy in India growth. Our sale of thermal power, operating expenses and other expenses have mainly increased on account of a full year of operations of the first and second units of Korba Power Plant and Ratija Power Plant (Phase I).

Sale of coal

Revenue from sale of coal for Fiscal 2014 was ₹ 5,247.36 million which consisted of sale of coal rejects generated in the coal beneficiation process, the sale of reprocessed coal rejects, the sale of coal rejects blended with raw coal (purchased primarily in e-auction or imported), the sale of raw coal (purchased in the e-auction scheme or imported) and the sale of beneficiated coal (generated from raw coal we purchased). Revenue from sale of coal represented 32.66% of our total revenue in Fiscal 2014.

Sale of thermal power

Revenue from sale of thermal power for Fiscal 2014 was ₹ 4,844.79 million. Revenue from sale of thermal power represented 30.15% of our total revenue in Fiscal 2014.

Sale of wind power

Sale of wind power revenue for Fiscal 2014 was ₹ 109.69 million. Sale of wind power revenue represented 0.68% of our total revenue in Fiscal 2014.

Sale of equipment

Revenue from sale of equipment for Fiscal 2014 was ₹ 48.96 million. Revenue from sale of equipment represented 0.30% of our total revenue in Fiscal 2014.

Sale of traded goods

Revenue from sale of traded goods for Fiscal 2014 was ₹ 7.31 million. Revenue from sale of traded goods represented 0.05% of our total revenue in Fiscal 2014.

Coal beneficiation and allied receipts

Revenue from coal beneficiation and allied receipts for Fiscal 2014 was ₹ 5,601.59 million which primarily consisted of beneficiation receipts for the beneficiation of raw coal for our various customers, transportation charges for transporting raw coal from mines to our coal beneficiation plants, transportation charges for transporting beneficiated coal from our coal beneficiation plants to railway sidings and loading charges for loading washed coal on railway wagons. Coal beneficiation and allied receipts revenue represented 34.86% of our total revenue in Fiscal 2014.

Professional consultancy receipts

Professional consultancy receipts income for Fiscal 2014 was ₹ 3.6 million which primarily consisted of rendering consultancy services relating to monitoring of physical progress of power projects. Professional consultancy receipts revenue represented 0.02% of our total revenue in Fiscal 2014.

Other operating revenues

Other operating revenues for Fiscal 2014 was ₹ 9.92 million which primarily consisted of erection and commission receipts of ₹ 7.62 million, loader hire receipts of ₹ 1.20 million and sale of scrap of ₹ 1.10 million. Other operating revenues represented 0.06% of our total revenue in Fiscal 2014.

Other income

Other income for Fiscal 2014 was ₹ 194.10 million, which primarily consisted of interest income from bank deposits and interest income from interest on inter-corporate deposits, electricity deposits and income-tax refunds of ₹ 74.79 million, miscellaneous receipts of ₹ 99.49 million and sundry balances written back of ₹ 18.48 million. Other income represented 1.21% of our total revenue in Fiscal 2014.

Expenses

Total expenses for Fiscal 2014 was ₹ 13,849.52 million. The total expenses consist of the cost of material consumed, purchases of coal, purchases of stock in trade, changes in inventories, operating expenses, employee benefit expenses, finance cost, depreciation / amortisation expenses and other expenses.

Cost of material consumed

Cost of material consumed for Fiscal 2014 was ₹ 50.18 million, which primarily consisted of cost of raw materials and components used in manufacture of equipment. Cost of material consumed represented 0.31% of our total revenue in Fiscal 2014.

Purchases of coal

Purchases of coal for Fiscal 2014 was ₹ 2,614.66 million, which consisted of purchase of coal rejects, raw coal (primarily in e-auction), imported coal and their related transportation costs. Purchases of coal represented 16.27% of our total revenue in Fiscal 2014.

Purchases of stock in trade

Purchases of stock in trade for Fiscal 2014 was ₹ 6.34 million, which consisted of purchase of traded goods for resale. Purchases of stock in trade represented 0.04% of our total revenue in Fiscal 2014.

Changes in inventories

Inventories increased by ₹ 277.19 million in Fiscal 2014. The changes in inventories represented 1.73% of our total revenue in Fiscal 2014.

Operating expenses

Operating expenses for Fiscal 2014 was ₹ 3,763.57 million which primarily consisted of transportation and loading charges of ₹ 2,839.93 million, consumption of fuel and water for generation of thermal power of ₹ 651.31 million, power and fuel of ₹ 222.55 million and consumption of chemicals of ₹ 49.79 million. Operating expenses represented 23.42% of our total revenue in Fiscal 2014.

Employee benefit expense

Employee benefit expense for Fiscal 2014 was ₹ 972.78 million which comprised salaries, wages and bonuses of ₹ 900.97 million, workmen and staff welfare expenses of ₹ 33.41 million and contribution to provident and other funds of ₹ 38.40 million. Employee benefit expenses represented 6.05% of our total revenue in Fiscal 2014.

Finance cost

Finance cost for Fiscal 2014 was ₹ 2,429.26 million which primarily consisted of interest on term loans of ₹ 1,711.33 million, interest on cash credits / working capital loans of ₹ 584.06 million, loan processing charges of ₹ 80.38 million, lender's arrangement fees of ₹ 47.33 million and interest paid on inter-corporate deposits of ₹ 4.94 million. Finance cost represented 15.12% of our total revenue in Fiscal 2014.

Depreciation / Amortisation expense

Depreciation / amortisation expense for Fiscal 2014 was ₹ 1,306.01 million which primarily consisted of depreciation of ₹ 1,106.00 million on plant and equipment and transmission line, depreciation of ₹ 101.28 million on buildings and factory buildings, depreciation of ₹ 50.18 million on railway siding and depreciation of ₹ 32.52 million on vehicles and heavy earth moving machines. Depreciation / amortisation expense represented 8.13% of our total revenue in Fiscal 2014.

Other expenses

Other expenses for Fiscal 2014 was ₹ 2,983.91 million which primarily consisted of repair, running and maintenance costs of ₹ 964.75 million (consisting of ₹ 648.84 million relating to plant and machinery, ₹ 38.97 million relating to buildings and ₹ 276.94 million other repair, running and maintenance costs), transmission charges of ₹ 739.58 million, coal handling charges of ₹ 179.17 million, deductions on account of quality and quantity of ₹ 157.45 million, ash disposal expenses of ₹ 116.20 million, rate, fees and taxes of ₹ 121.38 million, rent and land lease rent of ₹ 95.84 million, rebate and discount of ₹ 90.37 million and legal and professional fees of ₹ 83.50 million. Other expenses represented 18.57% of our total revenue in Fiscal 2014.

Profit before tax and adjustments

As a result of the foregoing, profit before tax and adjustments for Fiscal 2014 was ₹ 2,217.80 million.

Provision for tax

The provision for tax liabilities for Fiscal 2014 was ₹ 467.98 million.

Profit after tax and before adjustments

As a result of the foregoing, net profit after tax (before adjustments) for Fiscal 2014 was ₹ 1,749.82 million.

Total of restatement adjustments after tax impact

Our total of restatement adjustments after tax impact for Fiscal 2014 was ₹ 37.80 million as a result of adjustments for prior period items and restatements in accordance with the ICDR Regulations. For details of these adjustments, see Annexure IV to our Restated Consolidated Financial Information included on page F-18 of this Draft Red Herring Prospectus.

Total consolidation adjustments

The total of consolidation adjustments for Fiscal 2014 was ₹ 13.20 million.

Net profit as restated after consolidation adjustments

Our net profit as restated after consolidation adjustments for Fiscal 2014 was ₹ 1,800.82 million. Consolidation adjustments include net profit or loss realized from our entities in which we hold minority stake and from our associates.

EBIDTA

Our EBIDTA for Fiscal 2014 was ₹ 5,758.96 million.

Comparison of Fiscal 2013 and Fiscal 2014

Revenue

The following table sets forth the revenue from our businesses for Fiscal 2013 and Fiscal 2014:

Particulars	Fiscal 2013	Fiscal 2014	Variation Amount	Variation %
		(Amounts in ₹ million, except percentages)		
Revenue from operations				
Sale of products:				
Sale of coal	8,273.16	5,247.36	(3,025.80)	(36.57)
Sale of thermal power	3,274.01	4,844.79	1,570.78	47.98
Sale of wind power	104.61	109.69	5.08	4.86
Sale of equipment	88.91	48.96	(39.95)	(44.93)
Sale of traded goods	32.77	7.31	(25.45)	(77.68)
Sale of services:				
Coal beneficiation and allied receipts	5,539.62	5,601.59	61.97	1.12
Professional consultancy receipts	1.40	3.60	2.20	157.14
Other operating revenues	0.57	9.92	9.35	1,640.36
Other income	151.92	194.10	42.18	27.76
Total Revenue	**17,466.97**	**16,067.32**	**(1,399.65)**	**(8.01)**

Our total revenue decreased by ₹ 1,399.66 million, or 8.01%, to ₹ 16,067.32 million in Fiscal 2014 from ₹ 17,466.97 million in Fiscal 2013, primarily as a result of decrease in our revenue from sale of coal by ₹ 3,025.80 million and partially offset by increase of our revenue from sale of thermal power by ₹ 1,570.78 million on account of a full year of operations of Korba Power Plant and commissioning of our Ratija Power Plant (Phase I) in February 2013. Our total expenses increased by ₹ 844.79 million in Fiscal 2014 as compared to Fiscal 2013.

Sale of coal

Revenue from sale of coal decreased by ₹ 3,025.80 million, or 36.57%, to ₹ 5,247.36 million in Fiscal 2014 from ₹ 8,273.16 million in Fiscal 2013, primarily due to decrease in the quantity of coal rejects sold. Such decrease of sale quantity was on account of decrease in demand of coal on account of downtrend in the overall industrial activity against a backdrop of a slowing economy in India and also on account of an increase in usage of coal as fuel in our

thermal power plants. Revenue from sale of coal represented 32.66% and 47.36% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Sale of thermal power

Revenue from sale of thermal power increased by ₹ 1,570.78 million, or 47.98%, to ₹ 4,844.79 million in Fiscal 2014 from ₹ 3,274.01 million in Fiscal 2013, primarily due to additional revenues recognized from sale of power from our Korba Power Plant having full year of operations in Fiscal 2014 and commissioning of Ratija Power Plant (Phase I) in February 2013. The increase in revenue was partially offset due to decrease in power generation of Chakabura Power Plant (Phase I) on account of its temporary shut down to facilitate synchronization with the Central Transmission Unit. Revenue from sale of thermal power represented 30.15% and 18.74% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Sale of wind power

Sale of wind power revenue increased by ₹ 5.08 million, or 4.86%, to ₹ 109.69 million in Fiscal 2014 from ₹ 104.61 million in Fiscal 2013, primarily due to an increase in the average sales price and an increase in the units sold in Fiscal 2014 as compared to Fiscal 2013. Sale of wind power revenue represented 0.68% and 0.60% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Sale of equipment

Sale of equipment revenue decreased by ₹ 39.95 million, or 44.93%, to ₹ 48.96 million in Fiscal 2014 from ₹ 88.91 million in Fiscal 2013. Sale of equipment revenue represented 0.30% and 0.51% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Sale of traded goods

Sale of traded goods revenue decreased by ₹ 25.45 million, or 77.68%, to ₹ 7.31 million in Fiscal 2014 from ₹ 32.77 million in Fiscal 2013. Sale of traded goods revenue represented 0.05% and 0.19% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Coal beneficiation and allied receipts

Coal beneficiation and allied receipts revenue increased by ₹ 61.97 million, or 1.12%, to ₹ 5,601.59 million in Fiscal 2014 from ₹ 5,539.62 million in Fiscal 2013, primarily due to an increase in the average price charged for coal beneficiation and allied receipts partially offset by decrease in quantity of coal beneficiated. Coal beneficiation and allied receipts revenue represented 34.86% and 31.71% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Professional consultancy receipts

Professional consultancy receipts revenue increased by ₹ 2.20 million, or 157.14%, to ₹ 3.60 million in Fiscal 2014 from ₹ 1.40 in Fiscal 2013, primarily due consultancy receipts for monitoring the physical progress of the power projects. Professional consultancy receipts revenue represented 0.02% and 0.01% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Other operating revenue

Other operating revenue increased by ₹ 9.35 million, or 1640.36%, to ₹ 9.92 million in Fiscal 2014 from ₹ 0.57 million in Fiscal 2013, primarily due to erection and commissioning receipts of ₹ 7.62 million by ACCTPL pursuant to a work order received from a third party.

Other income

Other income increased by ₹ 42.18 million, or 27.76%, to ₹ 194.10 million in Fiscal 2014 from ₹ 151.92 million in Fiscal 2013, primarily due to an increase in our miscellaneous receipts partially offset by decease in exchange gain and interest income from banks, interest on inter-corporate deposits, electricity deposits, income-tax refunds, *etc*. Other income represented 1.21% and 0.87% of our total revenue in Fiscal 2014 and Fiscal 2013, respectively.

Expenses

Total expenses increased by ₹ 844.79 million, or 6.50%, to ₹ 13,849.52 million in Fiscal 2014 from ₹ 13,004.73 million in Fiscal 2013. This is primarily attributable to the following factors:

Cost of material consumed

Cost of material consumed decreased by ₹ 22.46 million, or 30.92%, to ₹ 50.18 million in Fiscal 2014 from ₹ 72.64 million in Fiscal 2013, primarily due to decrease in the beneficiation quantities of coal sold. Cost of material consumed as a percentage of total revenue decreased to 0.31% in Fiscal 2014 from 0.42% in Fiscal 2013.

Purchases of coal

Purchases of coal decreased by ₹ 267.91 million, or 9.29%, to ₹ 2,614.66 million in Fiscal 2014 from ₹ 2,882.58 million in Fiscal 2013, primarily due to a decrease in quantity of coal rejects available on account of increase in usage of coal rejects as fuel in our thermal power plants. In Fiscal 2013, we had purchased imported coal for an amount of ₹ 615.16 million and no imported coal was purchased in Fiscal 2014. Purchase of coal as a percentage of total revenue decreased to 16.27% in Fiscal 2014 from 16.50% in Fiscal 2013.

Purchases of stock in trade

Purchases of stock in trade decreased by ₹ 21.58 million, or 77.29%, to ₹ 6.34 million in Fiscal 2014 from ₹ 27.92 million in Fiscal 2013, primarily due to a decrease in quantity of traded goods sold. Purchases of stock in trade as a percentage of total revenue decreased to 0.04% in Fiscal 2014 from 0.16% in Fiscal 2013.

Changes in inventories

Inventories increased by ₹ 277.19 million in Fiscal 2014 over Fiscal 2013 as compared to an increase by ₹ 193.02 million in Fiscal 2013 over Fiscal 2012, primarily as a result of increased quantity of stock of coal on account of decrease in quantity of sale of coal. The increase in inventories represented 1.73% of our total revenue in Fiscal 2014 and increase in inventories represented 1.10% of our total revenue in Fiscal 2013.

Operating expenses

Operating expenses decreased by ₹ 41.16 million, or 1.08%, to ₹ 3,763.57 million in Fiscal 2014 from ₹ 3,804.74 million in Fiscal 2013, primarily due to decrease in transportation and loading charges by ₹ 142.65 million and decrease in power and fuel expenses by ₹ 43.47 million. Such decrease was partially offset by increase in consumption of fuel and water for thermal power by ₹ 147.18 million. Operating expenses as a percentage of total revenue increased to 23.42% in Fiscal 2014 from 21.78% in Fiscal 2013.

Employee benefit expenses

Our employee benefit expenses increased by ₹ 44.94 million, or 4.84%, to ₹ 972.78 million in Fiscal 2014 from ₹ 927.85 million in Fiscal 2013, primarily due to increase in salary expense from the commissioning of our Ratija Power Plant (Phase I) and increase in salaries due to regular increment during Fiscal 2014. In Fiscal 2014, we incurred salaries, wages and bonus expenses of ₹ 900.97 million, compared to ₹ 849.40 million in Fiscal 2013. Employee benefit expenses as a percentage of total revenue increased to 6.05% in Fiscal 2014 from 5.31% in Fiscal 2013.

Finance cost

Finance cost increased by ₹ 459.36 million, or 23.32%, to ₹ 2,429.26 million in Fiscal 2014 from ₹ 1,969.89 million in Fiscal 2013, primarily on account of increase in long-term borrowings and short-term borrowings to meet the funding requirements. Finance cost has also increased as a result of expensing the interest on the loans drawn to fund our Ratija Power Plant (Phase I) which was commissioned in February 2013. Finance cost accrued on loans undertaken to finance our projects are capitalized as work in progress until the date of commissioning. Finance cost as a percentage of total revenue increased to 15.12% in Fiscal 2014 from 11.28% in Fiscal 2013.

Depreciation / Amortisation expense

Depreciation / amortisation expense increased by ₹ 178.41 million, or 15.82%, to ₹ 1,306.01 million in Fiscal 2014 from ₹ 1,127.60 million in Fiscal 2013, primarily due to increase in depreciation from the commissioning of our Ratija Power Plant (Phase I) in February 2013. Depreciation / amortisation expense as a percentage of total revenue increased to 8.13% in Fiscal 2014 from 6.46% in Fiscal 2013.

Other expenses

Other expenses increased by ₹ 599.39 million, or 25.14%, to ₹ 2,983.91 million in Fiscal 2014 from ₹ 2,384.53 million in Fiscal 2013, primarily due to full year of operations of Korba Power plant and Ratija Power Plant (Phase I). In particular transmission charges increased by ₹ 447.33 million, repair, running and maintenance expenses increased by ₹ 145.21 million, ash disposal expenses increased by ₹ 99.72 million, rebate and discount increased by ₹ 40.60 million, bank charges increased by ₹ 26.24 million and environment protection expenses increased by ₹ 15.78 million. The increase in other expenses was partially offset by decrease in certain expenses on account of decrease in bad debts written off by ₹ 95.32 million, decrease in deductions on account of short supply of power by ₹ 85.92 million, decrease in legal and professional fees by ₹ 21.56 million and decrease in rates, fees and taxes by ₹ 18.27 million. Other expenses as a percentage of total revenue increased to 18.57% in Fiscal 2014 from 13.65% in Fiscal 2013.

Profit before tax and adjustments

As a result of the foregoing, profit before tax and adjustments decreased by ₹ 2,244.45 million, or 50.30%, to ₹ 2,217.80 million in Fiscal 2014 from ₹ 4,462.25 million in Fiscal 2013.

Provision for tax

The provision for tax liabilities decreased by ₹ 720.73 million, or 60.63%, to ₹ 467.98 million in Fiscal 2014 from ₹ 1,188.71 million in Fiscal 2013, primarily due to decreased profitability and decrease in average rate of tax due to higher proportion of taxable income attracting MAT on account of which there was MAT credit entitlement of ₹ 116.49 million.

Profit after tax and before adjustments

As a result of the foregoing, profit after tax and before adjustments decreased by ₹ 1,523.72 million, or 46.55%, to ₹ 1,749.82 million in Fiscal 2014 from ₹ 3,273.54 million in Fiscal 2013. As a percentage of total revenue, profit after tax and before adjustments decreased to 10.89% in Fiscal 2014 from 18.74% in Fiscal 2013.

Total of restatement adjustments after tax impact

Our total of restatement adjustments after tax impact for Fiscal 2014 resulted in an increase in our earnings by ₹ 37.80 million as a result of adjustments for prior period items and restatements in accordance with ICDR Regulations. For details of these adjustments, see Annexure IV to our Restated Consolidated Financial Information included on page F-18 of this Draft Red Herring Prospectus.

Total consolidation adjustments

The total of consolidation adjustments decreased by ₹ 14.77 million, or 52.79%, to ₹ 13.20 million in Fiscal 2014 from ₹ 27.97 million in Fiscal 2013.

Net profit as restated after consolidation adjustments

As a result of the foregoing, net profit as restated after consolidation adjustments decreased by ₹ 1,514.97 million, or 45.69%, to ₹ 1,800.82 million in Fiscal 2014 from ₹ 3,315.79 million in Fiscal 2013. As a percentage of total revenue, net profit as restated after consolidation adjustments decreased to 11.21% in Fiscal 2014 from 18.98% in Fiscal 2013.

EBIDTA

Our EBIDTA decreased by ₹ 1,648.86 million, or 22.26%, to ₹ 5,758.96 million in Fiscal 2014 from ₹ 7,407.82 million in Fiscal 2013. As a percentage of total revenue, EBIDTA decreased to 35.84% in Fiscal 2014 from 42.41% in Fiscal 2013.

Comparison of Fiscal 2012 and Fiscal 2013

Revenue

The following table sets forth the revenue from our businesses for Fiscal 2012 and Fiscal 2013:

Particulars	Fiscal 2012	Fiscal 2013	Variation Amount	Variation %
		(Amounts in ₹ million, except percentages)		
Revenue from operations				
Sale of products:				
Sale of coal	8,125.36	8,273.16	147.80	1.82
Sale of thermal power	779.82	3,274.01	2,494.19	319.84
Sale of wind power	102.13	104.61	2.48	2.43
Sale of equipment	43.33	88.91	45.58	105.19
Sale of traded goods	-	32.77	32.77	100.00
Sale of services:				
Coal beneficiation and allied receipts	4,376.90	5,539.62	1,162.72	26.56
Professional consultancy receipts	.0.25	1.40	1.15	460.00
Other operating revenues	-	0.57	0.57	100.00
Other income	150.98	151.92	0.94	0.63
Total Revenue	**13,578.77**	**17,466.97**	**3,888.20**	**28.63**

Our total revenue increased by ₹ 3,888.20 million, or 28.63%, to ₹ 17,466.97 million in Fiscal 2013 from ₹ 13,578.77 million in Fiscal 2012, primarily as a result of commissioning of the second unit of Korba Power Plant in June 2012 and full year of operations of the first unit of Korba Power Plant which was commissioned in December 2011 and increase in per ton average realisation of coal beneficiation and allied receipts. Our total expenses increased by ₹ 3,199.59 million in Fiscal 2013 as compared to Fiscal 2012 primarily due to our Korba Power Plant and increase in operations.

Sale of coal

Revenue from sale of coal increased by ₹ 147.80 million, or 1.82%, to ₹ 8,273.16 million in Fiscal 2013 from ₹ 8,125.36 million in Fiscal 2012, primarily due to an increase in the average sales price for coal rejects, which offset a decrease in the quantity of coal rejects sold. Revenue from sale of coal also increased, in part, due to an increase in sales of our imported coal and raw coal that we acquired from e-auction, which on an average are sold at a higher

rate than unprocessed / processed rejects. Revenue from sale of coal represented 47.36% and 59.84% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Sale of thermal power

Revenue from sale of thermal power increased by ₹ 2,494.19 million, or 319.84%, to ₹ 3,274.01 million in Fiscal 2013 from ₹ 779.82 million in Fiscal 2012, primarily due to additional revenues recognized for the sale of power from our Korba Power Plant, which commenced operations in December 2011 (Unit I) an June 2012 (Unit II) and commissioning of our Ratija Power Plant (Phase I) and Korba Power Plant in February 2013. Revenue from sale of thermal power represented 18.74% and 5.74% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Sale of wind power

Sale of wind power revenue increased by ₹ 2.48 million, or 2.43%, to ₹ 104.61 million in Fiscal 2013 from ₹ 102.13 million in Fiscal 2012, primarily due to an increase in the average sales price and an increase in the units sold in Fiscal 2013 as compared to Fiscal 2012. Sale of wind power revenue represented 0.60% and 0.75% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Sale of equipment

Sale of equipment revenue increased by ₹ 45.58 million, or 105.19%, to ₹ 88.91 million in Fiscal 2013 from ₹ 43.33 million in Fiscal 2012, primarily due to an increase in sale of equipment to unrelated parties. Sale of equipment revenue represented 0.51% and 0.32% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Sale of traded goods

Sale of traded goods revenue increased by ₹ 32.77 million, or 100.00%, to ₹ 32.77 million in Fiscal 2013 from nil in Fiscal 2012, primarily due to sale of traded goods to unrelated parties. Sale of traded goods revenue represented 0.19% and nil% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Coal beneficiation and allied receipts

Coal beneficiation and allied receipts revenue increased by ₹ 1,162.72 million, or 26.56%, to ₹ 5,539.62 million in Fiscal 2013 from ₹ 4,376.90 million in Fiscal 2012, primarily due to an increase in the average price charged for coal beneficiation and allied receipts, which was partially offset by a decrease in quantity of raw coal beneficiated. Coal beneficiation and allied receipts revenue represented 31.71% and 32.23% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Professional consultancy receipts

Professional consultancy receipts revenue increased by ₹ 1.15 million, or 460.00%, to ₹ 1.40 million in Fiscal 2013 from 0.25 million in Fiscal 2012, primarily due to rendering consultancy services to MCCPL in relation to physical monitoring of its power project. Professional consultancy receipts revenue represented 0.01% and 0.002% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Other operating revenue

Other operating revenue in Fiscal 2013, primarily on account of sale of scrap, was ₹ 0.57 million.

Other income

Other income increased by ₹ 0.95 million, or 0.63%, to ₹ 151.92 million in Fiscal 2013 from ₹ 150.98 million in Fiscal 2012, primarily due to an increase in our interest income and exchange gain, partially offset by decrease in miscellaneous receipts and profit realized on our divestment of Aryan Ispat and Power Private Limited in Fiscal 2012. Other income represented 0.87% and 1.11% of our total revenue in Fiscal 2013 and Fiscal 2012, respectively.

Expenses

Total expenses increased by ₹ 3,199.58 million, or 32.63%, to ₹ 13,004.73 million in Fiscal 2013 from ₹ 9,805.15 million in Fiscal 2012. This is primarily attributable to the following factors:

Cost of material consumed

Cost of material consumed increased by ₹ 31.64 million, or 77.16%, to ₹ 72.64 million in Fiscal 2013 from ₹ 41.00 million in Fiscal 2012, primarily due to increased production of equipment. Cost of material consumed as a percentage of total revenue increased to 0.42% in Fiscal 2013 from 0.30% in Fiscal 2012.

Purchases of coal

Purchases of coal decreased by ₹ 234.91 million, or 7.54%, to ₹ 2,882.58 million in Fiscal 2013 from ₹ 3,117.49 million in Fiscal 2012, primarily due to a decrease in the quantity of coal rejects purchased on account of usage of coal rejects for our Korba Power Plant and decrease in quantity of raw coal that we procure through e-auction partially offset by purchase of imported coal during the Fiscal 2013. Purchase of coal as a percentage of total revenue decreased to 16.50% in Fiscal 2013 from 22.96% in Fiscal 2012.

Purchases of stock in trade

Purchases of stock in trade was ₹ 27.92 million in Fiscal 2013, on account of purchase of goods for trading purposes. Purchases of stock in trade in Fiscal 2013, as a percentage of total revenue, was 0.16%.

Changes in inventories

Inventories increased by ₹ 193.02 million in Fiscal 2013 over Fiscal 2012 as compared to a decrease of ₹ 88.43 million in Fiscal 2012 over Fiscal 2011, primarily as a result of increase in stock of raw coal and washed coal due to reduced sale of rejects and traded coal. The increase in inventories represented 1.11% of our total revenue in Fiscal 2013 and decrease in inventories represented 0.65% of our revenue in Fiscal 2012.

Operating expenses

Operating expenses increased by ₹ 1,111.79 million, or 41.29%, to ₹ 3,804.74 million in Fiscal 2013 from ₹ 2,692.95 million in Fiscal 2012, primarily due to the commissioning of the first unit of Korba Power Plant in December 2011, thereby resulting in a full year of operations in Fiscal 2013, commissioning of the second unit of Korba Power Plant in June 2012 and award of new contract from Andhra Pradesh Power Generation Corporation Limited in November 2011 for which supply of washed coal started from April 2012. In particular, the increase relates to the transportation and loading charges, which increased by ₹ 642.30 million, or 27.45%, to ₹ 2,982.58 million in Fiscal 2013 from ₹ 2,340.28 million in Fiscal 2012 and the consumption of fuel and water for thermal power plant, which increased by ₹ 421.67 million, or 511.33%, to ₹ 504.13 million in Fiscal 2013 from ₹ 82.46 million in Fiscal 2012. Operating expenses as a percentage of total revenue increased to 21.78% in Fiscal 2013 from 19.83% in Fiscal 2012.

Employee benefit expenses

Our employee benefit expenses increased by ₹ 252.35 million, or 37.36%, to ₹ 927.85 million in Fiscal 2013 from ₹ 675.50 million in Fiscal 2012, primarily due to increase in salary expense on account of regular increment, increase of managerial remuneration and commissioning of our first unit of the Korba Power Plant in December 2011 and Unit II in June 2012. In Fiscal 2013, we incurred salaries, wages and bonus expenses of ₹ 849.40 million, compared to ₹ 620.48 million in Fiscal 2012. Employee benefit expenses as a percentage of total revenue increased to 4.86% in Fiscal 2013 from 4.57% in Fiscal 2012.

Finance cost

Finance cost increased by ₹ 878.94 million, or 80.57%, to ₹ 1,969.89 million in Fiscal 2013 from ₹ 1,090.96 million in Fiscal 2012, primarily due to expensing of interest on loans drawn to fund both units of our Korba Power Plant, commissioned December 2011 and June 2012 respectively. Finance cost accrued on loans undertaken to finance our projects are capitalized as work in progress until the date of commissioning. Finance cost has also increased on account of increase in long-term borrowings and short-term borrowings for funding our business operations. Finance cost as a percentage of total revenue increased to 11.28% in Fiscal 2013 from 8.03% in Fiscal 2012.

Depreciation / amortisation expense

Depreciation / amortisation expense increased by ₹ 453.14 million, or 67.19%%, to ₹ 1,127.60 million in Fiscal 2013 from ₹ 674.46 million in Fiscal 2012, primarily due to depreciation charge on both units of our Korba Power Plant. Depreciation/amortisation expense as a percentage of total revenue increased to 6.46% in Fiscal 2013 from 4.97% in Fiscal 2012.

Other expenses

Other expenses increased by ₹ 960.16 million, or 67.41%, to ₹ 2,384.53 million in Fiscal 2013 from ₹ 1,424.36 million in Fiscal 2012, primarily due to both units of Korba Power Plant. In particular, repair, running and maintenance expenses increased by ₹ 294.98 million, transmission charges increased by ₹ 278.43 million, coal handling charges increased by ₹ 108.95 million, rate, fees and taxes increased by ₹ 103.42 million, deductions on account of supply of power increased by ₹ 86.93 million and rebate and discount increased by ₹ 44.07 million. The increase in other expenses was partially offset by a decrease in deductions on account of quantity/quality by ₹ 54.70 million, provision for diminution in the value of investment by ₹ 23.32 million, exchange loss by ₹ 23.19 million and rent expenses by ₹ 15.54 million. Other expenses as a percentage of total revenue increased to 13.65% in Fiscal 2013 from 10.49% in Fiscal 2012.

Profit before tax and adjustments

As a result of the foregoing, profit before tax and adjustments increased by ₹ 688.62 million, or 18.25%, to ₹ 4,462.25 million in Fiscal 2013 from ₹ 3,773.62 million in Fiscal 2012.

Provision for tax

The provision for tax liabilities increased by ₹ 146.02 million, or 14.00%, to ₹ 1,188.71 million in Fiscal 2013 from ₹ 1,042.69 million in Fiscal 2012, primarily due to increased profitability and partially offset due to higher proportion of taxable income attracting MAT on account of which there was a MAT credit entitlement.

Profit after tax and before adjustments

As a result of the foregoing, Profit after tax and before adjustments increased by ₹ 542.61 million, or 19.87%, to ₹ 3,273.53 million in Fiscal 2013 from ₹ 2,730.93 million in Fiscal 2012. As a percentage of total revenue, Profit after tax and before adjustments decreased to 18.74% in Fiscal 2013 from 20.11% in Fiscal 2012.

Total of restatement adjustments after tax impact

Our total of restatement adjustments after tax impact for Fiscal 2013 resulted in an increase in our earnings by ₹ 14.29 million as a result of adjustments for prior period items and restatements in accordance with ICDR Regulations. For details of these adjustments, see Annexure IV to our Restated Consolidated Financial Information included on page F-18 of this Draft Red Herring Prospectus.

Total consolidation adjustments

The total of consolidation adjustments decreased by ₹ 144.10 million, or 83.75%, to ₹ 27.97 million in Fiscal 2013 from ₹ 172.07 million in Fiscal 2012.

Net profit as restated after consolidation adjustments

As a result of the foregoing, net profit as restated after consolidation adjustments increased by ₹ 467.40 million, or 16.41%, to ₹ 3,315.79 million in Fiscal 2013 from ₹ 2,848.39 million in Fiscal 2012. As a percentage of total revenue, net profit as restated after consolidation adjustments decreased to 18.98% in Fiscal 2013 from 20.98% in Fiscal 2012.

EBIDTA

Our EBIDTA increased by ₹ 2,019.76 million, or 37.49%, to ₹ 7,407.82 million in Fiscal 2013 from ₹ 5,388.06 million in Fiscal 2012. As a percentage of total revenue, EBIDTA increased to 42.41% in Fiscal 2013 from 39.68% in Fiscal 2012.

Comparison of Fiscal 2011 and Fiscal 2012

Revenue

The following table sets forth the revenue from our businesses for Fiscal 2011 and Fiscal 2012:

Particulars	Fiscal 2011	Fiscal 2012	Variation Amount	Variation %
		(Amounts in ₹ million, except percentages)		
Revenue from operations				
Sale of products:				
Sale of coal	6,675.38	8,125.36	1449.98	21.72
Sale of thermal power	770.42	779.82	9.40	1.22
Sale of wind power	91.50	102.13	10.62	11.61
Sale of sponge iron[(1)]	1,088.22	-	(1088.22)	(100)
Sale of equipment	16.63	43.33	26.70	160.57
Sale of services:				
Coal beneficiation and allied receipts	3,997.03	4,376.90	379.87	9.50
Professional consultancy receipts	-	0.25	0.25	100
Other income	189.05	150.98	(38.07)	(20.14)
Total Revenue	**12,828.23**	**13,578.77**	**750.54**	**5.85**

(1) *We sold our sponge iron manufacturing business on April 9, 2011*

Our total revenue increased by ₹ 750.54 million, or 5.85%, to ₹ 13,578.77 million in Fiscal 2012 from ₹ 12,828.23 million in Fiscal 2011, primarily as a result of an increase in the average price charged for coal beneficiation and an increase in the average sales price for coal rejects. Our total expenses decreased by ₹ 1,117.70 million in Fiscal 2012 as compared to Fiscal 2011 primarily due to our divestment of Aryan Ispat and Power Private Limited, through which we operated our sponge iron manufacturing business, an 18 MW Jharsuguda Power Plant and a coal beneficiation plant.

Sale of coal

Revenue from sale of coal increased by ₹ 1,449.98 million, or 21.72%, to ₹ 8,125.36 million in Fiscal 2012 from ₹ 6,675.38 million in Fiscal 2011, primarily due to an increase in the average sales price for coal rejects, which offset a decrease in the sales of coal rejects. Revenue from sale of coal also increased, in part, due to an increase in sales as well as an increase in the average sales price of our raw coal that we acquired from e-auction. Revenue from sale of coal represented ₹ 59.84% and 52.04% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Sale of thermal power

Revenue from sale of thermal power increased by ₹ 9.40 million, or 1.22%, to ₹ 779.82 million in Fiscal 2012 from ₹ 770.42 million in Fiscal 2011, primarily due to additional revenues recognized from the PPA with Gujarat Urja Vikas Nigam Limited for the sale of power from the first unit of our Korba Power Plant, which commenced operations in December 2011. This increase in revenue partially offset by loss in revenue from sale of thermal power due to disposal of our 18 MW Jharsuguda Power Plant as part of our divestment in Aryan Ispat and Power Private Limited. Our revenue from sale of thermal power was lower to a certain extent due to a temporary shut-down of our 30 MW Chakabura Power Plant (Phase I) in Fiscal 2012. Revenue from sale of thermal power represented 5.74% and 6.01% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Sale of wind power

Sale of wind power revenue increased by ₹ 10.63 million, or 11.62%, to ₹ 102.13 million in Fiscal 2012 from ₹ 91.50 million in Fiscal 2011, primarily due to an increase in the average sales price and an increase in the units sold in Fiscal 2012 as compared to Fiscal 2011. Sale of wind power revenue represented 0.75% and 0.71% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Sale of sponge iron

Sale of sponge iron revenue decreased by ₹ 1,088.22 million, or 100.00%, to nil in Fiscal 2012 owing to the disposal of our sponge iron manufacturing business on April 9, 2011.

Sale of equipment

Sale of equipment revenue increased by ₹ 26.70 million, or 160.55%, to ₹ 43.33 million in Fiscal 2012 from ₹ 16.63 million in Fiscal 2011, primarily due to an increase in sale of equipment to related parties pursuant to new contracts that we entered into in Fiscal 2012. Sale of equipment revenue represented 0.32% and 0.13% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Coal beneficiation and allied receipts

Coal beneficiation and allied receipts revenue increased by ₹ 379.87 million, or 9.50%, to ₹ 4,376.90 million in Fiscal 2012 from ₹ 3,997.03 million in Fiscal 2011, primarily due to an increase in the average price charged for coal beneficiation and allied receipts which was partially offset by reduction in quantity of raw coal beneficiated. Coal beneficiation and allied receipts revenue represented 32.23% and 31.16% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Professional consultancy receipts

Professional consultancy receipts revenue increased by ₹ 0.25 million, or 100.00%, to ₹ 0.25 million in Fiscal 2012 from nil in Fiscal 2011, primarily due to rendering consultancy services to MCCPL in relation to obtaining an RBI approval for availing buyer credit. Professional consultancy receipts revenue represented 0.002% and nil% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Other income

Other income decreased by ₹ 38.07 million, or ₹ 20.14%, to ₹ 150.98 million in Fiscal 2012 from ₹ 189.05 million in Fiscal 2011, primarily due to a decrease in our interest income and miscellaneous receipts, partially offset by profit realized on our divestment of Aryan Ispat and Power Private Limited. Other income represented 1.11% and 1.47% of our total revenue in Fiscal 2012 and Fiscal 2011, respectively.

Expenses

Total expenses decreased by ₹ 1,117.70 million, or 10.23%, to ₹ 9,805.15 million in Fiscal 2012 from ₹ 10,922.85 million in Fiscal 2011. This is primarily attributable to the following factors:

Cost of material consumed

Cost of material consumed decreased by ₹ 1,087.33 million, or 96.37%, to ₹ 41.00 million in Fiscal 2012 from ₹ 1,128.33 million in Fiscal 2011, primarily due to sale of our sponge iron manufacturing business in connection with our divestment of Aryan Ispat and Power Private Limited which generated material consumption cost of approximately ₹ 1,112.15 million in Fiscal 2011. This decrease was partially offset by an increase in cost of material consumed of ₹ 24.80 million from our sales of equipment to related parties. Cost of material consumed as a percentage of total revenue decreased to 0.30% in Fiscal 2012 from 8.80% in Fiscal 2011.

Purchases of coal

Purchases of coal decreased by ₹ 623.40 million, or 16.66%, to ₹ 3,117.49 million in Fiscal 2012 from ₹ 3,740.89 million in Fiscal 2011, primarily due to a decrease in the average cost of coal rejects in Fiscal 2012 as compared to Fiscal 2011, partially offset by an increase in the average cost of e-auction coal in Fiscal 2012 as compared to Fiscal 2011. In Fiscal 2012, we also reduced our purchase of coal from the e-auction scheme in connection with our divestment of Aryan Ispat and Power Private Limited. Purchase of coal as a percentage of total revenue decreased to 22.96% in Fiscal 2012 from 29.16% in Fiscal 2011.

Changes in inventories

Inventories decreased by ₹ 88.43 million in Fiscal 2012 over Fiscal 2011, as compared to an increase by ₹ 517.34 million in Fiscal 2011 over Fiscal 2010, primarily as a result of increased sale of coal purchased through the e-auction scheme. The decrease in inventories represented 0.65% of our total revenue in Fiscal 2012 and increase in stock represented 4.03% of our revenue in Fiscal 2011.

Operating expenses

Operating expenses increased by ₹ 56.51 million, or 2.14%, to ₹ 2,692.95 million in Fiscal 2012 from ₹ 2,636.44 million in Fiscal 2011, primarily due to the commissioning of the first unit of the Korba Power Plant, partially offset by a decrease in operating expenses from the divestment of Aryan Ispat and Power Private Limited. In particular, the increase relates to the consumption of materials, which increased by ₹ 61.98 million, or 134.30%, to ₹ 108.13 million in Fiscal 2012 from ₹ 46.15 million in Fiscal 2011, and the consumption of power and fuel, which increased by ₹ 39.15 million, or 19.06%, to ₹ 244.54 million in Fiscal 2012 from ₹ 205.39 million in Fiscal 2011. These increases in operating expenses were partly offset by transportation and loading charges, which decreased by ₹ 42.9 million, or 1.80%, to ₹ 2,340.28 million in Fiscal 2012 from ₹ 2,383.18 million in Fiscal 2011. Operating expenses as a percentage of total revenue decreased to 19.83% in Fiscal 2012 from 20.55% in Fiscal 2011.

Employee benefit expenses

Our employee benefit expenses decreased by ₹ 9.94 million, or 1.45%, to ₹ 675.50 million in Fiscal 2012 from ₹ 685.44 million in Fiscal 2011, primarily due to a decline in the number of employees as a result of our divestment of Aryan Ispat and Power Private Limited, which was partially offset by increases to salary from the commissioning of the first unit of the Korba Power Plant and Hemgir Coal Washery. In Fiscal 2012, we incurred salaries, wages and bonus expenses of ₹ 620.48 million, compared to ₹ 623.64 million in Fiscal 2011. Employee benefit expenses as a percentage of total revenue decreased to 4.97% in Fiscal 2012 from 5.34% in Fiscal 2011.

Finance cost

Finance cost increased by ₹ 347.48 million, or 46.74%, to ₹ 1,090.96 million in Fiscal 2012 from ₹ 743.48 million in Fiscal 2011, primarily due to an increase in the interest expense as a result of the loans drawn to fund our Hemgir Coal Washery and the first unit of Korba Power Plant, both of which were commissioned in Fiscal 2012. Interest income accrued on loans undertaken to finance our projects are capitalized as work in progress until the date of commissioning. Finance cost as a percentage of total revenue increased to 8.03% in Fiscal 2012 from 5.80% in Fiscal 2011.

Depreciation / amortisation expense

Depreciation/amortisation expense decreased by ₹ 365.94 million, or 35.17%, to ₹ 674.46 million in Fiscal 2012 from ₹ 1,040.40 million in Fiscal 2011, primarily due to our divestment of Aryan Ispat and Power Private Limited, through which we operated our sponge iron manufacturing business, an 18 MW Jharsuguda Power Plant and a coal beneficiation plant. The decrease in depreciation/amortisation was partially offset by an increase in depreciation from the commissioning of our Hemgir Coal Washery and the first unit of the Korba Power Plant in Fiscal 2012. Depreciation/amortisation expense as a percentage of total revenue decreased to 4.97% in Fiscal 2012 from 8.11% in Fiscal 2011.

Other expenses

Other expenses decreased by ₹ 40.85 million, or 2.79%, to ₹ 1,424.36 million in Fiscal 2012 from ₹ 1,465.21 million in Fiscal 2011, primarily due to our divestment of Aryan Ispat and Power Private Limited, through which we operated our sponge iron manufacturing business, an 18 MW Jharsuguda Power Plant and a coal beneficiation plant. In particular, repair, running and maintenance expenses decreased by ₹ 108.55 million, miscellaneous expenditure written off decreased by ₹ 22.53 million, and provision for doubtful debts decreased by ₹ 14.05 million. The decrease in other expenses was partially offset by an increase in other expenses on account of the commissioning of our Hemgir Coal Washery and the first unit of the Korba Power Plant in Fiscal 2012. Other expenses as a percentage of total revenue decreased to 10.49% in Fiscal 2012 from 11.42% in Fiscal 2011.

Profit before tax and adjustments

As a result of the foregoing, profit before tax and adjustments increased by ₹ 1,868.24 million, or 98.05%, to ₹ 3,773.62 million in Fiscal 2012 from ₹ 1,905.38 million in Fiscal 2011.

Provision for tax

The provision for tax liabilities increased by ₹ 172.98 million, or 19.89%, to ₹ 1,042.69 million in Fiscal 2012 from ₹ 869.71 million in Fiscal 2011, primarily due to increased profitability.

Profit after tax and before adjustments

As a result of the foregoing, Profit after tax and before adjustments increased by ₹ 1,695.26 million, or 163.69%, to ₹ 2,730.93 million in Fiscal 2012 from ₹ 1,035.67 million in Fiscal 2011. As a percentage of total revenue, Profit after tax and before adjustments increased to 20.11% in Fiscal 2012 from 8.07% in Fiscal 2011.

Total of restatement adjustments after tax impact

Our total of restatement adjustments after tax impact for Fiscal 2012 resulted in a decrease in our earnings by ₹ 54.61 million as a result of adjustments for prior period items and restatements in accordance with ICDR Regulations. For details of these adjustments, see Annexure IV to our Restated Consolidated Financial Information included on page F-18 of this Draft Red Herring Prospectus.

Total consolidation adjustments

The total of consolidation adjustments decreased by ₹ 37.91 million, or 18.05%, to ₹ 172.07 million in Fiscal 2012 from ₹ 209.98 million in Fiscal 2011.

Net profit as restated after consolidation adjustments

As a result of the foregoing, net profit as restated after consolidation adjustments increased by ₹ 1,594.96 million, or 127.25%, to ₹ 2,848.39 million in Fiscal 2012 from ₹ 1,253.43 million in Fiscal 2011. As a percentage of total revenue, net profit as restated after consolidation adjustments increased to 20.98% in Fiscal 2012 from 9.77% in Fiscal 2011.

EBIDTA

Our EBIDTA increased by ₹ 1,887.85 million, or 53.94%, to ₹ 5,388.06 million in Fiscal 2012 from ₹ 3,500.21 million in Fiscal 2011. As a percentage of total revenue, EBIDTA increased to 39.68% in Fiscal 2012 from 27.29% in Fiscal 2011.

Liquidity and Capital Resources

The coal beneficiation and power generation businesses are capital intensive. Our plan to construct the coal beneficiation plants and power plants that we currently intend to develop will require significant capital and may require the funding of operating losses during the start-up phase of each project. To fund these costs, we have relied principally on internal cash flow, borrowings from banks and non-banking finance companies, such as TATA Capital Financial Services Limited, affiliate loans, and we expect to continue to meet our working capital requirements with a combination of bank borrowings and operating cash flows for Fiscal 2015 and 2016. As of March 31, 2014, our cash and cash equivalents amounted to ₹ 207.84 million.

Cash Flows

The table below sets forth selected data with respect to our cash flows for the periods presented:

Particulars	Fiscal 2012	Fiscal 2013	Fiscal 2014
		(Amount in ₹million)	
Net cash from operating activities	3,783.15	5,697.75	4,911.87
Net cash used in investing activities.....	(4,731.25)	(7,053.55)	(13,608.19)
Net cash from in financing activities	703.36	1,724.20	8,118.33
Net increase / (decrease) in cash and cash equivalents	(244.72)	368.40	(578.01)
Cash and cash equivalents as at the end of the year...	416.76	785.65	207.83

Cash flow from operating activities

The net cash from operating activities in Fiscal 2014 was ₹ 4,911.86 million, primarily due to operating profit before working capital adjustments of ₹ 5,902.82 million, a decrease in loans and advances of ₹ 229.73 million, offset in part by tax payments of ₹ 576.08 million, an increase in inventories of ₹ 411.25 million and a decrease in trade payables of ₹ 200.24 million.

The net cash from operating activities in Fiscal 2013 was ₹ 5,697.76 million, primarily due to operating profit before working capital adjustments of ₹ 7,518.17 million, an increase in other liabilities of ₹ 706.51 million, an increase in trade payables of ₹ 227.86 million, offset in part by tax payments of ₹ 1,154.30 million, an increase in trade receivables of ₹ 858.40 million, an increase in loans and advances of ₹ 453.02 million and an increase in inventories of ₹ 291.51 million.

The net cash from operating activities in Fiscal 2012 was ₹ 3,783.15 million, primarily due to operating profit before working capital adjustments of ₹ 5,541.14 million and an increase in other liabilities of ₹ 344.73 million, offset in part by an increase in trade receivables of ₹ 1,096.28, by tax payments of ₹ 865.82 million and an increase in loans and advances of ₹ 123.90 million.

Net cash flows used in investing activities

Net cash used in investing activities was ₹ 13,608.19 million during Fiscal 2014, primarily due to capital expenditures incurred on projects under construction, including the Raigarh Power Plant, Chakabura Power Plant (Phase II) and the Sidhi Power Plant, which were partially financed from our fixed deposits that matured in Fiscal 2014 for an amount of ₹ 513.41 million. In addition, we paid ₹ 294.73 million to increase our equity interest in

SPGL, ₹ 71.71 million towards acquisition of 26.00% equity stake in SPMRPL and ₹ 1,605.90 million towards allotment of compulsory convertible debentures of KIPL for funding of the Bandhakhar Power Plant of MCCPL.

Net cash used in investing activities was ₹ 7,053.55 million during Fiscal 2013, primarily due to capital expenditures incurred on projects under construction, including the Raigarh Power Plant, Chakabura Power Plant (Phase II) and Ratija Power Plant (Phase I), which were partially financed from our fixed deposits that matured in Fiscal 2013 for an amount of ₹ 550.17 million. In addition, we paid an amount of 1,300.00 million towards share application money to MCCPL for funding of Bandhakhar Power Plant and paid Rs. 225.00 million for purchase of equity shares of SPGL.

Net cash used in investing activities was ₹ 4,731.25 million during Fiscal 2012, primarily due to capital expenditures incurred on projects under construction, including Phases I and II of our Chakabura Power Plant and Ratija Power Plant (Phase I), which were partially financed from our fixed deposits that matured in Fiscal 2012 in the amount of ₹ 927.28 million.

Cash flows from financing activities

For Fiscal 2014, our cash flow from financing activities was ₹ 8,118.33 million. This reflected a net increase in borrowings of ₹ 11,384.68 million, to finance our projects under construction and implementation and to meet our working capital requirements. We used ₹ 3,103.19 million to pay finance costs on borrowings undertaken to finance our power projects and working capital loans. In addition, we utilized an amount of ₹ 139.21 towards payment of dividend on equity share capital and payment of corporate tax on such dividend.

For Fiscal 2013, our cash flow from financing activities was ₹ 1,724.20 million. This reflected a net increase in borrowings of ₹ 4,303.96 million and an issue of share capital of ₹ 58.37 million to finance our projects under construction and implementation and to meet our working capital requirements. We used ₹ 2,499.82 million to pay finance costs on borrowings undertaken to finance our power projects and working capital loans. In addition, we utilized an amount of ₹ 138.31 towards payment of dividend on equity share capital and payment of corporate tax on such dividend.

For Fiscal 2012, our cash flow from financing activities was ₹ 703.36 million. This reflected a net increase in borrowings of ₹ 2,571.48 million and an issue of share capital of ₹ 395.38 million (net of proceeds and repayment of share application money) to finance our projects under construction and implementation and to meet our working capital requirements. We used ₹ 2,125.44 million to pay finance costs on borrowings undertaken to finance the Korba Power Plant, Hemgir Coal Washery, our Chakabura Power Plant (Phases I and II), Ratija Power Plant (Phase I) and working capital loans. In addition, we utilized an amount of ₹ 138.05 towards payment of dividend on equity share capital and payment of corporate tax on such dividend.

INDEBTEDNESS

As of March 31, 2014, we had outstanding unsecured loans of ₹ 640.00 million and outstanding secured loans of ₹ 33,959.40 million, consisting of short-term borrowings of ₹ 7,628.72 million and long-term borrowings of ₹ 26,970.68 million (including non-convertible debentures of ₹ 1,600.00 million). Out of these, ₹ 27,648.23 million were rupee denominated loans and ₹ 6,951.17 million were foreign currency denominated loans (including buyer's credit). For further details, see Annexures VIIA and VIII to the Financial Statements on pages F-62 and F-85 of this Draft Red Herring Prospectus, respectively. For further details in relation to the indebtedness of our Company and its Subsidiaries as of August 31, 2014, please see the section titled "*Financial Indebtedness*" on page 343 of this Draft Red Herring Prospectus.

Many of the financing arrangements are secured by a charge on current assets and fixed assets including plant and machinery, land and other assets. Our sundry debtors and inventories are subject to charges created in favour of specific secured lenders.

OFF BALANCE SHEET ARRANGEMENT

Contingent Liabilities

As of March 31, 2014, we did not have any contingent liabilities other than certain corporate and bank guarantees issued on behalf of our Subsidiaries and Group Companies, service tax matters of ₹ (140.52) million that we are contesting, sales tax matters of ₹ 17.02 million that we are contesting, excise matters of ₹ 0.71 million that we are contesting, certain penalties relating to income tax matters which are not quantifiable and which we are contesting, and certain civil and labour cases, the amounts of which are not material to us. For further details, see the notes to our Restated Financial Information included on page 342 of this Draft Red Herring Prospectus. We do not have any other off-balance sheet arrangements, derivative instruments or other relationships with unconsolidated entities that have been established for the purposes of facilitating off-balance sheet arrangements.

Capital Expenditure

Capital expenditures represent our fixed assets plus changes in capital work in progress (i.e., expenses incurred in relation to work in progress but not capitalised) and advance payments on account of capital expenditures.

Our Company and Subsidiaries' total capital expenditures during Fiscal 2012, 2013 and 2014 were ₹ 6,926.76 million, ₹ 9,918.33 million and ₹ 13,875.95 million, respectively. For further details, see Annexure XV to our Restated Consolidated Financial Information included on page F-107 of this Draft Red Herring Prospectus.

As of March 31, 2014, we had contractually committed ₹ 12,970.02 million to our capital expenditure program (net of advances).

The following table sets out the total capital expenditure of our Company and Subsidiaries with respect to their thermal power plants, which are in construction and implementation stages as of March 31, 2014:

Plants	Amount incurred as of March 31, 2014
	(Amount in ₹ million)
Raigarh Power Plant (600MW thermal power plant)	21,862.28
Sidhi Power Plant (1,200MW thermal power plant)	335.55
Ratija Power Plant (Phase II) (50MW thermal power plant)	354.86
Total.....	22,552.69

In respect of our coal beneficiation plants, the amount incurred for our current projects under construction as of March 31, 2014 was ₹ 21.04 million. For details of our thermal power plant and coal beneficiation plants, see section headed "*Our Business*" on page 175 of this Draft Red Herring Prospectus.

Our business involves significant working capital requirements. We have in the past relied principally on internal cash flows, equity contributions by shareholders, affiliate loans, and borrowings from banks and nonbanking finance companies and we expect to continue to meet our working capital requirements with a combination of bank borrowings and operating cash flows for Fiscal 2015, 2016 and 2017. However, we cannot assure you that our coal beneficiation and power generation businesses will not consume our available capital resources more rapidly than anticipated. We will be required to raise additional capital to complete our planned projects in both our coal beneficiation and power generation businesses. We will seek to obtain additional funding through additional issuances of equity and/or debt securities and/or by securing new loans both at the level of our Company as well at the level of our Subsidiaries.

Transactions with Associates and Related Parties

From time to time, we enter into transactions with companies which are controlled by members of our Promoter Group and other related parties in the ordinary course of our business. For the Fiscal 2014, 3.16% of our total revenue and 21.77% of our total expenditures related to transactions with related parties. The transactions with our related parties relate primarily to services provided to us by Sindhu Trade Links Limited, Sainik Mining and Allied Services Limited and Chakdola Transport Private Limited for logistics services, Sindhu Trade Links Limited, Indus

Automotives Private Limited and V.V. Transport for purchase of fuel and spares. These related parties are companies that are owned by our Promoters and their relatives. We also entered into related party transactions when we acquired our interests in Global Coal, SPGL and MCCPL. For further details, see the section titled "*Financial Statements - Related Party Transactions*" on page F-95 of this Draft Red Herring Prospectus.

CONTRACTUAL OBLIGATIONS

Debt obligations

The following table summarizes our contractual debt obligations, excluding payments of interest and working capital facilities, as of March 31, 2014 under our debt instruments:

Particulars	Within 1 year	1 to 3 years	3 to 5 years	More than 5 years	Total
	(Amounts in ₹ million)				
Term loans including equipment finance and vehicle loans (both secured and unsecured)	3,466.45	9,557.23	8,391.53	5,555.50	26,970.71
INR Loans[(1)].....	1,661.99	6,920.31	8,391.53	5,555.50	22,529.33
Foreign Currency Loans[(2)].....	1,804.46	2,636.92	-	-	4,441.38

[(1)] *These are fixed rate and floating rate loans and include equipment finance and vehicle loans and exclude working capital limit loans.*

[(2)] *These loans are denominated in U.S. dollars. In order to reduce our currency exchange risks, we currently have hedging arrangements in relation to these foreign currency loans.*

Other Major Commitments

1. As of March 31, 2014, we had contractually committed ₹ 12,970.02 million to our capital expenditure program (net of advances).

2. We operate a defined benefit gratuity plan, whereby every employee who has completed five years or more of service is entitled to a payment on ceasing to be an employee equivalent to 15 days of his or her most recent salary for each completed year of service. The plan is unfunded except for in the case of one of our Subsidiaries, in which case it is funded through Life Insurance Corporation of India, and the liabilities of the defined benefit gratuity plan were ₹ 82.50 million as of March 31, 2014.

3. Our Company has partly paid shares of SPGL, which requires further commitment of ₹ 1450.00 million to make them fully paid-up.

4. Our Company has given corporate guarantees to certain banks against credit facilities given to group companies. The aggregate value of such corporate guarantees given by our Company is as follows:

(Amount in ₹ million)

Name of the Company	Fiscal 2014
SPGL	1,380.89
MCCPL (Jointly and severally with other parties till commercial operation date of 300 MW power project of MCCPL)	9,683.57
	11,064.46

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5. Performance bank guarantees allocated in favour of other companies:

(Amount in ₹ million)

Particulars	Fiscal 2014
Other companies:	
- Aryan Ispat & Power Private Limited	25.66
- MCCPL	165.00

Particulars	Fiscal 2014
	190.66

6. POAL has provided a corporate guarantee under the 'Scheme of Arrangement' sanctioned by the High Court of Andhra Pradesh to certain erstwhile secured lenders to the extent of 3.33% of a secured obligation of Specrtum Power and has also pledged 6,356,126 equity shares held by it in SPGL to Asset Reconstruction Company (India) Limited on behalf of certain erstwhile secured lenders. POAL has also pledged 18,606,558 equity shares held by it in SPGL in favour of Yes Bank Limited, which has provided secured loans to SPGL.

7. A search operation under section 132/133A of the Income Tax Act was initiated on April 12, 2012 on our Company, SCPL and AEPL. These search proceedings were effectively concluded on June 11, 2012. As of the date of this Draft Red Herring Prospectus, our Company, SCPL and AEPL have filed revised income tax returns. At this stage, no tax demand has been determined pursuant to the search proceedings.

Claims against our Company not acknowledged as debt

During Fiscal 2012, one of the customers, pursuant to a contract entered for beneficiation of coal, has raised a dispute regarding the quality of the beneficiated coal supplied by our Company and has invoked bank guarantees for ` 353.90 million (including ` 37.99 million being the proportionate share of Global Coal) and raised a further claim of ` 320.44 million (including ` 80.22 million being the proportionate share of Global Coal), toward cost of coal and recoveries against penalties.

We filed an application with the District Judge, Nagpur for restraining the invocation of these bank guarantees on the basis that the quality issue was to be referred to arbitration. While the District Judge dismissed this application, this was challenged before the Nagpur High Court, which granted interim relief and ordered status quo, *i.e.* not to invoke the bank guarantees, to be maintained till further hearing of the matter. This order is currently subsisting. We have written to the customer to appoint an arbitrator so that they can adjudicate the matter pertaining to the quality of washed coal.

For further details, see Note F-11 to Annexure III to our Restated Consolidated Financial Information included in this Draft Red Herring Prospectus.

QUANTITATIVE AND QUALITATIVE DISCLOSURE ABOUT MARKET RISK

We are exposed to market risks associated with commodity prices and interest rates. The commodity price risk exposure results from market fluctuations in the selling price of coal and electricity and in purchase price and transportation costs of other commodities, including coal and fuel. We are exposed to various types of market risks in the normal course of business. For instance, we are exposed to market interest rates and exchange rate movements on operating expenses. The following discussion and analysis, which constitute "*forward-looking statements*," summarize our exposure to various market risks.

Credit Risk

Credit terms extended to our customers vary between zero and 60 days. To minimize the risk of a significant impact on the business due to a customer defaulting on its commitments, we closely monitor trade receivables. Bad debt provisions are calculated as a 100.00% provision for all trade receivables which are considered by management to be at significant risk of default.

In our coal beneficiation and power generation businesses, we currently derive most of our operating revenue from contracts with state utilities. Payments by such entities are not currently secured by any form of credit support such as letters of credit, performance guarantees or escrow arrangements. Moreover, we also derive a significant portion of our revenue from our coal beneficiation business and power generation businesses from a few major customers, increasing our credit risk further. As of March 31, 2014, our trade receivables amounted to ₹ 3,889.49 million and represented approximately 46.78% of our current assets, loans and advances, and 26.80% of these trade receivables were six months or more past due. The allowances we have recorded for impairment of trade receivables amounted to ₹ 98.67 million in Fiscal 2012, ₹ 103.15 million in Fiscal 2013 and ₹ 7.83 million for Fiscal 2014. For a

discussion of the credit risks, see the section titled "*Risk Factors – We are exposed to the credit risks of our customers. As at March 31, 2014, ₹ 1,042.26 million, or 26.80% of our trade receivables were due for six months or more. Any non-payment or non-performance by our customers could materially and adversely affect our financial condition and results of operations*" on page 42 of this Draft Red Herring Prospectus.

Commodity Risk

The revenues we generate from our coal business are subject to the risk of fluctuation in prices of coal in the international and domestic markets. In respect of our power generation business, once our power projects enter commercial operation, we become dependent upon our suppliers for our fuel requirements. With respect to those PPAs where we are unable to pass all our fuel expenses to our customers, we are subject to variations in the price of fuel at rates fixed by such suppliers. We are also exposed to fluctuations in the price, availability and quality of the primary raw materials we require for the constructions of our projects. Of our commodity-driven risks, we are primarily exposed to risks associated with the generation, fuel procurement and power trading of electricity. We do not enter into any derivative transactions to hedge against our exposure to movements in such commodity prices.

We have entered into certain long-term fuel supply agreements and long-term contractual obligations for sales of electricity to other load-serving entities. We have also entered into fixed price EPC contracts with third parties for our major expansions in power projects. For further details, see the section titled "*Our Business*" on page 175 of this Draft Red Herring Prospectus.

Interest Rate Risk

Our interest rate risk arises from long-term borrowings and short-term borrowings. As of March 31, 2014, ₹ 31,821.45 million, or 91.97%, of our total indebtedness was at floating rates of interest. As a practice, we do not enter into hedging transactions to hedge against fluctuations in interest rates other than with regards to external commercial borrowings. We have entered into hedging transactions to hedge against fluctuations in interest rates with regards to our external commercial borrowings from DBS Bank, Indian Overseas Bank, Syndicate Bank and Standard Chartered Bank aggregating to ₹ 4,441.38 million as of March 31, 2014. We undertake debt obligations to support capital expenditures, working capital and general corporate purposes. Upward fluctuations in interest rates increase the cost of new debt and interest cost of outstanding variable rate borrowings and therefore increase the cost of projects.

Currency Exchange Risk

Changes in currency exchange rates may affect our results of operation. As at March 31, 2014, ₹ 6,951.21 million (consisting of external commercial borrowings of ₹ 4,441.38 million and buyer's credit of ₹ 2,509.83 million), or approximately 20.09%, of our total indebtedness of ₹ 34,599.40 million was denominated in U.S. dollars. All of our external commercial borrowings outstanding as on March 31, 2014, both principal and interest, are fully hedged. We carry exchange rate risk in respect of equipment orders which have been placed as of March 31, 2014 to foreign suppliers. We also expect our future capital expenditures in connection with our proposed expansion plans to include expenditure in foreign currencies for imported equipment and machinery. Depreciation of the Indian rupee against the USD and other foreign currencies may adversely affect our results of operations by increasing the cost of any proposed capital expenditures in foreign currencies.

Inflation

The inflation rate in India was 8.9% in Fiscal 2012, 7.4% in Fiscal 2013 and 6.0% in Fiscal 2014. (*Source: Reserve Bank of India*). We set the price for our services and products based on various factors, including inflation. Inflation has, therefore, not had a significant impact on the results of our operations.

RESERVATIONS, QUALIFICATIONS OR ADVERSE REMARKS BY AUDITORS

Except as stated in the section titled "Financial Statements" on page 342 of this Draft Red Herring Prospectus, there have been no reservations, qualifications, or adverse remarks by our Auditors in the last five years preceding the date of filing this Draft Red Herring Prospectus.

UNUSUAL OR INFREQUENT EVENTS OR TRANSACTIONS

Except as described in this Draft Red Herring Prospectus, there have been no other events or transactions that, to our knowledge, may be described as "*unusual*" or "*infrequent*."

Significant Economic Changes that Materially Affected or are Likely to Affect Income from Continuing Operations

Except as described in the section titled "*Industry Overview*" on page 163 of this Draft Red Herring Prospectus, to our knowledge, there are no significant economic changes that materially affected or are likely to affect our income from continuing operations.

Known Trends or Uncertainties

Except as described in this Draft Red Herring Prospectus, particularly in the sections titled "*Risk Factors*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 25 and page 390 of this Draft Red Herring Prospectus, respectively, to our knowledge, there are no known trends or uncertainties that are expected to have a material adverse impact on our revenues or income from continuing operations.

Future Changes in Relationship between Cost and Income

Except as described in this Draft Red Herring Prospectus, particularly in the sections titled "*Risk Factors,*" "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations,*" on pages 25, 175 and 390 of this Draft Red Herring Prospectus, respectively, to our knowledge there are no known factors that will have a material adverse impact on our operations and finances.

New Products or Business Segments

We have not announced and do not expect to announce in the near future any new products or business segments.

Seasonality of Business

Our operations may be adversely affected by difficult working conditions due to high temperatures during summer months and rain during monsoon that restrict mining activities and consequently decrease our coal beneficiation activities and curtail our ability to fully utilize our resources, particularly during the second quarter of our fiscal year. During periods of curtailed activity due to adverse weather conditions, we may continue to incur operating expenses, but our revenues from operations may be delayed or reduced. We have also in the past faced an increase in the shortage of adequate rail transportation facilities for coal supplies during the third and fourth quarters of our Fiscal Year, when India tends to experience higher freight transportation activity, which may result in our inability to meet fully the typically higher demand for our coal and coal beneficiation services during these quarters. In respect of our power generation business, the demand for power peaks in the summer months and troughs in the monsoon months.

SIGNIFICANT DEPENDENCE ON A SINGLE OR SMALL GROUP OF SUPPLIERS OR CUSTOMERS

We are not dependent on a single or a small group of suppliers in any of our businesses. In our coal business, we are also not dependent on a single or a small group of customers. However, in our coal beneficiation business, we are dependent on a small group of customers for our revenues, since coal beneficiation is primarily performed for government entities engaged in power generation who have selected us for coal beneficiation through a public tendering process. For further details, see the section titled "*Our Business – Coal Beneficiation Plans – Customers, Sales and Marketing*" on page 190 of this Draft Red Herring Prospectus for our customer details. We currently have seven customers in our power generation business, including Gujarat Urja Vikas Nigam Limited, Chhattisgarh State Power Trading Company Limited ("**Chhattisgarh SPTC**"), Maharashtra State Electricity Distribution Company Limited, Transmission Corporation of Andhra Pradesh Limited and Transmission Corporation of Telangana State Limited. We have also entered into contracts with Chhattisgarh SPTC and PTC India Limited for the sale of power

in connection with the operational power plants and power projects that are under construction. Most of our customers in our sale of coal business are industrial consumers or coal traders. Our top five customers in Fiscal 2014 were Adhunik Power & Natural Resources Limited, Bharat Aluminium Co. Limited, Mahavir Multitrade Private Limited, Aryan Ispat & Power Private Limited, and Mahavir Global Coal Limited. In Fiscal 2014, they accounted, in aggregate, for 59.30% of our income from sale of coal.

COMPETITIVE CONDITIONS

See the sections titled "*Our Business – Competition*," "*Industry Overview*" and "*Risk Factors*" on pages 212, 163 and 25, respectively, of this Draft Red Herring Prospectus for discussions regarding competition.

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated below there are no outstanding litigations, suits, criminal or civil prosecutions, proceedings or tax liabilities against our Company, our Subsidiaries, Associates, Directors, Promoters and Group Companies, and there are no defaults, non-payment of statutory dues, adverse findings regarding securities law and economic offences, over-dues to banks/financial institutions, defaults against banks/financial institutions, defaults in dues payable to holders of any debenture, bonds and fixed deposits and arrears of preference shares issued by our Company, defaults in creation of full security as per terms of issue/other liabilities, proceedings initiated for economic/civil/any other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under the Companies Act) other than unclaimed liabilities of our Company or Subsidiaries and no disciplinary action has been taken by SEBI or any stock exchanges against our Company, Promoters, Directors or Group Companies. Furthermore, except as stated below, in the last five years preceding the date of this Draft Red Herring Prospectus there have been (a) no instances of material frauds committed against our Company; (b) no inquiries, inspections or investigations initiated or conducted under the Companies Act or any previous companies law in the case of our Company or its Subsidiaries and, if there were any prosecutions filed (whether pending or not), no fines imposed or compounding of offences; (c) no litigation or legal action pending or taken by any ministry or department of the government or any statutory body against the Promoters. Unless stated to the contrary, the information provided below is as of the date of this Draft Red Herring Prospectus:

I. Litigation involving our Company

Outstanding litigation and proceedings initiated against our Company

Criminal

1. Case RC No. AC2-2010-A-0002 under section 120B of the IPC read with sections 7 and 12 of the PCA by the CBI against Mr. M.P. Dixit, Chairman cum Managing Director of South Eastern Coal Field ("SECL") and Others

A case (RC No. AC2-2010-A-0002) was registered by the Central Bureau of Investigation ("**CBI**") on May 25, 2010 under section 120B of the Indian Penal Code ("**IPC**") read with section 7 and 12 of the Prevention of Corruption Act, 1988 ("**PCA**") against Mr. M.P. Dixit, who was the Chairman cum Managing Director of SECL and certain other persons allegedly involved in receiving/giving illegal gratification. Our Company is not a party to this case, however, during the course of investigations against Mr. M.P. Dixit, the CBI questioned one of our Promoters, Mr. Vir Sen Sindhu and one of our employees, Mr. Naval Kishore and conducted searches at the Registered Office and Corporate Office of our Company for the alleged involvement in the payment of illegal gratification to the accused, Mr. M.P. Dixit of approximately ₹ 5 million. Mr Vir Sen Sindhu and Mr. Naval Kishore, vide separate orders dated October 20, 2010 were granted protection by the Special Judge, CBI, New Delhi wherein the learned judge stayed the arrest of Mr. Vir Sen Sindhu and Mr. Naval Kishore till January 31, 2011. Thereafter, vide order dated February 7, 2011 the court of Special Judge, CBI stayed the arrest of Mr. Vir Sen Sindhu and Mr. Naval Kishore till April 15, 2011 which was further been extended to August 18, 2011. Subsequently, pursuant to an order dated November 23, 2011, the court of Special Judge, CBI, granted anticipatory bail to Mr. Vir Sen Sindhu and Mr. Naval Kishore with the direction that, in the event of arrest, they be released on bail on furnishing personal bond of ₹ 50,000 with one surety of like amount subject to the following conditions:

a) They will not leave the country without the prior permission of the court;
b) They will join the investigation or will appear before the court as and when directed; and
c) They will not tamper with the evidence in any manner.

Mr. Vir Sen Sindhu and Mr. Naval Kishore were granted anticipatory bail and Mr. Vir Sen Sindhu obtained the prior permission of the court before travelling abroad. Thus, pursuant to an order dated November 26, 2012, the Special Judge, CBI granted permission to Mr. Vir Sen Sindhu to travel to Japan between December 1, 2012 to January 20, 2013 subject to certain conditions. With regard to the case registered by the CBI (RC No. AC2-2010-A-0002) the Special Judge, CBI in the order dated November 26, 2012, observed that the charge sheet has been filed and the accused has not yet been summoned by the court, and subsequently, in the order dated May 9, 2013 in relation to

granting permission to Mr. Vir Sen Sindhu to travel outside India, observed that Mr. Vir Sen Sindhu has not been named in the charge-sheet.

The CBI Court vide its order dated December 16, 2013 did not take cognizance of the matter as the CBI failed to get the requisite sanction from the Government for the prosecution. The file has been consigned to the record room with liberty to the CBI to revive it upon receipt of sanction. The CBI Court also vide an order dated June 6, 2014, observing that although the charge sheet had been filed on December 31, 2011, Mr. Vir Sen Sindhu has not been arraigned as accused in such charge sheet, dated June 6, 2014 granted permission to Mr. Vir Sen Sindhu to travel abroad between June 10, 2014 to July 10, 2014 subject to compliance with conditions stated in the order.

Writ

1. Mr. Amit Singh Walia and Mr. Ashish Purohit v. State of Chhattisgarh, our Company, and Others

Writ Petition No. 2214 of 2006 before the Chhattisgarh High Court

Mr. Amit Singh Walia and Mr. Ashish Purohit had filed this writ petition before the Chhattisgarh High Court on April 25, 2006 to restrain our Company from utilizing certain land at village Kasaipali on the grounds that such land was purchased at a price which was lower than the prevailing market price, as assessed by the sub-registrar and had subsequently been diverted for purpose other than agricultural purposes in the alleged violation of the Presidential Order dated December 31, 1977 and the diversion orders so obtained are null, void and *non est factum*. Mr. Amit Singh Walia and Mr. Ashish Purohit *inter-alia* have alleged various issues in respect of utilization of such land for commercial purposes by our Company and that the stamp duty on the sale deeds conveying such land was paid by our Company on the basis that such land was agricultural land. They had also prayed for an *ad-interim* order restraining our Company from utilizing the aforesaid land. Our Company by way of a reply dated June 14, 2006 denied the aforesaid allegations on the basis that the stamp duty realised was in accordance with the prescribed market value as per the guidelines framed by the Collector Korba and there has been no evasion of stamp duty. Further, the original land owners had not joined this writ petition and no complaint in this regard has been made by them. Further, it was stated by our Company that the diversion orders are not illegal as the sub –clause 6(ee) of Section 165 of the Land Revenue Code of Chhattisgarh ("**Chhattisgarh Code**") which put a prohibition on diversion was omitted with effect from January 25, 2006. The Chhattisgarh High Court vide its order dated May 2, 2006 *inter-alia* directed our Company not to use the land in question without taking the recourse of law. This matter is currently pending.

2. TN Godavarman Thirumalpad v. Union of India, our Company, and Others

Interlocutory Application No. 1335 of 2005 in Writ Petition No. 202 of 1995 before the Supreme Court of India

This Interlocutory Application ("**I.A.**") was filed by the Central Empowered Committee ("**CEC**"), which was set up by the Supreme Court to supervise and monitor compliance of the forest laws in the matter of T. N. Godavarman Thirumalpad v. Union of India. Maruti Clean Coal and Power Limited ("**MCCPL**") was allotted land by the Chhattisgarh government in village Ratija, district Korba, in the year 2002 for setting up a coal washery. That land was acquired by SECL in 1985. A public interest litigation challenging the said allotment of land by the State Government of Chhattisgarh to MCCPL was filed by Mr. Deepak Aggarwal wherein it was alleged that the land is a forest land and the same is owned by SECL. The matter was referred to CEC by the Supreme Court to examine whether this land is a forest land or not. In its first report, CEC observed that the land in question is a forest land and washery operations of MCCPL shall not be allowed to commence on the said land. MCCPL objected to the observations and stated that public interest litigation was a motivated writ and requested for a re-examination of the matter, pursuant to which the matter was again referred to CEC and CEC revised its earlier finding and was of the view that the land in issue was not a forest land. The public interest litigant filed objections to this finding and produced satellite pictures showing the area as dense forest prior to its allotment to MCCPL before the Supreme Court.

The Supreme Court again referred the matter for the third time to CEC to re-examine in the light of these photographs. The CEC inspected the disputed land in the state of Chhattisgarh and submitted its third report with the Supreme Court on May 11, 2005. The CEC reiterated its earlier stand as taken in the second report that the land

allotted to MCCPL is not a forest land but also filed this I.A. with Supreme Court stating *inter-alia* that during their visit to the area/land in question they alleged large scale coal pilferage in that area and indicated the involvement of SECL officials and the Company in this matter. The CEC alleged that high quality coal was supplied to M/s Hindalco in the garb of rejects by M/s. Indian Enterprises and certain other companies, which had sourced a part of the rejects from our Company. The I.A. was registered by the Supreme Court as a separate interlocutory application no. 1335/2005 on May 13, 2005 and notice was issued to the Ministry of Coal and State of Chhattisgarh and this I.A. was attached with the public interest petition filed by Mr. Deepak Aggarwal. The Court dismissed the public interest litigation filed by Mr. Deepak Aggarwal. The proceedings against our Company in respect of the I.A. continued. The Ministry of Coal filed their replies in August, 2005 and November 2007 in relation to the I.A. The Supreme Court referred the matter to the Secretary, Ministry of Home Affairs ("**Ministry**") on November 6, 2009. Our Company received a notice from Ministry dated January 14, 2010 pursuant to which our Company presented its case before the said Ministry on February 8, 2010. Subsequently, on February 18, 2010, our Company made representations in writing in relation to certain additional information sought by the Home Secretary *inter alia* on the disposal of coal rejects generated from the washing process by our Company. Thereafter, our Company has not received any communication. The matter is currently pending.

3. Mr. M. Rajshekhar and Mr. O.P .Nirmalkar v. State of Chhattisgarh, our Company, and Others

Writ Petition No. 3171 of 2006 before the Chhattisgarh High Court

Mr. M. Rajshekhar and Mr. O.P. Nirmalkar filed this writ petition before the Chhattisgarh High Court in May 2006 to restrain our Company from utilizing certain land at village Chakabura/ Kasaipali. Mr. M. Rajshekhar and Mr. O.P. Nirmalkar *inter-alia* alleged that the said land parcels were purchased at a price which was lower than the prevailing market price, as assessed by the sub-registrar and that they were also diverted by our Company for commercial use in violation of the Chhattisgarh Code. Mr. M. Rajshekhar and Mr. O.P. Nirmalkar *inter-alia* have made further allegations in respect of usage of the land parcels for commercial purposes and insufficient payment of stamp duty. They have prayed for an *ad-interim* order restraining our Company from utilizing the aforesaid land for purposes other than agricultural purposes. Our Company has submitted its reply in August 2006 wherein it denied the aforesaid allegations and contended that the stamp duty paid was as per law and in accordance with the guidelines framed by the Collector, District Korba and there has been no evasion of stamp duty. Further, the original land owners have not been made a party to this writ petition and no complaint in this regard has been made by them. This matter is currently pending.

4. Union of India, represented by General Manager, South East Central Railway, Bilaspur v. our Company and Others

Writ Petition No.19846 of 2009 before the Madras High Court of Judicature at Madras

A writ petition (no.19846 /2009) was filed by Union of India through General Manager, South East Central Railway before the Madras High Court against the order dated January 27, 2009 passed by the Railway Rate Tribunal, No.5, Chennai in the Complaint No. 11/2005. The said complaint was filed by our Company against Railway Authorities to declare the charging of washed coal for the weight of CC+4 tonne as unreasonable and fix reasonable chargeable weight for the washed coal transportation. The Railway Rate Tribunal vide its aforesaid order while partially dismissing the complaint filed by our Company *inter-alia* directed the refund of excess penal charges collected from our Company, failing which interest at the rate of 9% shall be levied on the said amount. The General Manager, South East Central Railway filed this writ petition challenging the partial relief granted to our Company and *inter-alia* prayed for a writ of certiorari. The matter is currently pending.

Civil

1. Chhattisgarh State Power Distribution Company Limited ("CSPDCL") v. our Company and Another

Civil Appeal No. 4968-69 of 2010 before the Supreme Court of India

Our Company on February 27, 2007, installed a coal rejects based generating station having a capacity of 30 MW at Chakabura. A power purchase agreement for purchase of 25 MW of power was also executed between our Company

and the Chhattisgarh State Electricity Board and 3 MW out of the remaining portion of the balance power was self consumed by our Company for its washeries located at Dipka and Gevra in the state of Chhattisgarh. Subsequently, our Company installed and erected the necessary infrastructure for self-consumption of electricity for its washeries. A show cause notice was issued by the Chhattisgarh State Electricity Regulatory Commission ("**CSERC**") against our Company on August 12, 2008 directing our Company not to supply electricity to its washeries from the Chakabura plant since it did not constitute a captive power plant under the Electricity Act, 2003 ("**Electricity Act**"). The CSERC further filed a petition no. 10 of 2008 against our Company wherein it alleged that the supply of power by our Company to its washeries was in violation of the Electricity Act. Our Company filed a counter petition no. 11 of 2008 before the CSERC seeking permission to supply electricity to its washeries by paying the applicable cross subsidy charges. The petition no. 10 of 2008 and petition no. 11 of 2008 were disposed off vide order dated January 23, 2009 by the CSERC, which directed our Company to discontinue supply of power to its washeries and either obtain supply of electricity to its industries from the distribution licensee or supply its industries own power through open access in accordance with applicable laws and regulations.

Our Company filed a review petition no. 16 of 2009 against the aforesaid order of CSERC which was rejected by CSERC vide its order dated May 25, 2009. Thereafter, the CSERC and our Company preferred appeal no. 119 of 2009 and appeal no. 125 of 2009, respectively before the Appellate Tribunal for Electricity at New Delhi. On February 9, 2010, vide its common order, the Appellate Tribunal for Electricity allowed the appeal no. 125 of 2009 filed by our Company and dismissed the appeal no. 119 of 2009 filed by CSERC. Aggrieved by the said order, CSERC filed a civil appeal no. 4698-69 of 2010 against our Company before the Supreme Court of India. The Supreme Court vide its order dated July 30, 2010 admitted the appeal preferred by CSERC and until further orders, has stayed the operation of the order dated February 9, 2010 passed by the Appellate Tribunal for Electricity. The Supreme Court also ordered that the supply of electricity by our Company to its washeries on payment of cross subsidiaries charges will continue till further orders are passed. The civil appeal is currently pending.

2. Chhattisgarh State Load Despatch Centre ("SLDC") v. our Company and Others

Petition No. 70/2013(M) before CSERC

A petition was filed by SLDC against our Company and served on our Company on October 18, 2013 under the Electricity Act read with Chhattisgarh State Electricity Grid Code 2011 ("**CSEGC**") for noncompliance of backing down instructions imposed by SLDC and for the imposition of a penalty during the period of April 2012 to June 2012. SLDC *inter alia* alleged that during the said period 55 backing down instructions (BDIs) were issued to 20 of the intra state user captive power plant/ independent power plant generators. SLDC has prayed for the matter to be adjudicated by way of a penalty of ₹ 0.5 million on the defaulting intra state user captive power plant/ independent power plant generators, including our Company, for each non compliance event under the Electricity Act. By way of an order dated November 11, 2013 CSERC noted objections raised by our Company and others regarding maintainability of the petition, non-payment of petition fees and the petition not being in the prescribed format, and directed them to make any preliminary objections within 10 days. By way of an order dated December 23, 2013, CSERC dismissed most of the preliminary objections and did not consider certain other issues raised including discrimination and non joinder of State generating companies which were not preliminary in nature. CSERC also ordered SLDC to provide all relevant data and documents to our Company and others, by December 31, 2013 and our Company and others, were directed to file a detailed reply to the petition by January 22, 2014. Our Company (and some of the other defendants) has filed a reply. SLDC has filed a rejoinder refuting *inter alia* the defences of the Company. The case has been closed for orders vide order dated August 25, 2014.

Tax

Notices

1. Show Cause Notice dated October 24, 2008 bearing C. No. DL-II/ST/R-17/SCN/ACBPL/53/07/2079 issued by the Commissioner of Service Tax, Delhi

Our Company had received a show cause notice bearing no. DL II/ST/R-17/SCN/ACBPL/53/07/2079 dated October 24, 2008 issued by the Commissioner of Service Tax, Delhi in relation to *inter-alia* (i) non-payment of Service Tax on commission received as per the agreement between our Company and M/s. Electronic Corporation of India dated

December 10, 2002; (ii) short payment of Service Tax under section 68 of the Finance Act, 1994 ("**Finance Act**") on the gross value of taxable service received as consideration under the aforementioned agreement; (iii) Service Tax payable under section 68 of the Finance Act on account of provision of taxable service; (iv) service tax payable under section 68 of the Finance Act on account of provision of cargo handling service; (v) differential amounts of taxable service in relation to financial years 2006 and 2007; (vi) irregular availment and utilization of Cenvat credit in contravention of Cenvat Credit Rules, 2004; (vii) imposition of penalty in terms of section 76 of the Finance Act for failure to pay service tax and education cess when due; (viii) failure to furnish prescribed returns with correct and complete details; (ix) suppression and concealing the value of taxable services with the intent of evading payment of service tax and education cess. Our Company has filed a reply to this show cause notice on May 5, 2009 alleging that the demands raised therein are not sustainable and therefore the penal provisions under sections 76, 77 and 78 are not invocable. Further, our Company prayed that the proceedings initiated by way of this show cause notice be quashed. However, our Company has on August 6, 2009 received a letter from the Assistant Commissioner of Service Tax, Delhi requisitioning further information for issuance of a subsequent show cause notice. The total amount involved in the matter aggregates approximately to ₹ 175 million and the matter is currently pending.

2. Deputy Commissioner of Income Tax ("DCIT"), Circle 2(1), New Delhi v. our Company before the ITAT, New Delhi for the A.Y. 2008-09

Our Company on April 26, 2010 has filed an appeal under section 246(A) of the I.T. Act before the CIT Appeals-V, New Delhi against the assessment order dated March 31, 2010 for the A.Y. 2008-09 passed by DCIT, Circle 2(1), New Delhi. The DCIT has disallowed an amount of ₹ 1.20 million under section 14A of the I.T. Act, and ₹ 0.01 million on account of addition under section 40A(2)(b) of the I. T. Act, 1961; ₹ 0.3 million being village welfare expenses treated as charity and donation expenses and ₹ 4.70 million being late deposit of employees share of provident fund. The CIT Appeals passed an order dated August 27, 2011, deleting the additions made by the DCIT. The DCIT has filed an appeal before the ITAT.

The ITAT by order dated January 17, 2014 allowed the appeal filed by the DCIT and consequently reversed the order of the CIT Appeals and restored the order of the assessing officer. In this regard, the Company has filed an appeal dated May 3, 2014 before the High Court, New Delhi.

3. DCIT Circle 2(1), New Delhi v. our Company, before the ITAT for the A.Y. 2009-10

Our Company filed an appeal before CIT Appeals on April 11, 2011 against the assessment order dated March 11, 2011 passed by the DCIT, Circle 2(1), New Delhi for the A.Y. 2009-10 wherein the assessing officer has disallowed ₹ 8.13 million on account of section 14 A of the I.T. Act; ₹ 0.47 million on account of charity and donation; ₹ 6.74 million on account of capital work in progress written off and ₹ 0.17 million being difference between annual information reporting and disclosure by Company. The CIT Appeals passed an order dated September 27, 2012 deleting additions of ₹ 14.06 million. The DCIT has filed an appeal on January 10, 2013 before the ITAT, New Delhi. The total amount involved in the appeal is ₹ 5.27 million and the appeal is currently pending.

Our Company has filed cross objections against the CIT Appeals order. The demand of ₹ 5.27 million raised in the assessment order has been deposited and the appeal is currently pending.

Search operation

A search and seizure operation under the I.T. Act was conducted by the Income tax department on April 12, 2012 on our group, including our Company, the Subsidiaries, Directors, Associates, Group Companies and key management personnel. We have provided the Income tax officials with the information sought by them. As on date of this Draft Red Herring Prospectus, no additional tax demand has been received or determined pursuant to the search proceedings.

Labour

1. Show cause notices dated March 9, 2011

A show cause notice dated March 9, 2011 has been issued by the Department of Industrial Health and Safety against our Company for the payment of workmen's compensation to the dependants of a labourer who suffered an accidental death in setting up of the 270 MW thermal power plant at Kasaipali, Korba on March 7, 2011. Another show cause notice dated March 9, 2011 has also been issued by the Department of Industrial Health and Safety against our Company and Mr. Ganesh Chandra Mrig alleging violation of sections 7A(1) and 7A(2)(c) of the Factories Act, 1948.

Compensation of ₹ 0.66 million has been paid by the sub contractor Padmaja Systems and Services Private Limited. However, no order has been passed in this regard.

Outstanding litigation and other proceedings initiated by our Company

Civil

1. Our Company v. Union of India through General Manager, South East Central Railways, Bilaspur and Others

Writ Petition No. 23848 of 2009 before the Madras High Court

Our Company has filed a writ petition in 2009 before the Madras High Court against the order dated January 27, 2009 passed by the Railway Rate Tribunal, No.5, Chennai in the Complaint No. 11/2005. The complaint was filed by our Company inter-*alia* to declare the charging of washed coal for the weight of CC+4 tonne as unreasonable and fix reasonable chargeable weight for the washed coal transportation. The Railway Rate Tribunal vide its order dated January 27, 2009 partially dismissed the complaint filed by our Company and *inter-alia* directed the refund of excess penal charges collected from our Company, failing which interest at the rate of 9% shall be levied on the said amount. Our Company has filed a writ petition against the order dated January 27, 2009 before the Madras High Court, which is currently pending.

2. Our Company v. Maharashtra State Power Generation Company Limited ("MSPGCL") and Others

Arbitration Appeals Nos. 15 and 16 of 2012 and Civil Appeal No. 6 of 2013

Our Company has filed appeal nos. 15 and 16 dated May 15, 2012 before the Bombay High Court Nagpur Bench at Nagpur against the order dated May 5, 2012 passed by the district judge, Nagpur rejecting our application for interim measures ("**Application**") under section 9 of the Arbitration and Conciliation Act, 1996 ("**Arbitration and Conciliation Act**"). The dispute arose out of the work order issued by MSPGCL to our Company for supply of washed coal, pursuant to which our Company had submitted bank guarantees of ₹ 379.70 million to MSPGCL as security deposit and performance/raw coal cost. MSPGCL, pursuant to letters dated January 17, 2012 and January 19, 2012 intimated our Company that they had decided to encash the bank guarantees for an amount ₹ 200.93 million with the further claims of about ₹ 72.26 million on account of concerns with the quality of coal supplied and non reconciliation of monthly statements of accounts. Pursuant to these letters, our Company filed an application restraining MSPGCL from invoking the aforesaid bank guarantees before the District Judge, Nagpur. The application was rejected by the District Judge, Nagpur pursuant to its order dated May 5, 2012. Our Company has now filed an appeal before the Bombay High Court, Nagpur Bench at Nagpur.

The arbitration appeal was dismissed by the Bombay High Court, Nagpur Bench pursuant to an order dated July 17, 2013. However, the interim stay imposed by the Bombay High Court on the order of the District Judge, Nagpur continued for a further period of four weeks. Our Company filed a review petition before the Bombay High Court, Nagpur Bench dated July 29, 2013. The Bombay High Court, Nagpur Bench, by way of its order dated January 17, 2014, rejected the review petition but continued the interim order for a further period of three weeks. Our Company filed a Special Leave Petition dated January 31, 2014 against the order of the Bombay High Court, Nagpur bench with the Supreme Court of India. The Supreme Court, by way of its order dated February 6, 2014, continued the interim order granted by Bombay High Court, Nagpur Bench and decided that the entire subject matter of the appeal itself which was filed before the High Court be decided in these proceedings. The matter is currently pending before the Supreme Court of India.

Our Company filed an arbitration application before the High Court of Bombay, Nagpur Bench, which, by way of its order dated March 12, 2014, appointed Justice A.P. Deshpande as the sole Arbitrator for conducting arbitration proceedings in these cases. Our Company has filed a claim before the arbitrator on September 6, 2014.

3. Our Company v. Karnataka Power Corporation Limited ("KPCL")

O.S. No. 25577 of 2012 before the City Civil Court Judge, Bangalore

Our Company has filed a civil suit dated March 28, 2012 against KPCL before the Court of City Civil Judge, Bangalore, under Section 26 read with Order VII Rules 1 and 2 of the Code of Civil Procedure, 1908 ("**CPC**") alleging non payment of amounts due under the agreement for supply of washed coal dated November 29, 2002 entered between the parties. Our Company has claimed an amount of ₹ 231.24 million, along with interest and costs. The matter is currently pending.

4. Our Company v. Gujarat Urja Vikas Nigam Limited ("GUVNL")

*Petition No. 1397 of 2014 before the Gujarat Electricity Regulatory Commission ("**GERC**")*

Our Company filed a petition on February 21, 2014 before GERC for the adjustment of electricity duty payable on auxiliary consumption from January 2012 under the Electricity Act read with the power purchase agreement dated February 26, 2007 ("**PPA**") due to a 'change in law' provision in the PPA. Our Company seeks reimbursement of ₹ 75.42 million along with interest for the period January 2012 to March 2013. By way of an order dated April 7, 2014 GERC admitted the petition. GUVNL has filed a reply and our Company has filed a rejoinder in reply. The matter is currently pending with the next hearing scheduled for October 4, 2014.

5. Our Company v. GUVNL and Others

Petition No. 1405 of 2014 before GERC

Our Company filed a petition on April 5, 2014 before GERC under the Electricity Act read with the PPA, for a refund of an amount of ₹ 52 million deducted by GUVNL from monthly invoices in relation to liquidated damages along with 18% interest from July 2012. By way of an order dated May 19, 2014, GERC admitted the petition. GUVNL has filed a reply and the matter is currently adjourned for our Company to file a rejoinder in reply. The next hearing is scheduled for October 4, 2014.

Certain past proceedings involving our Company

1. Case RC No. 124 2009 A0007 under section 120B, 420 and 406 of the IPC read with Section 13(2) read with section 13 (1) (d) of the PCA by the CBI

A case (RC 124 2009 A0007) under section 120B, 420 and, 406 of IPC and under section 13(2) read with section 13 (1) (d) of PCA was registered by the CBI Bhilai Branch against our Company and another for the alleged pilferage of coal reported in an article published in a local newspaper. The issue in the case pertained to the dispatch of beneficiated coal to Suratgarh power station of Rajasthan Rajya Vidyut Utpadan Nigam Limited ("**RRVUNL**") instead of dispatching the same to another power station of RRVUNL situated at Kota. Pursuant to the said case, a search was conducted at the Corporate Office of the Company on September 9, 2009 wherein, certain documents were seized by the CBI from our Company. A search list detailing the documents seized by the CBI was provided to the Company. As per the search list, the following documents were seized by the CBI:

a) Agreement between our Company and RRVUNL;
b) Correspondence letters between our Company, RRVUNL and SECL;
c) Copy of memorandum of understanding between our Company and SECL;
d) Copy of bills submitted by our Company to RRVUNL for Suratgarh and Kota power stations;

e) Copy of delivery orders and delivery chalan in respect of Kota power station;
f) Copy of ledger accounts in respect of Suratgarh and Kota power stations;
g) Copy of railway receipts in respect of Suratgarh and Kota power stations; and
h) Copy of delivery chalan and delivery orders in respect of Suratgarh power station.

A closure report was submitted by the CBI in relation to the above matter before the court of Special Judge (CBI) and 1st Additional Session Judge, Raipur, Chhattisgarh. The closure report was considered by the court and pursuant to an order dated August 24, 2011, the court accepted the closure report and, among other things, directed CBI to return the documents seized by them. CBI has returned to our Company the documents that were seized by them on September 9, 2009.

2. Compounding application dated May 24, 2011 filed with the Reserve Bank of India ("RBI") on May 25, 2011

Our Company by way of an application dated January 3, 2011, sought the approval of the Foreign Investment Promotion Board ("**FIPB**") for the subscription to 298,705 Equity Shares upon the conversion of 298,705 warrants by Pineridge. These warrants were issued by our Company to Pineridge, by way of a preferential allotment under the foreign direct investment route. On May 9, 2011, FIPB granted its ex-post facto approval for the issuance of 298,705 warrants and their subsequent conversion into Equity Shares on March 14, 2008. The FIPB approval was subject to compounding by the RBI. Accordingly, on May 24, 2011, our Company filed a compounding application with the RBI in accordance with the Foreign Exchange (Compounding Proceedings) Rules, 2000. The RBI, pursuant to its order dated November 11, 2011 has compounded the contraventions of the Foreign Exchange Management Act, 1999 ("**FEMA**") by our Company on payment of ₹ 1 million. Our Company has made the requisite payment to the RBI, and the matter has been disposed of.

3. Compounding order dated July 13, 2010 in Compounding application No. 16/279/2009-CLB before the Company Law Board, New Delhi Bench

Our Company failed to obtain prior approval of the Central Government before entering into contracts with related parties for the years 2002-03 to 2007-08 and April 1, 2008 to March 11, 2009 in violation of Section 297 of the Companies Act, 1956. A compounding fee of ₹ 1,000 for each year of default totalling to ₹ 7,000 was paid by each of our Company and Mr. Ganesh Chandra Mrig, who was the Managing Director of our Company at the time, pursuant to an order dated July 13, 2010 passed by the Company Law Board, New Delhi.

II. Litigation involving the Directors of our Company

A. Mr. Rudra Sen Sindhu

Civil

1. Contract Labour Act Case No. 169 of 2007

A prosecution report under section 23, 24 of the Contract Labour (Regulation and Abolition) Act, 1970 ("**CLRA**") was filed on June 29, 2007 before the Court of the Chief Judicial Magistrate, Dhanbad by the Labour Enforcement Officer (Centre) Katrasgarh against Sainik Mining and Allied Services Limited ("**SMASL**") and Mr. Rudra Sen Sindhu, (one of the Directors of our Company), in his capacity as director of SMASL. The Court of the Chief Judicial Magistrate took cognizance of the offence under the aforementioned sections and transferred the case to Ist Class Magistrate, Dhanbad for disposal in accordance with law and issued summons to Mr. Rudra Sen Sindhu to appear before the Ist Class Judicial Magistrate on August 1, 2007. As Mr. Rudra Sen Sindhu was not aware of the said proceeding he could not appear before the Court and due to the non-appearance, bailable warrants were issued against him. The matter is currently pending.

2. Writ Petition No. 12671 of 2012

Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and Sindhu Farms Private Limited ("**SFPL**"), and others have filed a writ petition against the Union of India and others before the Punjab and Haryana High Court challenging the acquisition of land owned by them, by the state government pursuant to its notifications dated November 11, 2010

and January 5, 2011. The High Court, pursuant to its order dated September 16, 2011 directed the state government to consider the prayer of Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and SFPL and others to regularization of several colonies and decide accordingly. The matter is currently pending.

3. Partition application No. 7

Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and SFPL filed a partition application no. 7 on October 19, 2010 under Land Revenue Act before Assistant Collector, Ist Grade Kalanaur, Rohtak, Haryana against Dharmo and others for partition of Khewat no. 98. The matter is currently pending.

4. Company Petition No. 11 of 2014 before the Orissa High Court, Cuttack

Mr. Rudra Sen Sindhu along with Mr. Kuldeep Singh Solanki filed an application under Sections 633(1) and 633(2) of the Companies Act, 1956, against the Union of India and others before the Orissa High Court challenging the inaction of the opposite parties in not allowing the directors to participate in the board of directors' meeting as per the articles of association of Kalinga Coal Mining Private Limited ("**KCMPL**") which is formed with SMASL, our Group Company, and Odisha Mining Corporation MC Ltd. (a Government of Odisha undertaking) ("**OMC**"). The joint venture ("**JV**") was incorporated on January 30, 2004 for development and operation of Utkal 'D' Coal Block in the State of Odisha. The JV agreement was terminated by OMC on September 27, 2012. This was challenged by SMASL vide writ petition 19139 of 2012. SMASL also filed writ petition no. 969 of 2013 and 16122 of 2013 for subsequent issues arising out of the termination. The non-conduct of the board meetings invites criminal prosecution against KCMPL and default against other officers and directors under the Companies Act, 1956. Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki prayed for the Court to direct the directors nominated by OMC to attend meetings of the board of directors or direct to Mr. Kuldeep Singh Solanki who is the chairman-cum-managing director of KCMPL to convene the board meeting by suspending the quorum prescribed under Article 127 of the articles of association or to grant relief under Section 633(2) of the Companies Act, 1956. The matter is currently pending.

5. Show Cause Notice dated April 24, 2014 issued by the Registrar of Companies

Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki received a notice issued by the Registrar of Companies dated April 24, 2014 for default under Section 159 read with Section 220 of the Companies Act, 1956. Mr. Rudra Sen Sindhu has, along with Mr. Kuldeep Singh Solanki, filed a Miscellaneous Application no. 14 of 2014 before the Orissa High Court to direct the Union of India and others, the RoC and other State machineries not to prosecute Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki till final disposal of company petition no. 11 of 2014. The matter is currently pending.

Securities laws

Mr. Rudra Sen Sindhu, one of the Directors of our Company was also a director on the board of Indus Portfolio Private Limited Company ("**IPPL**"), which is engaged in securities related business. An inquiry was conducted by Delhi Stock Exchange into the trading in scrip of Kinetic Capital Services Limited ("**Kinetic**") and Shubh International Limited ("**Shubh**"), wherein it was observed that IPPL had dealt with an unregistered broker in respect of the trading of the scrips of Kinetic and Shubh and failed to exercise due skill, care and diligence in the conduct of its business. IPPL had requested for a lenient view to be taken in the matter and SEBI, while taking a lenient view, vide its order dated November 29, 2001 warned IPPL to be careful in future.

***B.* Mr. Kuldeep Singh Solanki**

Labour

1. Enquiry by the Regional Provident Fund Commissioner

Mr. Kuldeep Solanki, in his capacity as an erstwhile director of Black Angels Security Services Private Limited, received a notice no. E/DL/28679/7A/C-IV/4047 dated March 10, 2011 from the Regional Provident Fund Commissioner enquiring the determination of provident fund dues in respect of the aforesaid company. The

Regional Provident Fund Commissioner has issued another notice no. E/DL/28679/7A/C-IV/3622, dated February 23, 2011 to Mr. Kuldeep Singh Solanki on the similar issue. The matters are currently pending.

2. Contract Labour Act Case No. 169 of 2007

A prosecution report under section 23, 24 of the CLRA was filed on June 29, 2007 before the Court of the Chief Judicial Magistrate, Dhanbad by the Labour Enforcement Officer (Centre) Katrasgarh against SMASL and Mr. Kuldeep Singh Solanki (one of the Directors of our Company), in his capacity as managing director of SMASL. The Court of the Chief Judicial Magistrate took cognizance of the offence under the aforementioned sections and transferred the case to Ist Class Magistrate, Dhanbad for disposal in accordance with law and issued summons to Mr. Kuldeep Singh Solanki to appear before the Ist Class Judicial Magistrate on August 1, 2007. As Mr. Kuldeep Singh Solanki was not aware of the said proceeding he could not appear before the Court and due to non-appearance, bailable warrants have been issued against him. The matter is currently pending.

3. Contract Labour Act Case No. 163 of 2008

A prosecution report under section 23, 24 of the CLRA was filed on May 27, 2008 before the Court of Chief Judicial Magistrate, Dhanbad by the Labour Enforcement Officer (Centre) Katrasgarh against SMASL and Mr. Kuldeep Singh Solanki (one of the Directors of our Company), in his capacity as a managing director of SMASL. The Court of the Chief Judicial Magistrate took cognizance of the offence under aforementioned sections and transferred the case to Ist Class Magistrate, Dhanbad for disposal in accordance with law and issued summons to Mr. Kuldeep Singh Solanki to appear before the Ist Class Magistrate on June 27, 2008. A bailable warrant was issued against Mr. Kuldeep Singh Solanki for not appearing before the Court and proceedings under section 82 of CPC were initiated. The matter is currently pending.

4. Company Petition No. 11 of 2014 before the Orissa High Court

Mr. Kuldeep Singh Solanki along with Mr. Rudra Sen Sindhu filed an application under Sections 633(1) and 633(2) of the Companies Act, 1956, against the Union of India and others before the Orissa High Court challenging the inaction of the opposite parties in not allowing the directors to participate in the board of directors' meeting as per the articles of association of KCMPL which is formed with SMASL and OMC. The JV was incorporated on January 30, 2004 for development and operation of Utkal 'D' Coal Block in the State of Odisha. The JV agreement was terminated by OMC on September 27, 2012. This was challenged by SMASL vide writ petition 19139 of 2012. SMASL also filed writ petition no. 969 of 2013 and 16122 of 2013 for subsequent issues arising out of the termination. The non-conduct of the board meetings invites criminal prosecution against KCMPL and default against other officers and directors under the Companies Act, 1956. Mr. Kuldeep Singh Solanki and Mr. Rudra Sen Sindhu pray for the Court to direct the directors nominated by OMC to attend meetings of the board of directors or direct to Mr. Kuldeep Singh Solanki who is the chairman-cum-managing director of KCMPL to convene the board meeting by suspending the quorum prescribed under Article 127 of the articles of association or to grant relief under Section 633(2) of the Companies Act, 1956. Mr. Kuldeep Singh Solanki has, along with Mr. Rudra Sen Sindhu, filed a Miscellanous Application before the Orissa High Court to direct the Union of India and others, the RoC and other State machineries not to prosecute Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki till the final disposal of company petition no. 11 of 2014. The matter is currently pending.

5. Show Cause Notice dated April 24, 2014 issued by the Registrar of Companies

Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki received a notice issued by the Registrar of Companies dated April 24, 2014 for default under Section 159 read with Section 220 of the Companies Act, 1956. Mr. Rudra Sen Sindhu has, along with Mr. Kuldeep Singh Solanki, filed a Miscellaneous Application no. 14 of 2014 before the Orissa High Court to direct the Union of India and others, the RoC and other State machineries not to prosecute Mr. Rudra Sen Sindhu and Mr. Kuldeep Singh Solanki till final disposal of company petition no. 11 of 2014. The matter is currently pending.

***C.* Mr. Vir Sen Sindhu**

1. Proceedings initiated by the CBI

A case (RC No. AC2-2010-A-0002) was registered by the CBI on May 25, 2010 under section 120B of the IPC read with section 7 and 12 of the PCA against Mr. M.P. Dixit, who was the Chairman cum Managing Director of SECL and certain other persons allegedly involved in receiving/giving illegal gratification. Our Company is not a party to this case, however, during the course of investigations against Mr. M.P. Dixit, the CBI questioned one of our Promoters, Mr. Vir Sen Sindhu and one of our employees, Mr. Naval Kishore and conducted searches at the Registered Office and Corporate Office of our Company for the alleged involvement in the payment of illegal gratification to the accused, Mr. M.P. Dixit of approximately ₹ 5 million. Mr Vir Sen Sindhu and Mr. Naval Kishore, vide separate orders dated October 20, 2010 were granted protection by the Special Judge, CBI, New Delhi wherein the learned judge stayed the arrest of Mr. Vir Sen Sindhu and Mr. Naval Kishore till January 31, 2011. Thereafter, vide order dated February 7, 2011 the court of Special Judge, CBI stayed the arrest of Mr. Vir Sen Sindhu and Mr. Naval Kishore till April 15, 2011 which was further been extended to August 18, 2011. Subsequently, pursuant to an order dated November 23, 2011, the court of Special Judge, CBI, granted anticipatory bail to Mr. Vir Sen Sindhu and Mr. Naval Kishore with the direction that, in the event of arrest, they be released on bail on furnishing personal bond of ₹ 50,000 with one surety of like amount subject to the following conditions:

a) They will not leave the country without the prior permission of the court;
b) They will join investigation or will appear before the court as and when directed; and
c) They will not tamper with the evidence in any manner.

The current status of the matter is that Mr. Vir Sen Sindhu and Mr. Naval Kishore have been granted anticipatory bail. Mr. Vir Sen Sindhu obtains the prior permission of the court before travelling abroad. Thus, pursuant to an order dated November 26, 2012, the Special Judge, CBI granted permission to Mr. Vir Sen Sindhu to travel to Japan between December 1, 2012 to January 20, 2013 subject to certain conditions. With regard to the case registered by the CBI (RC No. AC2-2010-A-0002) the Special Judge, CBI in the order dated November 26, 2012, observed that the charge sheet has been filed and the accused has not yet been summoned by the court; though the judge has not specified either who the accused are or against whom the charge sheet has been filed.

The CBI Court vide its order dated December 16, 2013 did not take cognizance of the matter as CBI failed to get required sanction from the Government for the prosecution of Sh. M.P. Dixit. The file has been consigned to record room with liberty to CBI to get it revived when sanction is received. The CBI Court also vide an order dated June 6, 2014, observing that although the charge sheet had been filed on December 31, 2011, Mr. Vir Sen Sindhu has not been arraigned as accused in such charge sheet, granted permission to Mr. Vir Sen Sindhu to travel abroad between June 10, 2014 to July 10, 2014, subject to compliance with the conditions stated in the order.

2. Securities Laws

Mr. Vir Sen Sindhu, Director of our Company was also a director on the board of IPPL which is engaged in the securities related business. An inquiry was conducted by Delhi Stock Exchange into the trading in scrip of Kinetic and Shubh, wherein it was observed that IPPL had dealt with an unregistered broker in respect of the trading of the scrips of Kintetic and Shubh and failed to exercise due skill, care and diligence in the conduct of its business. IPPL had requested for a lenient view to be taken in the matter and SEBI, while taking a lenient view, vide its order dated November 29, 2001 warned IPPL to be careful in the future.

Civil

1. Partition application No. 7

Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and SFPL filed a partition application no. 7 on October 19, 2010 under Land Revenue Act before Assistant Collector, Ist Grade Kalanaur, Rohtak, Haryana against Dharmo and others for partition of Khewat no. 98. The matter is currently pending.

Writ

1. Writ Petition No. 12671 of 2012

Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and SFPL, and others have filed a writ petition against the Union of India and others before the Punjab and Haryana High Court challenging the acquisition of land owned by them, by the state government pursuant to its notifications dated November 11, 2010 and January 5, 2011. The High Court, pursuant to its order dated September 16, 2011 directed the state government to consider the prayer of Mr. Rudra Sen Sindhu, Mr. Vir Sen Sindhu and SFPL to regularization of several colonies and decide accordingly.

***D.* Mr. Brij Behari Tandon**

Criminal

1. Birla Corporation Limited ("BCL")

Mr. Brij Behari Tandon, who is an Independent Director of our Company is also an independent director of BCL. A criminal complaint was filed against some directors of BCL including Mr. Brij Behari Tandon for the alleged commission of offences, including criminal breach of trust, and falsification of accounts, punishable under Sections 477A/409/406/120B of the IPC read with Section 58A(6)(b)/ 149(2A) /209(5) /211(8) /217(5) /221(4) /292(1)(b)/ 292A(11)/628/629A of the Companies Act, 1956, before the Chief Metropolitan Magistrate, Calcutta ("**CMM**") on June 1, 2010. The CMM after taking cognizance transferred the matter to the Metropolitan Magistrate, 10th Court, Calcutta and on June 3, 2010 process was issued against BCL and its directors. Challenging the order issuing process, a revision application was filed by one of the accused before the learned City Sessions Judge, Calcutta. The said revision application was allowed by an order dated February 28, 2011. The City Sessions Judge, Calcutta set aside the order issuing process and remanded the case back to the Magistrate for fresh consideration. On April 29, 2011, the Magistrate directed the concerned police station to investigate into the matter and submit a report. The police in its report stated, among other things, that the matter is of a civil nature and the report was forwarded to the Magistrate's court. The Magistrate, vide an order dated September 21, 2011, issued summons against the accused. One of the accused has filed a criminal revision application before the City Sessions Court. Pursuant to an order dated February 27, 2013 passed by the Additional District and Sessions Judge, the criminal revision application has been dismissed. Hearing in the matter is continuing.

Civil

1. VLS Finance Limited

A penalty of ₹ 25,000 was imposed by the adjudicating officer, SEBI on VLS Finance Limited for alleged violation of Regulations 6(1) and 6(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 1994 in the matter of acquisition of shares of Trackparts of India Ltd. vide order no. 107 dated September 5, 2001, which amount has been paid.

2. Corporate Debt Restructuring Proceedings

Dhampur Sugar Mills Limited ("**Dhampur**") (where Mr. Brij Behari Tandon is an independent director) had availed a lease facility of ₹ 73 million from Canara Bank for financing of certain equipments installed at its Rauzagaon unit. The aggregate amount of lease rentals payable was ₹ 93.82 million from March 1997 during a period of 84 months. The leasing transaction was restructured and the repayment period was extended from 2004 to 2008 with 12% rate of interest for the extended period. Dhampur started making payments to Canara Bank as per the restructured schedule and pursuant to the sale of the aforesaid unit, it offered a foreclosure of the leasing transaction which was also agreed by Canara Bank.

However, subsequently the same was declined by Canara Bank on June 24, 2006. The company continued to pay and made full payment in terms of restructured schedule. Dhampur and its directors were declared as willful defaulters by Canara Bank and their names were included in the willful defaulter list in May 2009. The Corporate Debt Restructuring Empowered Group vide its letter dated December18, 2009 instructed the Canara Bank to revoke its decision of declaring Dhampur and its directors as willful defaulters. Canara Bank has not implemented the directions issued by the Corporate Debt Restructuring Empowered Group for removing the name of Dhampur and its directors from the willful defaulters list. The matter is sub-judice before the Debt Recovery Tribunal, Lucknow.

Canara Bank has issued a letter dated December 20, 2013 to Dhampur communicating, amongst other things, submission of a report to the RBI for withdrawing the name of Dhampur and the names of its directors from the list of defaulters of RBI.

3. Birla Education Trust and Others v. BCL

Petition before the Company Law Board, Principal Bench, New Delhi

A petition has been filed against BCL, its directors and others in CLB, Principal Bench, New Delhi under the provisions of sections 235, 237, 247, 250, 397, 398, 402 and 403 of the Companies Act, 1956, on March 11, 2010 by Birla Education Trust and others. Birla Education Trust and others have alleged oppression and mismanagement in the affairs of BCL and have *inter-alia* sought interim relief by restraining the directors of BCL from acting as directors and exercise of voting rights in BCL *etc*. The Company Law Board, New Delhi vide its order dated February 9, 2011 has declined to grant interim relief. The final hearing in the petition has not yet commenced.

***E.* Mr. Niten Malhan**

1. Notice dated August 20, 2009 from the office of the Director General of Investigations and Registration

Mr. Niten Malhan has received a notice dated August 20, 2009 from the office of the Director General of Investigations and Registration ("**DGIR**") in relation to preliminary investigation into alleged unfair trade practices by Sintex Industries Limited ("**Sintex**") and for the provision of information required. Mr. Niten Malhan has, vide responses dated August 27, 2009 and August 31, 2009 filed with the DGIR, clarified that he had ceased to be a director on the board of Sintex on November 30, 2007, prior to the date on which the DGIR had sent the said notice. Subsequent to the said responses, Mr. Niten Malhan has not received any notice and/or response from the DGIR in this regard.

2. Industrial Bhavan (Worli) Limited v. Metropolis Healthcare Limited ("Metropolis") and its directors

Case No. 2530/2011 was initiated before the City Civil Court at Mumbai based on a complaint made by Industrial Bhavan (Worli) Limited ("**Complainant**") against the Metropolis Healthcare Limited ("**Metropolis**") and its directors (including Mr. Niten Malhan). The case arises out of the notices issued by the Brihanmumbai Municipal Corporation ("**BMC**") on March 11, 2003 and July 21, 2006 regarding the alleged demolition of the mezzanine floor of Industrial Bhavan and the issuance of a show cause notice asking for reasons for not pulling down/ demolishing the alleged unauthorized work being undertaken by Metropolis at Industrial Bhavan. Metropolis has filed a Notice of Motion before the City Civil Court on October 3, 2012 *inter alia* contending that the claim is barred by limitation and that Metropolis has obtained completion certificate for the said loft/ alleged mezzanine floor. The Complainant has in turn, filed its reply on January 16, 2013. BMC has also regularized the said loft / alleged mezzanine floor by way of its letter dated June 28, 2013. Metropolis filed a rejoinder before the City Civil Court on August 27, 2013. The Complainant is yet to file its reply to the rejoinder. The matter has currently been adjourned to November 27, 2014.

3. Industrial Bhavan (Worli) Limited v. Metropolis and its directors

Case No. 2531 of 2011 before the [≠] Civil Court at Mumbai

Case No. 2531/2011 was initiated before the City Civil Courts at Mumbai based on a complaint made by the Industrial Bhavan (Worli) Limited ("**Complainant**") against Metropolis and its directors (including Mr. Niten Malhan). The Complainant has alleged that Metropolis should not be permitted to use the premises at Industrial Bhavan as a pathological laboratory, since the plot is identified for usage as General Industries I-2 Zone (as defined under the Development Control Regulations for Greater Bombay, 1991). The Complainant has further alleged that Metropolis conducts its activities as a research laboratory and not as a pathological laboratory. Metropolis has filed a notice of motion on October 3, 2012 *inter alia* contending that the claim by the Complainant is barred by limitation and that Metropolis had obtained the change of user certification in 2001. The Complainant has in turn filed its reply on January 23, 2013. The notice of motion filed by Metropolis has been dismissed by the City Civil Court. Metropolis is currently proposing to file a civil revision application with the Hon'ble Bombay High Court.

***F*. Mr. Ramesh Shah**

Criminal

A criminal complaint was filed by Mr. Partap Singh, representative of Mr. Douglas Lapin, director of M/s. Jesse Corporation, against certain persons, including Mr. Ramesh Shah, who is an Independent Director of our Company alleging, amongst other things, violation of IPC including but not limited to criminal conspiracy, forgery, cheating, *etc*. By way of an order dated March 20, 2007 Mr. Ramesh Shah, amongst others, was charged under the applicable sections of the IPC by the Metropolitan Magistrate Court, New Delhi. The matter is currently pending before the Chief Metropolitan Magistrate Court, Saket Court, New Delhi.

III. Litigation involving our Subsidiaries

A. Kartikay Coal Washeries Private Limited ("KCWPL")

Outstanding litigation and proceedings initiated by KCWPL

Writ

1. KCWPL v. Union of India, State of Chhattisgarh, MCCPL and Others

Writ Petition No. 4000 of 2007 before the Chhattisgarh High Court

KCWPL has filed writ petition before the Chhattisgarh High Court on July 6, 2007 with respect to its application for allotment of 13 acres of land in District Korba, Chhattisgarh. KCWPL has contended that the application was initially processed and later stalled on account of an allotment of 37.91 acres of land by the State Government of Chhattisgarh to MCCPL and that the allotment of these 37.91 acres of land, by way of a lease deed, was undertaken without any public notice and public auction thereby depriving KCWPL of its right to participate in the allotment. KCWPL *inter-alia* has prayed for cancellation of the aforesaid lease deed and that appropriate directions be issued to the State Government of Chhattisgarh for allotment of the aforesaid 13 acres of land to KCWPL. This writ petition is currently pending.

2. KCWPL v. Godawari Power and Ispat Limited and Another

Writ Appeal No. 8423 of 2007

KCWPL has filed a writ appeal before the division bench of the Chhattisgarh High Court against the order of the single judge directing SECL to issue delivery orders and transit passes for monthly requirements of grade 'F' coal for Godavari iron/power plant through the washery owned by MCCPL. While SECL has filed a separate writ appeal (No. 267 of 2007) against the order of the single judge, KCWPL has been involved in this matter as an intervenor, on account of having claimed ownership over the land on which MCCPL has established the washery. The matter is currently pending.

3. MCCPL v. SECL and Another

Writ Petition no. 3094 of 2007 before the Chhattisgarh High Court

MCCPL had filed a writ petition before the Chhattisgarh High Court to direct SECL to deliver orders of up to 10 million metric tonnes of raw coal so that the same may be beneficiated by MCCPL. SECL has filed a reply to the petition explaining its reluctance in granting the delivery orders. According to SECL, there remains a question as to the title and allotment of MCCPL's washery land and the matter is in dispute in Civil Suit No. 90-A/2004 before the Civil Judge, Class II, District Korba. SECL has maintained that this petition is infructuous. Pending the disposal of this writ petition an application was moved by SECL before the Chhattisgarh High Court that they may be permitted to lease the land in favour of MCCPL.

KCWPL had, on June 12, 2007, filed an impleadment application to this writ petition on the grounds that it was also impleaded in Civil Suit No. 90-A/2004, and is interested in this piece of land as State Government of Chhattisgarh had earlier initiated process to allot this land to them and is also a subject matter of consideration of this writ petition. SECL has responded to the application as not maintainable on the grounds that since this writ petition itself is not maintainable, the impleadment to this writ petition is also not maintainable. MCCPL has also filed its reply and requested the Chhattisgarh High Court not to admit the impleadment application as the affect on KCWPL is indirect. The matter and the impleadment application filed therein are currently pending before the Chhattisgarh High Court.

B. Aryan Energy Private Limited ("AEPL")

Outstanding litigation and proceedings initiated against AEPL

Civil

Inquiry Proceedings against AEPL

A. Inquiry Proceedings before Justice V.P. Mohan Kumar, Inquiring Authority, in the matter of purchase of coal by KPCL and power transformers by Karnataka Power Transmission Corporation Limited ("KPTCL")

The Inquiring Authority was appointed vide Government of Karnataka's notification no. EN 125 PPC 2009 dated October 13, 2009 to inquire into the alleged irregularities in the matter of purchase of coal by KPCL and the purchase of power transformers by KPTCL. During the course of inquiry proceedings, the Inquiring Authority has issued a notice dated July 8, 2010 to AEPL in view of a writ petition filed by AEPL against KPCL before the Karnataka High Court wherein AEPL *inter-alia* prayed for quashing the tender notification dated May 11, 2009 issued by KPCL which was violative of the terms and conditions of the usage and disposal of coal rejects arising out of the coal washing agreement executed between the KPCL and AEPL. The inquiry is currently pending and AEPL has filed its statement before the Inquiring Authority. Final reports have been submitted by the Inquiring Authority and the matter is currently pending.

B. Chettinad Logistics Private Limited ("Chettinad") v. AEPL and Others

Writ petition No. 23925 of 2013 before the Andhra Pradesh High Court

Chettinad has filed a writ petition dated August 13, 2013 under Article 226 of Constitution of India alleging that certain clauses of E-Tender Specification No. E-03/CEG-II/SE (C&Fo) ES/03/2013-14 are illegal, arbitrary and in violation of Article 14 of the Constitution as they are structured in favour of AEPL and others. Chettinad, amongst other things, alleged that the subject tender was for transportation and supply of beneficiated coal to the Andhra Pradesh Power Generation Corporation Limited thermal power station for a period of five years, that the transportation component was the dominant and substantial part of the work, and that the tender conditions had been specified so as to convert the beneficiation/ washing of the coal into the main work and relegate transportation as an incidental component in order to remove competitive bidding. The Andhra Pradesh High Court, by way of its order dated October 1, 2013, dismissed the petition. Chettinad has filed a writ appeal no. 1750 of 2013 dated October 2013 before the Andhra Pradesh High Court. The matter is currently pending.

Taxation

Income Tax

1. Appeal before CIT Appeals

AEPL has filed an appeal before the CIT Appeals on January 13, 2007 against the assessment order dated November 20, 2006 passed by the DCIT, Circle-8 for the A.Y. 2004-05. The assessing officer had disallowed ₹ 2.54 million under section 40A(2)(b) of the I.T. Act being expenses paid by AEPL to related parties towards coal beneficiation expenses, transportation expenses and interest payment and also disallowed expenses of ₹ 0.51 million on ad-hoc

basis relating to coal sampling and repair and maintenance. The appeal is currently pending.

2. Appeal before CIT Appeals

AEPL has filed an appeal before the CIT Appeals on January 18, 2008 against the assessment order dated November 20, 2007 passed by the DCIT, Circle-8 for the A.Y. 2005-06. The assessing officer had disallowed ₹ 1.46 million under section 40A(2)(b) of the I.T. Act being expenses paid by AEPL to related parties towards repair and maintenance, transportation and loading and consultancy and professional charges; expenses of ₹ 0.26 million on ad-hoc basis relating to travelling expenses and vehicle running and maintenance; ₹ 0.02 million on account of delayed payment of contribution to provident fund; ₹ 0.002 million on account of interest on late deposit of TDS and ₹ 0.04 million on account of Diwali expenses. The appeal is currently pending.

Service Tax

Show cause notice Commissioner of Customs and Central Excise Hyderabad I Commissionerate

*CEA No. 25 of 2009 against the order of the Custom, Excise and Service Tax Appellate Tribunal ("**CESTAT**"), Bangalore before the Andhra Pradesh High Court, Hyderabad*

For the period September 10, 2004 to August 31, 2005, the Commissioner of Customs and Central Excise Hyderabad I Commissionerate issued a show cause notice dated December 6, 2005 *inter-alia* alleging that the activity carried out by AEPL was liable to service tax under the category of "business auxiliary services" and demanded a service tax of approximately ₹ 18.08 million along with interest from AEPL. The said show cause notice was adjudicated by the issuing authority and a demand of service tax of ₹ 18.08 million approximately plus interest thereon and equivalent amount of penalty was levied on AEPL. AEPL preferred an appeal no. ST/355/2006 before the CESTAT, Bangalore. The CESTAT, Bangalore vide its final order no. 624 of 2008 dated May 22, 2008 concluded that AEPL was liable to pay service tax from the period June 1, 2007 only under the category of mining services. Accordingly, Commissioner of Customs and Central Excise Hyderabad I Commissionerate has preferred an appeal being CEA no. 25 of 2009 against the order of CESTAT, Bangalore before the Andhra Pradesh High Court. The total amount involved in the said appeal is ₹ 18.08 million approximately plus penalty of the equivalent amount and the same is currently pending.

Outstanding litigation and proceedings initiated by AEPL

Civil

1. AEPL v. SECL, MCCPL and Others

Civil Suit No. 122A of 2007 before the Court of Civil Judge Class II District Korba, Chhattisgarh

AEPL had filed this suit before the Court of Civil Judge Class II District Korba, Chhattisgarh on August 25, 2007 with respect to its application to SECL for allotment of 10 acres of land on lease basis for the establishment of a coal washery at village Ratija which was necessary for the supply of clean coal to KPCL. The application was rejected by SECL on the grounds that a rapid expansion was proposed on the said land and SECL proposes to develop infrastructure for other projects on this land. However, pursuant to the rejection of AEPL's application, SECL intended to grant a lease of certain portions of the land sought by AEPL to MCCPL. AEPL has prayed *inter-alia* that SECL be directed to lease the disputed land to AEPL and not to MCCPL and has additionally requested for an ex-parte stay order on the establishment of the coal washery by MCCPL on the disputed land.

Pursuant to the order dated January 29, 2008 passed by the Supreme Court of India in Transfer Petition No. 813 of 2007 this case has been transferred to the Chhattisgarh High Court at Bilaspur and the same is currently pending.

2. AEPL v. KPCL

Writ Petition No. 16946 of 2009 before the Karnataka High Court, Bangalore

Pursuant to a tender floated by KPCL, AEPL was awarded a contract for setting up coal washeries for supply of washed coal and for the said purpose agreements dated February 4, 2002 and November 29, 2002 were executed between KPCL and AEPL. The said agreement *inter-alia* had provisions relating to rights and obligations in respect of the disposal of coal rejects generated after washing the agreed quantity of coal for KPCL. On May 2, 2008, KPCL unilaterally tried to amend the agreed terms of the contract in relation to the disposal of coal rejects, thereafter on May 11, 2009 KPCL issued a tender notification calling bids from various persons for purchase of coal rejects generated pursuant to the aforesaid agreement, which were to be property of AEPL under the agreement. AEPL has filed a writ petition no. 16946 of 2009 on June 19, 2009 which *inter-alia* prayed for the issuance of a writ of certiorari and for quashing the notification dated May 11, 2009 and the letter dated May 2, 2008 issued by KPCL trying unilaterally amending the agreed terms of the agreements dated February 4, 2002 and November 29, 2002. The writ petition is currently pending.

3. AEPL v. KPCL

Civil Suit O/S 4333 of 2012

AEPL has filed a suit (O/S 4333/2012) before the Court of City Civil Judge, Bangalore under section 26 read with order VII rule 1 and 2 of CPC alleging non-payment of amounts due from April, 2009 onwards, under the supply agreement dated November 29, 2002 entered into between the parties. AEPL has claimed an amount of ₹ 104.28 million along with interest at the rate of 18% per annum. The matter is currently pending.

4. AEPL v. KPCL

Civil Suit O/S 25444 of 2012

AEPL has filed a suit (O/S 25444 of 2012) before the Court of City Civil Judge, Bangalore, under section 26 read with order VII rules 1 and 2 of CPC alleging non-payment of amounts due from March, 2009 onwards, under the supply agreement dated February 4, 2002 entered into between the parties. AEPL has claimed an amount of ₹ 117.83 million along with interest at the rate of 18% per annum. The matter is currently pending.

5. AEPL v. KPCL

Civil Suit O/S 4223 of 2012

AEPL has filed a suit (O/S 4223 of 2012) before the Court of City Civil Judge, Bangalore, under section 26 read with order VII rule 1 and 2 of CPC alleging non-payment of amounts due from March, 2009 onwards, under the supply agreement dated November 29, 2002 entered into between the parties. AEPL has claimed an amount of ₹ 178.53 million along with interest at the rate of 18% per annum. The matter is currently pending.

6. AEPL v. Mahanadi Coalfields Limited ("MCL") and Others

Writ Petition No. 29426 of 2011 before the Orissa High Court, Cuttack

AEPL has filed a writ petition dated November 2, 2011 under Articles 226 and 227 of the Constitution of India challenging MCL for not permitting AEPL to place a sufficient number of vehicles in its Balram Mines so as to enable AEPL to lift the allotted quantity of coal as per the terms and conditions of the spot e-auction scheme 2007 floated by MCL for the sale of coal in July 2011 to achieve the contractual target set by September 24, 2011. In the petition, AEPL states that it has deposited ₹ 2 million and ₹ 7.2 million as earnest money deposit and as the balance amount of money towards the allotted quantity of coal respectively as per the prerequisites of the scheme. AEPL prays (i) to be permitted to place sufficient number of trucks to enable it to lift the balance quantity of coal; (ii) for directions to MCL not to forfeit the earnest money deposit deposited by AEPL for non-lifting of the balance quantity of coal resulting due to the restriction imposed by MCL; and (iii) other appropriate orders or directions. The matter is currently pending.

C. Aryan Clean Coal Technologies Private Limited ("ACCTPL")

Outstanding litigation and proceedings initiated against ACCTPL

Tax

1. Scrutiny assessment for A.Y. 2012-13

Show cause notice no. CE-20/IAR/Aryan/R-II/01/Re/2011/35 dated August 23, 2013 has been issued against ACCTPL by the Office of the Commissioner of Central Excise Commissionerate, Delhi-III stating that during the course of the audit for A.Y. 2009-10 it was observed that ACCTPL had not paid central excise duty of ₹ 9.73 million by way of under valuation of finished goods being supplied by it to its related/ interconnected units, being our Company, AEPL, Aryan Ispat & Power (Private) Limited, Global Coal and Mining Private Limited ("**GCMPL**"), Spectrum Coal and Power Limited ("**SCPL**"), KCWPL and, in doing so, did not follow the norms of valuation under the Central Excise Valuation (Determination of Price of Excisable Goods) Rules, 2000. The show cause notice alleges that ACCTPL has short paid dues of ₹ 0.56 million and this amount along with interest is recoverable from ACCTPL and ACCTPL is also liable for penal action under the Central Excise Rules, 2002 read with the Central Excise Act, 1944.

D. SCPL

Outstanding litigation and proceedings initiated against SCPL

Civil

1. MCCPL v. SCPL and Others

Transfer Petition No. 12 of 2010 before the Chhattisgarh High Court

MCCPL filed this transfer petition no. 12 of 2010 before the High Court of Chhattisgarh under section 24 read with section 151 of CPC for the transfer of civil suit no.8A/10 filed by SCPL against SECL and others. The aforementioned civil suit was filed by SCPL to refrain SECL from allotting the land in question to MCCPL which was leased to SCPL by SECL. The said civil suit was withdrawn by SCPL on February 9, 2011. As the civil suit no. 8A of 2010 filed before the High Court has been withdrawn, the transfer petition filed has become infructuous.

Tax

Income Tax

1. Notice received from Income Tax Department for the A.Y. 2004-05

SCPL has received a notice dated March 15, 2011 issued by the DCIT, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the I.T. Act. SCPL has filed a reply dated March 23, 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before ITAT against the assessment order dated December 27, 2006.The matter is currently pending.

2. Notice received from Income Tax Department for the A.Y. 2005-06

SCPL has received a notice dated March 15, 2011 issued by the DCIT, Circle 1(3), Mumbai initiating penalty proceeding under section 271(1) (c) of the I.T. Act . SCPL has filed a reply dated March 23, 2011 requesting to keep the penalty proceeding in abeyance since SCPL is in appeal before ITAT against the assessment order dated December 28, 2007. The matter is currently pending

3. SCPL v. DCIT, Circle 1(3), Mumbai before the CIT Appeals for the A.Y. 2000-01

SCPL has filed an appeal dated September 23, 2009 before the CIT Appeals – 2, Mumbai against the assessment order dated August 25, 2009 passed by DCIT – Circle 1(3), Mumbai under Section 143(3) read with section 254 of

the I.T. Act wherein the assessing officer has reduced the unabsorbed depreciation claim by ₹ 14.45 million. The CIT Appeals, by way of an order dated December 8, 2011, dismissed the appeal of SCPL finding no reason to interfere with the order of the assessing officer. SCPL has filed an appeal no. 1295/Mum/2012 on February 24, 2012 before the ITAT, Mumbai against the order of the CIT Appeals.

4. SCPL v. DCIT, Circle 1(3), Mumbai before CIT Appeals for the A.Y. 2000-01

SCPL has filed an appeal no. (3778/Mum-2010) dated May 11, 2010 before ITAT, Mumbai against the CIT Appeals – 2, Mumbai order dated February 22, 2010 where the CIT Appeals held the penalty appeal filed by SCPL is invalid as the said appeal was signed by the director of SCPL instead of its managing director. The ITAT, pursuant to its order dated November 21, 2011 remanded the matter back to the CIT Appeals for consideration. The amount involved in the appeal is ₹ 5.57 million and matter is currently pending.

SCPL was in appeal before the CIT Appeals – 2, Mumbai against the penalty levied by the DCIT, Circle 1(3), Mumbai vide penalty order dated August 31, 2009. The amount involved in the appeal is ₹ 5.57 million which has been deposited /adjusted against refunds due to SCPL and matter is currently pending before the CIT Appeals.

5. SCPL v. DCIT, Circle 1(3), Mumbai before ITAT Tribunal for the A.Y. 2001-02

SCPL has filed an appeal dated September 23, 2009 before CIT Appeals against the assessment order dated August 25, 2009 passed by DCIT – Circle 1(3), Mumbai under section 143(3) read with section 254 of the I.T. Act. The assessing officer has reduced the unabsorbed depreciation claim by ₹ 21.51 million. The CIT Appeals, pursuant to its order dated December 8, 2011, upheld the order of the DCIT. SCPL has filed an appeal before the ITAT. SCPL has filed an appeal (being no. 1296/Mum/2012 dated February 24, 2012) before the ITAT, Mumbai against the order of the CIT Appeals. The matter is currently pending before ITAT.

6. SCPL v. DCIT, Circle 1(3), Mumbai before CIT Appeals for the A.Y. 2001-02

SCPL had filed an appeal no. (3779/Mum-2010) dated May 11, 2010 before ITAT Mumbai against the CIT Appeals – 2, Mumbai order dated February 22, 2010. SCPL had filed an appeal before the CIT Appeal- Mumbai against the penalty levied by the DCIT, Circle 1(3), Mumbai vide penalty order dated August 31, 2009. The CIT Appeals vide its aforesaid order held the penalty appeal filed by SCPL is invalid since the same was signed by director instead of managing director of SCPL and dismissed the penalty appeal filed by SCPL. The ITAT, pursuant to its order dated November 21, 2011 has remanded the matter back to the CIT Appeals. The amount involved in the appeal is ₹ 8.51 million. The matter is currently pending.

7. SCPL v. DCIT, Circle 1(3), Mumbai before ITAT for the A.Y 2002-03

SCPL has filed an appeal no. (1075/Mum-2011) dated February 7, 2011 to ITAT, Mumbai against the CIT Appeals – 2, Mumbai order dated February 22, 2010. The CIT Appeals has held the appeal as invalid since the same was signed by director instead of managing director of SCPL and dismissed the appeal filed by SCPL. SCPL was in appeal before the CIT Appeals – 2, Mumbai against the assessment order dated August 25, 2009 passed by the DCIT, Circle 1(3), Mumbai under section 143(3) read with section 254 of the I.T. Act. The assessing officer has reduced the unabsorbed depreciation claim by ₹ 16.11 million and revised the set off of losses claimed in A.Y. 2002-03. Accordingly, a demand of ₹ 17.73 million was raised which has been deposited / adjusted against refunds due to SCPL. The amount involved in the appeal is ₹ 17.73 million and the matter is currently pending.

8. SCPL v. DCIT, Circle 1(3), Mumbai before CIT Appeals for the A.Y. 2002-03

SCPL has also filed an appeal before CIT Appeals on January 24, 2011 with condonation request to decide the appeal on merits. SCPL was in appeal before CIT Appeals – 2, Mumbai against the assessment order dated August 25, 2009 passed by DCIT, Circle 1(3), Mumbai under section 143(3) read with section 254 of the I.T. Act. The assessing officer has reduced the unabsorbed depreciation claim by ₹ 16.11 million and revised the set off of losses claimed in A.Y. 2002-2003. As a result, demand of ₹ 17.73 million was raised which has been deposited / adjusted against refunds due to SCPL. The amount involved in the appeal is ₹ 17.73 million and matter is currently pending.

9. SCPL v. DCIT, Circle 1(3), Mumbai before CIT (Appeals) for the A.Y. 2002-03

SCPL had filed an appeal no. (3780/Mum-2010) dated May 11, 2010 before ITAT, Mumbai against the CIT Appeals - 2 Mumbai order dated February 22, 2010. The CIT Appeals has held the penalty appeal as invalid since the same was signed by director instead of managing director and dismissed the penalty appeal filed by SCPL. SCPL was in appeal before the CIT Appeal-2 Mumbai against the penalty levied by the DCIT, Circle-I (3) Mumbai vide penalty order dated August 31, 2009. ITAT, pursuant to its order dated November 21, 2011, has remanded the matter back to the CIT Appeals. The amount involved in the appeal is ₹ 5.75 million and the matter is currently pending.

10. SCPL v. DCIT, Circle 1(3), Mumbai before the ITAT for the A.Y. 2004-05

SCPL has filed an appeal no. 1880/Mum-2010) dated March 10, 2010 before ITAT, Mumbai against the CIT Appeal, Mumbai order dated December 21, 2009. The CIT Appeals has upheld the additions made by the assessing officer i.e. ₹ 40 million of expenditure on technical know how; ₹ 9.09 million of depreciation disallowance; ₹ 4.63 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure and ₹ 9.3 million expenditure on lease rent treated as prior period. SCPL was in appeal before the CIT Appeals against the assessment order dated December 27, 2006 passed by DCIT, Circle 1(3), Mumbai. The matter is currently pending before ITAT.

11. SCPL v. DCIT, Circle 1(3), Mumbai before the ITAT for the A.Y. 2005-06

SCPL has filed an appeal no. 1881/Mum-2010 dated March 10, 2010 before ITAT, Mumbai against the CIT Appeals Mumbai order dated December 21, 2009 wherein the CIT Appeals upheld the additions ₹ 8.48 million being disallowance of depreciation, ₹ 4.82 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure; ₹ 39.2 million disallowance of non-compete fee. SCPL was in appeal before CIT Appeals against the assessment order dated December 28, 2007 passed by the DCIT, Circle 1(3), Mumbai. The amount involved in the appeal is ₹ 10.87 million which has already been adjusted against refunds due to SCPL. The appeal is currently pending before ITAT.

12. SCPL v. DCIT, Circle 1(3), Mumbai before the CIT Appeals for the A.Y. 2006-07

SCPL has filed an appeal dated January 20, 2009 before CIT Appeals – XXI, Mumbai against the assessment order dated December 24, 2008 passed by ACIT, Circle 1(3), Mumbai wherein the assessing officer has disallowed ₹ 2.84 million being depreciation disallowance and ₹ 4.80 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure. As a result of assessment order, a demand of ₹ 14.92 million was raised which has already been adjusted against refunds due to SCPL. The amount involved in the appeal is ₹ 14.92 million and matter is currently pending.

SCPL has filed an appeal before ITAT against the CIT Appeals order dated December 28, 2012 wherein the CIT Appeals has confirmed the addition made in the assessment order dated December 24, 2008 passed by the DCIT Tax, Circle 1(3), Mumbai. In the assessment order, the assessing officer has disallowed ₹ 2.84 million as depreciation and ₹ 4.80 million of expenditure on repair and maintenance on road and bridges as capital expenditure. As a result of assessment order, a demand of ₹ 14.92 million was raised which has been deposited / adjusted against refunds due to SCPL. The matter is currently pending.

SCPL has filed an appeal before CIT Appeals on January 11, 2012 against the assessment order passed under section 143(3) of the I.T. Act dated November 28, 2011 wherein the DCIT, Circle 1(3), Mumbai has disallowed a non compete fee of ₹ 20 million and a demand of ₹ 9.48 million has been raised. A sum of ₹ 7 million has been deposited to obtain a stay of balance demand.

The appeal has been withdrawn by SCPL. As a consequence, a demand of ₹ 0.28 million is payable.

13. SCPL v. DCIT, Circle 1(3), Mumbai before the CIT Appeals for the A.Y. 2007-08

SCPL has filed an appeal dated January 18, 2010 before CIT Appeals XXI, Mumbai against the assessment order dated December 14, 2009 passed by ACIT, Circle 1(3), Mumbai where in the assessing officer has made disallowances i.e. ₹ 1.5 million towards donations; ₹ 1.95 million towards disallowance of depreciation; ₹ 4.71 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure and ₹ 0.8 million towards late deposit of provident fund. As a result of the assessment order, a demand of ₹ 0.89 million was raised, which has already been adjusted against refunds due to SCPL.

By way of an order passed dated December 28, 2012, the CIT Appeals has confirmed the addition made in the assessment order dated December 14, 2009 passed by DCIT, Circle 1(3), New Delhi i.e. ₹ 1.95 million towards disallowance of depreciation; ₹ 4.71 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure. As a result of assessment order, a demand of ₹ 0.89 million was raised which has been deposited / adjusted against refunds due to SCPL. SCPL has filed an appeal against this order passed by the CIT Appeals. The matter is currently pending before ITAT.

14. Appeal before the Commissioner of Income Tax for the A.Y. 2008-09

SCPL has filed an appeal dated January 17, 2011 before CIT Appeals – 2, Mumbai against the assessment order dated December 20, 2010 passed by ACIT, Circle 1(3), Mumbai wherein the assessing officer has made disallowances i.e. ₹ 2.94 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure; ₹ 0.86 million towards late deposit of provident fund, disallowance of depreciation of ₹ 3.1 million and ₹ 8.64 million towards expenditure paid for loading and under loading. The amount involved in the appeal is ₹ 2.60 million and the matter is currently pending.

SCPL has filed an appeal before ITAT against the order passed by CIT Appeals – 2, Mumbai confirming the addition made by the assessing officer for ₹ 2.94 million of expenditure on repair and maintenance on road and bridges treated as capital expenditure. The amount involved in the appeal is ₹ 2.60 million which has been deposited / adjusted against refunds due to SCPL. The matter is currently pending before ITAT.

Service Tax

1. SCPL v. Commissioner of Central Excise before the Commissioner of Central Excise (Appeals)

SCPL has filed an appeal before the Commissioner of Central Excise (Appeals) against the order dated August 29, 2012 passed by the Additional Commissioner of Central Excise raising a demand of ₹ 2.01 million as service tax due under the category "Consulting Engineer's service", along with interest, a lumpsum penalty of ₹ 2.01 million and additional penalties of ₹ 200 per day, each commencing from the date of actual payment of outstanding amount of service tax, and for the period during which failure to pay service tax continues, starting with the first day after the due date till the date of actual payment of the outstanding amount of service tax.
The Commissioner of Central Excise and Customs (Appeals) passed an order dated September 10, 2013 upholding the amount of ₹ 2.01 million as service tax along with interest from the due date till actual date of payment, but waived the penalties under the Finance Act. The Commissioner of Customs, Central Excise & Service Tax, Raipur has filed an appeal dated December 9, 2013 before CESTAT, New Delhi against the order of September 10, 2013. The matter is currently pending.

2. Commissioner of Central Excise, Raipur ("CCE, Raipur") v. SCPL

The CCE, Raipur issued a notice dated April 18, 2012 against SCPL raising a demand of ₹ 122.53 million, along with interest and penalty, as service tax due for the period 2008-2011 in relation to services provided under the category of "Mining Service" and "Goods Transport Agency Service". SCPL submitted a reply dated February 8, 2013. Subsequently, the CCE, Raipur passed an order dated May 14, 2013 confirming the demand of ₹ 122.53 million, along with interest and penalty. SCPL has filed an appeal dated September 12, 2013 against the order of the CCE, Raipur dated May 14, 2013 before CESTAT, New Delhi.

3. Union of India, through CCE, Raipur v. SCPL

The Union of India, through CCE, Raipur has filed an appeal before the Chhattisgarh High Court against order dated

July 5, 2012 passed by CESTAT, New Delhi which held that the activities of SCPL did not fall within the category of 'business auxiliary service', and therefore, no service tax was leviable on them. The total amount involved in the appeal is ₹ 55.78 million. The matter is currently pending.

Outstanding litigation by SCPL

1. Arbitration

SCPL v. MSPGCL and Another

Arbitration Appeal No. 14 of 2012 and Civil Appeal No. 138 of 2013

SCPL filed an arbitration appeal (no. 14 of 2012) before the Bombay High Court, Nagpur Bench against the order passed by the District Judge, Nagpur, rejecting SCPL's application filed under section 9 of the Arbitration and Conciliation Act seeking interim protection for encashment of bank guarantees. The Bombay High Court, pursuant to its order dated May 15, 2012, imposed an interim stay on encashment of the bank guarantees. Subsequently, MSPGCL intimated SCPL, pursuant to a letter dated May 23, 2012, of its intention to invoke the bank guarantee. The bank guarantee provided to MSPGCL amounted to ₹ 114.97 million, which was invoked on June 4, 2012 along with the coal cost recovery and recovery against penalty amounting to ₹ 167.95 million.

The arbitration appeal was dismissed by the Bombay High Court, Nagpur Bench pursuant to an order dated July 17, 2013. However, the interim stay imposed by the Bombay High Court on the order of the District Judge, Nagpur was continued for a further period of four weeks. SCPL filed a review petition before the Bombay High Court, Nagpur Bench dated July 29, 2013. The Bombay High Court, Nagpur Bench, by way of its order dated January 17, 2014, rejected the review petition but continued the interim order for a further period of three weeks. The Company filed a Special Leave Petition dated January 31, 2014 against the order of the Bombay High Court, Nagpur Bench with the Supreme Court of India. The Supreme Court, by way of its order dated February 6, 2014, continued the interim order granted by Bombay High Court, Nagpur Bench and decided that the entire subject matter of the appeal itself which was filed before the High Court be decided in these proceedings. The matter is currently pending before the Supreme Court of India.

SCPL filed an arbitration application before the High Court of Bombay, Nagpur Bench, which by way of its order dated March 12, 2014, appointed Justice A.P. Deshpande as sole Arbitrator for conducting arbitration proceedings in all these cases. SCPL has filed a claim with the arbitrator on September 6, 2014.

2. SCPL v. Power Grid Corporation India Limited ("PGCIL")

*Petition no.MP/076 of 2014 before the Central Electricity Regulatory Commission, New Delhi ("**CERC**")*

SCPL has filed a petition dated April 22, 2014, to direct PGCIL to reduce long term open access ("**LTOA**") granted to SCPL from 60 MW to 30 MW and refund the excess transmission charges paid by SCPL to PGCIL in this regard from September 12, 2012 to August 28, 2013 (amounting to is ₹ 62.23 million) along with interest as per the Bulk Power Transmission Agreement ("**BPTA**") dated April 30, 2009 read with the Central Regulatory Commission (Grant of Connectivity, Long Term Access and Medium Term Open Access in Intra-State Transmission and Related Matters) Regulations, 2009.

At a hearing dated May 20, 2014 CERC directed to issue notice to PGCIL and also directed the parties on filing a reply and a rejoinder. At a hearing dated July 11, 2014 CERC, PGCIL has filed a reply. The matter is currently pending.

E. Aryan M.P. Power Generation Private Limited ("AMPPGPL")

1. AMPPGPL v. Jaiprakash Power Ventures Limited ("JPVL")

AMPPGPL has filed a petition dated June 28, 2012 before the Collector, District Sidhi, Madhya Pradesh alleging unauthorised erection of electricity poles by JPVL over its land in Musamudi Village, Sidhi, Madhya Pradesh. JPVL has filed a response dated July 4, 2012. The matter is currently pending.

2. AMPPGPL v. PGCIL and Another

Petition no. 69/MP/2014 before CERC

AMPPGPL has filed a petition dated April 7, 2014 for relinquishment of the LTOA under the BPTA dated February 24, 2010 under regulation 18 read with 32 of the Central Electricity Regulatory Commission (Grant of Connectivity, Long T Access and Medium Term Open Access in Inter-State Transmission and relating matters) Regulations, 2009 without any liability on AMPPGPL. Further, AMPPGCL prays for return of the bank guarantee dated February 23, 2010 for an amount of ₹ 561 million on behalf of AMPPGCL. At a hearing held on July 8, 2014, the parties were directed to file a reply and a rejoinder. PGCIL has filed a reply dated August 23, 2014. The matter is currently pending.

3. AMPPGPL v. CERC and Others

Appeal no. 211 of 2014 before the Appellate Tribunal for Electricity, New Delhi

AMPPGPL has filed an appeal under the Electricity Act before the Appellate Tribunal to set aside the order dated December 18, 2013 passed by CERC in case no. TT/ 289/2013, granting provisional tariff payable to PGCIL. AMPPGPL also prays for the tribunal to direct the Central Electricity Regulatory Commission to adjudicate the substantial petition of the appellant no. 69/MP/2014. The next hearing is scheduled for October 16, 2014.

F. TRN Energy Private Limited ("TRNEPL")

<u>Tax</u>

1. Scrutiny assessment for A.Y. 2012-13

Scrutiny assessment for the return of income submitted by TRNEPL for assessment year 2012-2013 has been fixed vide notice under Section 143(2) of the I.T. Act dated April 15, 2014 issued by ITO Ward 16(4), New Delhi.

2. Scrutiny assessment for A.Y. 2013-14

Scrutiny assessment for the return of income submitted by TRNEPL for assessment year 2013-2014 has been fixed pursuant to notice under Section 143(2) of the I.T. Act dated September 2, 2014 issued by ITO Ward 16(1), New Delhi.

G. ACB (India) Power Limited("ACBIPL")

1. CIT Appeals for the A.Y. 2011-12

ACBIPL has filed an appeal under Section 246A of the I.T. Act on April 28, 2014 in relation to an order dated March 29, 2014 with respect to assessment year 2011-2012, wherein it is alleged that the assessing officer has, erred in, amongst other things, disallowing a loss amounting to ₹ 7.5 million incurred by ACBIPL during the year under assessment.

2. Scrutiny assessment for A.Y. 2012-13

Scrutiny assessment for the return of income submitted by ACBIPL for assessment year 2012-2013 has been fixed pursuant to notice under Section 143(2) of the I.T. Act dated August 16, 2013 issued by Office of the DCIT / ACIT Company Circle 1(1).

IV. Litigation involving our Promoters

In addition to the cases disclosed under the section "*Outstanding Litigation and Material Developments – Litigation involving the Directors of our Company*" on page 435 of this Draft Red Herring Prospectus, the following are the outstanding cases involving our Promoters.

A. *Ganesh Chandra Mrig*

1. Show cause notice issued by Chief Factory Inspector

A notice under the Factories Act, 1948 has been issued by the Chief Factory Inspector, Bilaspur on March 9, 2011 after the accidental death of one of the labourers engaged in the setting up of 270 MW power plant in Kasaipali, Korba which occurred on March 7, 2011. The erection work for setting up the said power plant has been allotted to M/s. Cethar Vessels Private Limited, which had sub-let the same to M/s. Padamja System and Services Private Limited which employed the labourer.

2. Show cause notice issued by Deputy Manager, Industrial Health and Security Department, Bilaspur

The Company has also received a notice under the Workmen Compensation Act, 1923 from the Deputy Manager, Industrial Health and Security Department, Bilaspur for a sum of ₹ 0.66 million to be paid to the dependents of said labourer. The sub-contractor has deposited the compensation with the concerned authority, however, an order is yet to be passed in this regard.

3. Compounding order dated July 13, 2010 in Compounding Application No. 16/279/2009-CLB before the Company Law Board, New Delhi Bench

Our Company failed to obtain prior approval of the Central Government before entering into contracts with related parties for the years 2002-03 to 2007-08 and April 1, 2008 to March 11, 2009 in violation of Section 297 of the Companies Act, 1956. A compounding fee of ₹ 1,000 for each year of default totalling to ₹ 7,000 was paid by each of our Company and Mr. Ganesh Chandra Mrig, who was the Managing Director of our Company at the time, pursuant to an order dated July 13, 2010 passed by the Company Law Board, New Delhi.

V. Litigation involving our Group Companies

A. Sainik Finance & Industries Limited ("SFIL")

Outstanding litigations by SFIL

Criminal

SFIL has filed 1 case under section 138 of the Negotiable Instruments Act, 1881 ("**Negotiable Instruments Act**") before various courts. Total amount involved in these cases is ₹ 0.44 million and this case is currently pending.

Civil

1. SFIL v. Jitender Saini- Recovery suit before the Tis Hazari Court, Delhi

Suit No.319 of 1998 before the Tis Hazari Courts, Delhi

SFIL has filed a recovery suit on March 4, 1998 for ₹ 0.23 million against Mr. Jitender Saini, partner of M/s. Jai Durga Trading Co. The said sum was recoverable from Jitender Saini in respect of cement sold to his firm M/s. Jai Durga Trading Co. The matter is currently pending.

Securities Laws

In 2004 due to non-compliance with clause 41 of the Listing Agreement, the trading of securities of SFIL were suspended by BSE vide letter No. CRD/Sus/Intimation/Clause 51/530265. This suspension was revoked by BSE vide letter No. CRD/ GEN./2005/454 dated June 20, 2005.

B. Pragati Vanijaya Limited ("PVL")

Outstanding litigations filed against PVL

Tax

1. Appeal before ITAT, New Delhi for the A.Y. 2002-03

The Income Tax Department has filed an appeal before ITAT, Delhi, against the order of the CIT Appeals dated February 24, 2011. The Appellate Authority has deleted the addition of ₹ 1.13 million treated as unexplained investment under section 68 in the assessment order. The demand raised in this regard is ₹ 0.79 million and amount ₹ 0.33 million has been deposited in this regard. The matter is currently pending before the ITAT.

2. PVL v. ACIT, Circle-14(1), New Delhi before CIT- XVII, New Delhi for A.Y. 2003-04

Appeal No. 140074 of 2011 filed before the CIT Appeals-XVII

PVL filed an appeal no. 140074 dated January 17, 2011 before the CIT Appeals – XVII, New Delhi against the Assessment order dated December 23, 2010 passed by the ACIT, Circle, 14(1), New Delhi. The assessing officer made an addition of ₹ 1.12 million made under section 68 of the I.T. Act on account of share application money received. CIT Appeals, by way of its order dated June 27, 2014 has upheld the assessment order. PVL has filed an appeal before the ITAT against the order of the CIT Appeals. The demand of ₹ 0.80 million raised in this regard has not been paid and the appeal is currently pending before ITAT. The total amount involved in this appeal is ₹ 0.80 million. The matter is currently pending.

3. PVL v. ACIT, Circle-14(1), New Delhi before ITAT for A.Y. 2007-08

Appeal No. 193/Del-2011 of 2011 before the ITAT, Delhi

PVL filed an appeal no. 193/Del-2011 dated January 13, 2011 before ITAT against the CIT Appeals order dated November 1, 2010 wherein CIT Appeals has upheld the addition made by assessing officer vide its order dated November 30, 2009. The ACIT, Circle-14(1) vide assessment order dated November 30, 2009 had made addition ₹ 4.25 million being interest disallowance on the amount of share application money given by PVL. The matter is currently pending. Further, a penalty of ₹ 1.43 million was also imposed by the ACIT pursuant to an order dated March 28, 2012. PVL has filed an appeal before the CIT Appeals against the imposition of the penalty. The matter is currently pending.

4. PVL v. ACIT, Circle-14(1), New Delhi before ITAT for A.Y. 2008-09

PVL has filed an appeal before ITAT on April 21, 2011 against the CIT Appeals order dated February 23, 2011 wherein CIT Appeals has upheld the addition made by assessing officer vide its order dated November 15, 2010. The ACIT, Circle, 14(1) vide assessment order dated November 15, 2010 has disallowed ₹ 1.27 million under section 14A of the I.T. Act. The total amount involved in this appeal is ₹ 3.14 million, which has been deposited, and the matter is currently pending.

5. PVL v. ACIT, Circle- 14(1) before CIT Appeals- XVII, New Delhi for A.Y. 2011-12

PVL has filed an appeal before CIT Appeals-XVII in relation to an order dated October 28, 2013 wherein the assessing officer thereby raised a demand of ₹ 0.42 million. The matter is currently pending.

C. Bhandari Consultancy and Finance Limited ("BCFL") (renamed as Sindhu Trade Links Limited)

Securities Laws

In 2004 due to non compliance with clause 41 of the listing agreement, the BSE and DSE suspended trading in the securities of BCFL. This suspension was revoked by BSE and DSE vide their letter no. DCS/ COMP/ PR/ NM/ 190/ 2007-08 dated May 8, 2007 and letter no. DSE/LIST/8956/R/321 dated April 21, 2009, respectively.

C.1 Cases in the name of erstwhile Sindhu Trade Links Limited ("STLL")

Cases filed by STLL

Criminal

STLL has filed 35 cases under section 138 of Negotiable Instruments Act against various persons in different courts. The aggregate amount involved in these cases is ₹ 29.64 million. These cases are currently pending.

Cases filed against STLL

Tax

1. STLL v. DCIT, Circle 8(1), New Delhi before the CIT Appeals – XI, New Delhi for A.Y. 2009-10

Appeal No. 235/11-12 before the CIT Appeals – XI

STLL filed an appeal before ITAT against the CIT Appeals order confirming the disallowance of ₹ 9.97 lakh under Section 14A read with Rule 8D and ₹ 0.36 million representing 18% notional interest calculation on an advance of ₹ 2 million given against property. STLL filed an appeal dated January 13, 2012 before CIT Appeals against assessment order dated December 29, 2011, wherein the assessing officer has disallowed a sum of ₹ 0.99 million on account of disallowance under sections 14A, ₹ 7.27 million being unexplained investment under section 69 of the I.T. Act, 1961, and ₹ 0.72 million being interest disallowance on advance on land and share application money given and addition of ₹ 2.05 million on account of unmatured interest charges. A demand of ₹ 4.48 million was raised. STLL has filed an appeal against the order. The total amount involved in this appeal is ₹ 11.04 million and the matter is currently pending.

2. STLL v. DCIT, Circle 8(1), New Delhi before CIT Appeals – XI, New Delhi for A.Y. 2008-09

Appeal No. 253/10-11 of 2011 before the CIT– XI

STLL filed an appeal before ITAT, New Delhi against the CIT Appeals order confirming the disallowance of ₹ 1.287 million representing 18% notional interest calculation on an advance of ₹ 63.7 million given against property and ₹ 1.059 million on account of disallowance under Section 14A made by the assessing officer. STLL filed an appeal no. 253/10-11 dated January 28, 2011 before the CIT Appeals – XI, New Delhi against the assessment order dated December 20, 2010 passed by the ACIT, Range 8, New Delhi. The assessing officer has disallowed ₹ 15.70 million on account of deemed dividend under section 2(22)(e) of the I.T. Act; disallowance of ₹ 11.83 million of interest under section 36(1)(iii) of the I.T. Act; disallowance of ₹ 2.58 million being addition of unmatured interest charges; ₹ 2.84 million for investment in land and ₹ 1.06 million on account of disallowance under section 14A of the I.T. Act. Accordingly a demand of ₹ 15.37 million was raised. An amount totalling ₹ 6.56 million has already been deposited/adjusted. The matter is currently pending.

Search Operation

The search and survey proceedings under Section 132 and 133A of the I.T. Act were conducted on April 12, 2012 on the Aryan-Sainik Group and the proceedings of the same are in progress. In pursuance of this, the income for six A.Y.s preceding the previous year of search shall be assessed and re-assessed. Further, following the search, assessment or reassessment proceedings relating to six A.Y.s pending on the date of search, shall abate.

C.2 Cases involving erstwhile Garuda Imaging & Diagnostic Private Limited ("GIDPL")

Cases filed against GIDPL

Tax

1. GIDPL v. Commissioner of Income Tax("CIT")–IV, Delhi before the Delhi High Court and ITAT, Delhi, for A.Y. 2006-07

Appeal No. 325/11-12 before CIT Appeals – XV, New Delhi

The assessment proceedings was completed vide assessment order dated December 29, 2008 wherein additions of ₹ 1.71 million on account of disallowance under Section 14A, ₹ 0.25 million on account of disallowance of STT expenditure and ₹ 16,985 on account of deferred revenue expenditure was made by ACIT, Range 12, New Delhi. An order under Section 263 of the I.T. Act was passed proposing fresh assessment with the reason that the income earned due to sale of shares shall be treated as business income instead of short term capital gain as declared in the income tax return filed by GIDPL. GIDPL filed an appeal dated December 28, 2010 before ITAT against the order under Section 263 of the I.T. Act proposing fresh assessment. ITAT vide order dated March 23, 2012, dismissed the appeal thereby upholding the decision of ACIT of setting aside the case for fresh assessment.

The assessing officer has passed an assessment order under section 143(3) read with section 263, dated December 16, 2011, treating the short term capital gain of GIDPL as business income and thereby raising a demand of ₹ 8.37 million. GIDPL has filed an appeal against the order and the proceedings are pending in this regard.

2. GIDPL vs ACIT, Circle 12 (1), New Delhi for A.Y. 2006-07

STLL has filed a miscellaneous application on October 22, 2012 before ITAT to review the ITAT judgment delivered in view of the facts that certain relevant and important aspects have escaped the attention of ITAT members while delivering the verdict which has resulted in adverse order and great prejudice to GIDPL. The matter is currently pending before ITAT.

Assessment proceedings for A.Y. 2006-07 pursuant to ITAT Directions.

The original assessment proceedings was completed vide assessment order dated December 29, 2008 wherein additions of ₹ 1.71 million on account of disallowance under Section 14A, ₹ 0.25 million on account of disallowance of STT expenditure and ₹ 16,985 on account of deferred revenue expenditure was made by ACIT, Range 12, New Delhi. On further appeal, the CIT Appeals has allowed the appeal of the assessee company by restricting the disallowance under Section 14A to ₹ 0.11 million. The appellate order has been challenged before ITAT and the ITAT has given directions of setting aside the original assessment of making disallowance under Section 14A and has restored the matter to the assessing officer to hear the matter anew. The matter is currently pending.

Search Operation

The search and survey proceedings under Section 132 and 133A of I.T. Act were conducted on April 12, 2012 on the Aryan-Sainik Group and the proceedings of the same are in progress. In pursuance of this, the income for six A.Y.s preceding the previous year of search shall be assessed and re-assessed. Further, following the search, assessment or reassessment proceedings relating to six assessment years pending on the date of search shall abate.

C.3 Erstwhile Sindhu Holdings Limited ("SHL")

Cases filed against SHL

Tax

DCIT, Circle 8(1), New Delhi v. SHL before ITAT, New Delhi for A.Y. 2008-09

SHL filed an appeal no. 262/10-11 before the CIT Appeals – XI, New Delhi on January 31, 2011 against the assessment order dated December 30, 2010 passed by the DCIT, Circle 8(1), New Delhi. The assessing officer had disallowed interest under section 36(1)(iii) of the I.T. Act of ₹ 0.134 million; ₹ 27 million on account of deemed dividend under section 2(22)(e) of the I.T. Act and ₹ 0.10 million on account of disallowance under section 14A of the I.T. Act. Accordingly a demand of ₹ 12.38 million was raised. The CIT Appeals, pursuant to its order dated March 14, 2012 deleted the addition made by the assessing officer. The DCIT has filed an appeal before the ITAT. The matter is currently pending.

Search Operations

The search and survey proceedings under Section 132 and 133A of the I.T. Act were conducted on April 12, 2012 on the Aryan-Sainik Group and the proceedings of the same are in progress. In pursuance of this, the income for six A.Y.s preceding the previous year of search shall be assessed and re-assessed. Further, following the search, assessment or reassessment proceedings relating to six A.Y.s pending on the date of search shall abate.

Cases filed by SHL

SHL has filed four cases under section 138 of the Negotiable Instrument Act before various courts. The total amount involved in these cases is ₹ 0.12 million and these matters are currently pending.

C.4 ***Uttaranchal Finance Limited***

Due to non compliance with the provisions of the listing agreement, the Delhi Stock Exchange vide its order dated May 6, 2002 suspended trading in the securities of Uttaranchal Finance Limited. However, this suspension was revoked by Delhi Stock Exchange vide letter no. DSE/LIST/8267/R/323 dated April 21, 2009.

C.5 ***Parnami Habitat Developers Limited ("PHDL")***

1. Non compliance with listing agreement

Due to non compliance with the listing agreement, the Delhi Stock Exchange suspended the trading in the securities of PHDL. This suspension was revoked by DSE vide letter no. DSE/LIST/9383/R/322 dated April 21, 2009.

D. SMASL

Cases filed against SMASL

Labour

1. Labour Enforcement Officer (Central) v. SMASL before Judicial Magistrate, Dhanbad

Case No. 169 of 2007 before Chief Judicial Magistrate, Dhanbad

A prosecution report under section 23 and 24 of the CLRA was filed by the Labour Enforcement Officer (Central), Katrasgarh against SMASL with the Chief Judicial Magistrate, Dhanbad for the alleged violation of the provisions of CLRA. The matter was transferred to the court of Ist Class Judicial Magistrate, Dhanbad for disposal in accordance with law. Summons for appearance were issued to Mr. Rudra Sen Sindhu and Kuldeep Singh Solanki. The matter is currently pending.

2. Labour Enforcement Officer (Central) v. SMASL before Judicial Magistrate, Dhanbad

Case No. 163 of 2008 was registered before the Chief Judicial Magistrate, Dhanbad

A prosecution report under section 23 and 24 of the CLRA was filed by the Labour Enforcement Officer (Central), Katrasgarh against SMASL with the Chief Judicial Magistrate, Dhanbad for the alleged violation of the provisions of CLRA. The matter was transferred to the court of Ist Class Judicial Magistrate, Dhanbad for disposal in accordance with law. Summons for appearance was issued to Mr. Kuldeep Singh Solanki. The matter is currently pending.

Income Tax

Notice from the DCIT, Tax Circle 7(1), New Delhi for rectification of assessment order for A.Y. 2004-05

SMASL has received a notice under section 154 and 155 of the I.T. Act dated March 3, 2011 issued by the DCIT Circle 7(1), New Delhi. The assessing officer has proposed to amend the assessment order dated December 22, 2006 by treating ₹ 0.50 million as income being late deposit of employees contributions to provident fund. The amount involved in this matter is ₹ 0.18 million. SMASL has filed a reply against the above said notice.

Search operation

Search/survey proceedings under Sections 132 and 133A of the I.T. Act were conducted on April 12, 2012 on SMASL and the proceedings of the same are in progress. In pursuance of these, the income for six assessment years proceeding the previous year of search shall be assessed and re-assessed. Further, following the search, assessment or reassessment proceedings relating to six assessment years pending the on the date of search, shall abate.

Service Tax

1. ***Show Cause Notice from the Commissioner of Central Excise and Service Tax v. SMASL for service tax recovery***

A show cause notice no. DGCEI/MZU/I&IS/D"/30-135/06/1866 dated February 12, 2007 was issued by Additional DG, DGCEI, Mumbai pertaining to recovery of service tax amounting to ₹ 5.80 million (excluding interest and penalty, if any) chargeable on cargo handling services provided during the period November 25, 2002 to October 31, 2006. The matter was referred for adjudication. SMASL has filed its reply on March 16, 2009 with Commissioner of Central Excise. The amount involved in this matter is ₹ 5.80 million and the matter is currently pending.

2. ***Show cause notice dated October 12, 2007***

A show cause notice no. V(15)12/S.Tax/Adj/BBSR-II,2007/17793 dated October 12, 2007 was issued by Commissioner, Bhubaneshwar pertaining to recovery of service tax amounting to ₹ 18 million (excluding interest and penalty, if any) chargeable on site formation services and cargo handling services provided during the period April 1, 2006 to December 31, 2006. SMASL has filed its reply on November 3, 2007 with Commissioner, Bhubaneshwar. The amount involved in this matter is ₹ 18 million and the matter is currently pending.

3. ***Show cause notice dated April 20, 2009***

A show cause notice no. IV (4)/19/S.Tax/Adjn/B-I.2009/1353A dated April 20, 2009 was issued by Additional Commissioner, Bhubaneshwar pertaining to recovery of service tax amounting to ₹ 1.58 million (excluding interest and penalty, if any) chargeable on mining services provided during the period April 1, 2007 to March 31, 2008. SMASL has filed its reply on August 11, 2009 with Commissioner, Bhubaneshwar. The Additional Commissioner, pursuant to its order dated December 22, 2011 reduced the demand to ₹ 1.53 million under the Finance Act, along with interest and a penalty of ₹ 1,000 under section 77 of the Act for contravention of section 67 of the Act. SMASL has filed an appeal dated April 9, 2012 before the Commissioner (Appeals), Bhubaneshwar. The appeal was rejected by the Commissioner (Appeals), Bhubaneshwar vide order dated October 1, 2013, upholding the findings of the original order dated December 22, 2011. SMASL filed an appeal and stay petition for unconditional stay before CESTAT, Kolkata on December 30, 2013. The matter is currently pending.

4. ***Show Cause Notice dated September 28, 2010***

A show cause notice no. DL/ST/AE/SMASL/07/05/PT/28364 dated September 28, 2010 was issued by Commissioner of Service Tax, New Delhi pertaining to recovery of service tax amounting to ₹ 10.32 million (excluding interest and penalty, if any) chargeable on site formation services provided during the period June 16, 2005 to March 21, 2008. SMASL has filed its reply on December 23, 2010. The Commissioner vide order no. 01/ST/SRB/2014 dated January 2, 2014 revised the service tax liability to ₹ 2.34 million after the noticee received ₹ 21.3 million between June 6, 2007 and March 21, 2008. The Commissioner ordered a recovery of interest at appropriate rate on the tax short paid / not paid by SMASL, imposed a penalty of ₹ 10,000 on SMASL under the Finance Act in as much as they failed to correctly assess & discharge their Service tax liability; imposed a penalty of ₹ 2.34 million on SMASL under the Finance Act, 1994, for non payment/short payment of service tax on the said services as stated herein above. The Commissioner dropped the proceedings initiated by SMASL pursuant to penalty. SMASL has filed an appeal against the order before the Customs, Excise and Service Tax Appellate Tribunal on April 3, 2014. The matter is currently pending.

5. SMASL v. Commissioner of Central Excise and Service Tax before the CESTAT, Kolkata

SMASL filed an appeal on July 2, 2007 before the CESTAT, Kolkata under the Finance Act against the order passed by the Commissioner of Central Excise and Service Tax with respect to show cause notice No.-C.N. V(15)S.Tax/Adj./BSSR-II/2006/7439A dated May 24, 2006 pertaining to recovery of service tax amounting to ₹ 12.85 million (excluding interest and penalty if any) chargeable on cargo handling services provided during the period August 16, 2002 to January 31, 2006. The CESTAT, Kolkata has set aside the order of the Commissioner of Central Excise and Service Tax vide its order dated June 26, 2008 and remanded back the matter for re-adjudication to the Commissioner of Central Excise and Service Tax. The matter is currently pending for re-adjudication.

6. SMASL v. Commissioner of Central Excise and Service Tax before the CESTAT, Kolkata

CESTAT STA No. 91 of 2008

SMASL filed an appeal CESTAT STA no. 91 of 2008 on June 7, 2008 before the CESTAT, Kolkata under the Finance Act against the order passed by the Commissioner of Central Excise and Service Tax with respect to show cause notice no.-DGCEI.F.No.379/KZU./KOL/JSR/Gr.C/06/8576 dated November 23, 2006 pertaining to recovery of service tax amounting to ₹ 2.56 million (excluding interest and penalty, if any) chargeable on cargo handling / business auxiliary services provided during the period August 16, 2002 to April 11, 2006. The CESTAT, Kolkata had granted a waiver of the pre-deposit and admitted the appeal. The matter is currently pending.

7. SMASL v. Commissioner of Central Excise and Service Tax before the CESTAT, Kolkata

CESTAT STA No. 39 of 2009

SMASL filed an appeal CESTAT STA no. 39 of 2009 on March 4, 2009 before the CESTAT, Kolkata under the Finance Act against the order passed by the Commissioner of Central Excise and Service Tax with respect to show cause notice no.-DGCEI. F. No .393 /KZU./ KOL / JSR /Gr.C/ 06/ 9144 dated December, 13 2006 pertaining to recovery of service tax amounting to ₹ 16.07 million (excluding interest and penalty if any) chargeable on business auxiliary and site formation and clearance services provided during the period June 16, 2005 to September 30, 2006. The demand of ₹ 16.07 million has already been deposited. The matter is currently pending.

8. SMASL v. Commissioner of Central Excise and Service Tax before the CESTAT, Kolkata

CESTAT STA No. 184 of 2008

SMASL filed an appeal CESTAT STA no. 184 of 2008 on October 30, 2008 before the CESTAT, Kolkata under the Finance Act against the order passed by the Commissioner of Central Excise and Service Tax with respect to show cause notice no.-IV(15)/11.S.Tax/Adj/BBSR-II,2007/16118A dated September, 18, 2007 pertaining to recovery of Service Tax amounting to ₹ 6.40 million (excluding interest and penalty, if any) chargeable on cargo handling services provided during the period August 1, 2005 to December 31, 2006. The demand of ₹ 3.46 million has already been deposited. Subsequently, SMASL has also deposited ₹ 1.1 million. The matter is currently pending.

9. SMASL v. Commissioner of Central Excise and Service Tax before the CESTAT, Kolkata

CESTAT STA No. 90 of 2010

SMASL filed an appeal CESTAT STA no. 90 of 2010 on March 29, 2010 before the CESTAT, Kolkata under the Finance Act against the order passed by the Joint Commissioner of Central Excise and Service Tax with respect to show cause notice no.-IV(4)57.S.Tax/B-I/07/26605A dated October, 22, 2007 pertaining to recovery of service tax amounting to ₹ 0.5 million (excluding interest and penalty, if any) chargeable on cargo handling services provided during the period August 16, 2002 to March 31, 2007. The demand of ₹ 0.5 million has already been deposited. The matter is currently pending.

10. SMASL v. CCE, Raipur before the CESTAT, New Delhi

SMASL filed an appeal on August 23, 2012 before the CESTAT, New Delhi under the Finance Act against the order in original No. Commissioner / RPR/81/2008 passed by CCE, Raipur on September 25, 2008 with respect to show cause dated March 4, 2008 issued by the Directorate General of Central Excise Intelligence ("**DGCEI**"), Mumbai and pertaining to recovery of service tax amounting to ₹ 10.56 million inclusive of cess but excluding interest and penalty if any chargeable on site formation and clearance services provided during the period July 1, 2005 to May 31, 2006. CESTAT admitted the appeal. The matter is currently pending.

Writ

1. Puran Chandra Shahu v. Union of India before the Supreme Court of India

Writ Petition (Civil) No.429 of 2012 before the Supreme Court of India

Mr. Puran Chandra Shahu has filed a writ petition before the Supreme Court of India against the Union of India. SMASL is one of the respondents. Mr. Puran Chandra Shahu has challenged the nature of joint venture agreement entered into on December 29, 2003 between SMASL and OMC for development of Utkal 'D' block through the joint venture company, KCMPL. Mr. Puran Chandra Shahu has prayed for de-allocation of coal block and an inquiry from the CBI. The matter is currently pending.

2. KRR Infra Project Private Limited v. Northern Coalfields Limited and Others

Writ Petition No. 14048 of 2012 before the Madhya Pradesh High Court

KRR Infra Project Private Limited has filed a writ petition no. 14048/2012 before the High Court of Madhya Pradesh, Jabalpur against Northern Coalfields Limited, SMASL & others for issue of a direction directing Northern Coalfields Limited to *inter alia* return the amount of ₹ 5 million as forfeited bank guarantee. SMASL has filed a reply stating that it is concerned only with the Jayant open caste project in the above said writ petition. The matter is currently pending.

Cases filed by SMASL

Writ

1. MCL v. SMASL before the Supreme Court of India

SLP (Civil) 15500 of 2011 before the Supreme Court of India

SMASL filed writ petitions nos. 22745/2010 and 23378/2010 before Orissa High Court under article 226/227 of the Constitution of India challenging the approval order dated December 8, 2010 regarding the recovery of the excess payment from coal transport contract awarded for the works under NIT 240 dated March 7, 2002 and tender 372

dated October 18, 2005 wherein MCL reduced the distance from 9-10 kilometres to 8-9 kilometres thereby reducing the rate. The Orissa High Court decided the matters in our favour pursuant to its orders dated February 25, 2011. MCL has now filed an appeal before the Supreme Court of India. The amount involved in these cases is ₹ 2.79 million and ₹ 14.85 million respectively. The matter is currently pending.

2. SMASL v. MCL

Writ Petition No. 6555 of 2012 before the Orissa High Court

SMASL has filed a writ petition no. 6555/2012 before the Orissa High Court under article 226/227 of the Constitution of India challenging the approval order dated January 7, 2008 issued by MCL wherein MCL has allegedly arbitrarily decided that the condition of price fall price will apply to extension proposal. SMASL has also challenged letter dated February 26, 2009 issued by MCL directing SMASL to deposit an amount of ₹ 18.45 million as penalty for shortfall price fall penalty, short fall penalty, and diesel escalation. SMASL has alleged that the same beyond the scope of the contract awarded for the works for extraction and transfer of coal/coal measure strata. The matter is currently pending.

3. SMASL v. MCL

Writ Petition No. 946 of 2012 before the Orissa High Court

SMASL has filed a writ petition no. 946/2012 before the Orissa High Court under article 226/227 of the Constitution of India challenging the legality of the tender dated April 13, 2009 issued by MCL for extraction and transfer of coal/coal measure strata. MCL alleged that the quantity of cutting and transportation of coal was mismatched. SMASL has prayed the Court from restraining MCL from deducting any penalty from the bills for short fall in the target per day since this was on account of non-clearance of face to make fresh room/ space for cutting. The matter is currently pending.

4. SMASL v. MCL

Writ Petition No.1519 of 2012 before the Orissa High Court

SMASL has filed a writ petition no. 1519/2012 before the Orissa High Court under article 226/227 of the Constitution of India challenging letter dated December 31, 2011 issued by MCL, IB Valley Area, wherein MCL allegedly disposed of certain representations explaining the reasons behind non achievement of the target per day of extraction and transfer of coal/coal measure strata made by SMASL in a mechanical manner without considering the representations made by SMASL. MCL has withheld an amount of ₹ 45.80 million. SMASL has sought a direction to restrain MCL from deducting any penalty from the withhold amount for short fall in TPD. The Orissa High Court pursuant to its order dated February 8, 2012 stayed recovery of penalty and issued notices to the MCL. The matter is currently pending.

5. SMASL v. MCL

Writ Petition No.10193 of 2012 before the Orissa High Court

SMASL has filed a writ petition no. 10193/2012 before the Orissa High Court under article 226/227 of the Constitution of India challenging the legality of the tender dated July 26, 2006 issued by MCL for extraction and transfer of coal/coal measure strata by deploying surface miner on hiring basis at Basundhara OCP, B-G Area. MCL, pursuant to its letter dated April 17, 2012 alleged that the quantity of cutting and transportation of coal was mismatched and imposed a penalty of ₹ 7.32 million. The Orissa High Court, pursuant to its order dated June 11, 2012 issued notices to the MCL. The matter is currently pending.

6. SMASL v. MCL

Writ Petition No.1035 of 2009 and Misc. Case No. 812/2009 before the Orissa High Court

SMASL has filed a writ petition no. 1035/2009 & misc. case no. 842/2009 before the Orissa High Court under article 226/227 of the Constitution of India challenging the forfeiture of ₹ 3.33 million as earnest money deposited in respect of tender dated March 25, 2008 for the work of hiring of excavators, tippers/dumpers, drills and dozers for removal of all types of materials in the overburden including its drilling, excavation, loading, transportation, dumping, spreading and dozing at specified places as per instructions of the project management for exposure of coal at Balram, OCP of Hingula Area pursuant to letter dated January 3, 2009. The Orissa High Court, pursuant to its order dated January 29, 2009 stayed the forfeiture of earnest money deposited till further orders. The matter is currently pending.

7. SMASL v. OMC

Writ Petition (Civil) No.19139 of 2012 before the Orissa High Court

SMASL has filed a writ petition before the Orissa High Court, Cuttack, alleging arbitrary and illegal action on part of OMC in terminating the joint venture agreement entered into on December 29, 2003 between SMASL and OMC for development of Utkal 'D' coal block at Talcher. The matter is currently pending.

8. SMASL v. OMC and Others

Writ Petition (Civil) No. 16122 of 2013 before the Orissa High Court

SMASL has filed a writ petition dated July 17, 2013 under article 226/227 of the Constitution of India before the Orissa High Court, Cuttack, alleging arbitrary and illegal action of the State of Odisha, Department of Steel and Mines and OMC in taking the decision to dissolve the joint venture company i.e. KCMPL formed pursuant to the JV agreement entered into on December 29, 2003 for the development of Utkal 'D' coal block at Talcher.

OMC terminated the agreement on September 27, 2012 for which writ petition no. 19139 of 2012 and no.969/2013 were filed by SMASL, challenging the termination order dated September 27, 2012 and deallocation of Utkal 'D' block dated November 30, 2012 by the Ministry of Coal and Union of India, simultaneously. SMASL prays for a show cause notice to be issued to the opposite parties.
The Supreme Court in a transfer petition (civil) D.No(s). 3328/ 2013 passed an order rejecting permission file a transfer of WP (C) no. 19139/2012 and WP(C) no.969/2013. The matter is pending before the court.

9. SMASL v. Union of India and Others

Writ Petition (Civil) No. 969 of 2013 before the Orissa High Court

SMASL has filed a writ petition before the Orissa High Court, Cuttack, challenging the letter dated November 30, 2012 issued by the Secretary, Ministry of Coal, Government of India, de-allocating the Utkal 'D' coal block at Talcher, which was allocated in favour of OMC in 2000 and subsequently re-allocated in 2003. The Orissa High Court, pursuant to its order dated April 12, 2013 has directed the matter to be heard along with writ petition no. 19139 of 2012. The matter is currently pending.

10. SMASL v. Northern Coalfields Limited and Others

Miscellaneous Appeal No. 1614 of 2014 before the Madhya Pradesh High Court

SMASL has filed an appeal dated July 21, 2014 before the Madhya Pradesh High Court, Jabalpur Bench against an order dated July 10, 2014 passed in civil suit 14-A/2014 (SMASL v. Northern Coalfields Limited and others in the matter of the legality of the contract relating to excavation of over burden of first dig (solid) by hiring of equipment) passed by the First Additional District Judge, Singrauli wherein the court has rejected the application filed by SMASL under order 39 rule 1 and 2 of CPC for grant of temporary injunction against Northern Coalfields Limited praying for the stay of the letter dated May 28, 2014 issued by Northern Coalfields Limited terminating the contract, debarring SMASL from participating in the contract for three years and recovery of amount from other contracts etc. A reply has been filed by Northern Coalfields Limited and others dated July 27, 2014. This matter is currently pending with Madhya Pradesh High Court, Jabalpur Bench. SMASL was awarded the contract for the excavation of

over burden of first dig (solid) by hiring of equipment. The said activity is prohibited under section 10(1) of the Contract Labour Regulation Act, 1970. The said activity can be done through regular employees of the establishment. However, SMASL as a contractor cannot carry out this activity even through its regular employees. When this came to the knowledge of SMASL and the Assistant Labour Commission, the application for registration of SMASL was returned. SMASL had taken up the matter with Northern Coalfields Limited in order to find a solution, otherwise SMASL would be required to stop the work. A notice of 15 days was given. As Northern Coalfields Limited did not resolved the issue SMASL stopped the work. Northern Coalfields Limited issued a show cause notice to SMASL which was challenged before the First Class Magistrate and also filed an application under order 39 rule 1 & 2 praying for the interim relief that bank guarantee and security deposit of SMASL should not be encashed. The application was rejected by the First Class Magistrate. Against this order, an appeal was filed before the High Court, Jabalpur Bench which passed an order on June 9, 2014 for the bank guarantee and security deposit to not be encashed, if not encashed already. Thereafter, Northern Coalfields Limited vide letter dated May 28, 2014 terminated the contract awarded to SMASL, imposed penalty on SMASL and debarred SMASL from participating in future tender for three years. This letter was again challenged by SMASL before the First Class Magistrate and an application under order 39 rule 1 and 2 was filed for interim relief praying for that no action be taken by Northern Coalfields Limited as per the letter dated May 28, 2014. The interim prayer was declined and SMASL again filed an appeal before the High Court, Jabalpur Bench against the order and praying for the stay of letter dated May 28, 2014.

11. SMASL v. Northern Coalfields Limited and Others

Miscellaneous Appeal No. 1615 of 2014 before the Madhya Pradesh High Court

SMASL has filed an appeal dated July 17, 2014 before the Madhya Pradesh High Court against an order dated July 10, 2014 passed in civil suit 13-A/2014 (SMASL v. Northern Coalfields Limited and others in the matter of the legality of the contract relating to the over burden removal with earth cutting) passed by the First Additional District Judge, Singrauli wherein the court has rejected the application filed by SMASL under order 39 rule 1 and 2 CPC for grant of temporary injunction against Northern Coalfields Limited praying for the stay of the letter dated May 28, 2014 issued by Northern Coalfields Limited terminating the contract, debarring SMASL from participating in the contract for three years, recovery of amount from other contracts etc. This matter is currently pending with Madhya Pradesh High Court, Jabalpur Bench. SMASL was awarded the contract for the excavation of over burden of first dig (solid) by hiring of equipment. The said activity is prohibited under section 10(1) of the Contract Labour Regulation Act, 1970. The said activity can be done through regular employees of the establishment. SMASL as a contractor cannot carry out this activity even through its regular employees. When this came to the knowledge of SMASL and the Assistant Labour Commission, the application for registration of SMASL was returned. SMASL had taken up the matter with Northern Coalfields Limited in order to find a solution; otherwise SMASL would be required to stop the work. A notice of 15 days was given. As Northern Coalfields Limited did not resolved the issue the company discontinued the work. Northern Coalfields Limited issued a show cause notice to the company which was challenged by SMASL before the First Class Magistrate and also filed an application under order 39 rule 1 and 2 praying for the interim relief that the bank guarantee and security deposit of SMASL should not be encashed. The application was rejected by the First Class Magistrate. Against this order, an appeal was filed before the High Court, Jabalpur Bench which passed an order on June 9, 2014 that bank guarantee and security deposit not be encashed if not encashed already. Thereafter, NCL vide letter dated May 28, 2014 terminated the contract awarded to the SMASL, imposed penalty on SMASL and debarred SMASL from participating in future tender for three years. This letter was again challenged by SMASL before the First Class Magistrate and an application under order 39 Rule 1 and 2 was filed for interim relif praying for that no action be taken by Northern Coalfields Limited as per the Letter dated May 28, 2014. The interim prayer was declined and SMASL again filed an appeal before the High Court, Jabalpur Bench against the order and praying for the stay of letter dated May 28, 2014.

Civil

1. SMASL v. Rajasthan State Mines & Mineral Limited before the District Judge, Jaipur Mahanagar.

SMASL has filed a suit before the District Judge, Jaipur Mahanagar under rule 1 of order 7 of CPC on February 4, 2012 seeking a decree from the Court for recovery of ₹ 32.84 million including interest. The case has been transferred to Additional District Judge No. 6, Jaipur Mahanagar, Jaipur. The matter is currently pending.

E. Shyam Indus Power Solution Private Limited ("SIPSPL")

Cases filed against SIPSPL

Writ

Writ Petition No.6656 of 2009 before the High Court of Madhya Pradesh, Jabalpur

SIPSPL issued an assessment order no. 383 dated April 28, 2009 to Mr. Man Mohan Tanwani for the usage of the electricity. Mr. Man Mohan Tanwani filed a writ petition no. 6656 of 2009 under article 226/227 of the Constitution of India against the aforesaid assessment order issued by SIPSPL *inter-alia* praying for its quashing. The matter is currently pending.

Cases filed by SIPSPL

Criminal

SIPSPL has lodged 115 complaints before the Special Court under the Electricity Act against various consumers in relation to theft of electricity. These complaints are currently pending and the aggregate amount involved therein is ₹ 2.50 million.

SIPSPL has filed 3 complaints under Section 138 of the Negotiable Instruments Act against various persons. These cases have been filed before various courts and are currently pending

F. SFPL

Cases filed by SFPL

Civil

1. Rudra Sen Sindhu and Vir Sen Sindhu v. Dharmo etc. before Assistant Collector for land partition

Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu filed a partition application no. 7 on October 19, 2010 under Land Revenue Act before Assistant Collector, Ist Grade Kalanaur, Rohtak, Haryana against Dharmo and others for partition of Khewat no. 98. The matter is currently pending.

2. SFPL v. Bijender & Others before Assistant Collector, Kalanour for land partition

SFPL and SHL jointly filed a partition application no. 5 on October 19, 2010 under Land Revenue Act before Assistant Collector, Ist Grade, Kalanaur, Rohtak, Haryana against Bijender and others for partition of Khewat no.31/20. The matter is currently pending.

3. SFPL v. District Town Planner, Rohtak for change in land use

SFPL filed an application on June 29, 2010 under Haryana Urban Development Act before District Town Planner, Rohtak for grant of change of land use from agriculture land to recreational centre for its land situated at village Ismaila, Tehsil Sampla, District Rohtak. The matter is currently pending.

4. SFPL v. State of Haryana and Others

SFPL filed a civil writ petition (diary no. U-660324) on April 25, 2011 before the Punjab and Haryana High Court for denotifying 20 acres of land from the acquisition proceeding for which Haryana Government issued acquisition proceeding under Land Acquisition Act. The matter is currently pending. The Pujab and Haryana High Court has directed the Home Secretary, Haryana to provide a merit based decision on whether the land is actually required and for what purpose. The matter is currently pending before the Home Secretary, Haryana.

5. SFPL v. State of Haryana and Others

SFPL has filed an application dated May 17, 2012 against the State of Haryana and others before the Land Acquisition Collector cum District Revenue Office, Rohtak for enhancement of compensation against acquisition of land by Haryana State Industrial and Infrastructure Development Corporation Limited. The matter is currently pending.

6. SFPL and Others v. Union of India

SFPL, Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu and others have filed a writ petition against the Union of India and others before the Punjab and Haryana High Court challenging the acquisition of land owned by them, by the state government pursuant to its notifications dated November 11, 2010 and January 5, 2011. The High Court, pursuant to its order dated September 16, 2011 directed the state government to consider the prayer of SFPL, Mr. Rudra Sen Sindhu and Mr. Vir Sen and others to regularization of several colonies and decide accordingly. The matter is currently pending.

Tax

1. SFPL v. Joint Commissioner of Income Tax, Rohtak Range, Rohtak for A.Y. 2011-12

SFPL has filed a appeal on April 21, 2014 before CIT Appeals, Rohtak against the order dated March 19, 2014 passed by Joint Commissioner of Income Tax, Rohtak Range, Rohtak wherein the exemption available under Section 10(1) of the I.T. Act is amounting to ₹ 5.6 million and SFPL has claimed exemption of ₹ 20.7 million. An addition of ₹ 15.1 million is therefore hereby made to the total income, interest charged under Sections 234 (a)(b)(c)(d) of the I.T. Act and penalty proceedings under Section 271 (1)(c) of the I.T. Act have been initiated separately. The matter is currently pending

G. Sindhu Realtors Limited ("SRL")

Cases filed against SRL

Tax

1. SRL v. DCIT, Circle 8(1), New Delhi before ITAT, New Delhi for A.Y. 2008-09

SRL has filed an appeal no. 2706/Del-12 before the ITAT, Delhi against an order passed by the CIT Appeal-XI, New Delhi which confirmed the assessment order dated December 30, 2010 passed by the DCIT, Circle 8(1), New Delhi. The assessing officer has disallowed interest under section 36(1)(iii) of the I.T. Act of ₹ 1.62 million. The Income Tax Department has also filed an appeal before the ITAT, Delhi against the order of the CIT, wherein it deleted the disallowance of ₹ 10.31 million. The tax demand involved in this matter is ₹ 0.48 million. The matter is currently pending.

2. Notice under Section 148 of the I.T. Act

SRL has received notice no. ITO/W-8(4)/14-15/83 from the income tax officer as ₹ 0.24 million of tax for the A.Y. 2010-11 has not been assessed. The income tax officer observed that SRL had transferred current assets under the head of 'Inventory & Construction Material, Work in Progress' of ₹ 1.62 million to its fixed assets and wrongly claimed a depreciation of ₹ 0.24 million.

H. Unity Holding Business Limited ("UHBL")

Cases filed against UHBL

Civil

1. Gimpex Limited ("Gimpex") v. UHBL for injunction of LC payment before the Madras High Court

Civil Suit No.569 of 2010 before the Chennai High Court

A civil suit no.569 of 2010 was filed on May 25, 2010 against UHBL by Gimpex in the Madras High Court. UHBL supplied coal to Gimpex against the letter of credit issued by ING Vysa Bank Limited and Bank of India Limited. The suit was filed to get a permanent injunction against the said banks from remitting the money to Gimpex. The suit has been withdrawn by Gimpex and withdrawal order is awaited.

2. Gimpex v. UHBL before the Singapore High Court

Gimpex has filed a suit on May 31, 2010 against UHBL before the Singapore High Court in relation to a sale of coal by UHBL to Gimpex. The suit involves a claim by Gimpex for alleged non-delivery of coal, alternatively, for alleged delivery of off-specifications coal, alternatively, for an unlawful conspiracy to injure Gimpex through unlawful and/or fraudulent means. UHBL has in turn, counter-claimed against Gimpex for unlawfully rejecting the coal in breach of the contract. The amount involved in this case is ₹ 1 million. Singapore High Court gave a mixed judgement whereby certain claims of Gimpex were accepted and certain claims were rejected. Both Gimpex and Unity have filed appeals before the Singapore Supreme Court against the said order. The matter has been heard by the Supreme Court and the order is awaited.

Cases filed by UHBL

1. UHBL v. Gimpex for LC payment before the Madras High Court

Civil Suit No. 346 of 2013 before the Chennai High Court

UHBL has filed a suit against Gimpex Limited before the Madras High Court in relation to LC payment for sale of coal by UHBL to Gimpex. The matter is currently pending.

I. Rajasthan Explosive and Chemicals Limited ("RECL")

Cases filed against RECL

Criminal

State of Madhya Pradesh v. RECL

RECL is engaged in the activity of manufacturing and supplying of industrial explosive used in the mining and other construction activities. It is alleged that RECL, between April 2010 to June 2010, supplied quantities in excess of the permissible levels provided in the buyer's license to some buyers.

The state of Madhya Pradesh registered an F.I.R no.161/2010 on July 13, 2010 under section 9B of Explosives Act, 1884 ("**Explosives Act**"). After due investigation, the police filed a charge sheet on November 18, 2010 for offences punishable under sections 34, 420, 467, 468, 471, 120B, 201, of the IPC, sections 9-B, 9-C of the Explosives Act

and sections 4 and 6 of Explosive Substances Act, 1908 ("**Explosive Substances Act**"). During the framing of the charge on November 3, 2011, the charges under section 467 of the IPC have been removed. The matter is currently pending at the stage of evidence.

A second F.I.R. no. 310/2010 was lodged at Police Station Chanderi, Madhya Pradesh by the local police on August 26, 2010 under sections 9-B of the Explosives Act. After due investigation, the police filed a charge sheet on November 25, 2010 for offences under sections 34, 420, 467, 468, 471, 120B, 201, of the IPC, sections 9-B, 9-C of the Explosives Act and sections 5 and 6 of Explosive Substances Act. During the framing of the charge on November 1, 2012, sections 420, 120B, 201, 34, 467 of the IPC and section 9B of the Explosive Substances Act have been removed. The matter is currently pending at the stage of evidence.

A third F.I.R. no. 427/2010 was lodged on September 5, 2010 under sections 5, 9-B and 9-C of the Explosives Act. After due investigation, the police filed charge sheet on December 4, 2010 for offences under sections 120B, 420, 465, 467, 468, 471 of the IPC, sections 5, 9-B, 9-C of the Explosives Act and sections 5 and 6 of Explosive Substances Act. The aforementioned charge sheets in relation to F.I.R no. 161/2010, F.I.R no. 310/2010 and F.I. R. no. 427/2010 are currently pending before Judicial Magistrate Ist Class, Madhya Pradesh, Judicial Magistrate Ist Class, Chanderi, Madhya Pradesh and court at Dholpur, Rajasthan, respectively.

In these cases the employees of RECL namely, Mr. B.D. Aggarwal, managing director, Mr. Edward Kelly, director marketing, Mr. Rakesh Kumar Aggarwal, marketing manager, Mr. Vinod Kumar Garg, chief marketing manager were arrested. Mr. B.D. Aggarwal has gotten bail. Further, Mr. Edward Kelly, Mr. Rakesh Kumar Aggarwal and Mr. Vinod Kumar Garg have gotten bail from the Gwalior High Court in relation to F.I.R no. 310/2010. However, their bail applications in relation to the other cases are currently pending.

Tax

1. RECL v. CESTAT

RECL has filed an appeal with the Supreme Court of India against an order passed by the Rajasthan High Court. The matter pertains to a demand of ₹ 15.45 million raised vide order no. dated 36/2000 dated October 31, 2000. The matter was earlier with CESTAT which remanded the same to the Commissioner, Jaipur vide order no. A/403-411/2002 NBD dated April 15, 2002 and the Commissioner by his order dated August 29, 2006 has confirmed the earlier order. RECL filed an appeal before the CESTAT against the order. CESTAT in its order No. 120-23/08-EX dated March 19, 2008 set aside the earlier order and remanded back to the Commissioner, Jaipur for cross examination. The Commissioner, Jaipur after due cross examination, in his order dated May 5, 2009 confirmed the original demand, penalty and interest, and waived the penalty imposed upon the employees. The RECL had filed an appeal before the CESTAT on July 27, 2009, and after its dismissal, filed an appeal before the Rajasthan High Court. The Rajasthan High Court dismissed the appeal filed by RECL. RECL filed an appeal before the Supreme Court of India. The Supreme court vide its orderdirected RECL to make payments of the original demand, penalty, and interest, after which the case would be heard by the tribunal on merits. The amount involved in this matter is ₹ 15.45 million. The matter is currently pending.

2. RECL v. CESTAT before Rajasthan High Court

RECL has filed an appeal with the Rajasthan High Court on March 29, 2004 against the order no. M/172/2003passed by CESTAT dated September 16, 2003. The matter pertains to a demand of ₹ 43.13 million raised on February 23, 2001 on account of Excise Duty.

3. RECL v. CESTAT before Rajasthan High Court

RECL has filed an appeal with Rajasthan High Court against the order no. A/1553 passed by CESTAT dated December 16, 2003. The matter pertains to a demand of ₹ 0.02 million towards Excise Duty raised on April 30, 1998. The amount involved in this appeal is ₹ 0.02 million. The matter is currently pending.

4. RECL v. CTO, Dholpur before JCCT (Appeal), Dhanbad

The CTO, Dholpur passed an order dated December 9, 2002 for non submission of 'C' forms. A demand of ₹ 10.04 million was raised. RECL filed an appeal before the Deputy Commissioner (Appeal), Bharatpur, which was dismissed. The RECL filed an appeal before Tax Board, Ajmer against the order of the Deputy Commissioner (Appeals) Bharatpur upholding the order of the CTO, Dholpur. The amount involved in this appeal is ₹ 10.04 million. The matter is currently pending before the Tax Board, Ajmer.

5. RECL v. Additional Commissioner, Alwar

The Additional Commissioner, Alwar passed an order raising a demand of ₹ 0.11 million towards excise duty payable by RECL and a penalty of ₹ 0.11 million. RECL is in the process of filing an appeal against the order of the Additional Commissioner, Alwar.

6. RECL v. Sales Tax Department, Ajmer

RECL has filed an appeal before the Tax Board, Ajmer against an order of the Deputy Commissioner (Appeals), Bharatpur upholding the order of the Commercial Tax Officer, Dholpur raising a demand of ₹ 10.04 million against RECL. The matter is currently pending.

7. RECL v. Sales Tax Department, Ajmer

RECL has filed an appeal before the Tax Board, Ajmer against an order of the Deputy Commissioner (Appeals), Bharatpur upholding the order of the Commercial Tax Officer, Bharatpur raising a demand of ₹ 17.24 million against RECL. The matter is currently pending.

8. RECL v. Sales Tax Department, Jabalpur

RECL has filed an appeal before the Appellate Authority, Commercial Tax, Satna against the order dated May 26, 2010 passed by the Assistant Commissioner raising a demand of ₹ 0.68 million against RECL. The matter is currently pending.

9. RECL v. CIT Appeals, Alwar

RECL has filed an appeal with the CIT Appeals, Alwar against the order dated February 28, 1995 passed by the assessing officer disallowing expenses of ₹ 3.57 million for the A.Y. 1992-93. The matter is currently pending.

10. RECL v. CIT Appeals, Alwar

RECL has filed an appeal with the CIT Appeals Alwar against the order dated March 4, 2003 passed by the assessing officer disallowing expenses and depreciation of ₹ 21.09 million in the A.Y. 2000-01. CIT Appeals vide order dated January 20, 2014 upheld the addition made by assessing offer. RECL filed an appeal on April 9, 2014 before ITAT, Jaipur. The matter is currently pending before ITAT, Jaipur.

11. RECL v. CIT Appeals, Alwar

RECL has filed an appeal with the CIT Appeals, Alwar against the order dated December 12, 2011 passed by the assessing officer disallowing expenses of ₹ 9.86 million in the assessment year 2009-10. The matter is currently pending.

12. RECL v. Commissioner of Income Tax (Appeal), Alwar

RECL has filed an appeal with the CIT Appeal, Alwar against the order dated March 4, 2003 passed by the assessing officer disallowing expenses and depreciation of ₹ 21.09 million in the A.Y. 2000-01. CIT Appeals on

August 1, 2013 passed an order upholding the addition made by the assessing officer of ₹ 15.58 million. RECL filed an appeal on November 11, 2013 against the order of ITAT, Japuir. The matter is currently pending before ITAT, Jaipur.

13. Benefit given by Central Excise

The other cases involving amount of ₹ 46.26 million are pending before the Board for Industrial and Financial Reconstruction ("**BIFR**"). As per the submission made by Central Excise Department no. C.E.-20/7/Misc./RECL/96/2784 dated October 31, 2013, RECL has provided benefit under sanctioned scheme 2000 to the Company.

14. RECL, Waidhan, Madhya Pradesh and Service Tax Appellate

During the scrutiny of Central Value Added Tax ("**CENVAT**") scheme documents it was noticed that the appellant had availed of CENVAT no. 803076 dated September 20, 2005 and of ₹ 1.97 million on April 26, 2006 against bill of entry no. 600228 dated January 10, 2006. It was observed that the said bills of entry were in the name of the appellants' head office at Delhi and no duty payment documents were attached with them. CENVAT credit of ₹ 2.79 million was disallowed by the assessing officer and a penalty of ₹ 2.7 million was imposed. CENVAT credit issued show cause notice no. 93/ADC /CEX/STN/2010 dated November 19, 2010. The Additional Commissioner vide order dated March 26, 2012 confirmed the demand of ₹ 2.79 million, confirmed charge and recovery of interest and imposed a penalty of ₹ 2.79 million. RECL filed an appeal before the Commissioner Appeals Custom, Central Excise and Service Tax, Bhopal. The Commissioner Appeals vide order dated December 13, 2012 rejected the appeal. RECL filed an appeal before CESTAT and deposited ₹1 million pursuant to the stay order. The case is currently pending before CESTAT.

15. RECL v. Sales Tax Department before Deputy Commissioner Appeal, Bharatpur

RECL has filed an appeal before the Deputy Commissioner Appeal, Bharatpur against an order of the Commercial Tax Officer Anti Evasion, Bharatpur for raising a demand of ₹ 3.55 million against RECL. An interim order has been issued for the submission of balance declaration forms by September 30, 2014.

16. ACIT, Bharatpur v. RECL

For A.Y. 2000-01, RECL had filed an appeal before CIT Appeals, Alwar, in which CIT Appeals has given relief of ₹ 5.51 million on account of depreciation claim. An appeal against this order has filed before ITAT, Jaipur on October 25, 2013. The matter is currently pending with ITAT, Jaipur.

17. RECL v. ACIT, Bharatpur

RECL has filed an appeal before CIT Appeals, Alwar against the order dated March 31, 2004 passed by the assessing officer disallowing expenses of ₹ 2.41 million as well as claim for carry forward of losses for the A.Y. 2001-02.CIT Appeals vide an order dated March 1, 2013 upheld the action of the assessing officer by not allowing RECL to carry forward of losses for A.Y. 2001-02. RECL has filed an appeal against the order before ITAT, Jaipur May 3, 2013. The matter is currently pending before ITAT, Jaipur.

18. RECL v. ACIT, Bharatpur

RECL has filed an appeal before CIT Appeals, Alwar against the order dated November 28, 2002 passed by the assessing officer for A.Y. 2001-02 disallowing a claim of ₹ 29.08 million to be carried forward as losses for the next A.Y. CIT Appeals on February 11, 2013 upheld the order of the assessing officer. RECL has filed an appeal before ITAT, Jaipur on May 3, 2013 against the order. The matter is currently pending before ITAT, Jaipur.

19. RECL v. CIT Appeals, Alwar

For A.Y. 2011-12, RECL had filed an income tax return at a loss of ₹ 81.60 million. The assessing officer disallowed certain expenses as well as added unsecured loan and share application of ₹ 108.06 million vide order dated March 30, 2014 and demand of ₹ 11.94 million has been raised. RECL has filed an appeal before CIT Appeals April 23, 2014. The matter is currently pending with CIT Appeals, Alwar. RECL has filed a stay application before ACIT, Bharatpur against the demand of ₹ 11.94 million. The matter is currently pending.

20. RECL v. CIT Appeals, Alwar

For A.Y. 2010-11, RECL had filed an income tax return declaring total income at nil after adjustment of previous A.Y. losses of ₹ 47.90 million. However, the return was processed electronically at income of ₹ 47.90 million without giving effect to claim of losses on March 12, 2011. After receiving said order RECL had filed rectification application electronically and the same was rejected. RECL field another rectification application to the jurisdictional assessing officer on January 20, 2014 which was rejected by assessing order dated March 7, 2014 and demand of ₹ 6.19 million was raised. On non payment of dues assessing order had attached our bank account vide his attachment order on April 25, 2014. RECL had preferred an appeal to CIT Appeals, Alwar on May 05, 2014. The matter is currently pending before CIT Appeals, Alwar.

21. RECL v. Assistant Provident Fund Commissioner (Damages) Jaipur

The provident fund department raised a demand of ₹ 7.94 million. This amount covered the period of 1996-2000 and 2010-2011 with a major part in relation related to prior management. As per sanction scheme dated November 22, 2000 a sum of ₹ 4.95 million was declared in full settlement of provident fund dues. The said demand is raised under 14 – B. As the major part is related to the aforesaid sanction scheme, the same is taken in BIFR MA. 444/2013 and a new application no. MA 252/2014 has been filed before BIFR.

Cases before the BIFR

RECL was declared sick and filed a reference in the BIFR in 1992. A scheme for the rehabilitation of the sick industrial company was sanctioned by the BIFR on May 3, 1994. The scheme was subsequently modified on May 10, 1996. The modified scheme also failed to revive the company. Thereafter, an offer for the takeover of RECL has been received through an advertisement by BIFR. After comparing the offers for a fresh scheme, the BIFR sanctioned the induction of a new management under Captain K.S. Solanki by way of Change of Management on November 22, 2000.The scheme *inter-alia* envisaged payment of dues of financial institutions, restructuring of dues of bank and payments to the various statutory authorities.

The scheme inter-alia provided for payments to, and certain reliefs and concessions from, Government of India, Government of Rajasthan, RIICO etc. Sanctioned Scheme which provides that the Government of India and other statutory authorities would not claim from the new management any other liability which was not taken or disclosed in the books by the old management or not provided in the package approved by BIFR (due to default of the old management or the department in disclosing such dues).

The BIFR was pleased to discharge the company from purview of the Sick Industrial Companies (Special Provisions) Act, 1985 vide an order dated August 1, 2005. While passing the discharge order, the BIFR *inter-alia* also specifically directed that the unimplemented provisions of the Sanctioned Scheme 2000 would be implemented by all concerned agencies.

The various government departments viz Income Tax, Sales Tax, Excise, Provident Fund still claim alleged outstanding dues from the new management in respect of alleged dues which were never disclosed in the books of old management nor provided in the sanctioned scheme.

A miscellaneous application is filed with BIFR for getting the relief and concession as provided in Sanction Scheme 2000. The application bearing no. 444/2013 is filed on August 24, 2013.The Respondents are Government of Rajasthan, the Central Excise, DIT, ND, EPF, Commercial Taxes Department, Jaipur, Commissioner Sales Tax, Jaipur and SBBJ, Jaipur.

The case is under consideration before BIFR.

Similarly another MA 252/ 2014 is filed with BIFR for lifting of the attachment in respect of RECL's bank account. Direction is given by the BIFR to the Income Tax and Provident Fund Department and the said appeal is clubbed with the MA 444/2013.

Land

1. RECL v. Tehsildar, Dholpur (Chattariya Taal)

The land with khasara no. 323 comprising area 16 bigha and 16 biswa was purchased by RECL from Mrs. Gangu Bai vide sale deed dated September 3, 1979. The said land was allotted to RECL by District Collector, Dholpur vide letter no. Revenue /12 /213186 dated April 21, 1986 and the said land was set apart for special purpose by Industrial Department, Government of Rajasthan vide letter dated July 8, 1986.

Tehsildar, Dholpur has filed a reference to the Additional District Magistrate Court, Dholpur in 1995 and the said court referred to the Revenue Board, Ajmer stating that the said land belongs to the Government of Rajasthan. The Revenue Board also passed an order dated March 27, 1996 in reference no. 412/1995 mentioning that the land belongs to the Government of Rajasthan. RECL filed a petition no. 398/1997 before the Jaipur High Court and the same was remanded vide order dated October 31, 2001 to the Additional District Magistrate Court, Dholpur to re hear the case.

The RECL advocate in Dholpur could not comply and the Additional District Magistrate Court, Dholpur passed an order on March 18, 2005 in line with its earlier order and referred to the Revenue Board, Ajmer for reference.
The Revenue Board, Ajmer served a notice to RECL on July 22, 2011 against reference no. 5103/2005 and the same was handed over to the Dholpur advocate. The Revenue Board passed an ex-parte order on July 6, 2012.

RECL has filed a special appeal bearing no. 2495 /2014 to the Revenue Board. The matter is under sub-judice.

2. RECL v. Collector, Dholpur Tahasildar, Dholpur, RECL and RIICO

Khasara No. 72, 348, 324, 326, 327, 328, 339, 344, 345, 346, 359, 349, 354, comprising of a total of approximately 542 bigha was allotted on January 2, 1979 and July 20, 1979 by the Collector, Bharatpur and the same was set apart through notification issued by the Government of Rajasthan on February 22, 1979 , July 6, 1979, August 25,.1979, May 8, 1985, June 10, 1988.

The RICCO has asked for extra land from the Government of Rajasthan and a total of 221 bigha and 19 biswa was allotted by the Government of Rajasthan vide its notification 6/5/1985 with the consent of the Collector, Dholpur in a letter dated December 23, 1982. The same was set apart on May 8, 1985 by the Industrial Department, Government of Rajasthan in various khasara nos. belonging to villages Mahmoord pur, Jhor and Hinoda.

RIICO was unable to deposit a sum of ₹ 9.94 lac against the allotted extra land. An amendment was carried out by the Collector, Dhopur on June 8, 1987 in the earlier Khasara numbers reducing the land by 221 bigha and 19 biswa. The Industrial Department, Government of Rajasthan has set apart the amended land on June 10, 1988. Accordingly, the possession was given by Collector, Dholpur to RIICO on February 22, 1992.

The Forest Department has filed a reference on August 21, 2013 to the Additional District Magistrate Court, Dholpur saying that the notification issued by the Government of Rajasthan on November 23, 1981 and July 22, 1982 was not complied by the Collector, Dholpur.

The matter currently pending before the Additional District Magistrate Court, Dholpur.

J. KCMPL

Cases filed against KCMPL

Tax

KCMPL v. ACIT, Circle 1(1), Bhubaneswar before CIT Appeals, Bhubaneswar for A.Y. 2008-2009

The ACIT, Bhubaneswar passed an assessment order dated September 29, 2011 making an addition of ₹ 0.14 million to the total income of KCMPL, on account of interest received on fixed deposits and raising a demand of ₹ 0.05 million. KCMPL has filed an appeal before the CIT Appeals, Bhubaneswar, and the matter is currently pending.

K. Orichem Limited ("OL")

Cases filed against OL

Tax

1. OL v. Sales Tax Department before Sales Tax Tribunal, Cuttak, Orissa

OL has filed various cases before the Central Sales Tax Tribunal in respect of the pending demands for ₹ 0.28 million, ₹ 0.66 million, ₹ 0.01 million, ₹ 0.04 million, ₹ 0.12 million and ₹ 0.04 million for the A.Y. 1990-91, 1991-92, 1992-93, 1993-94, 1994-95, 1995-1996 and 1998-1999, respectively. The cases pertain to various demands like disallowance of freight and insurance for calculation of taxable turnover. The cases are currently pending.

2. OL v. Assistant Commissioner of Sales Tax for A.Y. 1998-99

OL has filed an appeal with Sales Tax Tribunal against the order of Assistant Commissioner of Sales Tax wherein a demand of ₹ 10.74 million has been raised on account of unpaid 'C' forms and for tax calculated at 12% instead of 4%. The Sales Tax Tribunal has set aside the order of the Assistant Commissioner of Sales Tax and directed the Sales Tax Officer to conduct a fresh assessment. The matter is pending before the Sales Tax Officer.

3. OL v. Assistant Commissioner of Sales Tax for A.Y. 1999-00

OL has filed an appeal with Sales Tax Tribunal against the order of Assistant Commissioner of Sales Tax wherein a demand of ₹ 2.78 million has been raised on account of unpaid 'C' forms and for tax calculated at 12% instead of 4% and surcharge at 15%. The Sales Tax Tribunal has set aside the order of Assistant Commissioner of Sales Tax and directed the Sales Tax Officer to conduct a fresh assessment. The Matter is pending before the Sales Tax Officer.

4. OL v. Assistant Commissioner of Sales Tax for A.Y. 2000-01

OL has filed an appeal with Sales Tax Tribunal against the order of Assistant Commissioner of Sales Tax wherein a demand of ₹ 0.24 million has been raised on account of unpaid 'C' forms. The Sales Tax Tribunal has passed its order for fresh assessment at CTO, Angul. The matter is pending at CTO, Angul for fresh assessment.

L. Hari Bhoomi Communication Private Limited ("HBCPL")

Cases filed against HBCPL

1. Krishna Phogat v. HBCPL

Krishna Phogat has filed a civil suit dated May 7, 2012 before the Court of Civil Judge (Senior Division), Rohtak against HBCPL and others for publishing allegedly defamatory news in Hari Bhoomi edition of the newspaper dated March 13, 2011 and April 10, 2012. The plaintiff has claimed a compensation of ₹ 0.5 million. The matter is

currently pending.

2. Dr. Ramkrishan Pandey v. HBCPL

Dr. Ramkrishan Pandey has filed an appeal before the High Court of Chhattisgarh against HBCPL for publishing allegedly defamatory news against him in the Hari Bhoomi edition of the newspaper. The lower court had passed an order in favour of HBCPL. Dr. Pandey has claimed a compensation of ₹ 0.1 million. The matter is currently pending.

3. Jila Sahakari Kendriya Bank Maryadit, Bilaspur v. Editor, HBCPL

Jila Sahakari Kendriya Bank Maryadit, Bilaspur has filed a civil suit before the court of Civil Judge, Chhattisgarh against the editor of HBCPL and others, for publishing allegedly defamatory news against him in the editions dated November 14, 2011 and November 15, 2011. Jila Sahakari Kendriya Bank Maryadit, Bilaspur has claimed a compensation of ₹ 1 million. The matter is currently pending.

Criminal

1. Criminal complaint by Mr. Vinod Dawar before the Judicial Magistrate, Kaithal

Mr. Vinod Dawar filed a criminal complaint for defamation before the Court of Judicial Magistrate, Kaithal against Mr. Dev Suman Sindhu, editor and publisher of Hari Bhoomi newspapers for publishing allegedly defamatory news against Mr. Vinod Dawar. The matter is currently pending.

2. Criminal complaint filed by M.W. Ansari before the Chief Judicial Magistrate, Jagdalpur

Mr. M.W. Ansari field a criminal complaint before the Court of Judicial Magistrate, Jagdalpur against Mr. Himanshu Dwivedi, managing editor of the Hari Bhoomi newspaper for publishing allegedly defamatory news against the Mr. M.W. Ansari. The matter is currently pending.

3. Criminal complaint filed by Suresh Yadav before the Ist class Magistrate, Judicial Magistrate, Tehsil Manendergarh, District Koriya

Mr. Suresh Yadav of Village Pipariya, Tehsil Manendergarh, District Koriya has filed a criminal case for defamation against Sh. Abhimanuyu Sinhu printer, publisher and editor of Hari Bhoomi, Bilaspur. Mr. Yadav has applied to have the case withdrawn in June 2012, however, the Court did not allow such withdrawal. The case is pending.

Cases filed by HBCPL

Criminal

HBCPL has filed 43 complaints under Section 138 of the Negotiable Instruments Act against various persons. These cases have been filed before various courts and the same are currently pending. The total amount involved in these cases is ₹ 1.51 million.

M. GCMPL

Cases filed against Global Coal and Mining Private Limited

Civil

A. Chettinad v. GCMPL and Others

Writ petition No. 23925 of 2013 before the Andhra Pradesh High Court

Chettinad has filed a writ petition dated August 13, 2013 under Article 226 of Constitution of India alleging that certain clauses of E-Tender Specification No. E-03/CEG-II/SE (C&Fo) ES/03/2013-14 are illegal, arbitrary and in violation of Article 14 of the Constitution as they are structured in favour of AEPL and others. Chettinad, amongst other things, alleged that the subject tender was for transportation and supply of beneficiated coal to the Andhra Pradesh Power Generation Corporation Limited thermal power station for a period of five years, that the transportation component was the dominant and substantial part of the work, and that the tender conditions had been specified so as to convert the beneficiation/ washing of the coal into the main work and relegate transportation as an incidental component in order to remove competitive bidding. The Andhra Pradesh High Court, by way of its order dated October 1, 2013, dismissed the petition. Chettinad has filed a writ appeal no. 1750 of 2013 dated October 2013 before the Andhra Pradesh High Court. The matter is currently pending.

Tax

1. ***Show Cause Notice received by GCMPL from Commissioner of Service Tax v. GCMPL for recovery of Service Tax***

GCMPL received a show cause notice no. C.N./DL/ST/AE/GCM/Gr.1/262/2008 dated October 20, 2010 issued by Commissioner of Service Tax, New Delhi in respect of recovery of service tax amounting to ₹ 72.73 million. The GCMPL has filed its reply on February 1, 2011 before the Commissioner of Service Tax, New Delhi. The matter is currently pending.

2. ***Notice received by GCMPL from the Commissioner of Custom and Central Excise, Hyderabad-III v. GCMPL for recovery of Service Tax***

GCMPL received a summons on December 11, 2007 issued by Commissioner of Custom and Central Excise, Hyderabad-III wherein it was stated that washing of coal falls under the head business auxiliary services and according liable to tax. GCMPL submitted its reply stating that activity of washing of coal falls under the mining services therefore, the same is liable to service tax with effect from June 1, 2007 and is complying with the same. CESTAT, Bangalore in a similar matter has passed an order that coal washing activity falls under the category of mining activity, therefore is liable to service tax with effect from June 1, 2007. No communication has been received since filing of reply by GCMPL.

3. ***Show Cause Notice received by GCMPL from Commissioner of Service Tax v. GCMPL for recovery of Service Tax***

GCMPL received a show cause notice dated March 30, 2012 issued by the Commissioner of Service Tax, New Delhi in respect of recovery of service tax amounting to ₹ 204.40 million. GCMPL has filed its reply on September 9, 2012 before the Commissioner of Service Tax, New Delhi. The matter is currently pending.

4. ***Show Cause Notice received by GCMPL from Commissioner of Service Tax v. GCMPL for recovery of Service Tax***

GCMPL received a show cause notice dated December 20, 2012 issued by the Commissioner of Service Tax, New Delhi in respect of recovery of service tax amounting to ₹ 119.19 million. GCMPL has filed its reply on January 17, 2013 before the Commissioner of Service Tax, New Delhi. The matter is currently pending.

Cases filed by GCMPL

Civil

1. ***GCMPL v .MCL before Civil Judge (Senior Division), Jharsugda***

GCMPL has filed a civil suit no. 192 of 2010 before the Court Of Civil Judge (Senior Division) Jharsugda for declaration that the suit land which is in their possession has been leased out to them by Industrial Infrastructure Development Corporation of Orissa by following the due process of law. An interim application was filed in the said suit by GCMPL for restraining MCL from evicting the company from the said land. The prayer was not granted and

against this GCMPL moved the Orissa High Court which directed the Civil Judge (Senior Division) Jharugda to decide the suit by the end of October, 2011 and till then MCL was restrained from evicting GCMPL from the said land. The matter is currently pending.

2. GCMPL v. MSPGCL and Others

Arbitration Appeal No. 17 of 2012 and Civil Appeal No. 212 of 2013

GCMPL has filed appeal no. 17 before the Bombay High Court Nagpur Bench at Nagpur against an order dated May 5, 2012 passed by the District Judge, Nagpur rejecting an application under section 9 of the Arbitration and Conciliation Act seeking interim protection for encashment of bank guarantees. The dispute arose out of the work order issued by MSPGCL to GCMPL for supply of washed coal, pursuant to which GCMPL had submitted bank guarantees of ₹ 106.70 million to MSPGCL as security deposit and performance/raw coal cost. MSPGCL in letters dated January 17, 2012 and January 19, 2012 intimated to GCMPL that they had decided to encash the bank guarantees for ₹ 106.70 million. Pursuant to these letters, GCMPL filed an application restraining MSPGCL from invoking the aforesaid bank guarantees before the District Judge, Nagpur. The application was rejected by the District Judge, Nagpur pursuant to its order dated May 5, 2012. GCMPL has filed an appeal before the Bombay High Court, Nagpur Bench at Nagpur.

The arbitration appeal was dismissed by the Bombay High Court, Nagpur Bench pursuant to an order dated July 17, 2013. However, the interim stay imposed by the Bombay High Court on the order of the District Judge, Nagpur was continued for a further period of four weeks. GCMPL filed a review petition before the Bombay High Court, Nagpur Bench dated July 29, 2013. The Bombay High Court, Nagpur Bench, by way of its order dated January 17, 2014, rejected the review petition but continued the interim order for a further period of three weeks. GCMPL filed a Special Leave Petition dated January 31, 2014 against the order of Bombay High Court, Nagpur bench with the Supreme Court of India. The Supreme Court, by way of its order dated February 6, 2014, continued the interim order granted by Bombay High Court, Nagpur Bench and decided that the entire subject matter of the appeal itself which was filed before the High Court be decided in these proceedings. The matter is currently pending before the Supreme Court of India.

GCMPL filed an arbitration application before the High Court of Bombay, Nagpur Bench, by way of its order dated March 12, 2014, appointed Justice A.P. Deshpande as sole arbitrator for conducting arbitration proceedings in all these cases. GCMPL has filed a claim with the arbitrator on September 6, 2014.

Enquiry by the Central Bureau of Investigation against Mr. Bijay Kumar Mandhani, one of the directors of GCMPL

As per news reports on the website of newspapers and such agencies, Mr. Bijay Kumar Mandhani, one of the directors of GCMPL is being enquired by the CBI in relation to a bribery case involving Mr. A.K. Srivastava, former chairman-cum-managing director of National Aluminium Company Limited ("**NALCO**"). Such enquiry by the CBI against Mr. Bijay Kumar Mandhani is in his capacity in relation to his association with a Hyderabad based company named Maheshwari Brothers Limited. GCMPL is neither involved in the enquiry initiated by the CBI against Mr. A.K. Srivastava of NALCO, nor has GCMPL received any notice, intimation or summons in relation to the same.

Further, neither ACB (India) Limited nor any of its Promoters or Directors are involved in the enquiry initiated by the CBI against Mr. A.K. Srivastava of NALCO, nor have they received any notice, intimation or summons in relation to the same.

N. Sainik Associates ("SAS")

Cases filed by SAS

Criminal

SAS has initiated the following case under section 138 of the Negotiable Instruments Act:

Date of filing	Respondent	Court	Amount under consideration (` in million)
February 17 2007	M/s. Bhardwaj Brothers	District Court, Dwarka, Delhi	0.50

O. SMASL-DECO

Cases filed against SMASL-DECO

Tax

SMASL-DECO Service Tax

A Show Cause Notice dated October 13, 2009 vide No. 94/Commr/ST/Adj -I/09 was issued by Commissioner of Customs, Central Excise & Service Tax, Bhopal pertaining to imposition of penalty under section 76 of the Finance Act for contravention of provisions of rule 6 of Service Tax Rules, 1994 and section 68 of the Finance Act for delayed payment of service tax for the period September, 2008 to March, 2009. SMASL-DECO has filed reply before Commissioner of Central Excise & Service Tax, Bhopal vide its letter dated December 12, 2010. The Commissioner of Customs, Central Excise & Service Tax, Bhopal passed order no. 6/COMMR/ST/ADJ/STN/2014 dated January 31, 2014 confirming the penalty of ₹ 200 per day or 2 % of such tax per month, whichever is higher. SMASL-DECO has filed an appeal and stay application with CESTAT, New Delhi on May 1, 2014. The matter is currently pending.

Notice received by SMASL-DECO from the DCIT, Circle 24(1), New Delhi for A.Y. 2010-11

SMASL DECO has received a notice under section 143(2) of the I.T. Act dated August 29, 2011 from DCIT, Circle 24(1), New Delhi for scrutiny assessment proceedings calling for certain information and records. SMASL DECO has submitted the details and information as sought from time to time and the assessment proceedings are currently pending.

P. PT Mesra Prima Coal ("PTMPC")

1. PT Mutiara Etam Coal v. PTMPC

PT Mutiara Etam Coal has filed a suit against PTMPC before the Samarinda District Court alleging breach of contract due to its inability to produce coal as agreed at 50.00 metric ton per month, and also challenging the change of PTMPC's status from domestic into foreign enterprise under certain provisions of Indonesian law. PTMPC has submitted a response to counter the claim. The estimated counter claim against PT Mutiara Etam Coal is US$ 69.74 million. The Samarinda District Court decided the matter in favour of PT Mutiara Etam Coal. PTMPC has filed an appeal dated February 21, 2013 against the order of the Samarinda District Court. The matter is currently pending.

Q. PT Planet Resources ("PTPR")

1. PTPR v. CV Cantung Karya Mitra Mandiri ("CV Cantung") and Others

PTPR has filed a suit against CV Cantung and others alleging *inter alia*, that the sale and purchase contract entered into between the parties was void and contrary to certain provisions of the Indonesian Civil Code. PTPR has also alleged that the coal provided by the defendants was not in accordance with agreed technical specifications. The amount involved in this case is US$ 1.97 million. The court gave a decision in favour of PTPR. CV Cantung has filed an appeal against the order of the lower court in the High Court of Jakarta. The matter is currently pending.

R. IPPL

Civil

1. Punjab National Bank v. IPPL and Others

Punjab National Bank has instituted a suit on August 17, 1999 before the before the District Court, Delhi for irregularities in several accounts of IPPL. Punjab National Bank has claimed an amount of ₹ 0.26 million. The matter is currently pending.

2. Service tax proceedings 2003 -08

The assessing officer issued a demand notice dated April 22, 2009 claiming an amount of ₹ 0.27 million as service tax due for the period October 1, 2003 to March 31, 2008. IPPL filed appeals before the Commissioner of Service Tax (Appeals), and subsequently, CESTAT. The matter has now been remanded back to the original assessing authority to re-examine the matter in light of a clarification issued by the department with respect to chargeability of service tax on receipt of pay in delay charges. The matter is currently pending.

3. Civil Suit

A civil suit has been filed against IPPL by one of its clients, Mr. Savarni Mishra, for recovery of ₹ 0.2 million. However, the amount being claimed by Mr. Mishra is not tenable as the payment was received through banking channel from a company where the Mr. Mishra was working at the relevant time. Mr. Mishra and the company are two separate legal entities and, therefore, IPPL claims that the Mr. Mishra has no locus standi in the matter.

4. Consumer Case

A matter is pending against IPPL before the Delhi State Consumer Forum filed by Mr. Ram Niwas Bansal regarding unauthorized buy back of shares of Sterlite Industries. IPPL's role in the matter is only that of a depository participant and the case is to be answered by the Registrar of M/s Sterlite Industries.

Criminal

Punjab National Bank v. IPPL and Others

Punjab National Bank has lodged a first information report (No. 144/98) against IPPL under sections 406, 409, 420, 468, 471, 477A, and 120B of the IPC for irregularities in several accounts of IPPL. The matter is currently pending.

Cases under Negotiable Instruments Act, 1881

IPPL has filed 10 cases under section 138 of the Negotiable Instruments Act before various courts. Total amount involved in these cases is ₹ 1.37 million and these cases are currently pending.

Past penalties or regulatory actions against IPPL

Pursuant to an order passed by SEBI on October 5, 2005, IPPL was debarred / restrained from buying / selling / dealing in securities. This order was subsequently revoked pursuant to an order dated July 28, 2010.

IPPL, a member of Delhi Stock Exchange Limited, BSE and NSE, is engaged in the securities related business and has obtained the necessary registrations for the conduct of its business. Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu, Directors of the Company are also directors of the IPPL. An inquiry was conducted by Delhi Stock Exchange Limited into the trading in scrip of Kinetic Capital Services Limited ('**Kinetic**') and Shubh International Limited ('**Shubh**'), wherein it was observed that IPPL had dealt with an unregistered broker in respect of the trading of the scrips of Kinetic and Shubh and failed to exercise due skill, care and diligence in the conduct of its business. IPPL had requested for a lenient view to be taken in the matter and SEBI, while taking a lenient view, by way of its order dated November 29, 2001 warned IPPL to be careful in the future.

An adjudication order dated March 3, 2010 was passed by SEBI against IPPL wherein it was held that IPPL had permitted two of its clients to deal in shares much beyond their known source of income and had failed to ensure the required due diligence in supervising their trades, in violation of the SEBI (Stock Brokers and Sub Brokers) Regulations, 1992. A penalty of ₹ 50,000 was imposed by the adjudicating officer against IPPL. The penalty was deposited by IPPL by an HDFC Bank demand draft no. 056192. Pursuant to this, the matter has been closed and no further notice or correspondence has been received from SEBI.

S. MCCPL

Cases filed against MCCPL

A. SECL v. MCCPL

Special Leave Petition No. 21277 of 2010

SECL has filed a special leave petition before the Supreme Court of India against the judgment of the High Court dated March 5, 2010 holding that the title of the land situated at Dipka area of village Ratija did not vest with SECL. The Supreme Court has passed an interim order directing the maintenance of status quo in respect of the land. The matter is currently pending.

B. Sanjay Srivastava v. State of Chhattisgarh and Others

Writ Petition No. 1382 of 2003

Sanjay Srivastava has filed a writ petition before the Chhattisgarh High Court challenging the allotment of land situated at Dipka area of village Ratija to MCCPL on account of it being forest land. The matter is currently pending.

C. SECL v. State of Chhattisgarh and Others

Writ Petition No. 4115 of 2003

SECL has filed a writ petition before the Chhattisgarh High Court challenging the lease deed executed by the state government with MCCPL in relation to the land situated at Dipka area of village Ratija claiming that the title of the land vested with SECL. The matter is currently pending.

D. Alok Nigam v. Union of India and Others

Writ Petition No. 1264 of 2003

Alok Nigam has filed a writ petition before the Chhattisgarh High Court challenging the lease deed executed by the state government with MCCPL in relation to the land situated at Dipka area of village Ratija claiming that the title of the land vested with SECL. The matter is currently pending.

5. Rashtriya Koyla Khadan Mazdoor Sangh v. State of Chhattisgarh and Others

Writ Petition No. 4147 of 2003

Rashtriya Koyla Khadan Mazdoor Sangh has filed a writ petition before the Chhattisgarh High Court challenging the lease deed executed by the state government with MCCPL in relation to the land situated at Dipka area of village Ratija claiming that the title of the land vested with SECL. The matter is currently pending.

6. Mahabir Global Coal Limited v. Union of India and Others

Writ Petition No. 3834 of 2007

Mahabir Global Coal Limited has filed a writ petition before the Chhattisgarh High Court seeking quashing of the allotment of the land situated at Dipka area of village Ratija to MCCPL. The matter is currently pending.

7. KCWPL v. MCCPL

Writ Petition No. 4000 of 2007

KCWPL has filed a writ petition before the Chhattisgarh High Court on July 6, 2007 with respect to its application for allotment of 13.7 acres of land in District Korba, Chhattisgarh. KCWPL has contended that the application was initially processed and later stalled on account of an allotment of 37.91 acres of land by the State Government of Chhattisgarh to MCCPL and that the allotment of these 37.91 acres of land, by way of a lease deed, was undertaken without any public notice and public auction thereby depriving KCWPL of its right to participate in the allotment. KCWPL *inter-alia* has prayed for cancellation of the aforesaid lease deed and that appropriate directions be issued to the State Government of Chhattisgarh for allotment of the aforesaid 13.7 acres of land to KCWPL. This writ petition is currently pending.

8. Vyas Narayan Shukla v. SECL, MCCPL and Others

Civil Suit No. 116A of 2007

Vyas Narayan Shuklas has filed a civil suit against SECL, MCCPL and others before the Chhattisgarh High Court challenging the lease deed executed by the state government with MCCPL in relation to the land situated at Dipka area of village Ratija on the ground that the land had been earmarked by SECL for the purposes of rehabilitation of workers. The matter is currently pending.

9. AEPL v. SECL, MCCPL and Others

Civil Suit No. 122A of 2007

AEPL had filed this suit before the Court of Civil Judge Class II District Korba, Chhattisgarh on August 25, 2007 with respect to its application to SECL for allotment of 10 acres of land on lease basis for the establishment of a coal washery at village Ratija which was necessary for the supply of clean coal to KPCL. The application was rejected by SECL on the grounds that a rapid expansion was proposed on the said land and SECL proposes to develop infrastructure for other projects on this land. However, pursuant to the rejection of AEPL's application, SECL intended to grant a lease of certain portions of the land sought by AEPL to MCCPL. AEPL has prayed *inter-alia* that SECL be directed to lease the disputed land to AEPL and not to MCCPL and has additionally requested for an ex-parte stay order on the establishment of the coal washery by MCCPL on the disputed land.

Pursuant to the order dated January 29, 2008 passed by the Supreme Court of India in Transfer Petition No. 813 of 2007 this case has been transferred to the Chhattisgarh High Court at Bilaspur and the same is currently pending.

10. Mahabir Global Coal Limited v. Godawari Power and Ispat Limited and Others

Writ Appeal No. 273 of 2007

Mahabir Global Coal Limited has filed an appeal before the Chhattisgarh High Court against the order of the single judge directing SECL to start supply of coal on the ground that their application for allotment by SECL is pending. The matter is currently pending.

11. KCWPL v. Godawari Power and Ispat Limited and MCCPL

Writ Appeal No. 8423 of 2007

KCWPL has filed an appeal before the Chhattisgarh High Court against the order of the single judge directing SECL to start supply of coal on the ground that the land situated at Dipka area of village Ratija belongs to SECL. The matter is currently pending.

12. Athena Chhattisgarh Power Limited v Rajasthan Rajya Vidyut Prasaran Nigam Limited ("RRVPNL") and Others

Special Leave Petition No. 12325 of 2014 before the Supreme Court of India

Athena Chhattisgarh Power Limited has filed a Special Leave Petition before the Supreme Court of India against the order dated April 18, 2014 passed by the Rajasthan High Court. The said order dismissed the appeal of Athena Chhattisgarh Power Limited alleging that RRVPNL has violated major terms and conditions of the Request for Proposal and bidding guidelines which set out various stipulations pertaining to the preparation for inviting bids, tariff structure, bidding process, submission, evaluation, dispute resolution and contract upon conclusion.

Athena Chhattisgarh Power Limited alleged that the declaration of MCCPL, DB Power Limited and Lanco Power Limited as the shortlisted successful bidders was based on selective negotiations and lack of transparency. The matter is currently pending.

13. SKS Power Generation (Chhattisgarh) Limited v RRVPL and Others

Special Leave Petition No. 12548/2014 before the Supreme Court of India

SKS Power Generation (Chhattisgarh) Limited has filed a Special Leave Petition before the Supreme Court of India against the order dated April 18, 2014 passed by the Rajasthan High Court dismissing the appeal of SKS Power Generation (Chhattisgarh) Limited that RRVPL has violated major terms and conditions of the Request for Proposal and bidding guidelines which set out various stipulations pertaining to the preparation for inviting bids, tariff structure, bidding process, submission, evaluation, dispute resolution and contract upon conclusion. SKS Power Generation (Chhattisgarh) Limited allege that the declaration of MCCPL, DB Power Limited and Lanco Power Limited as the shortlisted successful bidders was based on selective negotiations and lack of transparency. The matter is currently pending.

15. MCCPL v. ACIT for A.Y. 2011-12

The assesse company was selected for scrutiny through CAS. The assessment under section 143(3) of the I.T. Act, 1961 for the A.Y. 2011-12 was completed vide order dated March 6, 2014. The following was noted:

a) An amount of ₹ 31.3 million debited under professional and legal charges was disallowed and added to the total income of MCCPL as they pertain to capital expenditures or personal expenses of the assesse.
b) TDS was not deducted from ₹ 0.47 million towards legal expenses and ₹ 0.16 million towards advertising expenses. The company had inadvertently not deducted TDS and offered the same to tax. According, ₹ 0.63 million (₹ -0.47 million + ₹ 0.16 million) is disallowed and added back to the total income of MCCPL.
c) An amount of ₹ 1.03 million was received by the assesse. From the said amount credited to its P & L account, an amount of ₹ 0.103 million was deducted at TDS. However, on verification of the P & L account that as against the amount of ₹ 1.02 million only 0.105 million had been credited to P & L towards interest income, although the credit of full amount of TDS at ₹ 0.103 million had been claimed by the assesse to the tune of ₹ 0.92 million (₹ 1.02 million - ₹ 0.105 million). Thus, ₹ 0.92 million is disallowed and added back to the total income of the assesse.
d) PF contributions of ₹ 13,246 for November 2010, ₹ 32,802 for December 2010 and ₹ 47,769 for January 2011 were paid beyond the due date. Accordingly, ₹ 93,817 (₹ 13,246+ ₹ 32,802+ ₹ 47,769) is added to the total income pursuant to the provisions of the I.T. Act, 1961.

Thus, the total income is computed as ₹ 6.18 million. The MAT profit shown as ₹ 35.5 million is as per return. A demand for ₹ 95,040 has been created vide a notice under the I.T. Act. MCCPL has appealed against the assessment order. The appeal is pending.

Cases filed by MCCPL

1. MCCPL v. SECL and Another

Writ Petition No. 3094 of 2007 before the Chhattisgarh High Court

MCCPL had filed a writ petition before the Chhattisgarh High Court to direct SECL to deliver orders of up to 10 million metric tonnes of raw coal so that the same may be beneficiated by MCCPL. SECL has filed a reply to the petition explaining its reluctance in granting the delivery orders. According to SECL, there remains a question as to the title and allotment of MCCPL's washery land and the matter is in dispute in Civil Suit No. 90-A/2004 before the Civil Judge, Class II, District Korba. SECL has maintained that this petition is infructuous. Pending the disposal of this writ petition an application was moved by SECL before the Chhattisgarh High Court that they may be permitted to lease the land in favour of MCCPL.

KCWPL had, on June 12, 2007, filed an impleadment application to this writ petition on the grounds that it was also impleaded in Civil Suit No. 90-A/2004, and is interested in this piece of land as State Government of Chhattisgarh had earlier initiated process to allot this land to them and is also a subject matter of consideration of this writ petition. SECL has responded to the application as not maintainable on the grounds that since this writ petition itself is not maintainable, the impleadment to this writ petition is also not maintainable. MCCPL has also filed its reply and requested the Chhattisgarh High Court not to admit the impleadment application as the affect on KCWPL is indirect. The matter and the impleadment application filed therein are currently pending before the Chhattisgarh High Court.

2. Bhilwara Tex-Fin Limited ("BTFL")

In 2004 due to non-compliance with clause 41 of the Listing Agreement, the trading of securities of BTFL was suspended by BSE. This suspension was revoked by BSE vide their Notice No.20081128-1 with effect from December, 1, 2008.

3. One Point Reality Private Limited ("One Point")

One Point has filed a reference under section 18 of the Land Acquisition Act before the Land Acquisition Collector, Urban Estate Department, Rohtak, for enhancement of compensation for approximately 3.27 acres land acquired by the state government to ₹ 10 million per acre. The matter is currently pending.

4. Doon Height Developers Private Limited ("Doon")

Mr. Ram Gopal has filed an appeal before the District Judge, Rohtak against a judgment dated November 27, 2012 passed by the Civil Judge, Rohtak, wherein it was held that he was not entitled to be an occupancy tenant over the suit property admeasuring about 1.92 acres. The matter is currently pending.

E. Black Angels Security Services Private Limited("BASSPL")

Mr. Kuldeep Solanki, in his capacity as an erstwhile director of BASSPL, received a notice no. E/DL/28679/7A/C-IV/4047 dated March 10, 2011 from the Regional Provident Fund Commissioner enquiring the determination of provident fund dues in respect of the aforesaid company. The Regional Provident Fund Commissioner has issued another notice no. E/DL/28679/7AC-IV3622, dated February 23, 2011 to Mr. Kuldeep Singh Solanki on the similar issue. The matters are currently pending.

U. Chhattisgarh Land and Building Developers Private Limited

Income Tax

Notice under Section 142 (1) of the I.T. Act dated June 23, 2014 has been received from the Income Tax Department for the A.Y. 2012-13.

V. Shyam Indus Urja Private Limited

CS No. 538 of 2010 before Delhi High Court

Mrs. Veena Saxena has filed the civil suit before Delhi High Court against the recovery of possession of the property 27, Rajdoot Marg, New Delhi by the owners Jatinder Wasan, Shyam Indus Urja Private Limited and Rudra Sen Sindhu. Shyam Indus Urja Private Limited vide sale deed dated August 28, 2012 purchased the above mentioned property. Shyam Indus Urja Private Limited has terminated the tenancy and asked Mrs. Veena Saxena to vacant the house by December 31, 2013. Mrs. Veena Saxena has filed I.A.no- 14015/2013 before Delhi High Court for substituting the name of Shyam Indus Urja Private Limited and Rudra Sen Sindhu in place of the present defendants. The matter is presently pending before the Delhi High Court.

W. Four Corners Developers Private Limited

CS (OS) No. 762 of 2013 before Delhi High Court

Mr. Dalip Kumar Pall has filed the civil suit before Delhi High Court to declare the sale deed dated December 20, 2010 executed between Dalip Kumar Pall, Daulat Ram and Ravi Pall and Four Corners Developers Private Limited null and void. The matter is presently pending before the Delhi High Court.

X. Param Mitra Investment Private Limited

1. **Amanat Agencies Private Limited** (merged with Param Mitra Investment Private Limited)

ITAT Appeals for the A.Y. 2008-09

Amanat Agencies Private Limited has filed an appeal before ITAT, Kolkata against the order dated March 28, 2013 passed by CIT, Kolkata wherein CIT set aside the Order under Section 148 and directed assessing officer to conduct fresh assessment. The assessing officer has passed a fresh assesment order dated March 31, 2014 and a demand of ₹ 29.96 million has been raised. The matter is currently pending before ITAT, Kolkata.

2. **Lokseva Textrade Private Limited** (merged with Param Mitra Investment Private Limited)

ITAT Appeals for the A.Y. 2009-10

Lokseva Textrade Private Limited has filed an appeal before ITAT, Kolkata against the order dated March 25, 2014 passed by CIT, Kolkata wherein CIT set aside the order under Section 148 and directed the assessing officer to conduct fresh assessment and pass a fresh order. The matter is currently pending before ITAT, Kolkata.

3. **Basundhara Goods Private Limited** (merged with Param Mitra Investment Private Limited)

ITAT Appeals for the A.Y. 2008-09

Basundhara Goods Private Limited has filed an appeal before ITAT, Kolkata against the order dated March 28, 2013 passed by CIT, Kolkata wherein CIT set aside the Order under Section 148 and directed the assessing offier to conduct fresh assessment. The assessing officer has passed an assesment order dated March 25, 2014 and a demand of ₹ 83.13 million has been raised. The matter is currently pending before ITAT, Kolkata

Y. **Paramitra Holding Private Limited**

1. **Omkara Agencies Private limited** (merged with Paramitra Holding Private Limited)

ITAT Appeals for the A.Y. 2010-11

Omkara Agencies Private limited has filed an appeal before ITAT, Kolkata against the order dated March 10, 2014 passed by CIT, Kolkata wherein CIT set aside the order under Section 148 and directed assessing officer to conduct fresh assessment and pass an order. The matter is currently pending before ITAT, Kolkata.

Z. Blastec India Private Limited

Cases filed against Blastec India Private Limited

Tax

1. Blastec India Private Limited v. ACIT for A.Y. 2009-10

Blastec India Private Limited has filed an appeal with CIT Appeals against the order dated December, 28, 2011 of ACIT Circle I, Dhanbad wherein a demand of ₹ 0.05 million has been raised. The matter is currently pending before CIT Appeals.

Cases filed by Blastec India Private Limited

1. Blastec India Private Limited v. Shardha Energy and Minerals Limited before the District Judge, Raipur

Blastec India Private Limited has filed a suit before the District Judge, Raipur for recovery of ₹ 2.14 million against Shardha Energy and Minerals Limited. The matter is currently pending.

VI. Litigation involving our Associates

A. GCMPL

For details regarding the litigation involving GCMPL, please refer to the section on *"Outstanding Litigation – Litigation involving our Group Companies – Global Coal and Mining Private Limited"* on page 471 of this Draft Red Herring Prospectus.

B. MCCPL

For details regarding the litigation involving MCCPL, please refer to the section on *"Outstanding Litigation – Litigation involving our Group Companies – MCCPL"* on page 476 of this Draft Red Herring Prospectus.

C. Spectrum Power Generation Limited ("SPGL")

Cases filed against SPGL

1. M. Kishan Rao v. SPGL and Others

Mr. M. Kishan Rao, one of the preference shareholders of SPGL has filed a case against SPGL and others before the Andhra Pradesh High Court challenging the validity of the memorandum of understanding entered by SPGL with its secured creditors. The matter is currently pending.

2. Bambino Finance Private Limited v. SPGL

M/s. Bambino Finance Private Limited ("**Bambino**") has filed an appeal against SPGL before the Andhra Pradesh High Court challenging the order of the City Civil Court, Hyderabad declaring Bambino's equity holding of ₹ 40 million SPGL has non est and void. The Andhra Pradesh High Court has issued an interim stay on the order of the City Civil Court, and directing Bambino to not alienate shares or exercise voting rights in the shares held in SPGL. The matter is currently pending.

3. M. Kishan Rao, M. Raghuveer and M. Subramanium v. SPGL

M. Kishan Rao and his sons have filed a suit before the Senior Civil Judge, City Civil Court, Hyderabad seeking a permanent injunction restraining SPGL from reversing back the provision of guarantee commission payable to them in connection guarantees executed by them for SPGL. The matter is currently pending.

4. Spectrum Technologies USA Inc. v. SPGL and Others

Spectrum Technologies USA Inc. has filed a suit against SPGL and others before the Delhi High Court challenging the settlement agreement dated April 9, 2001 between SPGL and NTPC as being illegal and against order 23 rule 2 of CPC. The matter is currently pending.

5. State Bank of India ("SBI") v. SPGL

SBI has filed a suit against SPGL before the Debt Recovery Tribunal, to recover an amount of ₹ 660.83 million along with interest from February 2006 till realization, in respect of a rupee term loan of ₹1000 million. Subsequently, SBI transferred its rights to Asset Reconstruction Company of India Limited, and a scheme of arrangement was entered among the secured creditors of SPGL, pursuant to which the secured creditors have to withdraw the legal proceedings against SPGL. SPGL has paid the amounts in terms of the restructured debt obligations and has filed an application for dismissal of the suit filed by SBI, which is currently pending.

6. SBI v. SPGL

SBI has filed a suit against SPGL before the Debt Recovery Tribunal, to recover an amount of ₹ 2,132.33 million along with interest from February 2006 till realization. Subsequently, SBI transferred its rights to the Asset Reconstruction Company of India Limited, and a scheme of arrangement was entered among the secured creditors of SPGL, pursuant to which the secured creditors have to withdraw the legal proceedings against SPGL. SPGL has paid the amounts in terms of the restructured debt obligations and has filed an application for dismissal of the suit filed by SBI, which is currently pending.

7. Transmission Corporation of Andhra Pradesh Limited ("APTRANSCO") and Others v. SPGL

*Appeal No. 2096 of 2013 before the Appellate Tribunal for Electricity ("**APTEL**")*

APTRANSCO and others have filed a petition against SPGL before APTEL against the Order dated April 16, 2013 passed by Andhra Pradesh Electricity Regulatory Commission ("**APERC**") wherein the APERC directed APTRANSCO to treat ₹ 1,066 million as part of 30% equity and accordingly compute and pay the incentive payable to SPGL as per the power purchase agreement. The matter is currently pending.

8. APTRANSCO and Others v. SPGL

Original Petition No. 57 OF 2012 before APERC

APTRANSCO and others have filed a petition against SPGL before APERC for removal of the provision of alternative fuel from power purchase agreement and issue direction to amend the power purchase agreement, deleting the provisions for usage of Naphtha as supplementary fuel. The matter is currently pending.

Cases filed by SPGL

1. SPGL v. Gas Authority of India Limited ("GAIL") and Others

SPGL has filed a writ petition against GAIL before the Andhra Pradesh High Court against the decision of GAIL to charge market determined price, instead of administered price from specific wells. The matter is currently pending.

2. SPGL v. United India Insurance Company ("UII") and Others

SPGL has filed a claim against UII before the City Civil Court, Hyderabad in relation to damage to the main rotor during sample oil collection on steam turbine, and consequential business outage, under the insurance policy issued by UII. The total relief sought by SPGL is ₹ 1668.87 million. The matter is currently pending.

3. SPGL v. UII

SPGL has filed a claim against UII before the City Civil Court, Hyderabad in relation to damage to blades and vanes on one of the gas turbines, and consequential business outage, under the insurance policy issued by UII. The total relief sought by SPGL is ₹ 207.80 million. The matter is currently pending.

4. SPGL v. APTRANSCO

SPGL has filed a petition against APTRANSCO before the APERC under section 94(2) of the Electricity Act for the approval of completed capital cost of the project for ₹9726.00 million. The matter is currently pending.

5. SPGL v. APTRANSCO

SPGL has filed a petition against APTRANSCO before the APERC under section 94(2) of the Electricity Act for the recovery of ₹ 256.10 million which had been alleged deducted by APTRANSCO from fixed charges on account of incentive during the tariff years 2002-03 and 2004. The matter is currently pending.

6. SPGL v. APTRANSCO

Civil appeal no. 5786 of 2014 before the Supreme Court

SPGL has filed a petition against APTRANSCO and others before the Hon'ble Supreme Court against the order of APTEL dated February 28, 2014 whereby an application to condone delay was dismissed. SPGL has filed a petition before APERC to direct APTRANSCO to refund the sum of ₹ 27.79 million being the admitted liability towards minimum guaranteed off-take for the period 2002 to 2006 together with interest at 18% per annum from the dates the amounts became due. The matter is currently pending before Hon'ble Supreme Court.

7. SPGL v. APTRANSCO

Original Petition No. 10 of 2013

SPGL has filed a petition against APTRANSCO and others before APERC for the recovery of ₹ 29.2 million as it is a due from APTRANSCO towards ship-or-pay charges and gas imbalance charges for the period 2010-11 to SPGL in terms of the Power Purchase Agreement dated January 23, 1997. The matter is currently pending.

8. SPGL v. APTRANSCO

SPGL has filed a petition against APTRANSCO and others before APERC for the recovery of ₹ 25.73 million deducted by APTRANSCO by imposing disincentive for the tariff year 2012-13 from the monthly bills payable to SPGL in violation of the terms of the power purchase agreement dated January 23, 1997. The matter is currently pending.

9. SPGL v. APTRANSCO

SPGL has filed a petition against APTRANSCO and others before APERC for the recovery of ₹ 10.71 million deducted by APTRANSCO by imposing disincentive for the tariff year 2012-13 from the monthly bills payable to SPGL in violation of the terms of the power purchase agreement dated January 23, 1997. The matter is currently pending.

Service Tax

SPGL has filed appeal with CESTAT against the order dated February 23, 2014 passed by Commissioner (Appeal) in the Appeal dated January 29, 2014 filed by SPGL. SPGL has filed appeal with Commissioner (Appeal) against the order of Additional Commissioner dated November, 27, 2011 wherein the penalty of a sum ₹ 10,000/- was imposed under the Finance Act and a penalty of a sum of ₹ 2.05 million was imposed under the Finance Act. The matter is currently pending before CESTAT, Bangalore.

D. Swastik Power and Mineral Resources Private Limited ("SPMRPL")

Income tax

SPMRPL v. Joint Commissioner of Income Tax, Range -Korba before CIT Appeals for the A.Y. 2011-2012

SPMRPL has filed an appeal dated April 16, 2014 before CIT Appeals against the assessment order dated March 28, 2014 passed by JCIT, Range – 1 Korba, Bilaspur under Section 143(3) of the I.T. Act. The assessing officer has disallowed ₹ 4.28 million transport business loss and added estimated net profit from transport business of ₹ 1.04 million beside other disallowance and additions totalling to ₹ 0.66 million. The matter is currently pending.

Material Developments since the Company's last balance sheet:

Except as stated in this Draft Red Herring Prospectus, to our knowledge, no circumstances have arisen since March 31, 2014, which is the date of the most recent financial statements included in this Draft Red Herring Prospectus, which materially and adversely affect or are likely to affect our profitability, our financial condition or our ability to pay our material liabilities within the next 12 months.

Micro or small enterprises to whom our Company owes a sum exceeding ₹ 100,000, which is outstanding for more than 30 days

(₹ in million)

Name	As at March 31, 2014
Shanta Techno Private Limited	0.24 million
Alikraft Engineers Pvt Ltd.	0.15 million
Tellabs Chemicals Private Limited	4.97 million
Steel Craft Of India	0.72 million
Total	**6.08 million**

GOVERNMENT AND OTHER APPROVALS

In view of the approvals listed below and in the section on "*Other Regulatory and Statutory Disclosures*" beginning on page 529 of this Draft Red Herring Prospectus, our Company and the Selling Shareholders can undertake this Offer and no further approvals from any governmental or regulatory authority or any other entity are required to undertake the Offer. Furthermore, our Company confirms that it and its Subsidiaries can undertake their current business activities and no further major approvals from any governmental or regulatory authority or any other entity are required to continue these business activities. Unless otherwise stated, these approvals are all valid as of the date of this Draft Red Herring Prospectus. It must be distinctly understood that in granting these approvals, the Government of India does not take any responsibility for our Company's financial soundness or for the correctness of any of the statements made or opinions expressed in this behalf. For further details in connection with the regulatory and legal framework within which we operate, please refer to the section on "*Regulations and Policies in India*" beginning on page 217 of this Draft Red Herring Prospectus.

Tax Related Approvals

- Permanent Account Number – AABCA0043K
- Service Tax Code – AABCA0043KST001

Business Approvals of our Company

Our Company has received the following significant approvals pertaining to our business:

Certificates issued by the Registrar of Companies under the Companies Act, 1956,

Sr. No.	Issuing Authority	License No.	Date	Purpose	Validity
1.	Registrar of Companies, N. C. T. of Delhi & Haryana	55-85837	March 14, 1997	Certificate of incorporation in the name of 'Aryan Coal Benefications Private Limited'	N. A.
2.	Registrar of Companies, N. C. T. of Delhi & Haryana	U10102DL1997PTC085837	September 18, 2009	Fresh certificate of incorporation consequent upon change of name to 'ACB (India) Private Limited'	N. A.
3.	Registrar of Companies, N. C. T. of Delhi & Haryana	U10102DL1997PLC085837	October 1, 2009	Fresh certificate of incorporation consequent upon change of name on conversion to public limited company *i.e.* 'ACB (India) Limited'	N. A.

Licenses obtained by our Company and its various units

I. Power Plants

A. Operational Power Plants

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Chakabura Power Plant (Phase I) Korba, Chhattisgarh (ACB (India) Limited)			
1.	Chhattisgarh Environment Conservation Board Amended by letter dated June 21, 2005 whereby the condition to acquire 25 acres of land adjoining the power plant was changed to acquire 25 acres of land surrounding the power plant.	826/TS/CECB/2005 and 2722/CECB/2005	February 21, 2005 & June 21, 2005	Consent to establish under Air Act and Water Act	One time
2.	Chief Inspector of Factories, Chhattisgarh	5308/5308/B-5/KRB/2m(i)	December 17, 2013	Factory license	December 31, 2014
3.	Chhattisgarh Environment Conservation Board	50/TS/CECB/2014	April 3, 2014	Consent to operate under Water Act.	January 31, 2016
4.	Chhattisgarh Environment Conservation Board	52/TS/CECB/2014	April 3, 2014	Consent to operate under Air Act.	January 31, 2016
5.	Boiler Inspectorate, Chhattisgarh, Raipur	Order No. G/PO/7/14	April 15, 2014	Permission to use the water tube boiler	October 9, 2014
6.	Chhattisgarh State Electricity Regulatory Commission	Petition No. 28/2009 (M)/2009/889	June 25 2009	Order for adopting the tariff	One time
7.	Water Department Ministry, Raipur,	-	January 16, 2008	Permission to draw 5918 cubic meter of water per day from Kholar Nala, Korai	30 Years, with effect from March 21, 2006.

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
8.	Commercial Tax Officer, Bilaspur	TIN: 22344102701	March 23, 2013	Registration certificate under CVAT	Valid until cancelled
9.	Registering Officer under the CLRA	49/KRBA/2005	August 31, 2005	Registration under the CLRA	One time
10.	State Level Environment Impact Assessment Authority, Chhatisgarh	378/SEIAA-CG-EC/TPP.KOR/77/09	November 23, 2009	Environmental clearance for setting up of coal washery rejects based thermal power plant of capacity 30 MW	November 22, 2014
11.	Ministry of Commerce and Industry, GOI	2996/SIA/IMO/2004	August 19, 2004	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time
12.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act, 1994	Valid until cancelled
13.	Employee Provident Fund Organisation, Chhattisgarh	11742/342	April 17, 2000	Employee Provident Fund Registration	One time
14.	Airport Authority of India	AAI/20012/1195/2004-ARI (NOC)	December 23, 2004	Height clearance for construction of chimney	One time
15.	Power Grid Corporation of India Limited	C/CTU/W/06/INT/0213/02	June 13, 2013	Additional connectivity from the 765/400 KV WR pooling station	One time
	Chakabura Power Plant (Phase II) Korba, Chhattisgarh (ACB (India) Limited)				
1.	Airport Authority	AAI/ER/NOC(335/13)/I976-	August 13,	Height clearance	Valid for a

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	of India	I979	2013	for construction of chimney	period of seven years from the date of issue i.e. August 12, 2020
2.	Ministry of Commerce and Industry, GOI	1099/SIA/IMO/2007	April 9, 2007	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time
3.	Chhattisgarh Environment Conservation Board, Raipur	553/TS/CECB/2010	April 27, 2010	Consent to Establish	One time
4.	State Level Environment Impact Assessment Authority, Chhattisgarh, MoEF.	378/SEIAA-CG/EC/TPP/KOR/77/09	November 23, 2009	Environment Clearance	Valid for five years from the date of operation of the plant
5.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act, 1994	Valid until cancelled.
6.	Employee Provident Fund Organisation, Chhattisgarh	11742/342	April 17, 2000	Employee Provident Fund Registration	One time
7.	Registering Officer under the CLRA	49/KRBA/2005	August 31, 2005	Registration under the CLRA	One time
8.	Boiler Inspectorate, Chhattisgarh, Raipur	G/PO/20/14	June 4, 2014	Permission to use the water tube boiler	November 28, 2014
9.	Power Grid Corporation of India Limited	C/CTU/W/06/INT/0213/02	June 13, 2013	Additional connectivity from the 765/400 KV WR pooling station	One time
	Korba Power Plant Korba, Chhattisgarh (ACB (India) Limited)				

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
1	Chief Inspector of Factories	44013/44013/B-5/KRB/2M(i)	December 26, 2013	Factory License	December 31, 2014
2	Registering officer under CLRA, Government of Madhya Pradesh	63/KRBA/2009	March 6, 2009	Registration under the CLRA	One time
3.	Chhattisgarh Environment Conservation Board	3227/TS/CECB/2007	June 1, 2007	Consent to establish under Air Act and Water Act	One time
4.	Chhattisgarh Environment Conservation Board	5467/TS/CECB/2014	February 21, 2014	Consent to operate under Water Act	November 30, 2014
5.	Chhattisgarh Environment Conservation Board	5469/TS/CECB/2014	February 21, 2014	Consent to operate under Air Act	November 30, 2014
6.	Ministry of Commerce and Industry. Secretariat for Industrial assistance.	1195/SIA/INO/2007	April 1, 2007	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time
7.	State Level Environment Impact Assessment Authority, Chhattisgarh, MoEF.	328/SEIAA-CG/EC/TPP/KOR/32/08 amended by 1004/SEIAA-CG/EC/TPP/KOR/32/13	December 22, 2008 amended on November 29, 2013	Environment clearance.	Valid for five years from the date of operation of the plant. Both units of the project have been commissioned on December 13, 2011 and June 21, 2012.
8.	Power Grid Corporation of India	-	April 30, 2009	Bulk Power transmission agreement for long term open access from 400KV polling substation at Sipat.	25 years from the date of commencement of open access

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
9.	Additional Secretary, Water Resource Department, Raipur	-	January 22, 2008	Permission to draw 10 million cubic meters of water per annum	One time
10.	Commercial Tax Officer, Bilaspur	22344102701	March 23, 2013	Registration certificate under CVAT	Valid until cancelled
11.	Inspector of Boilers, Boiler Inspectorate, Chhattisgarh, Raipur	G/PO/49/14	September 8, 2014	Permission to use water tube boilers	February 26, 2015
12.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act, 1994	Valid until cancelled.
13.	Employee Provident Fund Organisation, Chhattisgarh	11742/342	April 17, 2000	Employee Provident Fund Registration	One time
14.	Airport Authority of India	AAI/20012/400/2007-ARI (NOC)	June 21, 2007	Height clearance for construction of chimney	One time
15.	Chhattisgarh Environment Conservation Board, Raipur	3070/TS/CECB/2013	September 11, 2013	No objection for raising height of Kasaipali ash dyke	One time
		Ratija Power Plant (Phase I) Ratija, Chhattisgarh (SCPL)			
1.	Chief Inspector of Factories, Chhattisgarh	44016/44016/B-5/KRB/2M(i)	January 6, 2014	Factory license	December 31, 2014
2.	Chhattisgarh Environment Conservation Board	3139/TS/CECB/2007 Note: Vide amendment letter no. 8663/TS/CECB/ 2009 dated January 6, 2009, the Chhattisgarh Environment Conservation Board had granted the consent to establish for 1x50 MW Power	May 28, 2007	Consent to establish under Air Act and Water Act	One Time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Plant.			
3.	Power Grid Corporation of India Limited	C/ENG/SEF/W/06/SCPL	March 16, 2009	Long term open access for inter-state transmission system for transfer of power	Valid for a period of 25 years from the date of commencement of open access.
4.	Chhattisgarh Environment Protection Board	541/TSCECB/2007	February 9, 2007	NOC for obtaining Environmental Licence.	One time
5.	Ministry of Environment and Forest, GoI	J-13011/30/2007-IA.II(T)	December 31, 2007	Environment clearance	Valid for a period of 5 years with effect from the date of grant of approval. The project has been commissioned within this period.
6	Chhattisgarh Environment Conservation Board	5929/TS/CECB/2014	March 24, 2014	Consent to operate under Water Act	October 31, 2014
7	Chhattisgarh Environment Conservation Board	5931/TS/CECB/2014	March 24, 2014	Consent to operate under Water Act	October 31, 2014
8.	Department of Water Resources, Raipur	No. 360/F4-16/31/S-2/OJP/2006, Raipur	January 17, 2008	Approval for supply of water	One time
9.	Ministry of Commerce and Industry. Secretariat for Industrial assistance.	3288/SIA/IMO/2008	October 14, 2008	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time
10.	Inspector of Boilers, Raipur	G/PO/170/13	February 21, 2014	Provisional approval for use of water tube boiler	February 20, 2015
11.	Registering	65/KRBA/2009	May 20,	Registration under	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	officer, Government of Chhattisgarh		2009	the CLRA	
12.	Employee Provident Fund Organisation	1793/Application Cell/1991/5020	August 13, 2004	Employee Provident Fund Registration	One time
13.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AADCS9860JSD004	July 1, 2013	Registration under the Finance Act	Valid until cancelled
14.	Commercial Tax Office, Chhattisgarh	22404602412	January 13, 2004 amended on July 31, 2013	Registration certificate under CVAT	Valid until cancelled
15.	Commercial Tax Office, Chhattisgarh	11/03/2203	Valid from January 19, 2004	Registration certificate under CST	Valid until cancelled
16.	Airport Authority of India	AAI/20012/1503/2008-ARI(NOC)	August 25, 2008	Height clearance for construction of Chimney	One time
	Sangli Wind Power Plant Sangli, Maharashtra (ACB (India) Limited)				
1.	Office of the Chief Engineer (Elec.), Public Works Department, Government of Maharashtra	C.E.(Elec.)/Desk-5(6)/962/2005 CE(Elec)/Desk-5(6)/1040/2005	November 24, 2005 December 14, 2005	Windmill registration certificate for generating sets under Bombay Electricity Duty Rules, 1962	Valid until transfer or disposal of generator sets
2.	Maharashtra State Electricity Distribution Company Limited	Dir(O)/Suzlon/No.30207	September 19, 2005	Permission for connectivity and sale of power	One time
3.	Maharashtra State Electricity Distribution Company Limited	Dir(O)/Suzlon/1026/No.29179	September 8, 2005	Permission for grid connectivity	One time
4.	Office of the Electrical Inspector, Inspection	No./EIM/PA/1328	October 1, 2005	Permission for installation of WTG 4 x 1250 KW generating set	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Division, I.E.&L Department				
5.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-42/5MW/Ph-II/ 05-06/ 4616	September 19, 2005	Infrastructure clearance for installation of 4 x 1250 KW Wind Power Project Gut Nos. 1017, 1018, 1028	One time
6.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-41/5MW /05-06/4064	August 16, 2005	Infrastructure clearance for installation of 4 x 1250 KW Wind Power Project Gut Nos. 1045, 998, 971, 927	One time
7.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-78/5MW/Ph-III/05-06/4927	September 30, 2005	Infrastructure clearance for installation of 4 x 1250 KW Wind Power Project Gut Nos. 1035, 1010, 1054, 1053	One time
8.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-42/5MW/Ph-II/05-06/4622	September 19, 2005	Clearance for commissioning 5 MW Gut Nos. 1017, 1018, 1028	One time
9.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-78/5MW/Ph-III/05-06/4931	September 30, 2005	Clearance for commissioning 5 MW Gut Nos. 1035, 1010, 1054, 1053	One time
10.	Maharashtra Energy Development Agency	WFP/AryanCoal/NP-41/5MW/05-06	September 14, 2005	Clearance for commissioning 5 MW Gut Nos. 1045, 998, 971, 927	One time
11.	Ministry of Environment and Forest, GoI	F.No. 4/19/2006-CCC	July 10, 2007	Approval for 15 MW grid connected wind electricity generation project	One time, subject to compliance with specified conditions.

B. Projects under Construction

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Raigarh Power Plant Raigarh, Chhattisgarh (TRN Energy)			
1.	Ministry of Commerce and Industry. Secretariat for Industrial assistance.	2247/SIA/IMO/2007	August 8, 2007	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time
2.	Airport Authority of India	AAI/ER/NOC(62/12)532-534	February 24, 2012	Height clearance for construction of chimney	February 23, 2019
3.	Chhattisgarh Environment Conservation Board	3942/TS/CECB/2011	October 3, 2011	Consent to establish under Air Act and Water Act	One time
4.	Ministry of Environment and Forest, GoI	J-13012/44/2009-IA-II(T)	March 18,2011	MoEF Clearance	One time
5.	State Investment Promotion Board, Raipur, Chhattisgarh	No. 328/SIPB/2009/506	June 29, 2009	Approval for supply of water	One Time
6.	Power Grid Corporation of India Limited	C/SEF/TA/L/W/10/04 C/CTU/W/06/TRN	September 14, 2010 amended on December 27, 2013	Long term open access for evacuation of power	One time
7.	Registering officer, Government of Chhattisgarh	129/RGH/2012	July 13, 2012	Registration under CLRA	One time
8.	Commercial Tax Officer, Raigarh	22445102813	November 21, 2012	Registration certificate under CST	Valid until cancelled
9.	Commercial Tax Officer, Raigarh	22445102813	November 21, 2012	Registration certificate under CVAT	Valid until cancelled
10.	Central Board of Excise and Customs	AACCT7295BSD001	June 7, 2013	Registration under the Finance Act	Valid until cancelled

C. Projects under implementation

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Sidhi Power Plant Sidhi, Madhya Pradesh (AMPPGPL)#			
1.	Power Grid Corporation of India Limited*	C/ENG/SEF/TA/L/W/09/001	July 29, 2009	Long term open access for inter-state transmission system for transfer of power	Valid for a period of 25 years from the date of commence ment of open access
2.	Ministry of Commerce & Industry, GoI**	1745/SIA/IMO/2008	June 10, 2008	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants	One time
3.	Ministry of defence, GoI	No.22 (4)/2012/D(Coord)	August 23, 2012	For construction of a chimney	August 22, 2015

 # This thermal power plant was initially to be set up by our Company under an implementation agreement dated May 27, 2008 executed between our Company and the Government of Madhya Pradesh. This project is now being undertaken by AMPPGPL, a wholly-owned Subsidiary of our Company, pursuant to an amendment to the implementation agreement between the Govenrment of Madhya Pradesh, our Company and AMPPGPL and pursuant to approval received from the Government of Madhya Pradesh by way of letter no. 1504/849/101/7/2A dated June 15, 2010.

** This agreement was originally entered into by our Company with Power Grid Corporation of India Limited. However, pursuant to above-mentioned approval received from the Government of Madhya Pradesh for operation of this project by AMPPGPL, AMPPGPL has notified Power Grid Corporation of India Limited of such change by way of a letter dated January 21, 2010.*

*** This has been issued in the name of our Company.*

		Ratija Power Plant (Phase II) Ratija Chhattisgarh (SCPL)			
1.	Ministry of Environment and Forest, GoI	1088/SEIAA-CG/ EC/TPP/KOR/98/13	November 29, 2013	Environment clearance.	One Time
2.	Ministry of Commerce and Industry. Secretariat for Industrial assistance.	3288/SIA/IMO/2008	October 14, 2008	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
3.	Chhattisgarh Environment Conservation Board	3214/TS/CEBC/2014	September 1, 2014	Consent to establish under the Air Act and Water Act	One time
4.	Registering officer, Government of Chhattisgarh	65/KRBA/2009	May 20, 2009	Registration under the CLRA	One time
5.	Employee Provident Fund Organisation	1793/Application Cell/1991/5020	August 13, 2004	Employee Provident Fund Registration	One time
6.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AADCS9860JSD004	July 1, 2013	Registration under the Finance Act	Valid until cancelled
7.	Commercial Tax Office, Chhattisgarh	22404602412	January 13, 2004 amended on July 31, 2013	Registration certificate under CVAT	Valid until cancelled
8.	Commercial Tax Office, Chhattisgarh	11/03/2203	Valid from January 19, 2004	Registration certificate under CST	Valid until cancelled

D. Projects under Development

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Champa Power Plant Champa, Chhattisgarh (ACPGPL)			
1.	Water Resource Department Government of Chhattisgarh*	No. 7163/334/JS/TSA/-/05/D-4	December 2, 2009	Approval of 35 million cubic meter water from River Hasdev.	One time
2.	Ministry of Commerce and Industry, GoI*	642/SIA/IMO/2008	March 5, 2008	Industrial entrepreneur's memorandum for generation and transmission of electric energy produced in coal based thermal power plants.	One time

** These licenses were originally issued in the name of our Company. However, pursuant to a letter issued by the Energy Department, Government of Chhattisgarh on February 2, 2010, bearing no. 224/F21/87/06/2/13/ED/MoU-IPP/2010, this project is being developed by our Subsidiary, ACPGPL.*

II. Washeries

A. Operational

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Dipka Coal Washery Korba, Chhattisgarh (ACB (India) Limited)			
1.	Chief Inspector of Factories, Chhattisgarh	5301/5301/G.O./KRB/2m(i)	December 26, 2013	Factory licence	December 31, 2014
2.	Chhattisgarh Environment Conservation Board, Raipur	4759/TS/CECB/2006	September 27, 2006	Consent to establish under the Air Act and Water Act	One time
3.	Chhattisgarh Environment Conservation Board, Raipur	205/TS/CECB/2014	April 10, 2014	Consent to operate under the Water Act	February 29, 2016
4.	Chhattisgarh Environment Conservation Board, Raipur.	207/TS/CECB/2014	April 10, 2014	Consent to operate under the Air Act	February 29, 2016
5.	Contract Labour Officer, Korba, Chhattisgarh	1959/40/KRBA/99	October 25, 1999	Registration under the Contract Labour (Regulation and Abolition) Act ("**CLRA**")	One time
6.	Employee Provident Fund Organisation, Chhattisgarh	11742/342	April 17, 2000	Employee Provident Fund Registration	One time
7.	Water Resource Department, Chhattisgarh	289/334/05/D-4	January 18, 2006	Approval for supply of water	One time
8.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act, 1994	Valid until cancelled
9.	Commercial Tax Officer, Bilaspur	Tax Identification number ("**TIN**"): 22864100475	March 3, 2010	Registration certificate under Chhattisgarh Value Added Tax Act, 2005 ("**CVAT**")	Valid until cancelled

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
10.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	April 3, 2010	Registration certificate under the Central Sales Tax Act, 1956 read with the Central Sales Tax (Registration and Turnover) Rules, 1957 ("**CST**")	Valid until cancelled
11.	Chief Electricity Inspector, Raipur	3/4/6006/Thirteen/475	January 24, 2004	Approval for installation of DG set	One time
		Pandarpauni Coal Washery Chandrapur, Maharashtra (ACB (India) Limited)			
1.	Chief Inspector of Factories, Maharashtra	070368	February 4, 2002	Factory licence	December 31, 2013*
2.	Maharashtra Pollution Control Board	BO/PCI-II/RO-NG/EIC No. NG-0877/-06/E/CC-508	April 16, 2007	Consent to establish under the Water Act and Air Act and authorization under HW (M&H) Rules	One time
3.	Maharashtra Pollution Control Board	BO/JD(APC)EIC No. CH-1656-14/R/CC-4744	May 20, 2014	Consent to operate under the Air Act and Water Act and authorization under HW (M&H) Rules	March 31, 2017
4.	Electricity Inspector	1649/2006	September 25, 2006	Approval for running DG set	One time
5.	Office of the Registering Officer, Government of Maharashtra	No. 25/2003	February 24, 2003	Registration under the CLRA	One time
6.	Employee Provident Fund Organisation, Maharashtra	MH/PF/NGP/63762/ENF-I/Circle-II/453	May 2, 2005 with effect from April 1, 2003	Employee Provident Fund Registration	One time
7.	Maharashtra State Electricity Board Company Limited	SE/CH/O&M/Tech/No. 1694	February 18, 2009	Approval relating to supply of electricity	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
8.	Office of the Tahsildar Rajura Distt. Chandarpur	Letter dated January 3, 2011 amended by a letter dated August 26, 2014	January 3, 2011	Approval for supply of water	December 31, 2012#
9.	Profession tax officer, Chandrapur	PT/R/4/8/5/158	February 6, 2003	Certificate of registration under the Maharashtra State Tax on Profession, Trades, Calling And Employment Act, 1975	One time
10.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act	Valid until cancelled.
11.	Registration Officer, Sales Tax Department, Maharashtra	TIN: 27800000866V Reference No. MH01 V334212	April 1, 2006	Registration certificate under Maharashtra VAT Act, 2002.	Valid until cancelled
12.	Registration Officer, Sales Tax Department, Maharashtra	TIN: 27800000866C Reference No. MH01 C270858	April 1, 2006	Registration certificate under CST Rules	Valid until cancelled

** An application for renewal of the factory license has been made on October 26, 2013 and approval is awaited.*
 # The Company has made the payment for drawing water until December 31, 2014 to the Office of the Tahsildar Rajura Distt. Chandarpur on August 26, 2014.

		Chakabura Coal Washery Korba, Chhattisgarh (ACB (India) Limited)			
1.	Chief Inspector of Factories, Chhattisgarh	4305/4305/G.O./KRB/2m(i)	December 26, 2013	Factory licence	December 31, 2014
2.	Chhattisgarh Environment Conservation Board, Raipur.	10135/TS/CECB/2009	January 31, 2009	Consent to establish under the Water Act	One time
3.	Chhattisgarh Environment Conservation Board, Raipur	10137/TS/CECB/2009	January 31, 2009	Consent to establish under the Air Act	One time
4.	Chhattisgarh Environment Conservation	5933/TS/CECB/2014	March 24, 2014	Consent to operate under the Water Act	February 29, 2016

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Board, Raipur.				
5.	Chhattisgarh Environment Conservation Board, Raipur.	5935/TS/CECB/2014	March 24, 2014	Consent to operate under the Air Act	February 29, 2016
6.	Contract Labour Registration	1969/98/KORBA/2004	April 12, 2004	Registration under the CLRA	One time
7.	Office of the Employee Provident Fund Commissioner	Certificate No. 11742/342	April 17, 2000	Employee Provident Fund Registration	One Time
8.	Water Resource Department, Chhattisgarh	289/334/05/D-4	January 18, 2006	Approval for supply of water	One Time
9.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act	Valid until cancelled
10.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	March 3, 2010	Registration certificate under CVAT	Valid until cancelled
11.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	April 3, 2010	Registration certificate under CST	Valid until cancelled
12.	Chief Electricity Inspector, Raipur	6/4/6013/Thirteen/386	March 26, 2004	Approval for installation of DG set	One time
	Binjhri Coal Washery (0.96 MTPA) Korba, Chhattisgarh (ACB (India) Limited)				
1.	Chief Inspector of Factories, Chhattisgarh	44001/44001/GO/KRB/2m(i)	December 26, 2013	Factory licence	December 31, 2014
2.	Chhattisgarh Environment Conservation Board	43/TS/CECB/2009	April 4, 2009	Consent to establish under Air Act and Water Act	One time
3.	Chhattisgarh Environment Conservation Board	688/TS/CECB/2014	May 3, 2014	Consent to operate under Air Act	October 31, 2014
4.	Chhattisgarh Environment	686/TS/CECB/2014	May 3, 2014	Consent to operate under Water Act	October 31, 2014

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Conservation Board				
5.	Office of the Assistant Labour Commissioner, District Korba, Chhattisgarh	66/KRBA/2009	June 16, 2009	Registration under the CLRA	One time
6.	Office of the Employee Provident Fund Commissioner Government of Madhya Pradesh	11742	April 17, 2000	Employee Provident Fund Registration	One time
7.	Chief Electricity Inspector, Raipur	3/4/3024/Thirteen/17CA	May 23, 2009	Approval for installation of DG set	One time
8.	Water Resource Department, Chhattisgarh	289/334/05/D-4	January 18, 2006	Approval for supply of water	One time
9.	Ministry of Environment and Forests, GoI	No.J-11015/554/2007-I.A.II(M)	December 10, 2008	Environmental clearance for the expansion from 0.9 MTPA to 4.8 MTPA	One time
10.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act	Valid until cancelled
11.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	March 3, 2010	Registration certificate under CVAT	Valid until cancelled
12.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	April 3, 2010	Registration certificate under CST	Valid until cancelled
		Gevra Coal Washery Korba, Chhattisgarh (ACB (India) Limited)			
1.	Chief Inspector of Factories, Chhattisgarh	5316/5316/G.O./KRB/2m(i)	December 26, 2013	Factory licence	December 31, 2014
2.	Chhattisgarh Environment Conversation Board	4759/TS/CECB/2006	September 27, 2006	Consent to establish under Air Act and Water Act	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Note: Amendment to the consent to establish and consent to operate for name of the product from 'coal washery' to 'Beneficiated coal'	1388/TS/CECB/2009	June 6, 2009		
3.	Chhattisgarh Environment Conservation Board	190/TS/CECB/2014	April 9, 2014	Consent to operate under Water Act	February 29, 2016
4.	Chhattisgarh Environment Conservation Board	192/TS/CECB/2014	April 9, 2014	Consent to operate under Air Act	February 29, 2016
5.	Office of Assistant Labour Commissioner, Madhya Pradesh	1978/57/KORBA/2008	January 8, 2008	Registration under CLRA	One time
6.	Office of the Employee Provident Fund Commissioner	11742/342	April 17, 2000.	Employee Provident Fund Registration	One time
7.	Water Resource Department, Chhattisgarh	289/334/05/D-4	January 18, 2006	Approval for supply of water	One time
8.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act	Valid until cancelled
9.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	March 3, 2010	Registration certificate under CVAT	Valid until cancelled
10.	Commercial Tax Officer, Bilaspur	TIN: 22864100475	April 3, 2010	Registration certificate under CST	Valid until cancelled
11.	Chief Electricity Inspector, Raipur	3/4/3023/Thirteen/125	April 25, 2008	Approval for installation of DG set	One time
	Hemgir Coal Washery (5.00 MTPA) Sundargarh, Orissa (ACB (India) Limited)				
1.	Directorate of Factories and	SG:655	May 29, 2012	Factory License	December 31, 2016

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Boilers Orissa				
2.	Registering Officer under the CLRA, Rourkela	333	January 8, 2010	Registration under the CLRA	One time
3.	State Pollution Control Board, Orissa	12991/Ind-II-NOC-5171	August 12, 2009	Consent to establish under Water Act and Air Act	One time
4.	State Pollution Control Board, Orissa	1169/III-CON(Operate)286	March 30, 2013	Consent to operate under Water Act and Air Act	March 31, 2018
5.	State Pollution Control Board, Orissa	1028/III-CON(NOC-197/2010-11	May 4, 2011	Consent to establish railway siding	May 3, 2016
6.	State Pollution Control Board, Orissa	1171/III-CON (Operate) 262	March 30, 2013	Consent to operate railway siding	March 31, 2018
7.	Ministry of Environment and Forests	J-11015/925/2007-IA.II(M)	June 22, 2009	Environmental clearance	One time
8.	Assistant Commissioner of Sales Tax, Jharsuguda Circle, Jharsuguda	TIN: 21544500162	September 4, 2009	Registration certificate under Orissa VAT , 2004	One time
9.	Assistant Commissioner of Sales Tax, Jharsuguda Circle, Jharsuguda	TIN: 21544500162	September 4, 2009	Registration certificate under CST Rules	One time
10.	Deputy Director Mines, Rourkela	NLD5743/2013	July 20, 2013	License under Orissa Minerals (Prevention of Theft, Smuggling & Illegal Mining and Regulation of Possession, Storage, Trading and Transportation) Rules, 2007	September 8, 2015
11.	Western Electricity Supply Company of Orissa Limited	WESCO/Com-1092 (5)	September 22, 2010	Supply of electricity	One time
		WESCO/Com – 741(3)	May 18, 2012		

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		WESCO/Com-1453(3)	amended October 6, 2012		
12.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AABCA0043KST001	December 29, 2010	Registration under the Finance Act	Valid until cancelled.
13.	Office of the Employee Provident Fund Commissioner	11742/342	April 17, 2000	Employee Provident Fund Registration	One time
14.	Office of Superintending Engineer, Jeypore	Report No. 2/2011-12	May 13, 2011	Installation of DG set	One time, subject to compliance with specified conditions.
		Kalinga Coal Washery (9.52 MTPA) Talcher, Orissa (SCPL)			
1	Directorate of Factories and Boilers, Orissa	AN-107/ S.No.- 05053	February 19, 2009 renewed on October 28, 2013	Factory License	December 31, 2018
2.	State Pollution Control Board, Orissa	4488/Ind-II-NOC-3273	February 9, 2005	Consent to establish under Air and Water Act	One time
3.	State Pollution Coal Board, Orissa	7835/IND-I-CON-5862	May 16, 2014	Consent to operate under Water Act and Air Act for manufacture of washed coal	March 31, 2015
4.	State Pollution Control Board, Orissa	1850	July 6, 2010	Consent for transportation, storage, loading and unloading of coal in railway siding	July 5, 2015
5.	Office of Superintending Engineer, Central Electricity Supply Utility, Orissa	4237	October, 31, 2007	Permission to avail 1 MW load at 33KV for Coal Washery Plant at MCL, Balaram	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
6.	Office of Deputy Director Mines, Talcher, Orissa	NLD5961/2013	October 24, 2013	License for procuring/processing/storing/ trading/transporting of coal under Orissa Minerals (Prevention of Theft, Smuggling & Illegal Mining and Regulation of Possession, Storage, Trading & Transportation) Rules, 2007.	October 23, 2015
7.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AADCS9860JSD004	July 1, 2013	Registration under the Finance Act	Valid until cancelled
8.	D.C.S.T., Commercial Tax Department, Government of Odisha	TIN: 21891308039	April 25, 2007	Registration certificate under Odisha VAT Act, 2004	Valid until cancelled
9.	Office of Assistant commissioner of Sales Tax, Cuttack Branch, Cuttack	TIN: 21891308039	April 25, 2007	Registration certificate under CST Rules	Valid until cancelled
10.	District Labour Officer, Talcher Orissa	DIO(T)-2/2006	November 5, 2007 amended on September 5, 2009.	Registration under CLRA	One time
11.	Employees' Provident Fund Organisation	OR/PF/CC-III/14077/9109	March 27, 2009	Registration under Employees' Provident Fund & Miscellaneous Provisions Act, 1952	One time
12.	State Pollution Control Board, Orissa	17042/Ind-II-NOC-5483	October 13, 2011	Approval for installation of DG set	One time
	Ratija Coal Washery (10.00 MTPA) Korba, Chhattisgarh (SCPL)				
1.	Chief Inspector of	5207/5207/G-O/KRB/2m(i)	January 6,	Factory License	December

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Factories, Chhattisgarh		2014		31, 2014
2.	Chhattisgarh Environment Conversation Board	2377/TS/ CECB/2007	May 3, 2007	Consent to establish under Air and Water Act.	One Time
3.	Chhattisgarh Environment Conversation Board	1668/TS/CECB/2014	June 23, 2014	Consent to operate under Water Act.	March 31, 2015
4.	Chhattisgarh Environment Conversation Board	1670/TS/CECB/2014	June 23, 2014	Consent to operate under Air Act.	March 31, 2015
5.	Registering officer, Government of Chhattisgarh	65/KRBA/2009	May 20, 2009	Registration under the CLRA	One time
6.	Office of Chief Engineer , Chhattisgarh Electricity Board	License No. 02-02/SE-11/1455	September 16, 2004	Sanction of 1500 KW additional power at 33KW	One time
7.	Employee Provident Fund Organisation	1793/Application Cell/1991/5020	August 13, 2004	Employee Provident Fund Registration	One time
8.	Ministry of Environment and Forests, GoI	No. J-11015/920/2007-I.A.II(M)	December 11, 2008	Environmental clearance for the expansion from 6.5 MTPA to 11 MTPA	One time
9.	Office of District Magistrate, Korba, Chhattisgarh	7897/License/2008	July 29, 2008	No Objection Certificate for drawl of ground water	One time
10.	Central Excise Officer, Central Board of Excise & Customs, Ministry of Finance	AADCS9860JSD004	July 1, 2013	Registration under the Finance Act	Valid until cancelled
11.	Commercial Tax Office, Chhattisgarh	22404602412	January 13, 2004 amended on July 31, 2013	Registration certificate under CVAT	Valid until cancelled
12.	Commercial Tax Office, Chhattisgarh	11/03/2203	Valid form January 19, 2004	Registration certificate under CST	Valid until cancelled

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
13.	Chief Electricity Inspector, Raipur	6/4/6022/Thirteen/425	June 23, 2006	Approval for installation of DG set	One time
		Balanda Coal Washery (2.57 MTPA) Talcher, Orissa (AEPL)			
1.	Chief Inspector of Factories, Orissa	AN-86	February 9, 2009 amended on November 27, 2013	Factory license	December 31, 2018
2.	State Pollution Control Board, Orissa	14486/Ind-II-NOC-1961	July 22, 2002	Consent to establish under the Air and Water Act	One time
3.	State Pollution Control Board, Orissa	Consent Order No. 13/11-12	May 10, 2011	Consent to operate under the Air Act and the Water Act	March 31, 2016
4.	Office of Registering Officer, Government of Orissa	RC No.DLO(T)09/07	April 6, 2009	Registration under the CLRA	One time
5.	Assistant Provident Fund Commissioner, Employee Provident Fund Organisation	Enf./Cov/6849/OR-/12132/6906 EPF Code No. OR/12132	January 24, 2005	Employee Provident Fund Registration	One time
6.	Orissa Electricity Regulatory Commission	Reference No : Engg-CPP-19/2003/1404	August 1, 2003	Grant of consent to run 2 x 380 KCA DG sets	One time
7.	Office of the Commercial Tax Officer, Dhenkanal Circle, Angul	TIN: 21721305950	November 19, 2013	Registration certificate under Orissa VAT Act, 2004	Valid until cancelled
8.	Deputy Commissioner of Sales Tax, Angul Circle, Angul	TIN: 21721305950	July 13, 2004 amended on November 19, 2013	Registration under the CST	Valid until cancelled
9.	Deputy Commissioner of Sales Tax, Angul	TIN: 21721305950	July 13, 2004 amended on	Registration under the Orissa Entry Tax Act, 1999 read	Valid until cancelled

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Circle, Angul		November 19, 2013	with the Orissa Entry Tax Rules, 1999	
10.	Central Excise Officer, Central Board of Excise and Customs, Ministry of Finance, Department of Revenue	AADCA7307GST001	December 16, 2005 amended on June 11, 2014	Registration under the Finance Act	Valid until cancelled.
11.	Deputy Director Mines, Talcher	NLD7723/2014	April 2, 2014	License under Orissa Minerals (Prevention of Theft, Smuggling & Illegal Mining and Regulation of Possession, Storage, Trading and Transportation) Rules, 2007	June 3, 2016
12.	Engineer, Cesco, Talcher	-	December 26, 2005	Supply of electricity	Valid until cancelled
		Gauri Coal Washery Chandrapur, Maharashtra (AEPL)			
1	Chief Inspector of Factories, Maharashtra	179/CHN/2(m)(i)	April 23, 2007	Factory License	December 31, 2014
2.	Registering and Licensing Officer, CLRA, Chandrapur, Maharashtra	37/05	November 21, 2005	Registration under the CLRA	One time
3.	Maharashtra Pollution Control Board	BO/RONM/CC-34	January 20, 2005	Consent to establish under Air Act and Water Act	One time
4.	Maharashtra Pollution Control Board	BO/JD(APC)/EIC NO. CH-1657-14/R/CC-4097	April 30, 2014	Consent to operate under the Water Act and Air Act and authorisation under the H W (M & H) Rules	January 31, 2015
5.	Central Excise Officer, Central Board of Excise and Customs,	AADCA7307GST001	December 16, 2005 amended on June 11,	Certificate of Registration under the Finance Act	Valid until cancelled.

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Ministry of Finance, Department of Revenue		2014		
6.	Registration Officer, Sales Tax Department, Maharashtra.	TIN :27170339791V Reference No. MH 01V334215	April 1, 2006	Registration Certificate under Maharashtra VAT Act, 2002	Valid until cancelled
7.	Registration Officer, Sales Tax Department, Maharashtra.	TIN :27170339791C Reference No. MH 01 C270861	April 1, 2006	Registration certificate under CST Rules	Valid until cancelled
8.	Regional Provident Fund Commissioner, Nagpur	65280/ENFI/CIRCLE-II/1235	March 24, 2006	Registration under Employees Provident Funds and Miscellaneous Provisions Act, 1952	One time
9.	Profession tax officer, Chandrapur	4/8/5/193	September 19, 2005	Certificate of registration under the Maharashtra State Tax on Profession, Trades, Calling And Employment Act, 1975	One time
		Wani Coal Washery Yeotmal, Maharashtra (KCWPL)			
1.	Inspector of Factories Maharashtra	117/YVT/2M(1)	August 30, 2005	Factory Licence	December 31, 2016
2.	Maharashtra Pollution Control Board	BO/ROA/Yavatmal/113-04/E/CC-85	October 29, 2004	Consent to establish under the Air Act, Water Act and under the HW (M&H) Rules	One time
3.	Maharashtra Pollution Control Board	BO/JD(APC)/EIC No. CH-1238-13/R/CC-1982	March 4, 2014	Consent to operate under the Water Act and Air Act and authorisation under the HW (M&H) Rules	March 31, 2016
4.	Registering Officer, Contract	97	September 7, 2004	Registration under the CLRA	One time

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
	Labour, Amarvari, Government of Maharashtra				
5.	Maharashtra State Electricity Board O&M Circle, Yavatmal	SE/Ytl/Tech/HT/LS/No.4157	October 21, 2004	Sanction of power supply	One time
6.	Central Ground Water Authority, Ministry of Water Resources, Government of India	21-4(22)/CR/CGWA/2007-1073	October 16, 2007	No Objection Certificate for withdrawal of 148 cubic meter underground water per day	October 16, 2012#
7.	Office of the Commissioner Employee Provident Fund, Nagpur Government of Maharashtra	MH/Coverage/65014/ENF/1262	June 27, 2005	Registration for compliance under the Employee Provident Fund Act and the MP Act, 1952.	One time
8.	Electricity Inspectors Office	1603/200	October 29, 2008	Grant of consent to run DG sets	One time
9.	Office of the Assistant Commissioner Central Excise Division, Amravati	AACCK2087LST002	September 19, 2007	Registration under the Finance Act for providing business auxiliary services	One time
10.	Sales Tax Officer, Maharashtra	TIN: 27910320857V No. MH01V	April 1, 2006	Registration certificate under Maharashtra Value Added Tax Act, 2002 as a reseller	Valid until cancelled
11.	Sales Tax Department, Maharashtra	TIN: 27910320857C No.MH01C	April 1, 2006	Registration certificate under Central Sales Tax Act 1956 as a reseller	Valid until cancelled
12.	Profession Tax Officer, Yavatmal, Maharashtra	PT/R/4/4/5/233	September 17, 2005	Registration certificate under Maharashtra State Tax on Professions, Trades, Callings and Employments Act, 1975	One time

 # KCWPL has made an application for renewal of the certificate with the Regional Director, Central Ground Water Board on January 9, 2013. The application has been recommended for renewal by the Central Ground Water Board, Nagpur to the Central Ground Water Authority, New Delhi. The renewed approval is currently

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity

pending.

B. Planned

Sr. No.	Issuing Authority	License No. / Registration No.	Issue Date	Purpose	Validity
		Planned Binjhri Coal Washery Korba, Chhattisgarh (ACB (India) Limited			
1.	Chhattisgarh Environment Conservation Board	43/TS/CECB/2009	April 4, 2009	Consent to establish under Air Act and Water Act	One time
		Raigarh Coal Washery Raigarh, Chhattisgarh (ACB (India) Limited)			
1.	State Level Environment Impact Assessment Authority, Chhattisgarh	4491/SEIAA-CG/EC/CW/RGH/89/09	November 27, 2012	Environmental clearance	One time
2.	Chhattisgarh Environment Conservation Board	5557/TS/CEBC/2014	March 1, 2014	Consent to establish	One time
		Ramakrishnapuram Coal Washery, Adilabad, Andhra Pradesh (AEPL)			
1.	Andhra Pradesh Pollution Control Board	77/PCB/CFE/RO-NZB/HO/2013	September 24, 2013	Consent to establish	September 23, 2018
2.	State Level Environment Impact Assessment Authority, Andhra Pradesh	SEIAA/AP/ADB- 22/2013-	September 3, 2013	Environmental clearance	September 2, 2018

III. Manufacturing Plant

ACCTPL has a manufacturing plant at Rewari presently engaged in manufacturing of coal washing equipment.

Rewari Plant

Sr. No.	Issuing Authority	License No./ Registration No.	Issue Date	Purpose	Validity
1.	Haryana State	HSPCB/NOC/2004/651	August 10,	Consent to	One time

Sr. No.	Issuing Authority	License No./ Registration No.	Issue Date	Purpose	Validity
	Pollution Control Board		2004	establish under Air Act and Water Act	
2	Chief Inspector of Factories, Haryana	MOH/A-4/3006/7363	December 14, 2011	Factory Licence	December 31, 2015
3.	Haryana State Pollution Control Board	HSPCB/ 2013/2559	March 31, 2013	Consent to operate under Air Act and Water Act	March 31, 2015
4.	Office of Labour Commissioner, Haryana & Registering Officer under the CLRA	CLA/RC-1,620/HR/559/RWR/30	June 5, 2014	Registration under CLRA	Valid until any change in the list of contractors or the number of workers employed.
5.	Executive Engineer, Electrical Inspectorate, Haryana	H.T.I/MAY/NNL/2012/SPLI	May 22, 2012	Issued for running 1*100 KVA, 1*25 KVA DG sets, 315 KVA Transformers and 380 KVA Gen .	The Executive Engineer has inspected the DG sets and approved the installations, subject to certain instructions. The Company, pursuant to its letter dated May 25, 2012 has intimated compliance with the instructions.
6.	Executive Engineer, Division, Dharuhera	Ch. 2/SOFL – 231	February 1, 2006	Approval for supply of electricity	One time
7.	Assessing authority, Haryana	TIN: 06152705639	October 18, 2004	Registration certificate under Central Sales Tax Act 1956	Valid until cancelled
8.	Regional Director, Daruhera	13/10416/67/900	March 15, 2005	Employee State Insurance Corporation	One time
9.	Assistant Commissioner, Central Excise Division, Rewari	AAECA8119MXM001	October 6, 2004 amended on November	Registration certificate under Central Excise Tax Act , 1944 read with	Valid until cancelled

Sr. No.	Issuing Authority	License No./ Registration No.	Issue Date	Purpose	Validity
			26, 2013	Central Excise Rules, 2002	
10.	Assessing Authority	TIN: 06152705639	October 18, 2004	Registration certificate under Haryana VAT Act, 2003	Valid until cancelled
11.	Office of the Regional Provident Fund Commissioner	Comp./Cov./HR/GGN./II/26806/ 1211/1867	February 14, 2005	Employee Provident Fund Registration	One time
12.	Central Excise Officer, CBEC, Department of Revenue, Ministry of Finance.	AAECA8119MST001	April 6, 2005 amended on July 29, 2013	Registration under the Finance Act	Valid until cancelled

Business approvals applied for

Our Company has applied for the following significant approvals pertaining to our business:

I. Power Plants

A. Operational Plants

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
		Chakabura Power Plant (Phase II) Korba, Chhattisgarh (ACB (India) Limited)		
1.	Chief Inspector of Factories, Government of Chhattisgarh	ACB (India) Ltd./HR/2014/05/01	May 16, 2014	Application for a new factory licence
		Korba Power Plant Korba, Chhattisgarh (ACB (India) Limited)		
1	Minister for Power and Coal, Government of India.	Acbpl/MoP/04-10/677	June 24, 2009	Coal Linkage application
2	Chhattisgarh	RPG/ENVIR/2X135/08	April 26, 2012	Authorisation for

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
	Environment Conservation Board			handling hazardous wastes

B. Projects under Implementation

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
		Sidhi Power Plant Sidhi, Madhya Pradesh (AMPPGPL)		
1.	Ministry of Coal, GoI*	ACBPL/BK/MOC/08-09/459	June 12, 2008	Long-term Linkage for coal.
2.	Ministry of Environment, GoI	ACBPL/HM/2008-09/540.J-13012/140/2008-IA.II(T))	September 29, 2008	Environmental clearance#
			February 10, 2009	Terms of reference as prescribed by the MoEF##
3.	Water Resources Department, Government of Madhya Pradesh	AMPPGPL/WRD/GoMP/14-15/1848	July 24, 2014	Application for allocation of 10 MCM water

**This application is subsequent to the enhancement of capacity of the power plant.*
 # Public hearing is completed successfully on October 7, 2009 and final Environment Impact Assessment Report has been submitted to the MoEF.
##By way of letter no. J-13012/140/2008-IA.II (T) dated February 10, 2009 from the MoEF, the EAC prescribed terms of reference for our Company.

		Ratija Power Plant (Phase II) Ratija Chhattisgarh (SCPL)		
1.	Ministry of Coal, GoI	scpl/MoC/hmj/08-09/538	September 19, 2008	Application for grant of long-term coal linkage

C. Projects under Development

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
		Champa Power Plant Champa, Chhattisgarh (ACPGPL)		
1.	Ministry of Coal, GoI*	ACBPL/BK/MOC/08-09/460	June 12, 2008	Long term linkage for coal
2.	Ministry of Environment and Forest, GoI*	ACBPL/1200MW_Hadaspur&Katsira_CG/2008-09/1	January 14, 2009	Environmental clearance.

** These applications were originally made in the name of our Company. However, pursuant to a letter issued by the Energy Department, Government of Chhattisgarh on February 2, 2010, bearing no. 224/F21/87/06/2/13/ED/MoU-IPP/2010, this project is being developed by our Subsidiary, ACPGPL.*

II. Washeries

A. Operational

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
		Balanda Coal Washery Orissa (AEPL)		
1.	Department of Water Resource, Odisha	AEPL/TAL/Irr./11-12/364	February 7, 2012	Application for water supply
		Kalinga Coal Washery (9.52 MTPA) Talcher, Orissa (SCPL)		
1.	Office of the Engineer-in-Chief, Water Resources, Odisha, Secha Sadan, Bhubaneswar	SCPL-Talcher/Water/09-10/352 and SCPL-Talcher/Water/09-10/357	December 7, 2010 and December 20, 2010 and October 11, 2011	Application for surface water
		Hemgir Coal Washery (5.00 MTPA) Sundargarh, Orissa (ACB (India) Limited)		
1.	Chief Engineer, Orissa Water	ACB/HMG/WRD/301	October 11, 2011	Application for allocation of

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
	Planning Organisation			water

B. Planned

Sr. No.	Concerned Authority	Application No.	Date of Application / Receipt of Application by the Concerned Authority	Purpose
		Planned Binjhri Coal Washery Korba, Chhattisgarh (ACB (India) Limited)		
1.	Chhattisgarh Environment Conservation Board	ACBIL/ENV/CTO/14/001	March 7, 2014	Application for consent to operate under Air Act and Water Act
		Kuchena Coal Washery Korba, Chhattisgarh (ACB (India) Limited)		
1.	Ministry of Environment, GoI	ACBPL/MOEF/07-08/1051	August 14, 2007	Environmental clearance.
		J-11015/900/2007-IA.II(M)	November 10, 2009	Terms of reference as prescribed by the MoEF
		Planned IB Valley Coal Washery Jharsuguda, Orissa (ACB (India) Limited)		
1.	Ministry of Environment, GoI	J-11015/926/2007-IA.II(M)	February 20, 2009	Environmental clearance.
		J-11015/926/2007-IA.II(M)	January 16, 2008	Terms of reference as prescribed by the MoEF[##]

[##] *By way of letter no. J-11015/926/2007-IA.II(M)) dated January 16, 2008 from the MoEF, the EAC prescribed terms of reference for our Company.*

		Planned Hemgir Coal Washery Sundargarh, Orissa (ACB (India) Limited)		

2.	Ministry of Environment and Forests, Government of India	ACB (I) Ltd/Hemgir Coal Washery Expansion/EC/March 2014/2	March 20, 2014	Application for expansion from 5 to 10 MTPA

Intellectual Property of our Company

Sr. No.	**Authority**	**Application No.**	**Date of Application / Receipt of Application by the Concerned Authority**	**Purpose**
1	Trade Mark Registry, GoI	Application for registration of ACB Trade Mark. The reference number allotted is 1853697.	August 22, 2009	Registration of the ACB Trade Mark. under class 40

KEY PROVISIONS OF CERTAIN AGREEMENTS

The following is a description of terms and conditions and the general nature of certain material contracts in relation to the business of our Company and our Subsidiaries. This section should be read in conjunction with the section on "*Our Business*" on page 166 of this Draft Red Herring Propsectus.

A. COAL BENEFICIATION BUSINESS

1. *Work Order dated July 24, 2014 for beneficiation of coal and supply of beneficiated coal to Gujarat State Electricity Corporation Limited ("**GSECL**") by our Company*

A work order dated July 24, 2014 for beneficiation of coal and supply of beneficiated coal has been issued by GSECL to our Company. Agreement related to this work order dated July 24, 2014 is yet to be signed.

As per the work order, our Company is required to lift ROM G-11 (4000-4300) band coal from the collieries of a public sector undertaking in Korba coalfields for beneficiation of coal at our washery in the Korba area and supply of the beneficiated coal to GSECL power stations. The average order quantity for beneficiation of coal is 9 lakh Mt. per month. The quantity may go up at the discretion of GSECL. The tenure of the agreement is for a period of two years with effect from July 1, 2014 to June 30, 2016. The contract may be extended at the sole discretion of GSECL at the same rate, terms and conditions, for a period of six months or till finalization of a new order, whichever is earlier. Penalty is leviable under certain circumstances such as the ash content and total moisture of the beneficiated coal being higher than the prescribed limit, lapse of delivery order, less delivery of washed coal etc. Our Company is required to furnish a security deposit of an amount equal to 10% of the order value for one year quantity by way of bank guarantee. Our Company is entitled, under certain circumstances, to retain the washery reject generated out of the beneficiation of coal by paying a prescribed price. GSECL has the right to cancel the agreement in full or part after giving one month of written notice if the performance is not satisfactory in accordance with the contract.

2. *Work order dated January 1, 2013 for beneficiation of coal and supply of beneficiated coal to Rajasthan Rajya Vidyut Utpadan Nigam Limited ("**RRVUNL**") by our Company*

Our Company has entered into an agreement dated February 12, 2013 with RRVUNL for beneficiation of coal and supply of beneficiated coal. A work order dated January 1, 2013 in this regard was issued by RRVUNL to our Company.

Our Company is required to lift raw coal from Korba coal field of SECL, on behalf of RRVUNL, transport the raw coal from the mines to our washery, wash the raw coal to obtain the specified parameters, transport the washed coal to the nearest railway siding, load them into wagons for dispatch to RRVUNL power stations. The raw coal would be washed at our three washeries namely Dipka, Gevra and Chakabura. The agreement is for the beneficiation of 6 lakhs Mt. of raw coal per month. However, this quantity may vary depending on allocation of coal by SECL from time to time. Further, RRVUNL has the right to vary the quantity of coal to be washed. Our Company is responsible for disposal of washery rejects and RRVUNL has the right to witness the process of washing of coal and disposal of rejects. Our Company is required to furnish a security deposit of an amount equal to 5% of the order value for one year. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, less delivery of washed coal etc. The contract is for a period of five years from the date of commencement of work subject to satisfactory performance every year. RRVUNL has the right to terminate the contract in full or part at any time during the period of the contract on giving a three month notice if the performance of our Company is not satisfactory.

3. *Work order dated March 8, 2011for beneficiation of coal and supply of beneficiated coal to Rajasthan Rajya Vidyut Utpadan Nigam Limited ("**RRVUNL**") by SCPL*

A work order dated March 8, 2011 has been issued by RRVUNL to SCPL for beneficiation of coal and supply of beneficiated coal.

SCPL is required to lift raw coal from Korba coal field of SECL, on behalf of RRVUNL, transport the raw coal from the mines to our washery, wash the raw coal to obtain the specified parameters, transport the washed coal to the nearest railway siding, load them into wagons for dispatch to RRVUNL power stations. The raw coal would be washed at Ratija Washery. The work order is for the beneficiation of 1 lakhs Mt. of raw coal per month. However, this quantity may vary depending on allocation of coal by SECL from time to time. Further, RRVUNL has the right to vary the quantity of coal to be washed. Our Company is responsible for disposal of washery rejects and RRVUNL has the right to witness the process of washing of coal and disposal of rejects. Our Company is required to furnish a security deposit of an amount equal to 5% of the order value for one year. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, less delivery of washed coal etc. The contract is for a period of five years from the date of commencement of work subject to satisfactory performance every year. RRVUNL has the right to terminate the contract in full or part at any time during the period of the contract on giving a three month notice if the performance of the contractor is not satisfactory.

4. *Agreement dated April 2, 2012 for beneficiation of coal to Punjab State Power Corporation Limited by our Company*

Our Company has entered into an agreement dated April 2, 2012 for beneficiation of coal to Punjab State Power Corporation Limited ("**PSPCL**"). Work orders dated March 8, 2011 and February 29, 2012 in this regard were issued by PSPCL to us.

Our Company is required to receive coal from SECL on behalf of PSPCL for beneficiation and then dispatch of the beneficiated coal to PSPCL's power plants. PSPCL has issued various amendments from time to time to extend the validity of the Contract. As per the last amendment (Amendment No.6), validity of the contract is extended till October 31, 2014. It is the responsibility of our Company to get the right quality of raw coal from SECL for beneficiation. The quantity of coal to be beneficiated is 60,000 MT per month or as per linked quantity of raw coal to be supplied by SECL by road mode from their Korba field. Our Company is required to adhere to several technical specifications in relation to beneficiation of coal.

5. *Agreement dated May 19, 2004 for setting up coal washery and beneficiation of coal for Andhra Pradesh Power Generation Corporation Limited ("**APGENCO**") by SCPL, our Subsidiary ("**SCPL**")*

SCPL has entered into an agreement dated May 19, 2004 for setting up coal washery in Talcher area on Built Own Operate basis (BOO) for supply of beneficiated coal to APPGCL.

SCPL is required to set up coal washery in Talcher area with an installed capacity of 11MTPA for beneficiation of coal for APGENCO. As per the terms of agreement, APGENCO will provide land to SCPL in MCL area for setting up coal washery. SCPL will beneficiate 11 MT of raw coal subject to allocation of linkage from time to time and supply washed coal to thermal power plants of APGENCO. Transportation of raw coal from mines to coal washery of SCPL is not in the scope of SCPL. The contract is for a period of twenty years from the date of commencement of work and will be automatically extended for 10 years by way of 2 extension terms of 5 years each on mutually agreed terms. Agreement can be terminated by APGENCO during the term of extended period by giving 6 months notice.

6. *Agreement dated December 26, 2011 for beneficiation of coal to Andhra Pradesh Power Generation Corporation Limited ("**APGENCO**") by Aryan Energy Private Limited, our Subsidiary ("**AEPL**")*

AEPL has entered into an agreement dated December 26, 2011 for supply of beneficiated coal on 'FOR' destination basis with APGENCO. A letter of intent in this regard was issued by APGENCO to AEPL on November 10, 2011.

AEPL is required to supply beneficiated coal on 'FOR' destination basis, including transportation of beneficiated coal to loading point in Talcher area and loading into wagons for onward movement. The quantity to be supplied is 0.37 million tonnes of beneficiated coal per annum by utilizing the raw coal linkage of 0.505 MTPA of raw coal subject to allocation of linkage from time to time. The contract is for a period of three years from the date of commencement of work. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, late transportation of washed coal etc.

7. *LOI dated November 07, 2013 issued by APGENCO to SCPL (in consortium with GCMPL) ("**the Consortium")** for movement of raw coal from mines to APGENCO washery in Talcher and movement of washed coal from washery to power plants of APGENCO and sale of washery rejects.*

SCPL (in consortium with GCMPL) has received LOI dated November 7, 2013 for movement of raw coal from mines to APGENCO washery in Talcher and movement of washed coal from washery to power plants of APGENCO and sale of washery rejects.

Consortium is required to lift the raw coal from coal mines and supply to Kalinga washery of SCPL. Consoritum is responsible for co-ordination with MCL and APGENCO for lifting of raw coal and to ensure the requisite quality and quantity of raw coal is made available to washery round the clock. Consortium will co-ordiante with Railways for sanction of railway program for dispatch of washed coal. The Consortium will be responsible for indenting of railway rakes on behalf of APGENCO. The quantity to be handled is 11 MTPA of raw coal and beneficiated coal generated out of the raw coal supplied, subject to allocation of linkage from time to time. The Consortium is responsible to continuously lift the reject coal from washery without any interruption to washery and dispose off the same in an environment friendly manner. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, late transportation of washed coal etc. The contract is for a period of three years from the date of commencement of work. The contract shall be extended for a further period of 2 years on the same terms subject to satisfactory performance of the Consortium.

8. *Work Order dated July 24, 2014 for beneficiation of coal and supply of beneficiated coal to Gujarat State Electricity Corporation Limited ("**GSECL**") by SCPL.*

A work order dated July 24, 2014 for beneficiation of coal and supply of beneficiated coal has been issued by GSECL to SCPL. Agreement related to this work order dated July 24, 2014 is yet to be signed.

As per the the work order, SCPL is required to lift ROM G-11 (4000-4300) band coal from the collieries of a public sector undertaking in Korba coalfields for beneficiation of coal at SCPL Ratija washery in the Korba area and supply of the beneficiated coal to GSECL power stations. The average order quantity for beneficiation of coal is 3 lakh Mt. per month. The quantity may go up at the discretion of GSECL. The tenure of the agreement is for a period of two years with effect from July 1, 2014 to June 30, 2016. The contract may be extended at the sole discretion of GSECL at the same rate, terms and conditions, for a period of six months or till finalization of a new order, whichever is earlier. Penalty is leviable under certain circumstances as ash content and total moisture being higher than the prescribed limit, lapse of delivery order, less delivery of washed coal etc. SCPL is required to furnish a security deposit of an amount equal to 10% of the order value for one year quantity by way of bank guarantee. GSECL has the right to cancel the agreement in full or part after giving one month of written notice if the performance is not satisfactory in accordance with the contract.

9. *Agreement dated December 25, 2013 and amendment dated July 02, 2014 for beneficiation of coal to Talwandi Saboo Power Limited ("**TSPL**") by, our Company*

Our Company has entered into an agreement December 25, 2013 for beneficiation of coal. An amendment to the said agreement was executed on July 02, 2014.

As per the Agreement, our Company is required to is required to lift raw coal from MCL, on behalf of TSPL, transport the raw coal from the mines to our washery, wash the raw coal to obtain the specified parameters, transport the washed coal to the nearest railway siding and load them into wagons for dispatch to TSPL power station at Village Banwala, District Mansa, Punjab. The raw coal would be washed at Hemgir Washery. The quantity of raw coal to be beneficiated is 21.20 lakhs. Our Company is required to furnish a security deposit of Rs. 100 millions in form of bank guarantee or demand draft. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, less delivery of washed coal etc.

10. *Purchase Order dated April 1, 2014 for beneficiation of coal to Nabha Power Limited ("**NPL**") by, our Company*

A purchase order dated April 1, 2014 for beneficiation of coal and supply of beneficiated coal has been issued by NPL to our Company.

As per the Purchase Order, our Company is required to lift raw coal from Korba Coalfields of SECL, on behalf of NPL, transport the raw coal from the mines to our washery, wash the raw coal to obtain the specified parameters, transport the washed coal to the nearest railway siding and load them into wagons for dispatch to NPL power station at Rajpur, Punjab. The quantity of raw coal to be beneficiated is 55.5 lakhs per annum. The tenure of the order is one year i.e. order is valid upto March 31, 2015. Our Company is required to furnish a security deposit of Rs. 100 millions in form of bank guarantee or demand draft. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, less delivery of washed coal etc.

*11. Purchase Order dated April 1, 2014 for beneficiation of coal to Nabha Power Limited ("**NPL**") by, SCPL*

A purchase order dated April 1, 2014 for beneficiation of coal and supply of beneficiated coal has been issued by NPL to our Company. The contract period is February 15, 2014 to February 14, 2015.

As per the Purchase Order, our Company is required to lift raw coal from Korba Coalfields of SECL, on behalf of NPL, transport the raw coal from the mines to our washery, wash the raw coal to obtain the specified parameters, transport the washed coal to the nearest railway siding, load them into wagons for dispatch to NPL power station at Rajpur, Punjab. The quantity of raw coal to be beneficiated is 55.5 lakhs per annum. The order is valid upto February 14, 2015. Our Company is required to furnish a security deposit of Rs. 100 million in form of bank guarantee or demand draft. Penalty is leviable under certain circumstances such as ash content and total moisture being higher than the prescribed limit, less delivery of washed coal etc.

12. Agreement *dated December 28, 2013 for setting up of Dahibari Washery and subsequent operation and maintenance between a public sector undertaking and our Company.*

Our Company has entered in to an Agreement dated December 28, 2013 with a public sector undertaking for setting up of Dahibari Washery and subsequent operation and maintenance. The scope of work has been specified in two distinct parts, one for setting up of coal washery and second for operation and maintenance thereof. As per the Agreement, our Company shall construct a 1.6 MTPA coal washery at the land provided by the BCCL within a period of 18 months from the date of handing over of land to our Company. After the construction of washery, our Company will be responsible for operation and maintenance of the said washery for a period of 10 years. Our Company has given bank guarantee equivalent to 10% of the capital cost of coal washery. Penalty is leviable under certain circumstances such as delay in construction of washery, non/short receipts of raw coal, less delivery of washed coal etc.

B. POWER BUSINESS

I. 15 MW wind power project at Sangli, State of Maharashtra

*1. Operation and maintenance agreement dated January 21, 2006 between our Company and Suzlon Windfarm Services Limited ("**SWSL**")*

Our Company entered into an operation and maintenance agreement dated January 21, 2006 with SWSL (the "**O&M Agreement**") for the operation and maintenance of the wind turbine generators ("**WTG**") and other equipment (collectively, the "**Equipment**") for the wind power project at Sangli, State of Maharashtra.

The responsibilities of our Company includes obtaining insurance policies for the Equipments; payment of all statutory dues levied by governmental authorities and attributable to our Company in respect of the wind farm or the Equipments; payment of the cost of repairs or replacement of Equipment repairs and entering into the necessary agreement with state electricity boards or power companies with regard to distribution of power generated by the WTGs.

The responsibilities of SWSL includes establishing and maintaining in the vicinity of the wind farm, among other things, suitable offices and storage facilities, service centres; maintaining transformers, trivector meter for measuring the energy generated by the WTG; observing all laws, statutory provisions or norms laid down by the government in force concerning the operation and maintenance of the Equipment; duly intimating any occurrence or the likely occurrence of an event giving rise to or likely to give rise to a claim under the insurance policy of our Company; allowing persons duly authorized by our Company, with prior intimation, to inspect and examine the equipment; and providing sufficient manpower and proper security to wind farm and necessary labor and other competent personnel as are required to perform the operation and maintenance services. SWSL shall perform the services in relation to the Equipment in accordance with (i) the operations and maintenance manuals, the safety management plans and procedures and as per the manufacturers recommendations, where applicable or (ii) in accordance with accepted industry practices.

SWSL has warranted a combined machine availability of ninety five (95) per cent per year for all the WTGs put together covered under the O&M Agreement. Machine availability means the ratio of actual number of annual hours for which the WTG are in a state of complete readiness to generate power subject to the grid and wind availability. SWSL is to ensure that the loss of power during transmission between WTG meter and SEB/SEB authorised meters located within the windfarm shall not be more than five (5) per cent per annum for all the WTG's put together. In the event the said loss exceeds five (5) per cent for all WTG's put together in any year, SWSL shall compensate our Company for such loss at two (2) per cent of annual operation and maintenance charges for every one (1) per cent of excess transmission loss over five (5) per cent subject to a maximum of ten (10) per cent annual operation and maintenance charges. Liability of SWSL arising out of its breach of warranties shall be cumulatively restricted to 25% of annual O&M charges payable by our Company for that year. However, SWSL stands liable to our Company for all the repairs, operations, maintenance costs, replacement costs for all the 12 WTG's. All costs/ expenses incurred for the aforesaid activities to be borne by SWSL.

The term of O&M Agreement is ten years commencing from October 01, 2005 to September 30, 2015. However, Company shall be entitled to terminate this Agreement by giving notice in writing, in case of willful default or material failure by SWSL to perform its obligation under this Agreement if such default or failure is not remedied by SWSL within 90 days of being notified of such default or failure by our Company. SWSL shall be entitled to terminate this Agreement by giving notice in writing, in case of willful default or material failure by our Company to perform its obligations (except payment obligations) under this Agreement if such default or failure is not remedied by our Company within 90 days of being notified of such default or failure by SWSL. SWSL shall, without prejudice to all its other rights and remedies under this Agreement or under law, be entitled to terminate this agreement forthwith if our Company does not pay the operation and maintenance charges within 30 days of the due date for payment.

2. *Wind energy purchase agreement dated September 25, 2005 between our Company and Maharashtra State Electricity Distribution Company Limited ("**MSEDCL**")*

Our Company entered into a wind energy purchase agreement dated September 28, 2005 with MSEDCL ("**Agreement**") for sale of 100% of the wind energy produced by our Company from its 15MW wind power project situated at village Sangli, State of Maharashtra ("**Wind Power Project**").

As per the Agreement, all the wind energy of the Wind Power Project will be purchased and accepted by the MSEDCL on the point of delivery. Our Company has undertaken not to sell any wind energy to any other person. MSEDCL will pay our Company for the wind energy as metered at the point of delivery at the "all-in" fixed tariff at the rate ₹ 3.50 per KWh for first year, escalated by ₹ 0.15 per annum subject to maximum tariff of ₹ 5.30 per KWh.

Our Company is responsible for all electric losses, transmission and ancillary service arrangements required to deliver the wind energy from the Wind Power Project to MSEDCL at the point of delivery. MSEDCL is deemed to be in control of the wind energy and test energy from the Wind Power Project up to and until delivery and receipt at the point of delivery. MSEDCL may disconnect the Wind Power Project if it determines that the Wind Power Project may endanger the safety of persons or the continued operations of the Wind Power Project may endanger the integrity of MSEDCL's systems or have an adverse effect on the electric service to MSEDCL's other consumers. Further our Company will be responsible for obtaining all financing necessary to construct, operate and maintain the Wind Power Project during the validity of the Agreement and it shall also be fully responsible for obtaining and

maintaining the validity of any and all licenses, permits and approvals necessary for the construction and operation of the Wind Power Project.

The Agreement is effective from the date of start of operation i.e. from September 29, 2005. The sale of wind energy under this Agreement shall be governed by Maharashtra Electricity Regulatory Commission's ("**MERC**") order dated November 24, 2003 subject to any further order passed by MERC and shall be subject to all necessary sanctions/permissions/approvals as may be required to be obtained from the MERC or any other governmental authority. The Agreement shall remain effective until the thirteenth anniversary of commercial operations date unless renewed or extended.

II. 270 MW power plant at Korba, State of Chhattisgarh

*1. Power purchase agreement dated February 26, 2007 between our Company and Gujarat Urja Vikas Nigam Limited ("**GUVNL**")*

Our Company entered into a power purchase agreement dated February 26, 2007 with GUVNL ("**PPA**") for sale and supply of 200 MW power ("**Contracted Capacity**") from its 270 MW coal based power project being setup in district Korba, State of Chhattisgarh ("**Korba Project**").

The entire Contracted Capacity shall at all times be for the exclusive benefit of GUVNL who will have the exclusive right to purchase such Contracted Capacity from our Company. As per the PPA, the responsibilities of our Company includes executing the Korba Project in a timely manner so as to enable achievement of the COD of each of the units no later than the scheduled COD, as defined in the PPA, such that the Contracted Capacity can be made available. The responsibilities of GUVNL includes procuring the interconnection and transmission facilities to enable the evacuation of the Contracted Capacity from the delivery point to GUVNL's customers networks, payment of the transmission charges and making arrangements for the evacuation of the inform power from the power station.

From the COD of the first unit, GUVNL shall pay to our Company the monthly tariff payment in accordance with schedule VI of the PPA. The tariff shall be paid in two parts comprising of capacity and energy charge. The full capacity charges shall be payable based on the Contracted Capacity at normative availability and the incentive shall be for availability beyond 85% as provided in schedule six to the PPA. In case of availability being lower than the normative availability, the capacity charges shall be payable on proportionate basis.

The PPA shall be valid from February 26, 2007 until the 25th anniversary of the COD of the Korba Project unless terminated earlier in accordance with the PPA.

*2. Implementation agreement dated July 14, 2008 among our Company, the Government of Chhattisgarh ("**Government**") and the Chhattisgarh State Electricity Board ("**Board**")*

Our Company entered into an implementation agreement dated July 14, 2008 with the Government and the Board ("**IA**") for the implementation of the thermal power project having an installed capacity of 250 (plus minus 20%) MW along with associated water pipelines, captive coal mines (if any), fuel transport systems, ash disposal system and transmission lines at Korba, State of Chhattisgarh ("**Korba Project**"). The IA replaces the memorandum of understanding dated June 19, 2006 among our Company, Government and the Board for the implementation of the Korba Project.

As per the terms of the IA, our Company will provide, on an annualized basis, to the Government or agencies nominated by the Government ("**Purchasing Entity**") five (5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Korba Project at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. In the event our Company is allocated captive coal block also in the State of Chhattisgarh for supply of coal to the Korba Project, then our Company will provide, on an annualized basis, to the Purchasing Entity seven and half (7.5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Korba Project, at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. The Government, the Board or their assignees have not guaranteed the purchase of power from our Company.

In addition to the above, the Government shall have the first right to purchase power up to 30 (thirty) percent of the aggregate capacity of the generating unit(s) for a period of 20 (twenty) years, through its nominated agency, at the rate to be approved by the appropriate electricity regulatory commission. The manner in which offer shall be made by our Company for the sale of power has been detailed in the PPA.

The IA shall continue in full force and effect for the life of the Korba Project. Our Company is required to prepare rehabilitation and resettlement plan for the Korba Project as per the prevalent policy of the state government and implement rehabilitation and resettlement of the project affected persons accordingly. Our Company shall bear all costs related to such rehabilitation and resettlement. Our Company is required to achieve the COD of the first unit of the Korba Project within 65 or 70 months from July 14, 2008.

The IA can be terminated by serving a sixty (60) days notice by the Government in case of an event of default by the Company or by our Company in the event of a event of default by the Government. The IA can be terminated by either party or in the event where either party is unable to perform any obligations required to be performed due to force majeure (as defined in the IA) for a continuous period of eighteen (18) months. Our Company can also terminate the IA, in the event of enactment of any law or regulation or any subsequent act of any Governmental Instrumentality, which makes the performance of this Agreement impossible for it.

III. 2x50 MW power project at Ratija, State of Chhattisgarh (Phase I and II)

1. *Implementation agreement dated August 1, 2009 among Spectrum Coal and Power Limited, our Subsidiary ("**SCPL**"), Government of Chhattisgarh ("**Government**") and Chhattisgarh State Power Holding Company Limited ("**CSPHCL**")*

SCPL entered into an implementation agreement dated August 1, 2009 with the Government and CSPHCL ("**IA**") for the implementation of the thermal power project having an installed capacity of 100 (plus minus 20%) MW along with associated water pipelines, captive coal mines (if any), fuel transport systems, ash disposal system and transmission lines at Ratija, State of Chhattisgarh ("**Ratija Project**"). The IA replaces the memorandum of understanding dated February 1, 2008 among SCPL, Government and the CSPHCL for the implementation of the Ratija Project.

As per the terms of the IA, SCPL will provide, on an annualized basis, to the Government or agencies nominated by the Government ("**Purchasing Entity**") five (5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Project at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. In the event SCPL is allocated captive coal block also in the State of Chhattisgarh for supply of coal to the Project, then SCPL will provide, on an annualized basis, to the Purchasing Entity seven and half (7.5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Project, at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. The Government, the CSPHCL or their assignees have not guaranteed the purchase of power from SCPL.

In addition to the above, the Government shall have the first right to purchase power up to 30 (thirty) percent of the aggregate capacity of the generating unit(s) for a period of 20 (twenty) years, through its nominated agency, at the rate to be approved by the appropriate electricity regulatory commission. The manner in which offer shall be made by SCPL for the sale of power has been detailed in the IA.

The IA shall continue in full force and effect for the life of the Ratija Project. SCPL is required to prepare rehabilitation and resettlement plan for the Ratija Project as per the prevalent policy of the state government and implement rehabilitation and resettlement of the project affected persons accordingly. SCPL shall bear all costs related to such rehabilitation and resettlement. SCPL is required to achieve the COD of the first unit of the Ratija Project within 65 or 70 months from August 1, 2009.

The IA can be terminated by serving a sixty (60) days notice by the Government in case of an event of default by SCPL or by SCPL in the event of a event of default by the Government. The IA can be terminated by either party or in the event where either party is unable to perform any obligations required to be performed due to force majeure (as defined in the IA) for a continuous period of eighteen (18) months. SCPL can also terminate the IA, in the event

of enactment of any law or regulation or any subsequent act of any Governmental Instrumentality, which makes the performance of this IA impossible for it.

IV. 600 MW power plant at Raigarh, State of Chhattisgarh

1. *Implementation agreement dated January 15, 2010 among TRN Energy Private Limited ("**TRN**"), the Government of Chhattisgarh ("**Government**") and Chhattisgarh State Power Holding Company Limited ("**CSPHCL**")*

TRN entered into an implementation agreement dated January 15, 2010 with the Government and CSPHCL ("**IA**") for the implementation of the thermal power project having an installed capacity of 625 (plus minus 20%) MW along with associated water pipelines, captive coal mines (if any), fuel transport systems, ash disposal system and transmission lines at Raigarh District, State of Chhattisgarh ("**Raigarh Project**"). The IA replaces the memorandum of understanding dated June 11, 2007 among TRN, Government and the CSPHCL for the implementation of the Raigarh Project.

As per the terms of the IA, TRN will provide, on an annualized basis, to the Government or agencies nominated by the Government ("**Purchasing Entity**") five (5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Raigarh Project at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. In the event TRN is allocated captive coal block also in the State of Chhattisgarh for supply of coal to the Raigarh Project, then TRN will provide, on an annualized basis, to the Purchasing Entity seven and half (7.5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Raigarh Project, at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. The Government, the CSPHCL or their assignees have not guaranteed the purchase of power from TRN.

In addition to the above, the Government shall have the first right to purchase power up to 30 (thirty) percent of the aggregate capacity of the generating unit(s) for a period of 20 (twenty) years, through its nominated agency, at the rate to be approved by the appropriate electricity regulatory commission. The manner in which offer shall be made by TRN for the sale of power has been detailed in the IA.

The IA shall continue in full force and effect for the life of the Raigarh Project. TRN is required to prepare rehabilitation and resettlement plan for the Raigarh Project as per the prevalent policy of the state government and implement rehabilitation and resettlement of the project affected persons accordingly. TRN shall bear all costs related to such rehabilitation and resettlement. TRN is required to achieve the COD of the first unit of the Ratija Project within 65 or 70 months from January 15, 2010.

The IA can be terminated by serving a sixty (60) days notice by the Government in case of an event of default by TRN or by TRN in the event of a event of default by the Government. The IA can be terminated by either party or in the event where either party is unable to perform any obligations required to be performed due to force majeure (as defined in the IA) for a continuous period of eighteen (18) months. TRN can also terminate the IA, in the event of enactment of any law or regulation or any subsequent act of any Governmental Instrumentality, which makes the performance of this IA impossible for it.

2. *Power purchase agreement dated June 26, 2012 between TRN Energy Private Limited, our Subsidiary ("**TRN**") and PTC India Limited ("**PTC**")*

TRN and PTC have entered into a power purchase agreement dated June 26, 2012 ("**PPA**"). The PPA is valid for a term commencing from June 26, 2012 for a period of 25 years from the commissioning of the power project. The PPA can be terminated on an earlier date in accordance with the terms of the agreement.

Under the PPA, TRN has agreed to sell 390 MW gross capacity at a specified delivery point to PTC and PTC has agreed to purchase the said power for onward sale. PTC would sell and market the power for long term/ medium term sale basis through the tariff based competitive bidding process or on short term sale basis through the negotiated route. Our Company is required to provide a performance guarantee to PTC. For sale of the contracted

capacity through tariff based competitive bidding by PTC, the levellized tariff at delivery point in Chhattisgarh for 25 years from the date of commissioning including PTC margin of 2.5% will be minimum of ₹ 3.15 per kWh.

3. *Power purchase agreement dated July 25, 2013 between TRN Energy, our Subsidiary ("**TRN**") and PTC India Limited ("**PTC**")*

TRN and PTC have entered into a power purchase agreement dated July 25, 2013 ("**PPA**"). The PPA is valid for a for a period of 25 years commencing from the October 30, 2016. The PPA can be terminated on an earlier date in accordance with the terms of the agreement.

Under the PPA, TRN has agreed to sell 390 MW gross capacities at inter-connection point of UP Discoms. This PPA has been enterd on back to back basis to enable PTC to fulfil its duties and obligations under the PPA executed between PTC and UP Discoms on July 25, 2013. PTC and TRN have finalised the tariff and modalities realted to the power to be procured from Raigargh Project for a period of 25 years from October 30, 2016 for onward sale to UP Discoms on long term basis. TRN has provided corporate performance guarantee in form of bank guarantee of Rs. 1,170 millions. Once this agreement is in force, the agreement entered between PTC and TRN dated June 26, 2012 will be treated as terminated. In case of any conflict between PPA between PTC & UP Discoms and PPA between TRN, PPA between PTC and UP Discoms shall prevail to the extent imposed upon TRN. In case PPA between PTC & UP Discoms is terminated, PPA between PTC and TRN will also be treated as terminated.

4. *Coal suppl agreement dated November 23, 2013 between TRN Energy, our Subsidiary ("**TRN**") and* a public sector undertaking

TRN and SECL have entered into a coal supply agreement dated November 23, 2013 ("**FSA**"). The FSA is valid for a period of 20 years and extendable for next 5 years. The FSA can be terminated only in case of event of default or in force major act/change in law.

Under the PPA, SECL has agreed to supply 2.60 MTPA of raw coal for 2 x 300MW thermal power plant of TRN. TRN shall utilise the total quantity of coal supplied by SECL for its 2 x 300MW thermal power plant and shall not sell/divert and/or transfer to any third party for any purpose. As per the terms of the FSA, TRN is to provide 16.23 crores as security deposit (equivalent to 6% of the basic value of annual contracted quantity) eiter in cash or in form of bank guarantee.

V. 1,200 MW power plant at Sidhi, State of Madhya Pradesh

1. *Implementation Agreement dated May 27, 2008 and amended on October 26, 2009 between our Company and the Governor of Madhya Pradesh ("**M.P. Government**") for 1200 MW coal based thermal power project in the State of Madhya Pradesh*

Our Company and the M.P. Government entered into an implementation agreement dated May 27, 2008 ("**IA**") for the implementation of coal based thermal power project having installed capacity of 1200 MW to be established at village Musamudi and Bhumka, district Sidhi, State of Madhya Pradesh, India ("**Sidhi Project**"). The IA replaces the memorandum of understanding, dated January 16, 2007 which was amended on December 26, 2007, between our Company and the M.P. Government for setting up of the Project.

As per the IA, our Company is to provide, on an annualized basis to the M.P. Government, five (5) percent of the net power generated by the Sidhi Project at variable charges determined by the appropriate commission. In the event our Company is also allocated captive coal block in the State of Madhya Pradesh for supply of coal to the Sidhi Project, then our Company will provide, on an annualized basis, to the M.P. Government seven and a half (7.5) percent of the net power generated by the Sidhi Project at variable charges determined by the appropriate commission. While the M.P. Government does not guarantee the purchase of power from our Company except for the power mentioned above, the M.P. Government or its nominated agency shall have the first right of refusal to purchase power up to thirty percent of the aggregate capacity of the generating units for a period of twenty (20) years through its nominated agency, at the rate to be approved by the appropriate commission. Our Company is required to enter into

a separate wheeling agreement to transfer power to its consumers or licensee in accordance with the provisions of the Electricity Act, 2003 and in accordance with applicable regulations either through MP Power Transmission Company Limited or PGCIL/other grid lines or its own dedicated lines as the conditions necessitate and as may be technically feasible. Our Company shall achieve the commercial date of operation within sixty (60) months from the date of the IA.

Our Company is permitted to incorporate a public/private limited company for the implementation of the Project with its registered office within the State of Madhya Pradesh. All rights and obligations under the IA shall thereafter be transferred to the new company. Unless otherwise permitted by the Government, the aggregate equity contribution of our Company shall not be less than fifty one (51) per cent during the construction period and until two years following the commencement of commercial operations. Accordingly, an amendment agreement was executed on October 26, 2009 to amend the IA to, among other things, to form a special purpose vehicle viz. to establish and operate the Project. Accordingly, the IA was transferred to Aryan M.P. Power Generation Private Limited, our Subsidiary.

The IA will remain in force from May 27, 2008 to the signing of power purchase agreement between our Company and the M.P. Government or its nominated agency. The M.P. Government may terminate the IA by serving a thirty (30) days notice in case of an event of default occurs, in case our Company fails to cause financial closure to occur on or before twelve months from the date of the IA or in the event where Company is unable to perform any obligations required to be performed due to force majeure for a continuous period of 12 months. Our Company may terminate the IA in the event of enactment of any law or regulation or any subsequent act of any government authority which makes the performance of the IA impossible for any party. In the event of non implementation of the Sidhi Project, the corresponding support/commitment of the M.P. Government as indicated in the IA with regard to land, water, coal block etc. shall be deemed to be withdrawn. Further our Company would be fully responsible for any damage or loss arising out of the construction, operation of maintenance of the Sidhi Project to any property or persons and has undertaken to also indemnity the M.P. Government on such account.

VI. 1,200 MW power plant at Champa-Janjgir, State of Chhattisgarh

*1. Implementation agreement dated February 18, 2010 among our Company, the Government of Chhattisgarh ("**Government**") and Chhattisgarh State Power Holding Company Limited ("**CSPHCL**")*

Our Company entered into an implementation agreement dated February 18, 2010 with the Government and CSPHCL ("**IA**") for the implementation of the thermal power project having an installed capacity of 1100 (plus minus 20%) MW along with associated water pipelines, captive coal mines (if any), fuel transport systems, ash disposal system and transmission lines at Korba and Janjgir-Champa district, State of Chhattisgarh ("**Champa Power Plant**"). The IA replaces the memorandum of understanding dated January 8, 2008 among our Company, Government and the CSPHCL for the implementation of the Champa Power Plant.

As per the terms of the IA, our Company will provide, on an annualized basis, to the Government or agencies nominated by the Government ("**Purchasing Entity**") five (5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Champa Power Plant at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. In the event our Company is allocated captive coal block also in the State of Chhattisgarh for supply of coal to the Champa Power Plant, then our Company will provide, on an annualized basis, to the Purchasing Entity seven and half (7.5) per cent of the net power (i.e. gross power generated minus the auxiliary consumption) generated by the Champa Power Plant, at the energy (variable) charges, as determined by the appropriate electricity regulatory commission. The Government, CSPHCL or their assignees have not guaranteed the purchase of power from our Company.

In addition to the above, the Government shall have the first right to purchase power up to 30 (thirty) percent of the aggregate capacity of the generating unit(s) for a period of 20 (twenty) years, through its nominated agency, at the rate to be approved by the appropriate electricity regulatory commission. The manner in which offer shall be made by our Company for the sale of power has been detailed in the IA.

The IA shall continue in full force and effect for the life of the Champa Power Plant. our Company is required to prepare rehabilitation and resettlement plan for the Champa Power Plant as per the prevalent policy of the state government and implement rehabilitation and resettlement of the project affected persons accordingly. our Company shall bear all costs related to such rehabilitation and resettlement. Our Company is required to achieve the COD of the first unit of the Champa Power Plant within 65 or 70 months from February 18, 2010.

The IA can be terminated by serving a sixty (60) days notice by the Government in case of an event of default by our Company or by our Company in the event of a event of default by the Government. The IA can be terminated by either party or in the event where either party is unable to perform any obligations required to be performed due to force majeure (as defined in the IA) for a continuous period of eighteen (18) months. Our Company can also terminate the IA, in the event of enactment of any law or regulation or any subsequent act of any Governmental Instrumentality, which makes the performance of this IA impossible for it.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Offer

The Board of Directors have, pursuant to a resolution passed at its meeting held on August 28, 2014 authorised this Offer, subject to the approval of the shareholders. The shareholders of the Company have, pursuant to a resolution passed at their meeting held on September 6, 2014, authorised this Offer.

Pineridge confirms that the sale of up to 23,800,000 Equity Shares by it as part of the Offer has been authorised by a resolution of its board of directors dated September 29, 2014.

The Individual Selling Shareholders have authorised the Offer pursuant to their letters, each dated September 29, 2014.

The Company has received in-principle approvals from BSE and NSE for listing of the Equity Shares pursuant to letters dated [●] and [●], respectively.

We have also obtained all necessary approvals for this Offer. For further details please refer to the section on "*Government and Other Approvals*" beginning on page 485 of this Draft Red Herring Prospectus.

Approval for Lock-in

The Promoters through their letters, each dated September 29, 2014, have granted approval for the lock-in of their respective pre-Offer shareholding for a period of three years and one year, as required under the ICDR Regulations. The Promoters have, jointly, agreed to lock-in such amount of Equity Shares, representing 20% of the post-Offer Equity Capital of our Company, for three years from the date of Allotment and the remaining Equity Shares for one year from the date of Allotment, or such other time as required under the ICDR Regulations.

Prohibition by SEBI

Our Company, our Directors, our Selling Shareholders, our Subsidiaries, our Promoters, Promoter Group, persons in control of the Company and Group Companies, the companies with which our Directors, Promoters or persons in control of the Company were or are associated as directors or promoters or persons in control of that company (other than as disclosed in this Draft Red Herring Prospectus), and each of the Selling Shareholders confirms that such Selling Shareholder, has not been prohibited from accessing or operating in the capital markets or restrained from buying, selling or dealing in securities under any order or direction passed by SEBI.

None of the Directors of our Company are associated with the securities market in any manner except as stated below:

- Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu, Directors of our Company, are also directors and members in Indus Portfolio Private Limited ("**Indus**").
- Mr. Vrit Pal Sindhu, a Director of our Company, is a member in IPPL.
- Mr. Charan Das Arha, a Director of our Company, is also a director on the board of Anand Rathi Financial Services Limited.
- Mr. Surinder Singh Kohli, a Director of our Company, is also a director of SME Rating Agency of India Limited and IDFC Limited.

IPPL, a member of Delhi Stock Exchange Limited, BSE and NSE, is engaged in the securities related business and has obtained the necessary registrations for the conduct of its business. Mr. Rudra Sen Sindhu and Mr. Vir Sen Sindhu, Directors of the Company are also directors of the IPPL. An inquiry was conducted by Delhi Stock Exchange Limited into the trading in scrip of Kinetic Capital Services Limited ('**Kinetic**') and Shubh International

Limited ('**Shubh**'), wherein it was observed that IPPL had dealt with an unregistered broker in respect of the trading of the scrips of Kinetic and Shubh and failed to exercise due skill, care and diligence in the conduct of its business. IPPL had requested for a lenient view to be taken in the matter and SEBI, while taking a lenient view, by way of its order dated November 29, 2001 warned IPPL to be careful in the future.

Pursuant to an order passed by SEBI on March 3, 2010, a penalty of Rs. 50,000 was imposed on IPPL in relation to violation of certain provisions of the SEBI (Stock Brokers and Sub-Brokers) Regulations, 1992.

Pursuant to an order passed by SEBI on October 5, 2005, IPPL was debarred / restrained from buying / selling / dealing in securities. This order was subsequently revoked pursuant to an order dated July 28, 2010.

Mr. Charan Das Arha, an Independent Director of our Company, is a director on the board of Anand Rathi Financial Services Limited, a company registered as a portfolio manager with SEBI. On February 7, 2011 and November 30, 2011, SEBI imposed a penalty of ₹ 0.6 million on Anand Rathi Financial Services Limited for the alleged usage of its terminal by certain person at an unauthorized location. Anand Rathi Financial Services Limited has honoured its penalty to SEBI.

Further, except as disclosed in the section on "*Outstanding Litigation and Material Developments*" on page 428 of this Draft Red Herring Prospectus, SEBI has not initiated any action against the entities associated with the securities market and with which our Directors are associated.

The listing of securities of our Company has never been refused at any time by any stock exchange in India.

Prohibition by RBI

Our Company, our Directors, our Subsidiaries, our Promoters, Promoter Group, Group Companies relatives of Promoters and the companies with which our Directors are associated as directors or promoters have not been declared as wilful defaulters by the RBI or any other governmental authority and there has been no violation of any securities law committed by any of them in the past and no such proceedings are currently pending against any of them, except as disclosed in the section on "*Outstanding and Litigations and Material Developments*" on page 428 of this Draft Red Herring Prospectus.

Eligibility for the Offer

Our Company is eligible for the Offer in accordance with Regulation 26(1) of the ICDR Regulations as explained under the eligibility criteria calculated in accordance with Restated Financial Information:

Our Company has net tangible assets of at least ₹ 30 million in each of the preceding three full years (of 12 months each);

Our Company has a minimum average pre-tax operating profit of ₹ 150 million, calculated on a restated and consolidated basis, during the three most profitable years of the immediately preceding five years.

Our Company has a net worth of at least ₹ 10 million in each of the three preceding full years (of 12 months each);

The aggregate of the proposed Offer and all previous issues made in the same financial year, in terms of Offer size, does not exceed five times the pre-Offer net worth of our Company, as at March 31, 2014; and

Our Company has not changed its name in the last one year.

Our Company's net worth, net tangible assets and monetary assets derived from the Restated Financial Information included in this Draft Red Herring Prospectus as at, and for, the last five financial years is set forth below:

(In ₹ million)

Particulars	Fiscal 2010	Fiscal 2011	Fiscal 2012	Fiscal 2013	Fiscal 2014

Particulars	Fiscal 2010	Fiscal 2011	Fiscal 2012	Fiscal 2013	Fiscal 2014
Net Worth[1]	13,565.13	14,697.06	17,545.36	20,746.17	22,863.53
Tangible assets[2]	10,725.56	19,993.34	22,405.95	31,340.79	44,190.98
Monetary assets[3]	6,235.98	4,899.64	2,432.56	2,251.29	1,160.06

(1) Net worth has been defined as the aggregate of the paid up share capital, securities premium account, and reserves and surplus (excluding debenture redemption reserve)

(2) Tangible assets means tangible fixed assets and capital work in progress

(3) Monetary assets comprise cash and bank balances including deposits with banks more than 12 months.

Our Company's pre-tax operating profit derived from the Restated Consolidated Financial Information of our Company for the last five financial years, as included in this Draft Red Herring Prospectus, is set forth below:

(In ₹ million)

Particulars	Fiscal 2010	Fiscal 2011	Fiscal 2012	Fiscal 2013	Fiscal 2014
Pre-tax operating profit[1]	2,719.25	2,459.81	4,713.60	6,280.22	4,452.96

(1) Pre-tax operating profits' comprise Profit before exceptional items, tax and adjustments excluding finance cost and other income

In accordance with Regulation 26(4) of the ICDR Regulations, the Company shall ensure that the number of prospective allottees to whom the Equity Shares will be Allotted shall not be less than 1,000; otherwise the entire application money will be refunded. In case of delay, if any, in refund beyond 12 working Days from the Offer Closing Date, the Company shall pay interest on the application money at the rate of 15% p.a. for the period of delay.

This Offer is being made pursuant to Rule 19(2)(b) of the SCRR read with Regulation 41 of the ICDR Regulations. The Company is eligible for the Offer in accordance with Regulation 26(1) of the ICDR Regulations. Further, this Offer is being made through the Book Building Process wherein 50% of the Net Offer shall be Allotted to QIBs on a proportionate basis out of which 5% of the QIB Portion (excluding the Anchor Investor Portion, which shall be allocated on a discretionary basis) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer will be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received at or above the Offer Price. Our Company, in consultation with the Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One third of the Anchor Investor Portion shall be reserved for allocation to domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. For further details, see section on "*Offer Procedure*" beginning on page 554 of this Draft Red Herring Prospectus.

Our Company is in compliance with the following conditions, to the extent possible specified under Regulation 4(2) of the ICDR Regulations:

(a) Our Company, our Directors, our Promoters, the members of our Promoter Group, the persons in control of our Company and the companies with which our Directors, Promoters or persons in control are or were associated as directors or promoters or persons in control have not been prohibited from accessing or operating in the capital markets under any order or direction passed by SEBI;

(b) Our Company has applied to the NSE and the BSE for obtaining their in-principle listing approval for listing of the Equity Shares under this Offer through its applications dated [●], and has received the in-principle approvals from the NSE and the BSE pursuant to their letters dated [●] and [●], respectively. For the purposes of this Offer, [●] shall be the Designated Stock Exchange;

(c) Our Company has entered into agreements dated February 6, 2013 and January 31, 2013 with NSDL and CDSL respectively, for dematerialisation of the Equity Shares; and

(d) The Equity Shares are fully paid-up and there are no partly paid-up Equity Shares as on the date of this Draft Red Herring Prospectus.

Disclaimer clause of SEBI

AS REQUIRED, A COPY OF THE DRAFT RED HERRING PROSPECTUS HAS BEEN SUBMITTED TO SEBI.

"EDELWEISS FINANCIAL SERVICES LIMITED AND MACQUARIE CAPITAL SECURITIES (INDIA) PRIVATE LIMITED (FORMERLY MACQUARIE (INDIA) PRIVATE LIMITED), AS THE BOOK RUNNING LEAD MANAGERS (THE "LEAD MANAGERS"), STATE AND CONFIRM AS FOLLOWS:

(1) WE HAVE EXAMINED VARIOUS DOCUMENTS INCLUDING THOSE RELATING TO LITIGATION LIKE COMMERCIAL DISPUTES, PATENT DISPUTES, DISPUTES WITH COLLABORATORS, *ETC.* AND OTHER MATERIAL IN CONNECTION WITH THE FINALISATION OF THE DRAFT RED HERRING PROSPECTUS DATED SEPTEMBER 29, 2014 ("DRHP") PERTAINING TO THE OFFER;

(2) ON THE BASIS OF SUCH EXAMINATION AND THE DISCUSSIONS WITH THE COMPANY, ITS DIRECTORS AND OTHER OFFICERS, OTHER AGENCIES, AND INDEPENDENT VERIFICATION OF THE STATEMENTS CONCERNING THE OBJECTS OF THE OFFER, PRICE JUSTIFICATION AND THE CONTENTS OF THE DOCUMENTS AND OTHER PAPERS FURNISHED BY THE COMPANY, WE CONFIRM THAT:

(a) **THE DRHP FILED WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") IS IN CONFORMITY WITH THE DOCUMENTS, MATERIALS AND PAPERS RELEVANT TO THE OFFER;**

(b) **ALL THE LEGAL REQUIREMENTS RELATING TO THE OFFER AS ALSO THE REGULATIONS, GUIDELINES, INSTRUCTIONS, *ETC.* FRAMED/ ISSUED BY SEBI, THE CENTRAL GOVERNMENT AND ANY OTHER COMPETENT AUTHORITY IN THIS BEHALF HAVE BEEN DULY COMPLIED WITH; AND**

(c) **THE DISCLOSURES MADE IN THE DRAFT RED HERRING PROSPECTUS ARE TRUE, FAIR AND ADEQUATE TO ENABLE THE INVESTORS TO MAKE A WELL INFORMED DECISION AS TO THE INVESTMENT IN THE PROPOSED OFFER AND SUCH DISCLOSURES ARE IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES ACT, 1956 AS AMENDED AND REPLACED BY THE COMPANIES ACT, 2013, TO THE EXTENT IN FORCE, THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 ("SEBI ICDR REGULATIONS") AND OTHER APPLICABLE LEGAL REQUIREMENTS.**

(3) WE CONFIRM THAT BESIDES OURSELVES, ALL THE INTERMEDIARIES NAMED IN THE DRHP ARE REGISTERED WITH SEBI AND THAT TILL DATE SUCH REGISTRATION IS VALID.

(4) WE HAVE SATISFIED OURSELVESOURSELVES ABOUT THE CAPABILITY OF THE UNDERWRITERS TO FULFIL THEIR UNDERWRITING COMMITMENTS. – <u>NOTED FOR COMPLIANCE</u>.

(5) WE CERTIFY THAT WRITTEN CONSENT FROM PROMOTERS HAS BEEN OBTAINED FOR INCLUSION OF THEIR SPECIFIED SECURITIES AS PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN AND THE SPECIFIED SECURITIES PROPOSED TO

FORM PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN SHALL NOT BE DISPOSED / SOLD / TRANSFERRED BY THE PROMOTERS DURING THE PERIOD STARTING FROM THE DATE OF FILING THE DRHP WITH SEBI TILL THE DATE OF COMMENCEMENT OF LOCK-IN PERIOD AS STATED IN THE DRHP.

(6) WE CERTIFY THAT REGULATION 33 OF THE SEBI ICDR REGULATIONS, WHICH RELATES TO SPECIFIED SECURITIES INELIGIBLE FOR COMPUTATION OF PROMOTERS CONTRIBUTION, HAS BEEN DULY COMPLIED WITH AND APPROPRIATE DISCLOSURES AS TO COMPLIANCE WITH THE SAID REGULATION HAVE BEEN MADE IN THE DRHP.

(7) WE UNDERTAKE THAT SUB-REGULATION (4) OF REGULATION 32 AND CLAUSE (C) AND (D) OF SUB-REGULATION (2) OF REGULATION 8 OF THE SEBI ICDR REGULATIONS SHALL BE COMPLIED WITH. WE CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE RECEIVED AT LEAST ONE DAY BEFORE THE OPENING OF THE OFFER. WE UNDERTAKE THAT AN AUDITORS' CERTIFICATE TO THIS EFFECT SHALL BE DULY SUBMITTED TO SEBI. WE FURTHER CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE KEPT IN AN ESCROW ACCOUNT WITH A SCHEDULED COMMERCIAL BANK AND SHALL BE RELEASED TO THE COMPANY ALONG WITH THE PROCEEDS OF THE PUBLIC ISSUE. – <u>NOT APPLICABLE</u>

(8) WE CERTIFY THAT THE PROPOSED ACTIVITIES OF THE COMPANY FOR WHICH THE FUNDS ARE BEING RAISED IN THE PRESENT OFFER FALL WITHIN THE 'MAIN OBJECTS' LISTED IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OR OTHER CHARTER OF THE COMPANY AND THAT THE ACTIVITIES WHICH HAVE BEEN CARRIED OUT UNTIL NOW ARE VALID IN TERMS OF THE OBJECT CLAUSE OF ITS MEMORANDUM OF ASSOCIATION. – COMPLIED WITH TO THE EXTENT APPLICABLE

(9) WE CONFIRM THAT NECESSARY ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT THE MONEYS RECEIVED PURSUANT TO THE OFFER ARE KEPT IN A SEPARATE BANK ACCOUNT AS PER THE PROVISIONS OF SUB-SECTION (3) OF SECTION 73 OF THE COMPANIES ACT, 1956 AND THAT SUCH MONEYS SHALL BE RELEASED BY THE SAID BANK ONLY AFTER PERMISSION IS OBTAINED FROM ALL THE STOCK EXCHANGES MENTIONED IN THE PROSPECTUS. WE FURTHER CONFIRM THAT THE AGREEMENT ENTERED INTO BETWEEN THE BANKERS TO THE OFFER AND THE COMPANY SPECIFICALLY CONTAINS THIS CONDITION. – <u>NOTED FOR COMPLIANCE. ALL MONIES RECEIVED OUT OF THE OFFER SHALL BE CREDITED/ TRANSFERRED TO A SEPARATE BANK ACCOUNT AS REFERRED TO IN SUB-SECTION (3) OF SECTION 40 OF THE COMPANIES ACT, 2013.</u>

(10) WE CERTIFY THAT A DISCLOSURE HAS BEEN MADE IN THE DRHP THAT THE INVESTORS SHALL BE GIVEN AN OPTION TO GET THE SHARES IN DEMAT OR PHYSICAL MODE. - <u>NOT APPLICABLE. UNDER SECTION 29 OF THE COMPANIES ACT, 2013, EQUITY SHARES IN THE OFFER HAVE TO BE ISSUED ONLY IN DEMATERIALISED FORM.</u>

(11) WE CERTIFY THAT ALL THE APPLICABLE DISCLOSURES MANDATED IN THE SEBI ICDR REGULATIONS HAVE BEEN MADE IN ADDITION TO DISCLOSURES WHICH, IN OUR VIEW, ARE FAIR AND ADEQUATE TO ENABLE THE INVESTOR TO MAKE A WELL INFORMED DECISION.

(12) WE CERTIFY THAT THE FOLLOWING DISCLOSURES HAVE BEEN MADE IN THE DRHP:

(a) **AN UNDERTAKING FROM THE COMPANY THAT AT ANY GIVEN TIME, THERE SHALL BE ONLY ONE DENOMINATION FOR THE EQUITY SHARES OF THE COMPANY AND**

(b) **AN UNDERTAKING FROM THE COMPANY THAT IT SHALL COMPLY WITH SUCH DISCLOSURE AND ACCOUNTING NORMS SPECIFIED BY SEBI FROM TIME TO TIME.**

(13) WE UNDERTAKE TO COMPLY WITH THE REGULATIONS PERTAINING TO ADVERTISEMENT IN TERMS OF THE SEBI ICDR REGULATIONS WHILE MAKING THE OFFER. – NOTED FOR COMPLIANCE

(14) WE ENCLOSE A NOTE EXPLAINING HOW THE PROCESS OF DUE DILIGENCE HAS BEEN EXERCISED BY US IN VIEW OF THE NATURE OF CURRENT BUSINESS BACKGROUND OF THE COMPANY, SITUATION AT WHICH THE PROPOSED BUSINESS STANDS, THE RISK FACTORS, PROMOTERS' EXPERIENCE, ETC. – REFER TO ANNEXURE A TO THIS CERTIFICATE;

(15) WE ENCLOSE A CHECKLIST CONFIRMING REGULATION-WISE COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE SEBI ICDR REGULATIONS, CONTAINING DETAILS SUCH AS THE REGULATION NUMBER, ITS TEXT, THE STATUS OF COMPLIANCE, PAGE NUMBER OF THE DRHP WHERE THE REGULATION HAS BEEN COMPLIED WITH AND OUR COMMENTS, IF ANY – REFER TO ANNEXURE B TO THIS CERTIFICATE;

(16) WE ENCLOSE STATEMENT ON 'PRICE INFORMATION OF PAST ISSUES HANDLED BY MERCHANT BANKERS (WHO ARE RESPONSIBLE FOR PRICING THIS OFFER)', AS PER FORMAT SPECIFIED BY THE SEBI THROUGH CIRCULAR – REFER TO ANNEXURE C OF THIS CERTIFICATE;

(17) **WE CERTIFY THAT PROFITS FROM RELATED PARTY TRANSACTIONS HAVE ARISEN FROM LEGITIMATE BUSINESS TRANSACTIONS. - COMPLIED WITH TO THE EXTENT OF THE RELATED PARTY TRANSACTIONS REPORTED, IN ACCORDANCE WITH ACCOUNTING STANDARD 18, IN THE FINANCIAL STATEMENTS OF THE COMPANY INCLUDED IN THE DRHP."**

Disclaimer Clause of BSE

As required, a copy of this Draft Red Herring Prospectus shall be submitted to the BSE. The disclaimer clause as intimated by the BSE to us, shall be included in the Red Herring Prospectus prior to filing with the RoC.

Disclaimer Clause of the NSE

As required, a copy of this Draft Red Herring Prospectus shall be submitted to the BSE. The disclaimer clause as intimated by NSE to us, shall be included in the Red Herring Prospectus prior to filing with the RoC.

Price information of past issues handled by the Managers

The price information of past issues handled by Managers is as follows:

Edelweiss

Past Issues handled by Edelweiss

	Issue name	Issue size (` mm)	Issue price (`)	Listing date	Opening price on listing date (`)	Closing price on listing date (`)	% Change in price on listing date (closing) vs. issue price	Benchmark index on listing date (closing)[a]	Closing price as on 10th calendar day from listing day (`)[b]	Benchmark index as on 10th calendar day from listing day (closing)[a]	Closing price as on 20th calendar day from listing day (`)[b]	Benchmark index as on 20th calendar day from listing day (closing)[a]	Closing price as on 30th calendar day from listing day (`)[b]	Benchmark index as on 30th calendar day from listing day (closing)[a]
1.	SHARDA CROPCHEM LIMITED	3518.60	156	Sep 23, 2014	254.10	231.45	48.37%	26,775.69	NA	NA	NA	NA	NA	NA
2.	Wonderla Holidays Limited	1,812.50	125	May 9, 2014	164.75	157.60	26.08%	22,994.23	167.00	24,363.05	210.10	24,556.09	216.00	25,580.21
3.	Credit Analysis and Research Limited	5,399.78	750	December 26, 2012	949.00	923.95	23.19%	19,417.46	934.45	19,784.08	924.15	19,906.41	916.60	19,923.78

Source: All share price data is from "www.bseindia.com".

Notes:
1. *The BSE Sensex is considered as the Benchmark Index.*
2. *In case 10th/20th/30th day is not a trading day, closing price on BSE of the next trading day has been considered.*

Summary statement of price information of past issues handled by Edelweiss

	Total no. of IPOs[1]	Total funds raised (` million)	Nos. of IPOs trading at discount on listing date			Nos. of IPOs trading at premium on listing date			Nos. of IPOs trading at discount as on 30th calendar day from listing day			Nos. of IPOs trading at premium as on 30th calendar day from listing day		
			Over 50%	Between 25% - 50%	Less than 25%	Over 50%	Between 25% - 50%	Less than 25%	Over 50%	Between 25% - 50%	Less than 25%	Over 50%	Between 25% - 50%	Less than 25%

	Total no. of IPOs (1)	Total funds raised (` million)	Nos. of IPOs trading at discount on listing date			Nos. of IPOs trading at premium on listing date			Nos. of IPOs trading at discount as on 30th calendar day from listing day			Nos. of IPOs trading at premium as on 30th calendar day from listing day		
April 1, 2014 – till the date of the Draft Red Herring Prospectus	2	5331.10	-	-	-	-	2	-	-	-	-	1	-	-
2013-2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2012-2013	1	5,399.78	-	-	-	-	-	1	-	-	-	-	-	1

1. Based on the date of listing

Source: All share price data is from "www.bseindia.com".

Notes:

1. *The BSE Sensex is considered as the Benchmark Index.*
2. *Since Sharda Cropchem Limited listed only on 23 Sep 2014, price data for 10th, 20th and 30th calendar day from listing is not available for the same*
3. *In case 10th/20th/30th day is not a trading day, closing price on BSE of the next trading day has been considered*

Macquarie

Sr. No.	Issue name	Issue size (₹ million)	Issue price (₹)	Listing date	Opening price on listing date (₹)	Closing price on listing date (₹)	% Change in price on listing date (closing) vs. issue price	Benchmark index(1) on listing date (closing)	Closing price as on 10th calendar day from listing day (₹) (2)(3)	Benchmark index as on 10th calendar day from listing day (closing) (2)(3)	Closing price as on 20th calendar day from listing day (₹) (2)(4)	Benchmark index as on 20th calendar day from listing day (closing) (2)(4)	Closing price as on 30th calendar day from listing day (₹) (2)(5)	Benchmark index as on 30th calendar day from listing day (closing) (2)(5)
	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Summary statement of price information of past issues handled by Macquarie:

Financial year	Total no. of IPOs (1)	Total funds raised (₹ million)	Nos. of IPOs trading at discount on listing date			Nos. of IPOs trading at premium on listing date			Nos. of IPOs trading at discount as on 30th calendar day from listing day			Nos. of IPOs trading at premium as on 30th calendar day from listing day		
			Over 50%	Between 25%-50%	Less than 25%	Over 50%	Between 25%-50%	Less than 25%	Over 50%	Between 25%-50%	Less than 25%	Over 50%	Between 25%-50%	Less than 25%
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Track record of past issues handled by the Managers

For details regarding the track record of the Managers, as specified in Circular reference CIR/MIRSD/1/2012 dated January 10, 2012 issued by the SEBI, please refer to the websites of the BRLMs, as set forth in the table below:

Sr. No	Name of the Manager	Website
1.	Edelweiss	http://www.edelweissfin.com/FinancialServices/CapitalMarkets/InvestmentBanking/TrackRecord_ECM.aspx
2.	Macquarie	http://www.macquarie.in/mgl/in/Track-record-of-public-issues

Disclaimer from the Company, the Selling Shareholders and the Managers

Our Company, the directors and the Managers accept no responsibility for statements made otherwise than those contained in this Draft Red Herring Prospectus or in any advertisements or any other material issued by or at our

Company's instance and anyone placing reliance on any other source of information, including our Company's website, www.acbindia.com, or the website of any Subsidiaries, or any affiliate or associate of our Company or its Subsidiaries, would be doing so at his or her own risk.

The Individual Selling Shareholders accept no responsibility for any statement made other than their respective declarations. Pineridge, its directors, affiliates, associates and their respective directors and officers accept/ undertake no responsibility for any statements made other than the statements made by Pineridge in this Draft Red herring Prospectus about or in relation to itself and the Equity Shares being offered by it in the Offer.

For further information, please refer to the section on "*Offer Procedure*" beginning on page 554 of this Draft Red Herring Prospectus.

Caution

The Managers accept no responsibility, save to the limited extent as provided in the Offer Agreement entered into between the Managers, our Company and the Selling Shareholders and the Underwriting Agreement to be entered into between the Underwriters, our Company and the Selling Shareholders.

Pineridge, its directors, affiliates, associates and their respective directors and officers accept / undertake no responsibility for any statements made other than the statements made by Pineridge in this Draft Red Herring Prospectus about or in relation to itself and the Equity Shares being offered by it in the Offer.

Our Company, the Selling Shareholders and the Managers undertake not to make available any selective or additional information to a section of investors in any manner whatsoever, including at road show presentations, in research or sales reports or at Syndicate Bidding Centres or elsewhere.

Neither our Company, its Directors and officers, the Selling Shareholders, its directors affiliates, associates and their respective directors and officers nor any Syndicate/Sub Syndicate is liable to the Bidders for any failure in downloading the Bids due to faults in any software/hardware system or otherwise.

Bidders will be required to confirm and will be deemed to have represented to our Company and the Selling Shareholders and the Underwriters and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares and will not issue, sell, pledge or transfer the Equity Shares to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares. Our Company, the Selling Shareholders, the Underwriters and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares.

The Managers and their respective affiliates may engage in transactions with, and perform services for, our Company and its Group Companies or affiliates in the ordinary course of business and have engaged, or may in the future engage, in transactions with our Company and its Group Companies or affiliates, for which they have received, and may in the future receive, compensation.

Disclaimer in respect of jurisdiction

This Offer is being made in India to persons resident in India including Indian nationals resident in India who are not minors, Hindu Undivided Families (HUFs), companies, corporate bodies and societies registered under the applicable laws in India and authorised to invest in shares, Mutual Funds, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), Trusts registered under the Societies Registration Act, 1860, as amended from time to time, or any other trust law and who are authorised under their constitution to hold and invest in shares, permitted insurance companies registered with the Insurance Regulatory and Development Authority, permitted provident funds with minimum corpus of ₹ 250 million and pension funds and to non-residents, including NRIs and Eligible FPIs, FVCIs, multilateral and bilateral financial institutions. The Draft Red Herring Prospectus does not, however, constitute an offer to sell or an invitation to subscribe to Equity Shares offered hereby in any other jurisdiction to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession the Draft Red Herring Prospectus comes is required to inform

himself or herself about, and to observe, any such restrictions. Any dispute arising out of this Offer will be subject to the jurisdiction of appropriate court(s) in New Delhi, India only.

No action has been or will be taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that this Draft Red Herring Prospectus has been filed with SEBI for observations and SEBI has given its observations. Accordingly, the Equity Shares represented thereby may not be offered or sold, directly or indirectly, and this Draft Red Herring Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Draft Red Herring Prospectus nor any sale hereunder shall, under any circumstances, create any implication that there has been any change in the affairs of our Company since the date hereof or that the information contained herein is correct as of any time subsequent to this date.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The Equity Shares have not been and will not be registered under the Securities Act and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares are being offered and sold in transactions exempt from, or not subject to the registration requirements of the Securities Act and outside the United States in offshore transactions in reliance on Regulation S under the Securities Act.

Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

Filing

A copy of the Draft Red Herring Prospectus dated September 29, 2014, has been filed with SEBI at Mumbai. A copy of the Red Herring Prospectus, along with the documents required to be filed under the Companies Act, 2013, will be delivered to the Registrar of Companies, N.C.T. of Delhi & Haryana. A copy of the Prospectus required to be filed under the Companies Act, 2013, would be delivered for registration with RoC upon closure of the Offer and finalisation of the Offer Price. The address of the RoC is as follows:

4th floor, IFCI Tower,
61 Nehru Place,
New Delhi – 110 019.
India.

For physical verification of documents
Plot No. 131,
Sector 5, IMT-Manesar,
Gurgaon, Haryana.
India

Listing

Applications have been made to the Stock Exchanges for permission to deal in, and for an official quotation of the Equity Shares. [●] will be the Designated Stock Exchange with which the 'Basis of Allotment' will be finalised.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchanges mentioned above, our Company will forthwith repay, without interest, all moneys received from the Bidders in pursuance of the Red Herring Prospectus. If such money is not repaid within the prescribed time, then our Company, the Selling Shareholders and every officer in default shall be liable to repay the money, with interest as prescribed under applicable laws.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading of the Equity Shares at the Stock Exchanges are taken within 12 Working Days of the Offer Closing Date. If our Company does not Allot Equity Shares pursuant to the Offer within 12 Working Days from the Bid/Offer Closing Date or within such timeline as prescribed by SEBI, it shall repay without interest all

monies received from bidders, failing which interest shall be due to be paid to the Bidders at the rate of 15% per annum for the delayed period.

Each of the Individual Selling Shareholders and Pineridge confirm that they shall reimburse our Company for any interest payments made by our Company on behalf of the Selling Shareholders in this regard, in the proportion of the Equity Shares offered by the Individual Selling Shareholders and Pineridge, as the case may be.

Impersonation

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013, which is reproduced below:

"***Any person who:***

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under section 447."

Consents

Consents in writing of: the Selling Shareholders, the Directors, the Company Secretary and Compliance Officer, the Statutory Auditors, Bankers to the Company, the Managers and Syndicate Members, Escrow Collection Bank(s), Public Offer Account Banks, Refund Bank(s), Registrar to the Offer, Domestic Legal Advisors to the Company, Domestic Legal Advisor to Pineridge and Legal Counsel to the Managers as to Indian Law, to act in their respective capacities, will obtained and shall be filed along with a copy of the Red Herring Prospectus with the RoC, as required under the Companies Act, 2013 and such consents shall not be withdrawn up to the time of delivery of the Prospectus for registration with the RoC.

In accordance with the Companies Act, 2013, and the ICDR Regulations, M/s B S R & Company, Chartered Accountants, the Auditors of our Company have provided their written consent to the inclusion of their report dated September 29, 2014 on Restated Financial Information included in this Draft Red Herring Prospectus in the form and context in which they appear herein and such consent and report shall not be withdrawn at the time of registration of the Red Herring Prospectus with the RoC.

In accordance with the Companies Act, 2013, and the ICDR Regulations, M/s. A. L. Sehgal & Co., Chartered Accountants, have provided their written consent to the inclusion of statement of possible tax benefits which may be available to our Company and its shareholders, included in this Draft Red Herring Prospectus in the form and context in which they appear herein and such consent and report shall not be withdrawn at the time of registration of the Red Herring Prospectus with the RoC

Experts to our Company for the Offer

Except as stated below, our Company has not obtained any expert opinion:

M/s. B S R & Company, Chartered Accountants, have provided their written consent for the inclusion of the reports on the Restated Consolidated Financial Information and the Restated Standalone Financial Information in the form and context in which it appears in this Draft Red Herring Prospectus, and to be named as an expert in relation hereto, and such consent shall not be withdrawn at the time of registration of the Red Herring Prospectus with the RoC.

M/s. A. L. Sehgal & Co., Chartered Accountants, have provided their written consent for the inclusion of the statement of possible tax benefits in the form and context in which it appears in this Draft Red Herring Prospectus, and to be named as an expert in relation thereto, and such consent shall not be withdrawn at the time of registration of the Red Herring Prospectus with the RoC.

Expenses of the Offer

The estimated Offer related expenditure is as follows:

Activity	Estimated expenses*	As a % of the total estimated Offer expenses*	As a % of the total Offer size*
Fees payable to the Manager	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Printing and stationery	[●]	[●]	[●]
Fees payable to the Registrar	[●]	[●]	[●]
Underwriting commission, fees payable to the Bankers to the Offer, brokerage and selling commission, as applicable*	[●]	[●]	[●]
Brokerage and selling commission payable to Registered Brokers	[●]	[●]	[●]
Processing fees to SCSBs for ASBA Applications procured by the members of the Syndicate or Registered Brokers and submitted with the SCSBs**	[●]	[●]	[●]
Others (listing fees, legal fees, etc.)	[●]	[●]	[●]
Total estimated Offer expenses	[●]	[●]	[●]

**Will be incorporated at the time of filing of the Prospectus.*
*** SCSBs would be entitled to processing fees of Rs. [•] per the bid and the application forms .*

All expenses with respect to the Offer will be shared, except listing fees, among the Selling Shareholders, in proportion to the Equity Shares being offered by them in this Offer.

Payments of any kind made by our Company in relation to the offer shall be on behalf of the Selling Shareholders and such payments will be reimbursed by the Selling Shareholders to our Company in proportion to the Equity Shares being offered for sale in the Offer.

Fees payable to the Managers and the Syndicate Members

The total fees payable to the Managers and the Syndicate Members (including underwriting commission and selling commission) will be as stated in the engagement letter dated September 29, 2014, between our Company, the Selling Shareholders and the Managers.

Fees payable to the Registrar to the Offer

The fees payable to the Registrar to the Offer, for processing of applications, data entry, printing of CAN/refund order, preparation of refund data on magnetic tape, printing of bulk mailing register will be as per the agreement between our Company, the Selling Shareholders and the Registrar to the Offer dated September 29, 2014 a copy of which is available for inspection at the Registered Office.

The Registrar to the Offer will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, stamp duty and communication expenses. Adequate funds will be provided to the Registrar to the Offer to enable it to send refund orders or Allotment advice by registered post/speed post.

Commission payable to Non Syndicate Registered Brokers

The commission payable to the Non Syndicate Registered Brokers shall be as follows:

[●]

IPO grading

No credit agency registered with SEBI has been appointed in respect of obtaining grading for the Offer.

Previous rights and public issues

We have not made any previous rights and public issues, and are an "unlisted company" in terms of the ICDR Regulations and this Offer is an "initial public offering" in terms of the ICDR Regulations.

Previous issues of shares otherwise than for cash

Except as stated in the sections on "*Capital Structure*" and "*History and Certain Corporate Matters*" beginning on pages 97 and 225, respectively, of this Draft Red Herring Prospectus, we have not issued any Equity Shares for consideration other than for cash.

Underwriting commission, brokerage and selling commission on previous issues

We have not made any previous public issues. Therefore, no sum has been paid or is payable as commission or brokerage for subscribing to or procuring for, or agreeing to procure subscription for any of the Equity Shares of our Company since its inception.

Listed companies under the same Management

Except as stated in the section on "*Our Promoters and Group Companies*" beginning on page 286 of this Draft Red Herring Prospectus, there are no listed companies under the same management as our Company within the meaning of Section 370(1B) of the Companies Act, 1956 which have made any capital issues in the last three years.

Details of public/ rights issues by our listed Group Companies, Subsidiaries and Associates in the last three years

None of our listed Group Companies has made any public/rights issue in the last three years.

Performance *vis-à-vis* objects – Previous issues of Group Companies, Subsidiaries and Associates in the 10 ten years

There has been no public issue (including any rights issue to the public) by any of our Group Companies in the last 10 years preceding the date of this Draft Red Herring Prospectus.

Outstanding debentures, bonds, redeemable preference shares and other instruments issued by our Company

Our Company has no outstanding debentures, bonds or redeemable preference shares or any other instruments that would give any person the right to subscribe to Equity Shares as of the date of this Draft Red Herring Prospectus.

Option to Subscribe

The Equity Shares offered through the Red Herring Prospectus can be applied for in dematerialized form only.

Stock market data for our Equity Shares

This being an initial public offer of our Company, the Equity Shares of our Company are not listed on any stock exchange.

Mechanism for redressal of investor grievances

The Agreement between the Registrar to the Offer, the Company and the Selling Shareholders provides for retention of records with the Registrar to the Offer for a period of at least three years from the last date of dispatch of the letters of Allotment, demat credit and refund orders, or where refunds are being made electronically, giving of refund instructions to the clearing system, to enable the investors to approach the Registrar to the Offer for redressal of their grievances.

All grievances relating to the Offer may be addressed to the Registrar to the Offer, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and the bank branch or collection centre where the application was submitted.

All grievances relating to the ASBA process may be addressed either to (i) the concerned Syndicate/ Sub-Syndicate, in the event of a Bid submitted by an ASBA Bidder at any of the Syndicate Bidding Centres, or (ii) the SCSBs, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and, in the event of a Bid submitted directly with a Designated Branch by an ASBA Bidder, the Designated Branch of the SCSB where the Bid cum Application Form was submitted by the ASBA Bidder. All grievances relating to Bids submitted through the Non Syndicate Registered Broker may be addressed to the Stock Exchanges with a copy to the Registrar.

Disposal of Investor Grievances by the Company

We estimate that the average time required by us or the Registrar to the Offer or the SCSBs for the redressal of routine investor grievances will be seven Working Days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, we will seek to redress these complaints as expeditiously as possible.

We have appointed a Shareholders/Investors Grievance Committee on March 28, 2011, which was subsequently reconstituted on November 19, 2012. The current composition of the Shareholders/Investors Grievance Committee is as follows:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Kuldeep Singh Solanki	Chairman	Non-Executive Director
Mr. Rudra Sen Sindhu	Member	Executive Chairman and Managing Director
Mr. Vir Sen Sindhu	Member	Joint Managing Director

For further details, please refer to the section on "*Our Management*" on page 261 of this Draft Red Herring Prospectus.

We have also appointed Mr. Satish Kumar Sharma as the Company Secretary and Compliance Officer for this Offer and he may be contacted at the office of our Company. His contact details are as follows:

Mr. Satish Kumar Sharma
ACB (India) Limited,
7th Floor, Corporate Tower,
Ambience Mall, Gurgaon, Haryana-122 002
India
Tel: +91 124 271 9024
Fax: +91 124 271 9100
Email: compliance@acbindia.com

Investors can contact the Compliance Officer and / or the Registrar to the Offer and / or the Managers in case of any pre-Offer or post-Offer related problems, such as non-receipt of letters of Allotment, credit of Allotted Equity Shares in the respective beneficiary accounts and refund orders.

For details in relation to disposal of investor grievances by our Group Companies, please see the sub section on "*Our Promoters and Group Companies – Group Companies - Details of top five Group Companies - Listed Group Companies"* on page 291 of this Draft Red Herring Prospectus.

Change in Auditors

There have been no changes to the Company's auditors in the last three years.

Capitalisation of reserves or profits

The details regarding capitalisation of reserves are enumerated in the section on "*Capital Structure*" on 97 of this Draft Red Herring Prospectus. Other than as mentioned therein, we have not capitalised any of our reserves.

Revaluation of assets

We have not revalued our assets in the last five years.

TERMS OF THE OFFER

The Equity Shares being offered pursuant to the Offer are subject to the provisions of the Companies Act, our Memorandum and Articles, the terms of the Red Herring Prospectus, the Prospectus, the Bid cum Application Form, the Revision Form, the CAN and other terms and conditions as may be incorporated in the CAN and other documents/certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to applicable laws, guidelines, notifications and regulations relating to the issue and transfer of capital and listing of securities issued from time to time by SEBI, the GoI, the Stock Exchanges, RBI, RoC, FIPB and/or other authorities, as in force on the date of the Offer and to the extent applicable.

Ranking of Equity Shares

The Equity Shares being transferred pursuant to the Offer shall be subject to the provisions of our Memorandum and Articles of Association and the Companies Act and shall rank *pari passu* with the existing Equity Shares of our Company including rights in respect of dividend. The Allottees in receipt of Equity Shares under this Offer will be entitled to dividends and / or any other corporate benefits, if any, declared by our Company after the date of allotment. For further details, please refer to the section on "*Main Provisions of our Articles of Association*" on page 599 of this Draft Red Herring Prospectus.

Offer for Sale

The Offer comprises an offer for sale by Pineridge and the Individual Selling Shareholders. For further details in relation to the Offer expenses including in relation to the Offer, please refer to the section on "*Other Regulatory and Statutory Disclosures –Expenses of the Offer*" on page 540 of this Draft Red Herring Prospectus.

Mode of Payment of Dividend

Our Company shall pay dividend to the shareholders of our Company as per the provisions of the Companies Act, 2013, and the Listing Agreement. For further details, please refer to the section titled "*Dividend Policy*" and "*Main Provisions of our Articles of Association*" on pages 341 and 599.

Face value and Offer Price

The Equity Shares with a face value of ₹ 10 each shall be transferred in terms of the Red Herring Prospectus at an Offer Price of ₹ [●] per Equity Share. The Anchor Investor Offer Price is ₹ [●] per Equity Share. At any given point of time, there shall be only one denomination for the Equity Shares of our Company, subject to applicable laws.

The Floor Price of the Equity Shares is ₹ [●] per Equity Share and the Cap Price is ₹ [●] per Equity Share. The Price Band will be decided by our Company and Pineridge, in consultation with the Managers and the minimum Bid lot will be decided by our Company in consultation with the Managers. These will be published by our Company at least five Working Days prior to the Offer Opening Date, in [●], an English national daily newspaper and [●], a Hindi national daily newspaper, each with wide circulation. Such information shall also be disclosed to the Stock Exchanges for dissemination through, and shall be pre-filled in the Bid cum Application Forms available on, the Stock Exchanges' websites.

Offer Programme

For details of the Offer programme, please refer to the section on "Offer Structure" on page 547 of this Draft Red Herring Prospectus.

Compliance with ICDR Regulations

Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time.

Rights of the Equity Shareholders

Subject to applicable laws, rules, regulations and guidelines and the provisions of our Articles, the equity shareholders of our Company shall have the following rights:

- right to receive dividend, if declared;
- right to attend general meetings and exercise voting powers, unless prohibited by law;
- right to vote on a poll either in person or by proxy or 'e-voting';
- right to receive offers for rights shares and be allotted bonus shares, if announced;
- right to receive surplus on liquidation subject to any statutory and preferential claims being satisfied;
- right of free transferability; and
- such other rights, as may be available to a shareholder of a listed public company under the Companies Act, 2013, the terms of the Listing Agreement, and our Memorandum and Articles of Association.

For further details on the main provisions of our Company's Articles of Association including those dealing with voting rights, dividend, forfeiture and lien, transfer and transmission and/or consolidation/splitting, please refer to the section on "*Main Provisions of our Articles of Association*" beginning on page 599 of this Draft Red Herring Prospectus.

Market lot and trading lot

As per the applicable law, the trading of our Equity Shares shall only be in dematerialised form for all investors. Since trading of our Equity Shares will be in dematerialised form, the tradable lot is one Equity Share. In terms of Section 29 of the Companies Act, 2013, the Equity Shares shall be Allotted only in dematerialised form. Allotment in this Offer will be done only in electronic form in multiples of one Equity Share subject to a minimum Allotment of [●] Equity Shares to successful Bidders.

Jurisdiction

Exclusive jurisdiction for the purpose of this Offer is with the competent courts/authorities in Delhi, India.

Nomination facility to the Investor

In accordance with Section 72 of the Companies Act, 2013, read with Companies (Share Capital and Debentures) Rules, 2014, the sole or first Bidder, with other joint Bidders, may nominate any one person in whom, in the event of the death of sole Bidder or in case of joint Bidders, death of all the Bidders, as the case may be, the Equity Shares Allotted, if any, will vest. A nominee entitled to the Equity Shares by reason of the death of the original holder(s), will, in accordance with Section 72 of the Companies Act, 2013, be entitled to the same benefits to which he or she will be entitled if he or she were the registered holder of the Equity Shares. Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of the holder's death during minority. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of the Equity Shares who has made the nomination, by giving a notice of such cancellation or variation to our Company in the prescribed form

Further, any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act, 2013, shall upon the production of such evidence as may be required by the Board, elect either:

a. to register himself or herself as the holder of the Equity Shares; or

b. to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, the Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the allotment of Equity Shares in this Offer will be made only in dematerialized mode, there is no need to make a separate nomination with our Company. Nominations registered with respective depository participant of the applicant would prevail. If the investors require a change the nomination, they are requested to inform their respective depository participant.

Minimum subscription

The requirement for 90% minimum subscription is not applicable to the Offer. However, in terms of Regulation 26(4) of the ICDR Regulations, our Company shall ensure that the number of prospective allotees to whom Equity Shares will be allotted shall not be less than 1,000.

Arrangements for disposal of odd lots

Since our Equity Shares will be traded in dematerialized form only, the market lot for our Equity Shares will be one, no arrangements for disposal of odd lots are required.

Restriction on transfer and transmission of shares

There are no restrictions on transfers and transmission of shares/ debentures and on their consolidation/ splitting except as provided in our Articles of Associations. For details, please refer to the section on "*Main Provisions of our Articles of Association*" on page 599 of this Draft Red Herring Prospectus.

Except for the lock-in of the pre- Offer Equity Shares, Promoters' minimum contribution and Allotments made to the Anchor Investor, pursuant to the Offer is detailed in the section titled "Capital Structure" on page 97 and except as provided in the section titled "*Main Provisions of our Articles of Association*" on page 599 of this Draft Red Herring Prospectus.

Option to receive Equity Shares in Dematerialized Form

Allotment of Equity Shares to successful Bidders will only be in the dematerialized form. Bidders will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only in the dematerialized segment of the Stock Exchanges.

OFFER STRUCTURE

This initial public offering of up to 30,940,000 Equity Shares is by way of an offer for sale by the Selling Shareholders in accordance with, and pursuant to, Section 28 of the Companies Act, 2013, comprising up to 23,800,000 Equity Shares offered by Pineridge, up to 3,140,000 Equity Shares offered by Mr. Ganesh Chandra Mrig and up to 4,000,000 Equity Shares offered by Mr. Ashok Mrig pursuant to the terms of the Red Herring Prospectus. The Offer shall comprise an Employee Reservation Portion of up to 250,000 Equity Shares aggregating to ₹ [●] million for subscription by the Eligible Employees. Our Company and Pineridge, in consultation with the Managers, may decide to offer a discount of [●] % of the Offer Price, amounting to ₹ [●], to Retail Individual Bidders and Eligible Employees. The Net Offer shall constitute approximately 12.89 % of the fully diluted post-Offer capital of our Company.

The Offer is being made through the Book Building Process.

	QIBs[#]	Non-Institutional Bidders	Retail Individual Bidders	Eligible Employees
Number of Equity Shares[##]	Up to 15,345,000 Equity Shares	Not less than 4,603,500 Equity Shares available for allocation or Net Offer less allocation to QIBs and Retail Individual Bidders.	Not less than 10,741,500 Equity Shares available for allocation or Net Offer less allocation to QIBs and Non-Institutional Bidders.	Up to 250,000 Equity Shares.
Percentage of Offer size available for allocation	50% of the Net Offer being allocated. However, up to 5% of the Net QIB Portion shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining Net QIB Portion.	Not less than 15% of the Net Offer or the Net Offer less allocation to QIBs and Retail Individual Bidders.	Not less than 35% of the Net Offer or the Net Offer less allocation to QIBs and Non-Institutional Bidders.	Up to 0.81% of the Net Offer.
Basis of Allotment/allocation if respective category is oversubscribed	Proportionate as follows: (a) Up to 306,900 Equity Shares shall be allocated on a proportionate basis to Mutual Funds only; and (b) 5,831,100 Equity Shares shall be Allotted on a proportionate basis to all QIBs including Mutual Funds receiving allocation as per (a) above.	Proportionate.	In the event, the Bids received from Retail Individual Bidders exceeds 10,741,500 Equity Shares, then the maximum number of Retail Individual Bidders who can be allocated/Allotted the minimum Bid lot will be computed by dividing the total number of Equity Shares available for allocation/Allotment to Retail Individual Bidders by the minimum Bid lot ("**Maximum RII Allottees**"). The allocation/Allotment to Retail Individual Bidders will then be made in the	Proportionate.

	QIBs#	Non-Institutional Bidders	Retail Individual Bidders	Eligible Employees
			following manner: • In the event the number of Retail Individual Bidders who have submitted valid Bids in the Offer is equal to or less than Maximum RII Allottees, (i) Retail Individual Bidders shall be Allotted the minimum Bid lot; and (ii) the balance Equity Shares, if any, remaining in the Retail Portion shall be Allotted on a proportionate basis to the Retail Individual Bidders who have received Allotment as per (i) above for less than the Equity Shares Bid by them (i.e. who have Bid for more than the minimum Bid lot). • In the event the number of Retail Individual Bidders who have submitted valid Bids in the Offer is more than Maximum RII Allottees, the Retail Individual Bidders (in that category) who will then be allocated/ Allotted minimum Bid lot shall be determined on draw of lots basis.	
Minimum Bid	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter.	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Maximum Bid	Such number of Equity Shares not exceeding the Net Issue, subject to applicable limits.	Such number of Equity Shares not exceeding the Net Offer subject to applicable limits.	Such number of Equity Shares such that the Payment Amount does not exceed ₹ 200,000.	Such number of Equity Shares such that the Payment Amount does not exceed ₹ 200,000.
Mode of Allotment	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form
Bid lot	[●] Equity Shares and in multiples of [●]	[●] Equity Shares and in multiples of	[●] Equity Shares and in multiples of [●] Equity	[●] Equity Shares and in multiples of

	QIBs#	Non-Institutional Bidders	Retail Individual Bidders	Eligible Employees
	Equity Shares thereafter.	[●] Equity Shares thereafter.	Shares thereafter.	[●] Equity Shares thereafter.
Allotment Lot	[●] Equity Shares and in multiples of one Equity Share thereafter.	[●] Equity Shares and in multiples of one Equity Share thereafter.	[●] Equity Shares and in multiples of one Equity Share thereafter.	[●] Equity Shares and in multiples of one Equity Share thereafter.
Trading lot	One Equity Share.	One Equity Share.	One Equity Share.	One Equity Share.
Who can apply	Public financial institutions specified in Section 2(72) of the Companies Act, FPIs (other than Category III Foreign Portfolio Investors), scheduled commercial banks, mutual funds registered with the SEBI, venture capital funds registered with SEBI, FVCIs, Alternative Investment Funds, multilateral and bilateral development financial institutions, state industrial development corporations, insurance companies registered with the Insurance Regulatory and Development Authority, provident funds with a minimum corpus of ₹ 250 million, pension funds with a minimum corpus of ₹ 250 million, the National Investment Fund set up by resolution F. No. 2/3/2005-DD-II dated November 23, 2005 of the GoI, published in the Gazette of India, insurance funds set up and managed by the army, navy, or air force of the Union of India and insurance funds set up and managed by the Department of Posts, India.	Resident Indian individuals, Eligible NRIs, HUF (in the name of *Karta*), companies, corporate bodies, scientific institutions societies and trusts, Category III Foreign Portfolio Investors, sub-accounts of FIIs registered with SEBI, which are foreign corporates or foreign individuals.	Retail Individual Bidders, Eligible NRIs, HUF (in the name of *Karta*).	Eligible Employees.
Terms of Payment@	The entire Bid Amount shall be payable at the time of submission of Bid cum Application	The entire Bid Amount shall be payable at the time of submission of	The entire Payment Amount shall be payable at the time of submission of Bid cum Application Form.	The entire Payment Amount shall be payable at the time of submission of Bid

	QIBs[#]	Non-Institutional Bidders	Retail Individual Bidders	Eligible Employees
	Form.	Bid cum Application Form.		cum Application Form.

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[#] *The Company may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. For further details, please refer to the section on "Offer Procedure" on page 554 of this Draft Red Herring Prospectus.*

[##] *Subject to valid Bids being received at or above the Offer Price. The Offer is being made through the Book Building Process wherein 50% of the Net Offer will be available for allocation to QIBs. Out of the QIB Portion (excluding the Anchor Investor Portion), 5% shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder shall be available for allocation on a proportionate basis to QIBs and Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than [•] Equity Shares, the balance Equity Shares available for Allotment in the Mutual Fund Portion will be added to the Net QIB Portion and allocated proportionately to QIBs in proportion to their Bids. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non- Institutional Bidders and not less than 35% of the Net Offer will be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received at or above the Offer Price. Further up to 250,000 Equity Shares shall be available for allocation on a proportionate basis to the Eligible Employees, subject to valid Bids being received from them at or above the Offer Price. In the event of under-subscription in any category, the unsubscribed portion would be allowed to be met with spill over from over subscription from any other category or a combination of categories, except in the QIB category, at the sole discretion of the Company and Pineridge, in consultation with the Managers. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Issue. In the event of under-subscription in the Net Issue, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Issue. Our Company will comply with the ICDR Regulations and any other ancillary directions issued by SEBI for this Issue. Each of the Selling Shareholders confirms that it will comply with the ICDR Regulations and any other directions issued by SEBI, as applicable to such Selling Shareholder in relation to the Equity Shares offered by such Selling Shareholder under the Offer. In this regard, our Company, the Individual Selling Shareholders and Pineridge confirm that they have appointed the Managers to manage the Offer and to procure subscriptions to the Issue.*

[@] *In case of ASBA Bidders, the SCSB shall be authorised to block such funds in the bank account of the ASBA Bidder that are specified in the Bid cum Application Form.*

Our Company and Pineridge, in consultation with the Managers, may decide to offer a discount of [●]% of the Offer Price, amounting ₹ [●], *to Retail Individual Bidders and Eligible Employees.*

Withdrawal of the Offer

Our Company and/or any of the Selling Shareholders, in consultation with the Managers, reserve the right not to proceed with the Offer anytime after the Offer Opening Date but before the Allotment of Equity Shares. In such an event the Company shall issue a public notice in the newspapers (including the reasons for such withdrawal), in which the pre-Offer advertisements were published, within two days of the Offer Closing Date or such other time as maybe prescribed by SEBI. Our Company shall also inform the same to the Stock Exchanges on which the Equity Shares are proposed to be listed and the Managers, through the Registrar to the Issue, shall notify the SCSBs to unblock the accounts of the ASBA Bidders within one Working Day from the date of receipt of such notification.

If our Company and / or any of the Selling Shareholders withdraw the Offer after the Offer Closing Date and thereafter determine that they will proceed with a public offering of Equity Shares, they will file a fresh offer document with SEBI and/or the Stock Exchanges, as the case may be. Notwithstanding the foregoing, the Offer is also subject to obtaining (i) final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment; and (ii) the final approval of the RoC, after the Prospectus is filed with the RoC.

Offer Programme

OFFER OPENS ON	**[●]***
OFFER FOR QIBS CLOSES ON	**[●]****
OFFER FOR RETAIL AND NON-INSTITUTIONAL INVESTORS (INCLUDING ELIGIBLE EMPLOYEES BIDDING UNDER THE EMPLOYEE RESERVATION PORTION) CLOSES ON	**[●]****

* *Our Company and the Selling Shareholders, in consultation with the Managers, may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Offer Opening Date, in accordance with ICDR Regulations.*

** *Our Company and the Selling Shareholders, in consultation with the Managers, may decide to close the Offer Period for QIBs one Working Day prior to the Offer Closing Date, in accordance with ICDR Regulations.*

Except in relation to Bids received from Anchor Investors, the Bids and any revision in Bids shall be accepted only between **10.00 a.m. and 5.00 p.m. IST** during the Offer Period, except on the Offer Closing Date, as mentioned above at the Syndicate Bidding Centres mentioned on the Bid cum Application Form, the Non Syndicate Broker Centres mentioned in the websites of the Stock Exchanges, or, the Designated Branches (in case of Bids submitted by the ASBA Bidders). On the Offer Closing Date, the Bids and any revision in the Bids, shall be accepted only between **10.00 a.m. and 3.00 p.m. IST** and uploaded until (i) 4.00 p.m. IST, in case of Bids by QIBs (Bidding under the Net QIB Portion) and Non-Institutional Investors, or such extended time as permitted by the Stock Exchanges, and (ii) 5.00 p.m. in case of Bids by Retail Individual Bidders and Eligible Employees Bidding under the Employee Reservation Portion, or such extended time as permitted by the Stock Exchanges. It is clarified that Bids not uploaded would be rejected. Bids by ASBA Bidders shall be uploaded in the electronic system to be provided by the Stock Exchanges either by (i) a Syndicate/Sub Syndicate, (ii) the SCSBs, or (iii) a Non Syndicate Registered Broker.

Due to limitation of time available for uploading the Bids on the Offer Closing Date, the Bidders are advised to submit their Bids one day prior to the Offer Closing Date and, in any case, no later than 3.00 p.m. (IST) on the Offer Closing Date. Bidders are cautioned that in the event a large number of Bids are received on the Offer Closing Date, as is typically experienced in public offerings, some Bids may not get uploaded due to lack of sufficient time. Investors please note that as per letter no. List/smd/sm/2006 dated July 3, 2006 and letter no. NSE/IPO/25101 - 6 dated July 6, 2006 issued by BSE and NSE respectively, Bids and any revision in Bids shall not be accepted on Saturdays and holidays as declared by the Stock Exchanges. Such Bids that cannot be uploaded will not be considered for allocation under the Issue. Bids will be accepted only on Working Day. Bids by ASBA Bidders shall be uploaded in the electronic system to be provided by the Stock Exchanges either by (i) a Syndicate/Sub Syndicate, (ii) an SCSB, or (iii) a Non Syndicate Registered Broker. Neither the Company, the Selling Shareholders nor any Syndicate/Sub Syndicate is liable for any failure in downloading the Bids due to faults in any software/hardware system or otherwise. None amongst our Company, the Sellign Shareholders or members of the Syndicate shall be liable for any failure in uploading Bids due to faults in any software and/or hardware system or otherwise.

On the Offer Closing Date, extension of time will be granted by the Stock Exchanges only for uploading the Bids received by Retail Individual Bidders and Eligible Employees after taking into account the total number of Bids received up to the closure of time period for acceptance of Bid cum Application Forms as stated herein and reported by the Managers to the Stock Exchange within half an hour of such closure.

Our Company and Pineridge, in consultation with the Managers, reserve the right to revise the Price Band during the Offer Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side i.e. the floor price can move up or down to the extent of 20% of the floor price disclosed at least five days prior to the Offer Opening Date and the Cap Price will be revised accordingly.

In case of revision of the Price Band, the Offer Period will be extended for a minimum of three additional Working Days after revision of Price Band subject to the Offer Period not exceeding 10 working days. Any revision in the Price Band and the revised Offer Period, if applicable, will be widely disseminated by notification to the BSE and the NSE, by issuing a press release and also by indicating the changes on the web site of the Managers and at the terminals of the Syndicate.

In case of any discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid cum Application Form, for a particular Bidder, the details as per the Bid file received from the Stock Exchanges may be taked as the final datafor the purpose of Allotment. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical or electronic Bid cum Application Form, for a particular ASBA Bidder, the Registrar to the Offer shall ask the relevant SCSB or the member of syndicate for rectified data.

RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and FEMA. While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of the Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment.

The consolidated FDI Policy issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, GoI ("**DIPP**") by circular 1 of 2014, with effect from April 17, 2014, as amended ("**Consolidated FDI Policy"**), consolidates and supercedes all previous press notes, press releases and clarifications on FDI issued by the DIPP.

The Consolidated FDI Policy provides that:

(i) FDI up to 100% under the automatic route is permitted for coal and lignite mining for captive consumption by power projects, and iron and steel and cement units and other eligible activities permitted under and subject to the provisions of the Coal Mines (Nationalisation) Act, 1973.

(ii) FDI up to 100% under the automatic route is permitted for setting up coal processing plants like washeries subject to the condition that the company shall not do coal mining and shall not sell washed coal or sized coal from its coal processing plants in the open market and shall supply the washed or sized coal to those parties who are supplying raw coal to coal processing plants for washing or sizing.

(iii) FDI up to 100% on the automatic route is permitted for power including generation (except Atomic energy) transmission, distribution and power trading subject to the provisions of the Electricity Act, 2003.

Therefore applicable foreign investment up to 100% is permitted in our Company under the automatic route.

Representation from the Bidders

No person shall make a Bid in Issue, unless such person is eligible to acquire Equity Shares of the Company in accordance with applicable laws, rules, regulations, guidelines and approvals. Investors that Bid in the Offer will be required to confirm and will be deemed to have represented to the Company, the Selling Shareholders, the Managers and their respective directors, officers, agents, affiliates and representatives, as applicable, that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of the Company and will not offer, sell, pledge or transfer the Equity Shares of the Company to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of the Company. The Company, the Selling Shareholders, the Managers and their respective directors, officers, agents, affiliates and representatives, as applicable, accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares of the Company.

There is no reservation for non-residents, NRIs, Eligible FPIs, foreign venture capital funds, multi-lateral and bilateral development financial institutions and any other foreign investor. All non-residents, NRIs, Eligible FPIs and foreign venture capital funds, multi-lateral and bilateral development financial institutions and any other foreign investor applicants will be treated on the same basis with other categories for the purpose of allocation.

As per existing regulations, OCBs cannot participate in the Issue. Further, QFIs are not permitted to participate in the Issue.

The Equity Shares have not been and will not be registered under the Securities Act and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares are being offered and sold in transactions exempt from, or not subject to the registration requirements of the Securities Act and outside the United States in offshore transactions in reliance on Regulation S under the Securities Act.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Bidders. The Company, the Selling Shareholders and the Managers are not liable for any amendments, modification, or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.

OFFER PROCEDURE

All Bidders should review the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular (CIR/CFD/DIL/12/2013) dated October 23, 2013 notified by SEBI included below under section titled " – Part B - General Information Document", which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, the SCRA, the SCRR and the ICDR Regulations. The General Information Document has been updated to include reference to the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014 and certain notified provisions of the Companies Act, 2013, to the extent applicable to a public issue. The General Information Document is also available on the websites of the Stock Exchanges and the Managers. Please refer to the relevant portions of the General Information Document which are applicable to this Offer.

Our Company, the Selling Shareholders and the Managers do not accept any responsibility for the completeness and accuracy of the information stated in this section and the General Information Document and are not liable for any amendment, modification or change in applicable law which may occur after the date of this DRHP. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with the applicable laws and do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in the Draft Red Herring Prospectus and the Prospectus.

Part A

Book Building Procedure

This Offer is being made through the Book Building Process wherein 50% of the Net Offer shall be available for allocation to QIBs on a proportionate basis. Provided that our Company, in consultation with the Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis out of which one-third shall be reserved for domestic Mutual Funds only. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the Net QIB Portion. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation, in accordance with the ICDR Regulations, to Retail Individual Bidders, subject to valid Bids being received at or above the Offer Price. Further, up to 250,000 Equity Shares shall be available for allocation on a proportionate basis to the Eligible Employees, subject to valid Bids being received from them at or above the Offer Price.

In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Issue. In the event of under-subscription in the Net Issue, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Issue. Under-subscription, if any, in any category, except in the QIB category, would be allowed to be met with spill over from any other category or a combination of categories, at the discretion of our Company and Pineridge, in consultation with the Managers. The Equity Shares, on allotment, shall be traded only in the dematerialised segment of the stock exchange.

Bid cum Application Form

Please note that there is a common Bid cum Application Form for ASBA Bidders as well as for non-ASBA Bidders. Copies of the Bid cum Application Form and the abridged prospectus will be available at the offices of the BRLMs, the Syndicate Members, the Registered Brokers, the SCSBs and the Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available on the websites of the SCSBs, the NSE (www.nseindia.com) and the BSE (www.bseindia.com) and the terminals of the Registered Brokers. Physical Bid cum Application Forms for Anchor Investors shall be made available at the offices of the BRLMs. QIBs (other than Anchor Investors) and Non-Institutional Bidders shall mandatorily participate in the Issue only through the ASBA process. Retail Individual Bidders can participate in the Issue through the ASBA process as well as the non-ASBA process.

ASBA Bidders must provide bank account details in the relevant space provided in the Bid cum Application Form and the Bid cum Application Form that does not contain such details are liable to be rejected. In relation to non-ASBA Bidders, the bank account details shall be available from the depository account on the basis of the DP ID, Client ID and PAN provided by the non-ASBA Bidders in their Bid cum Application Form.
Bidders shall ensure that the Bids are made on Bid cum Application Forms bearing the stamp of a member of the Syndicate or the Registered Broker or the SCSBs, as the case may be, submitted at the Bidding centres only (except in case of electronic Bid cum Application Forms) and the Bid cum Application Forms not bearing such specified stamp are liable to be rejected.

The prescribed colour of the Bid cum Application Form for various categories of Bidders is as follows:

Category	**Colour of Bid cum Application Form***
Resident Indians including resident QIBs, Non-Institutional Investors and Retail Individual Investors applying on a non-repatriation basis	White
Non-Residents including Eligible FPIs and Eligible NRIs, applying on a repatriation basis	Blue
Eligible Employees Bidding in the Employee Reservation Portion (ASBA and non ASBA)	Pink
Anchor Investors**	White

* *Excluding electronic Bid cum Application Forms.*
** *Bid cum Application Forms for Anchor Investors shall be available at the offices of the Managers.*

In addition to the category of Bidders set forth in the sub-section titled "*– Part B – General Information Document for Investing in Public Issues – Category of Investors Eligible to Participate in an Issue*" on page 565, the following persons are also eligible to invest in the Equity Shares under all applicable laws, regulations and guidelines:

- FPIs, other than Category III Foreign Portfolio Investors;
- Category III Foreign Portfolio Investors who are foreign corporates or foreign individuals only under the Non-Institutional Portion;
- Scientific and/or industrial research organizations in India, which are authorized to invest in equity shares; and
- Any other persons eligible to Bid in this Offer, under the laws, rules, regulations, guidelines and polices applicable to them.

Participation by associates and affiliates of the Managers and Syndicate Members

The Managers and the Syndicate Members shall not be allowed to subscribe to this Offer in any manner, except towards fulfilling their underwriting obligations. However, associates and affiliates of the Managers and the Syndicate Members may subscribe to or purchase Equity Shares in the Issue, in the QIB Portion or in Non-Institutional Portion as may be applicable to such Bidders. Such Bidding and subscription may be on their own account or on behalf of their clients. All categories of investors, including associates or affiliates of Managers and Syndicate Members, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

The Managers, the Syndicate Members, the Promoters, the Promoter Group and any persons related to them cannot apply in the Offer under the Anchor Investor Portion.

Bids by Mutual Funds

The Bids made by the asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Bids are made.

No Mutual Fund scheme shall invest more than 10% of its net asset value in the equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in index

funds or sector or industry specific funds. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

Bids by Non Residents including Eligible NRIs, Eligible FPIs, VCFs, AIFs and FVCI

There is no reservation in the Offer for Eligible NRIs or Eligible FPIs, VCFs , AIFs or FVCIs registered with SEBI. Eligible NRIs, Eligible FPIs, AIFs, VCFs or FVCIs registered with SEBI will be treated on the same basis as other categories for the purpose of allocation. In accordance with the FEMA and the regulations framed thereunder, OCBs cannot Bid in the Issue.

Bids by Eligible NRIs

NRI may obtain copies of Bid cum Application Form from the offices of the BRLMs, the Syndicate Members, the Registered Brokers and the SCSBs. Only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment. Eligible NRIs intending to make payment through freely convertible foreign exchange and Bidding on a repatriation basis could make payments through Indian Rupee drafts purchased abroad or cheques or bank drafts or by debits to their Non-Resident External ("**NRE**") or Foreign Currency Non-Resident ("**FCNR**") accounts, maintained with banks authorized by the RBI to deal in foreign exchange. Eligible NRIs Bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents, accompanied by a bank certificate confirming that the payment has been made by debiting to the NRE or FCNR account, as the case may be. Payment for Bids by non-resident Bidder Bidding on a repatriation basis will not be accepted out of Non-Resident Ordinary ("**NRO**") accounts. Eligible NRIs can obtain Bid cum Application Forms at the following address:

Name: [•]
Address: [•]

Bids by Eligible FPIs

Under the extant law, the total holding by an FPI cannot exceed 10% of the post-Offer paid-up equity share capital of our Company and the total holdings of all FPIs cannot exceed 24% of the post-Offer paid-up equity share capital of our Company. The said 24% limit can be increased up to the applicable sectoral cap by passing a resolution by the Board followed by passing a special resolution to that effect by the shareholders of our Company. Our Company has not obtained board or shareholders' approval to increase the FPI limit to more than 24%. Thus as of now, the aggregate FPI holding in our Company cannot exceed 24% of the total issued and paid-up equity share capital of our Company.

Bids by VCFs, AIFs and FVCIs

The VCF Regulations, FVCI Regulatons and AIF Regulations prescribe investment restrictions on VCFs, FVCIs, and AIFs respectively. Accordingly, the holding in any company by any individual VCF registered with SEBI should not exceed 25% of the corpus of the VCF. However, VCFs or FVCIs may invest not over 33.33% of their respective investible funds in various prescribed instruments, including in public offerings.

The Category I and II AIFs cannot invest more than 25% of their respective corpus in one investee company. A category III AIF cannot invest more than 10% of its corpus in one investee company. A venture capital fund registered as a category I AIF, as defined in the SEBI (Alternate Investment Funds) Regulations, 2012, cannot invest more than 1/3rd of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, VCFs which have not re-registered as an AIF under the AIF Regulations shall continue to be regulated by the VCF Regulations.

Bids by limited liability partnerships

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be

attached to the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserves the right to reject any Bid without assigning any reason thereof.

Bids by insurance companies

In case of Bids made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any Bid without assigning any reason thereof.

The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended (the "**IRDA Investment Regulations**"), are broadly set forth below:

(a) equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;
(b) the entire group of the investee company: the least of 10% of the respective fund in case of a life insurer or 10% of investment assets in case of a general insurer or reinsurer (25% in case of ULIPS); and
(c) the industry sector in which the investee company operates: 10% of the insurer's total investment exposure to the industry sector (25% in case of ULIPS).

Bids by provident funds/ pension funds

In case of Bids made by provident funds/pension funds, subject to applicable laws, with minimum corpus of ₹ 250 million, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any Bid, without assigning any reason thereof.

The above information is given for the benefit of the Bidders. Our Company, the Selling Shareholders, the Directors, the officers of the Company and the Syndicate are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.

Bids by SCSBs

SCSBs participating in the Offer are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for ASBA applications.

Bids by Eligible Employees

Employee reservation portion means the portion of the Offer being up to 250,000 Equity Shares available for allocation to Eligible Employees, on a proportionate basis.

Bids by Eligible Employees under the Employee Reservation Portion shall be subject to the following:

- Only Eligible Employees (as defined in the Draft Red Herring Prospectus) would be eligible to apply in the Offer under the Employee Reservation Portion.

- The sole/ first Bidder shall be an Eligible Employee.

- Bid shall be made only in the prescribed Bid cum Application Form (i.e. Pink colour Form).

- Eligible Employees should provide the details of the depository accounts including DP ID, Client ID and PAN as well as employee number in the relevant space in the Bid cum Application Form.

- The Employee Discount, is being offered to Eligible Employees at the time of making a Bid. Eligible Employees bidding in the Employee Reservation Portion at a price within the Price Band shall make payment at the Payment Amount, i.e., the Bid Amount less Retail and Employee Discount, at the time of making a Bid

- Only those Bids, which are received at or above the Offer Price (as appropriately adjusted for the Retail and Employee Discount), would be considered for allocation under the Employee Reservation Portion.

- Eligible Employees who bid for Equity Shares in the Employee Reservation Portion may Bid at Cut-Off Price. Eligible Employees bidding in the Employee Reservation Portion at the Cut-Off Price have to ensure payment at the Cap Price less Retail and Employee Discount at the time of making a Bid.

- The maximum Payment Amount by any Eligible Employee cannot exceed ₹ 200,000.

- The value of Allotment to any Eligible Employee shall not exceed ₹ 200,000.

- The Bids must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter so as to ensure that the Payment Amount does not exceed ₹ 200,000.

- An Eligible Employee having Bid under the Employee Reservation Portion can also Bid under the Net Offer portion and such Bids shall not be treated as multiple Bids.

- If the aggregate demand in this category is less than or equal to 250,000 Equity Shares at or above the Offer Price (as appropriately adjusted for the Employee Discount), full allocation shall be made to the Eligible Employees to the extent of their demand.

- If the aggregate demand in this category is greater than 250,000 Equity Shares at or above the Offer Price, the allocation shall be made on a proportionate basis. For the method of proportionate basis of Allotment, please refer to the sub-section on "*Basis of Allotment*" on page 588.

- In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion shall be added to the Net Issue. In the event of under-subscription in the Net Issue, spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Issue.

Bids under Power of Attorney

In case of Bids made pursuant to a power of attorney by limited companies, corporate bodies, registered societies, Eligible FPIs, Mutual Funds, insurance companies, insurance funds set up by the army, navy or air force of the Union of India, insurance funds set up by the Department of Posts, India or the National Investment Fund, provident funds with minimum corpus of ₹ 250 million and pension funds with a minimum corpus of ₹ 250 million (in each case, subject to applicable law and in accordance with their respective constitutional documents), a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, with a certified copy of the memorandum of association and articles of association and/or bye laws, as applicable, must be lodged with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid in whole or in part, in either case, without assigning any reason.

Public announcement upon filing of the Draft Red Herring Prospectus

The Company shall on the day of, or the day following the date of, filing this Draft Red Herring Prospectus with SEBI, make a public announcement in [●], an English national daily newspaper and [●], a Hindi national daily newspaper, each with wide circulation, disclosing that the Draft Red Herring Prospectus has been filed with SEBI and inviting the public to give their comments to SEBI in respect of disclosures made in the Draft Red Herring Prospectus.

Pre-Offer Advertisement

Subject to Section 30 of the Companies Act, 2013, our Company shall, after registering the Red Herring Prospectus with the RoC, publish a pre-Offer advertisement, in [●], a English language national daily newspaper, and [●], a Hindi language national daily newspaper, each with wide circulation. In the pre-Offer advertisement, we shall state the Offer Opening Date, the Offer Closing Date and the Offer Closing Date applicable to QIBs.

Payment instructions

In terms of the RBI circular (No. DPSS.CO.CHD.No./133/04.07.05/2013-14) dated July 16, 2013, non-CTS cheques will be processed in three CTS centers thrice a week until April 30, 2014, twice a week until October 31, 2014 and once a week from November 1, 2014 onwards. In order to enable listing and trading of Equity Shares within 12 Working Days of the Bid/Offer Closing Date, investors are advised to use CTS cheques or use the ASBA facility to make payment. Investors are cautioned that Bid cum Application Forms accompanied by non-CTS cheques are liable to be rejected due to any delay in clearing beyond six Working Days from the Bid/Offer Closing Date.

Payment into Escrow Account for Bidders other than ASBA Bidders

The payment instruments for payment into the Escrow Account should be drawn in favour of:

- In case of resident Retail Individual Bidders: "[●]"
- In case of Non-Resident Retail Individual Bidders: "[●]"
- In case of Eligible Employees: "[●]"

For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

(a) In case of resident Anchor Investors: "[●]"

(b) In case of Non-Resident Anchor Investors: "[●]"

Undertakings by our Company

Our Company undertakes the following:

- That if the Company do not proceed with the Offer, the reason thereof shall be given as a public notice to be issued by our Company within two days of the Bid/Offer Closing Date. The public notice shall be issued in the same newspapers where the pre-Offer advertisements were published. The stock exchanges on which the Equity Shares are proposed to be listed shall also be informed promptly;
- That if the Company withdraw the Offer after the Bid/Offer Closing Date,our Company shall be required to file a fresh offer document with the RoC/ SEBI, in the event our Company subsequently decides to proceed with the Offer;
- That the complaints received in respect of this Offer shall be attended to by our Company expeditiously and satisfactorily;
- That all steps for completion of the necessary formalities for commencement of trading at all the Stock Exchanges where the Equity Shares are proposed to be listed shall be undertaken within the timelines specified by law;
- That funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed shall be made available to the Registrar to the Offer by our Company;

- That where refunds are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within 12 Working Days of the Offer Closing Date, as the case may be, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

- That in case such refund is not made withing 15 days interest shall be due to the applicants at the rate of 15% per annum for the delayed period;

- That where refunds are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within 15 days from the Bid/Offer Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

- That the certificates of the securities/ refund orders to non-resident Indians shall be despatched within specified time;

- That no further issue of Equity Shares shall be made till final trading approvals from all the Stock Exchanges have been obtained for the Equity Shares offered through the Red Herring Prospectus or till application monies are refunded on account of non listing;

- That adequate arrangements shall be made to collect all Bid cum Application Forms by ASBA Bidders and to consider them similar to non-ASBA applications while finalising the Basis of Allotment;

- That we shall not have recourse to the Offer proceeds until the final approval for listing and trading of the Equity Shares from all the Stock Exchanges where listing is sought, has been received.

Undertakings by Pineridge

Pineridge undertakes and/or certifies to the following:

- The Equity Shares being sold by it pursuant to the Offer have been held by it for a period of more than one year prior to the filing of the Draft Red Herring Prospectus with the SEBI, and are fully paid up and are in dematerialized form.

- The Equity Shares being sold by it are free and clear from any pre-emptive rights, liens, mortgages, trusts, charges, pledges or any other encumbrances or transfer restrictions.

- It is the legal and beneficial holder and has full title to the Equity Shares being offered by it in the Offer.

- The Equity Shares proposed to be sold by it in the Offer shall be transferred to the successful bidders within the specified time in accordance with the instruction of the Registrar to the Offer

- It shall not have recourse to the proceeds from the Equity Shares offered by it in the Offer, until the final listing and trading approvals from all the Stock Exchanges have been obtained.

- It shall reimburse the Company for any interest paid by the Company at 15% per annum or as per applicable law on a pro-rata basis in proportion to the Equity Shares proposed to be transferred by it as a part of the Offer, if CAN or refund orders have not been dispatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner through Direct Credit, NEFT, RTGS or NECS, the refund instructions have not been issued to the clearing system in the disclosed manner within 12 Working Days from the Offer Closing Date.

- It shall take such steps as may be required to ensure that its Equity Shares proposed to be transferred by way of the Offer will be available for the Offer, including without limitation not selling, transferring, disposing of in any manner or creating any charge or encumbrance on such Equity Shares.

Undertakings by the Individual Selling Shareholders

The Individual Selling Shareholders undertake and/or certify to the following:

- The Equity Shares being sold by them pursuant to the Offer have been held by them for a period of more than one year prior to the filing of the Draft Red Herring Prospectus with the SEBI, and are fully paid up and are in dematerialized form.

- The Equity Shares being sold by them are free and clear from any pre-emptive rights, liens, mortgages, trusts, charges, pledges or any other encumbrances or transfer restrictions.

- That they shall not have recourse to the proceeds of the Offer until final approval for trading of the Equity Shares from all Stock Exchanges where listing is sought has been received;

- They are the legal and beneficial holders and have full title to the Equity Shares being offered by them in the Offer.

- The Equity Shares being sold by them in the Offer shall be transferred to the successful Bidders within the specified time in accordance with the instruction of the Registrar to the Offer

- They shall not have recourse to the proceeds from the Equity Shares offered by them in the Offer, until the final listing and trading approvals from all the Stock Exchanges have been obtained.

- They shall reimburse the Company for any interest paid by the Company at 15% per annum or as per applicable law on a pro-rata basis in proportion to the Equity Shares proposed to be transferred by it as a part of the Issue, if CAN or refund orders have not been dispatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner through Direct Credit, NEFT, RTGS or NECS, the refund instructions have not been issued to the clearing system in the disclosed manner within 12 Working Days from the Offer Closing Date.

- They shall not sell, transfer, dispose off in any manner or create any lien, charge or encumbrance on the Equity Shares offered by it for the Offer and shall take such steps as may be required to ensure that such Equity Shares are available for the Offer, including without limitation not selling, transferring, disposing of in any manner or creating any charge or encumbrance on such Equity Shares.

Utilisation of Offer proceeds

The Board of Directors of the Company and the Selling Shareholders, each, declare that:

- All monies received out of the Offer shall be credited/transferred to a separate bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013; and

- It shall not have recourse to the proceeds of the Offer until the final listing and trading approvals from all the Stock Exchanges have been obtained.

Part B

General Information Document for Investing in Public Issues

This General Information Document highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013 (to the extent notified), the Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon notification of the Companies Act, 2013), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. Bidders/Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For

taking an investment decision, the Bidders/Applicants should rely on their own examination of the Issuer and the Issue, and should carefully read the Red Herring Prospectus/Prospectus before investing in the Issue.

SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT (GID)

This document is applicable to the public issues undertaken through the Book-Building process as well as to the Fixed Price Issues. The purpose of the "General Information Document for Investing in Public Issues" is to provide general guidance to potential Bidders/Applicants in IPOs and FPOs, on the processes and procedures governing IPOs and FPOs, undertaken in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("**SEBI ICDR Regulations, 2009**").

Bidders/Applicants should note that investment in equity and equity related securities involves risk and Bidder/Applicant should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/or for subscribing to securities in an Issue and the relevant information about the Issuer undertaking the Issue are set out in the Red Herring Prospectus ("**RHP**")/ Prospectus filed by the Issuer with the Registrar of Companies ("**RoC**"). Bidders/Applicants should carefully read the entire RHP/Prospectus and the Bid cum Application Form/Application Form and the Abridged Prospectus of the Issuer in which they are proposing to invest through the Issue. In case of any difference in interpretation or conflict and/or overlap between the disclosure included in this document and the RHP/Prospectus, the disclosures in the RHP/Prospectus shall prevail. The RHP/Prospectus of the Issuer is available on the websites of stock exchanges, on the website(s) of the BRLM(s) to the Issue and on the website of Securities and Exchange Board of India ("**SEBI**") at www.sebi.gov.in.

For the definitions of capitalized terms and abbreviations used herein Bidders/Applicants may refer to the section "Glossary and Abbreviations".

SECTION 2: BRIEF INTRODUCTION TO IPOs/FPOs

2.1 Initial public offer (IPO)

An IPO means an offer of specified securities by an unlisted Issuer to the public for subscription and may include an Offer for Sale of specified securities to the public by any existing holder of such securities in an unlisted Issuer.

For undertaking an IPO, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of either Regulation 26(1) or Regulation 26(2) of the SEBI ICDR Regulations, 2009. For details of compliance with the eligibility requirements by the Issuer Bidders/Applicants may refer to the RHP/Prospectus.

2.2 Further public offer (FPO)

An FPO means an offer of specified securities by a listed Issuer to the public for subscription and may include Offer for Sale of specified securities to the public by any existing holder of such securities in a listed Issuer.

For undertaking an FPO, the Issuer is inter-alia required to comply with the eligibility requirements in terms of Regulation 26/27 of SEBI ICDR Regulations, 2009. For details of compliance with the eligibility requirements by the Issuer Bidders/Applicants may refer to the RHP/Prospectus.

2.3 Other Eligibility Requirements:

In addition to the eligibility requirements specified in paragraphs 2.1 and 2.2, an Issuer proposing to undertake an IPO or an FPO is required to comply with various other requirements as specified in the SEBI ICDR Regulations, 2009, the Companies Act, 2013 (to the extent notified and in effect), the Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon the notification of the Companies Act, 2013), the Securities Contracts (Regulation) Rules, 1957 (the "**SCRR**"), industry-specific regulations, if any, and other applicable laws for the time being in force.

For details in relation to the above Bidders/Applicants may refer to the RHP/Prospectus.

2.4 Types of Public Issues – Fixed Price Issues and Book Built Issues

In accordance with the provisions of the SEBI ICDR Regulations, 2009, an Issuer can either determine the Issue Price through the Book Building Process ("**Book Built Issue**") or undertake a Fixed Price Issue ("**Fixed Price Issue**"). An Issuer may mention Floor Price or Price Band in the RHP (in case of a Book Built Issue) and a Price or Price Band in the Draft Prospectus (in case of a fixed price Issue) and determine the price at a later date before registering the Prospectus with the Registrar of Companies.

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The Issuer shall announce the Price or the Floor Price or the Price Band through advertisement in all newspapers in which the pre-issue advertisement was given at least five Working Days before the Bid/Issue Opening Date, in case of an IPO and at least one Working Day before the Bid/Issue Opening Date, in case of an FPO.

The Floor Price or the Issue price cannot be lesser than the face value of the securities.

Bidders/Applicants should refer to the RHP/Prospectus or Issue advertisements to check whether the Issue is a Book Built Issue or a Fixed Price Issue.

2.5 Issue Period

The Issue may be kept open for a minimum of three Working Days (for all category of Bidders/Applicants) and not more than ten Working Days. Bidders/Applicants are advised to refer to the Bid cum Application Form and Abridged Prospectus or RHP/Prospectus for details of the Bid/Issue Period. Details of Bid/Issue Period are also available on the website of Stock Exchange(s).

In case of a Book Built Issue, the Issuer may close the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date if disclosures to that effect are made in the RHP. In case of revision of the Floor Price or Price Band in Book Built Issues the Bid/Issue Period may be extended by at least three Working Days, subject to the total Bid/Issue Period not exceeding 10 Working Days. For details of any revision of the Floor Price or Price Band, Bidders/Applicants may check the announcements made by the Issuer on the websites of the Stock Exchanges and the BRLM(s), and the advertisement in the newspaper(s) issued in this regard.

2.6 Flowchart of Timelines

A flow chart of process flow in Fixed Price and Book Built Issues is as follows. Bidders/Applicants may note that this is not applicable for Fast Track FPOs:

- In case of Issue other than Book Build Issue (Fixed Price Issue) the process at the following of the below mentioned steps shall be read as:

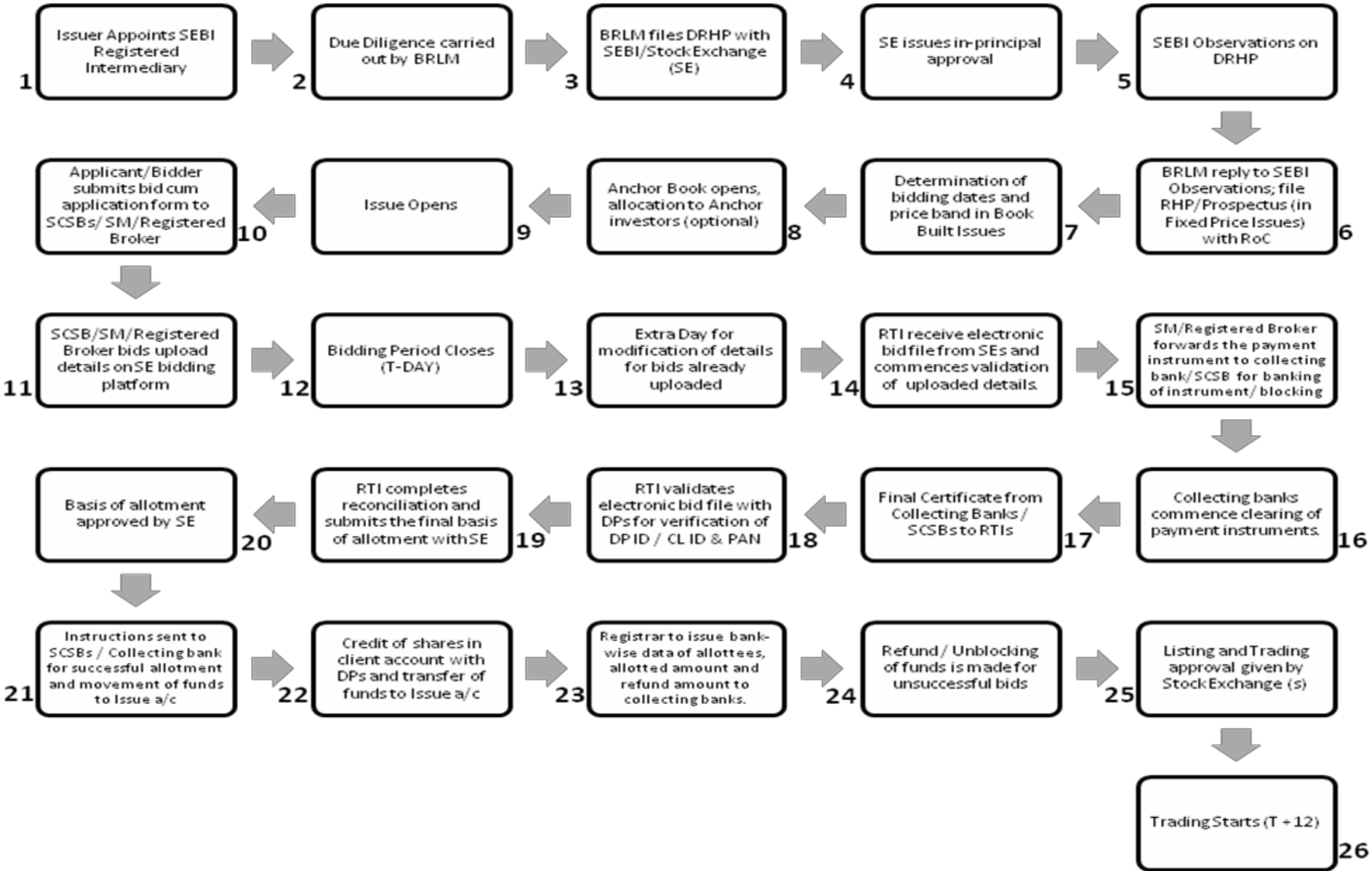
i. Step 7 : Determination of Issue Date and Price

ii. Step 10: Applicant submits ASBA Application Form with Designated Branch of SCSB and Non-ASBA forms directly to collection Bank and not to Broker.

iii. Step 11: SCSB uploads ASBA Application details in Stock Exchange Platform

iv. Step 12: Issue period closes

v. Step 15: Not Applicable


1 Issuer Appoints SEBI Registered Intermediary
2 Due Diligence carried out by BRLM
3 BRLM files DRHP with SEBI/Stock Exchange (SE)
4 SE issues in-principal approval
5 SEBI Observations on DRHP
6 BRLM reply to SEBI Observations; file RHP/Prospectus (in Fixed Price Issues) with RoC
7 Determination of bidding dates and price band in Book Built Issues
8 Anchor Book opens, allocation to Anchor investors (optional)
9 Issue Opens
10 Applicant/Bidder submits bid cum application form to SCSBs/ SM/Registered Broker
11 SCSB/SM/Registered Broker bids upload details on SE bidding platform
12 Bidding Period Closes (T-DAY)
13 Extra Day for modification of details for bids already uploaded
14 RTI receive electronic bid file from SEs and commences validation of uploaded details.
15 SM/Registered Broker forwards the payment instrument to collecting bank/SCSB for banking of instrument/ blocking
16 Collecting banks commence clearing of payment instruments.
17 Final Certificate from Collecting Banks / SCSBs to RTIs
18 RTI validates electronic bid file with DPs for verification of DP ID / CL ID & PAN
19 RTI completes reconciliation and submits the final basis of allotment with SE
20 Basis of allotment approved by SE
21 Instructions sent to SCSBs / Collecting bank for successful allotment and movement of funds to Issue a/c
22 Credit of shares in client account with DPs and transfer of funds to Issue a/c
23 Registrar to issue bank-wise data of allottees, allotted amount and refund amount to collecting banks.
24 Refund / Unblocking of funds is made for unsuccessful bids
25 Listing and Trading approval given by Stock Exchange (s)
26 Trading Starts (T + 12)

SECTION 3: CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN ISSUE

Each Bidder/Applicant should check whether it is eligible to apply under applicable law. Furthermore, certain categories of Bidders/Applicants, such as NRIs, FII's, FPIs, QFIs and FVCIs may not be allowed to Bid/Apply in the Issue or to hold Equity Shares, in excess of certain limits specified under applicable law. Bidders/Applicants are requested to refer to the RHP/Prospectus for more details.

Subject to the above, an illustrative list of Bidders/Applicants is as follows:

- Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, in single or joint names (not more than three);
- Bids/Applications belonging to an account for the benefit of a minor (under guardianship);
- Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder/Applicant should specify that the Bid is being made in the name of the HUF in the Bid cum Application Form/Application Form as follows: "Name of sole or first Bidder/Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Bids/Applications by HUFs may be considered at par with Bids/Applications from individuals;
- Companies, corporate bodies and societies registered under applicable law in India and authorised to invest in equity shares;
- QIBs;
- NRIs on a repatriation basis or on a non-repatriation basis subject to applicable law;
- Qualified Foreign Investors subject to applicable law;
- Indian Financial Institutions, regional rural banks, co-operative banks (subject to RBI regulations and the SEBI ICDR Regulations, 2009 and other laws, as applicable);
- FIIs and sub-accounts registered with SEBI, other than a sub-account which is a foreign corporate or foreign individual, bidding under the QIBs category;
- Sub-accounts of FIIs registered with SEBI, which are foreign corporates or foreign individuals only under the Non Institutional Investors (NIIs) category;
- FPIs other than Category III Foreign Portfolio Investors bidding under the QIBs category;
- FPIs which are Category III Foreign Portfolio Investors, bidding under the NIIs category;
- Trusts/societies registered under the Societies Registration Act, 1860, or under any other law relating to trusts/societies and who are authorised under their respective constitutions to hold and invest in equity shares;
- Limited liability partnerships registered under the Limited Liability Partnership Act, 2008; and
- Any other person eligible to Bid/Apply in the Issue, under the laws, rules, regulations, guidelines and policies applicable to them and under Indian laws.
- As per the existing regulations, OCBs are not allowed to participate in an Issue.

SECTION 4: APPLYING IN THE ISSUE

Book Built Issue: Bidders should only use the specified Bid cum Application Form either bearing the stamp of a member of the Syndicate or bearing a stamp of the Registered Broker or stamp of SCSBs as available or downloaded from the websites of the Stock Exchanges.

Bid cum Application Forms are available with the members of the Syndicate, Registered Brokers, Designated Branches of the SCSBs and at the registered office of the Issuer. Electronic Bid cum Application Forms will be available on the websites of the Stock Exchanges at least one day prior to the Bid/Issue Opening Date. For further details regarding availability of Bid cum Application Forms, Bidders may refer to the RHP/Prospectus.

Fixed Price Issue: Applicants should only use the specified cum Application Form either bearing the stamp of Collection Bank(s) or SCSBs as available or downloaded from the websites of the Stock Exchanges. Application Forms are available with the Branches of Collection Banks or Designated Branches of the SCSBs and at the registered office of the Issuer. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus.

Bidders/Applicants should ensure that they apply in the appropriate category. The prescribed color of the Bid cum Application Form for various categories of Bidders/Applicants is as follows:

Category	Colour of the Bid cum Application Form
Resident Indian, Eligible NRIs applying on a non repatriation basis	White
NRIs, FVCIs, FIIs, their Sub-Accounts (other than Sub-Accounts which are foreign corporate(s) or foreign individuals bidding under the QIB), FPIs, QFIs, on a repatriation basis	Blue
Anchor Investors (where applicable) & Bidders/Applicants bidding/applying in the reserved category	As specified by the Issuer

Securities Issued in an IPO can only be in dematerialized form in compliance with Section 29 of the Companies Act, 2013. Bidders/Applicants will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities rematerialised subsequent to allotment.

4.1 INSTRUCTIONS FOR FILING THE BID CUM APPLICATION FORM/ APPLICATION FORM

Bidders/Applicants may note that forms not filled completely or correctly as per instructions provided in this GID, the RHP and the Bid cum Application Form/Application Form are liable to be rejected.

Instructions to fill each field of the Bid cum Application Form can be found on the reverse side of the Bid cum Application Form. Specific instructions for filling various fields of the Resident Bid cum Application Form and Non-Resident Bid cum Application Form and samples are provided below.

The samples of the Bid cum Application Form for resident Bidders and the Bid cum Application Form for non-resident Bidders are reproduced below:

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

COMMON BID CUM APPLICATION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - R

FOR RESIDENT INDIAN, QIB, ELIGIBLE NRI's APPLYING ON A NON-REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE
IN

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE	BROKER'S/AGENT'S STAMP & CODE
ESCROW BANK / SCSB BRANCH STAMP & CODE	SUB-BROKER'S/SUB-AGENT'S STAMP & CODE
BANK BRANCH SERIAL NO.	REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. BID OPTIONS (Only Retail Individual Bidders can Bid at "Cut-off ")

Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures)			
		Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
	7 6 5 4 3 2 1	4 3 2 1	4 3 2 1	4 3 2 1	
Option 1					☐
(OR) Option 2					☐
(OR) Option 3					☐

5. Category

☐ Retail Individual

☐ Non-Institutional

☐ QIB

6. Investor Status

☐ Individual(s) - I N D
☐ Hindu Undivided Family* - H U F
☐ Bodies Corporate - C O
☐ Banks & Financial Institutions - F I
☐ Mutual Funds - M F
☐ Non-Resident Indians - N R I (Non-Repatriation basis)
☐ National Investment Fund - NIF
☐ Insurance Funds - IF
☐ Insurance Companies - I C
☐ Venture Capital Funds - V C
☐ Others (Please specify) - O T H

* HUF should apply only through Karta (Application by HUF would be treated on par with Individual)

7. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below)

PAYMENT OPTIONS ☐ Full Payment ☐ Part Payment

Amount Paid (₹ in figures) (₹ in words)

☐ **(A) CHEQUE/ DEMAND DRAFT (DD)**

Cheque/DD No. Dated D D M M Y Y

Drawn on (Bank Name & Branch)

☐ **(B) ASBA**

Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the Instructions for Filling up the Bid Cum Application Form given overleaf.

8A. SIGNATURE OF SOLE/ FIRST APPLICANT

Date : _____, 2011

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (For ASBA option ONLY)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)

2)

3)

BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)

TEAR HERE

XYZ LIMITED

Acknowledgement Slip for Syndicate Member / SCSB

Bid cum Application Form No.

DPID / CLID

PAN

Amount Paid (₹ in figures)

Bank & Branch

Cheque / DD/ASBA Bank A/c No.

Received from Mr./Ms.

Telephone / Mobile

Email

Stamp & Signature of Banker

TEAR HERE

TEARHERE

XYZ LIMITED

	Option 1	Option 2	Option 3
No. of Equity Shares			
Bid Price			
Amount Paid (₹)			

Stamp & Signature of Syndicate Member / SCSB

Cheque / DD/ASBA Bank A/c No.

Bank & Branch

Name of Sole / First Applicant

Acknowledgement Slip for Bidder

Bid cum Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

COMMON BID CUM APPLICATION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - NR

FOR ELIGIBLE NRIs, FIIs, FVCI, ETC., APPLYING ON A REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE
INE523L01018

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE	BROKER'S/AGENT'S STAMP & CODE
ESCROW BANK / SCSB BRANCH STAMP & CODE	SUB-BROKER'S/SUB-AGENT'S STAMP & CODE
BANK BRANCH SERIAL NO.	REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. BID OPTIONS (Only Retail Individual Bidders can Bid at "Cut-off")

Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures)			
		Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
	7 6 5 4 3 2 1	4 3 2 1	4 3 2 1	4 3 2 1	
Option 1					☐
(OR) Option 2					☐
(OR) Option 3					☐

5. Category

☐ Retail Individual
☐ Non-Institutional
☐ QIB

6. Investor Status

NRI	Non-Resident Indian (Repatriation basis)
FII	Foreign Institutional Investor
FVCI	Foreign Venture Capital Investor
FIISA	FII Sub Account Corporate / Individual
OTH	Others (Please Specify)

7. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below)

PAYMENT OPTIONS ☐ Full Payment ☐ Part Payment

Amount Paid (₹ in figures) (₹ in words)

☐ **(A) CHEQUE/ DEMAND DRAFT (DD)**
Cheque/DD No. Dated D D M M Y Y
Drawn on (Bank Name & Branch)

☐ **(B) ASBA**
Bank A/c No.
Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the Instructions for Filling up the Bid Cum Application Form given overleaf.

8A. SIGNATURE OF SOLE/ FIRST APPLICANT

Date : _____, 2011

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (For ASBA option ONLY)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)
2)
3)

BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)

TEAR HERE

XYZ LIMITED

Acknowledgement Slip for Syndicate Member / SCSB

Bid cum Application Form No.

DPID / CLID

PAN

Amount Paid (₹ in figures)

Bank & Branch

Cheque / DD/ASBA Bank A/c No.

Received from Mr./Ms.

Telephone / Mobile

Email

Stamp & Signature of Banker

TEAR HERE

XYZ LIMITED

	Option 1	Option 2	Option 3
No. of Equity Shares			
Bid Price			
Amount Paid (₹)			

Stamp & Signature of Syndicate Member / SCSB

Cheque / DD/ASBA Bank A/c No.

Bank & Branch

Name of Sole / First Applicant

Acknowledgement Slip for Bidder

Bid cum Application Form No.

4.1.1 FIELD NUMBER 1: NAME AND CONTACT DETAILS OF THE SOLE/FIRST BIDDER/APPLICANT

(a) Bidders/Applicants should ensure that the name provided in this field is exactly the same as the name in which the Depository Account is held.

(b) **Mandatory Fields**: Bidders/Applicants should note that the name and address fields are compulsory and e-mail and/or telephone number/mobile number fields are optional. Bidders/Applicants should note that the contact details mentioned in the Bid-cum Application Form/Application Form may be used to dispatch communications(including refund orders and letters notifying the unblocking of the bank accounts of ASBA Bidders/Applicants) in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Bid cum Application Form may be used by the Issuer, the members of the Syndicate, the Registered Broker and the Registrar to the Issue only for correspondence(s) related to an Issue and for no other purposes.

(c) **Joint Bids/Applications**: In the case of Joint Bids/Applications, the Bids/Applications should be made in the name of the Bidder/Applicant whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Bidder/Applicant would be required in the Bid cum Application Form/Application Form and such first Bidder/Applicant would be deemed to have signed on behalf of the joint holders All payments may be made out in favor of the Bidder/Applicant whose name appears in the Bid cum Application Form/Application Form or the Revision Form and all communications may be addressed to such Bidder/Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

(d) **Impersonation**: Attention of the Bidders/Applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"*Any person who:*

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447."

The liability prescribed under Section 447 of the Companies Act, 2013 includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount.

(e) **Nomination Facility to Bidder/Applicant**: Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders/Applicants should inform their respective DP.

4.1.2 FIELD NUMBER 2: PAN NUMBER OF SOLE/FIRST BIDDER/APPLICANT

(a) PAN (of the sole/ first Bidder/Applicant) provided in the Bid cum Application Form/Application Form should be exactly the same as the PAN of the person(s) in whose name the relevant beneficiary account is held as per the Depositories' records.

(b) PAN is the sole identification number for participants transacting in the securities market irrespective of the amount of transaction except for Bids/Applications on behalf of the Central or State Government, Bids/Applications by officials appointed by the courts and Bids/Applications by Bidders/Applicants residing in Sikkim ("**PAN Exempted Bidders/Applicants**"). Consequently, all Bidders/Applicants, other

than the PAN Exempted Bidders/Applicants, are required to disclose their PAN in the Bid cum Application Form/Application Form, irrespective of the Bid/Application Amount. A Bid cum Application Form/Application Form without PAN, except in case of Exempted Bidders/Applicants, is liable to be rejected. Bids/Applications by the Bidders/Applicants whose PAN is not available as per the Demographic Details available in their Depository records, are liable to be rejected.

(c) The exemption for the PAN Exempted Bidders/Applicants is subject to (a) the Demographic Details received from the respective Depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same.

(d) Bid cum Application Forms/Application Forms which provide the General Index Register Number instead of PAN may be rejected.

(e) Bids/Applications by Bidders whose demat accounts have been 'suspended for credit' are liable to be rejected pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010. Such accounts are classified as "Inactive demat accounts" and demographic details are not provided by depositories.

4.1.3 FIELD NUMBER 3: BIDDERS/APPLICANTS DEPOSITORY ACCOUNT DETAILS

(a) Bidders/Applicants should ensure that DP ID and the Client ID are correctly filled in the Bid cum Application Form/Application Form. The DP ID and Client ID provided in the Bid cum Application Form/Application Form should match with the DP ID and Client ID available in the Depository database, **otherwise, the Bid cum Application Form/Application Form is liable to be rejected**.

(b) Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form/Application Form is active.

(c) Bidders/Applicants should note that on the basis of DP ID and Client ID as provided in the Bid cum Application Form/Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving refunds and allocation advice (including through physical refund warrants, direct credit, NECS, NEFT and RTGS), or unblocking of ASBA Account or for other correspondence(s) related to an Issue. Please note that refunds shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

(d) Bidders/Applicants are, advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

4.1.4 FIELD NUMBER 4: BID OPTIONS

(a) Price or Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) may be disclosed in the Prospectus/RHP by the Issuer. The Issuer is required to announce the Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) by way of an advertisement in at least one English, one Hindi and one regional newspaper, with wide circulation, at least five Working Days before Bid/Issue Opening Date in case of an IPO, and at least one Working Day before Bid/Issue Opening Date in case of an FPO.

(b) The Bidders may Bid at or above Floor Price or within the Price Band for IPOs/FPOs undertaken through the Book Building Process. In the case of Alternate Book Building Process for an FPO, the Bidders may Bid at Floor Price or any price above the Floor Price (For further details bidders may refer to (Section 5.6 (e))

(c) **Cut-Off Price**: Retail Individual Investors or Employees or Retail Individual Shareholders can Bid at the Cut-off Price indicating their agreement to Bid for and purchase the Equity Shares at the Issue Price as determined at the end of the Book Building Process. Bidding at the Cut-off Price is prohibited for QIBs and NIIs and such Bids from QIBs and NIIs may be rejected.

(d) **Minimum Application Value and Bid Lot**: The Company in consultation with the BRLMs may decide the minimum number of Equity Shares for each Bid to ensure that the minimum application value is within the range of Rs. 10,000 to Rs.15,000. The minimum Bid Lot is accordingly determined by an Issuer on basis of such minimum application value.

(e) **Allotment**: The allotment of specified securities to each RII shall not be less than the minimum Bid Lot, subject to availability of shares in the RII category, and the remaining available shares, if any, shall be allotted on a proportionate basis. For details of the Bid Lot, bidders may to the RHP/Prospectus or the advertisement regarding the Price Band published by the Issuer.

4.1.4.1 Maximum and Minimum Bid Size

(a) The Bidder may Bid for the desired number of Equity Shares at a specific price. Bids by Retail Individual Investors, Employees and Retail Individual Shareholders must be for such number of shares so as to ensure that the Bid Amount less Discount (as applicable), payable by the Bidder does not exceed Rs. 200,000.

In case the Bid Amount exceeds Rs. 200,000 due to revision of the Bid or any other reason, the Bid may be considered for allocation under the Non-Institutional Category, with it not being eligible for Discount then such Bid may be rejected if it is at the Cut-off Price.

(b) For NRIs, a Bid Amount of up to Rs. 200,000 may be considered under the Retail Category for the purposes of allocation and a Bid Amount exceeding ₹ 200,000 may be considered under the Non-Institutional Category for the purposes of allocation.

(c) Bids by QIBs and NIIs must be for such minimum number of shares such that the Bid Amount exceeds Rs. 200,000 and in multiples of such number of Equity Shares thereafter, as may be disclosed in the Bid cum Application Form and the RHP/Prospectus, or as advertised by the Issuer, as the case may be. Non-Institutional Bidders and QIBs are not allowed to Bid at 'Cut-off Price'.

(d) RII may revise their bids till closure of the bidding period or withdraw their bids until finalization of allotment. QIBs and NII's cannot withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after bidding and are required to pay the Bid Amount upon submission of the Bid.

(e) In case the Bid Amount reduces to Rs. 200,000 or less due to a revision of the Price Band, Bids by the Non-Institutional Bidders who are eligible for allocation in the Retail Category would be considered for allocation under the Retail Category.

(f) For Anchor Investors, if applicable, the Bid Amount shall be least Rs.10 crores. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. Bids by various schemes of a Mutual Fund shall be aggregated to determine the Bid Amount. A Bid cannot be submitted for more than 60% of the QIB Portion under the Anchor Investor Portion. Anchor Investors cannot withdraw their Bids or lower the size of their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after the Anchor Investor Bid/ Issue Period and are required to pay the Bid Amount at the time of submission of the Bid. In case the Anchor Investor Issue Price is lower than the Issue Price, the balance amount shall be payable as per the pay-in-date mentioned in the revised CAN. In case the Issue Price is lower than the Anchor Investor Issue Price, the amount in excess of the Issue Price paid by the Anchor Investors shall not be refunded to them.

(g) A Bid cannot be submitted for more than the Issue size.

(h) The maximum Bid by any Bidder including QIB Bidder should not exceed the investment limits prescribed for them under the applicable laws.

(i) The price and quantity options submitted by the Bidder in the Bid cum Application Form may be treated as optional bids from the Bidder and may not be cumulated. After determination of the Issue Price, the number of Equity Shares Bid for by a Bidder at or above the Issue Price may be considered for allotment and the rest of the Bid(s), irrespective of the Bid Amount may automatically become invalid. This is not applicable

in case of FPOs undertaken through Alternate Book Building Process (For details of bidders may refer to (Section 5.6 (e)).

4.1.4.2 Multiple Bids

(a) Bidder should submit only one Bid cum Application Form. Bidder shall have the option to make a maximum of Bids at three different price levels in the Bid cum Application Form and such options are not considered as multiple Bids.

Submission of a second Bid cum Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker and duplicate copies of Bid cum Application Forms bearing the same application number shall be treated as multiple Bids and are liable to be rejected.

(b) Bidders are requested to note the following procedures may be followed by the Registrar to the Issue to detect multiple Bids:

i. All Bids may be checked for common PAN as per the records of the Depository. For Bidders other than Mutual Funds and FII sub-accounts, Bids bearing the same PAN may be treated as multiple Bids by a Bidder and may be rejected.

ii. For Bids from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Bids on behalf of the PAN Exempted Bidders, the Bid cum Application Forms may be checked for common DP ID and Client ID. Such Bids which have the same DP ID and Client ID may be treated as multiple Bids and are liable to be rejected.

(c) The following Bids may not be treated as multiple Bids:

i. Bids by Reserved Categories bidding in their respective Reservation Portion as well as bids made by them in the Net Issue portion in public category.

ii. Separate Bids by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Bids clearly indicate the scheme for which the Bid has been made.

iii. Bids by Mutual Funds, and sub-accounts of FIIs (or FIIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.

iv. Bids by Anchor Investors under the Anchor Investor Portion and the QIB Category.

4.1.5 FIELD NUMBER 5 : CATEGORY OF BIDDERS

(a) The categories of Bidders identified as per the SEBI ICDR Regulations, 2009 for the purpose of Bidding, allocation and allotment in the Issue are RIIs, NIIs and QIBs.

(b) Up to 60% of the QIB Category can be allocated by the Issuer, on a discretionary basis subject to the criteria of minimum and maximum number of anchor investors based on allocation size, to the Anchor Investors, in accordance with SEBI ICDR Regulations, 2009, with one-third of the Anchor Investor Portion reserved for domestic Mutual Funds subject to valid Bids being received at or above the Issue Price. For details regarding allocation to Anchor Investors, bidders may refer to the RHP/Prospectus.

(c) An Issuer can make reservation for certain categories of Bidders/Applicants as permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Issue, Bidders/Applicants may refer to the RHP/Prospectus.

(d) The SEBI ICDR Regulations, 2009, specify the allocation or allotment that may be made to various categories of Bidders in an Issue depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Issue specific details in relation to allocation Bidder/Applicant may refer to the RHP/Prospectus.

4.1.6 FIELD NUMBER 6: INVESTOR STATUS

(a) Each Bidder/Applicant should check whether it is eligible to apply under applicable law and ensure that any prospective allotment to it in the Issue is in compliance with the investment restrictions under applicable law.

(b) Certain categories of Bidders/Applicants, such as NRIs, FIIs, FPIs, QFIs and FVCIs may not be allowed to Bid/Apply in the Issue or hold Equity Shares exceeding certain limits specified under applicable law. Bidders/Applicants are requested to refer to the RHP/Prospectus for more details.

(c) Bidders/Applicants should check whether they are eligible to apply on non-repatriation basis or repatriation basis and should accordingly provide the investor status. Details regarding investor status are different in the Resident Bid cum Application Form and Non-Resident Bid cum Application Form.

(d) Bidders/Applicants should ensure that their investor status is updated in the Depository records.

4.1.7 FIELD NUMBER 7: PAYMENT DETAILS

(a) All Bidders are required to make payment of the full Bid Amount (net of any Discount, as applicable) along-with the Bid cum Application Form. If the Discount is applicable in the Issue, the RIIs should indicate the full Bid Amount in the Bid cum Application Form and the payment shall be made for Bid Amount net of Discount. Only in cases where the RHP/Prospectus indicates that part payment may be made, such an option can be exercised by the Bidder. In case of Bidders specifying more than one Bid Option in the Bid cum Application Form, the total Bid Amount may be calculated for the highest of three options at net price, i.e. Bid price less Discount offered, if any.

(b) Bidders who Bid at Cut-off price shall deposit the Bid Amount based on the Cap Price.

(c) QIBs and NIIs can participate in the Issue only through the ASBA mechanism.

(d) RIIs and/or Reserved Categories bidding in their respective reservation portion can Bid, either through the ASBA mechanism or by paying the Bid Amount through a cheque or a demand draft ("**Non-ASBA Mechanism**").

(e) Bid Amount cannot be paid in cash, through money order or through postal order.

4.1.7.1 Instructions for non-ASBA Bidders:

(a) Non-ASBA Bidders may submit their Bids with a member of the Syndicate or any of the Registered Brokers of the Stock Exchange. The details of Broker Centres along with names and contact details of the Registered Brokers are provided on the websites of the Stock Exchanges.

(b) **For Bids made through a member of the Syndicate**: The Bidder may, with the submission of the Bid cum Application Form, draw a cheque or demand draft for the Bid Amount in favour of the Escrow Account as specified under the RHP/Prospectus and the Bid cum Application Form and submit the same to the members of the Syndicate at Specified Locations.

(c) **For Bids made through a Registered Broker**: The Bidder may, with the submission of the Bid cum Application Form, draw a cheque or demand draft for the Bid Amount in favour of the Escrow Account as specified under the RHP/Prospectus and the Bid cum Application Form and submit the same to the Registered Broker.

(d) If the cheque or demand draft accompanying the Bid cum Application Form is not made favoring the Escrow Account, the Bid is liable to be rejected.

(e) Payments should be made by cheque, or demand draft drawn on any bank (including a co-operative bank), which is situated at, and is a member of or sub-member of the bankers' clearing house located at the centre where the Bid cum Application Form is submitted. Cheques/bank drafts drawn on banks not participating in the clearing process may not be accepted and applications accompanied by such cheques or bank drafts are liable to be rejected.

(f) The Escrow Collection Banks shall maintain the monies in the Escrow Account for and on behalf of the Bidders until the Designated Date.

(g) Bidders are advised to provide the number of the Bid cum Application Form and PAN on the reverse of the cheque or bank draft to avoid any possible misuse of instruments submitted.

4.1.7.2 Payment instructions for ASBA Bidders

(a) ASBA Bidders may submit the Bid cum Application Form either

i. in physical mode to the Designated Branch of an SCSB where the Bidders/Applicants have ASBA Account, or

ii. in electronic mode through the internet banking facility offered by an SCSB authorizing blocking of funds that are available in the ASBA account specified in the Bid cum Application Form, or

iii. in physical mode to a member of the Syndicate at the Specified Locations, or

iv. Registered Brokers of the Stock Exchange

(b) ASBA Bidders may specify the Bank Account number in the Bid cum Application Form. The Bid cum Application Form submitted by an ASBA Bidder and which is accompanied by cash, demand draft, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.

(c) Bidders should ensure that the Bid cum Application Form is also signed by the ASBA Account holder(s) if the Bidder is not the ASBA Account holder;

(d) Bidders shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.

(e) From one ASBA Account, a maximum of five Bids cum Application Forms can be submitted.

(f) **ASBA Bidders bidding through a member of the Syndicate** should ensure that the Bid cum Application Form is submitted to a member of the Syndicate only at the Specified locations. ASBA Bidders should also note that Bid cum Application Forms submitted to a member of the Syndicate at the Specified locations may not be accepted by the Member of the Syndicate if the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has not named at least one branch at that location for the members of the Syndicate to deposit Bid cum Application Forms (a list of such branches is available on the website of SEBI at http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html.

(g) **ASBA Bidders bidding through a Registered Broker** should note that Bid cum Application Forms submitted to the Registered Brokers may not be accepted by the Registered Broker, if the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has not named at least one branch at that location for the Registered Brokers to deposit Bid cum Application Forms.

(h) **ASBA Bidders bidding directly through the SCSBs** should ensure that the Bid cum Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

(i) Upon receipt of the Bid cum Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Bid Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form.

(j) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Bid Amount mentioned in the Bid cum Application Form and for application directly submitted to SCSB by investor, may enter each Bid option into the electronic bidding system as a separate Bid.

(k) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Bids on the Stock Exchange platform and such bids are liable to be rejected.

(l) Upon submission of a completed Bid cum Application Form each ASBA Bidder may be deemed to have agreed to block the entire Bid Amount and authorized the Designated Branch of the SCSB to block the Bid Amount specified in the Bid cum Application Form in the ASBA Account maintained with the SCSBs.

(m) The Bid Amount may remain blocked in the aforesaid ASBA Account until finalisation of the Basis of allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal or failure of the Issue, or until withdrawal or rejection of the Bid, as the case may be.

(n) SCSBs bidding in the Issue must apply through an Account maintained with any other SCSB; else their Bids are liable to be rejected.

4.1.7.2.1 Unblocking of ASBA Account

(a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines:

i. the number of Equity Shares to be Allotted against each Bid,

ii. the amount to be transferred from the relevant bank account to the Public Issue Account, for each Bid,

iii. the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, and

iv. details of rejected ASBA Bids, if any, along with reasons for rejection and details of withdrawn or unsuccessful Bids, if any, to enable the SCSBs to unblock the respective bank accounts.

(b) On the basis of instructions from the Registrar to the Issue, the SCSBs may transfer the requisite amount against each successful ASBA Bidder to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

(c) In the event of withdrawal or rejection of the Bid cum Application Form and for unsuccessful Bids, the Registrar to the Issue may give instructions to the SCSB to unblock the Bid Amount in the relevant ASBA Account within 12 Working Days of the Bid/Issue Closing Date.

4.1.7.3 Additional Payment Instructions for NRIs

The Non-Resident Indians who intend to make payment through Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians (non-repatriation basis). In the case of Bids by NRIs applying on a repatriation basis, payment shall not be accepted out of NRO Account.

4.1.7.4 Discount (if applicable)

(a) The Discount is stated in absolute rupee terms.

(b) Bidders applying under RII category, Retail Individual Shareholder and employees are only eligible for discount. For Discounts offered in the Issue, Bidders may refer to the RHP/Prospectus.

(c) The Bidders entitled to the applicable Discount in the Issue may make payment for an amount i.e. the Bid Amount less Discount (if applicable).

Bidder may note that in case the net payment (post Discount) is more than two lakh Rupees, the bidding system automatically considers such applications for allocation under Non-Institutional Category. These applications are neither eligible for Discount nor fall under RII category.

4.1.8 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS

(a) Only the First Bidder/Applicant is required to sign the Bid cum Application Form/Application Form. Bidders/Applicants should ensure that signatures are in one of the languages specified in the Eighth Schedule to the Constitution of India.

(b) If the ASBA Account is held by a person or persons other than the ASBA Bidder/Applicant., then the Signature of the ASBA Account holder(s) is also required.

(c) In relation to the ASBA Bids/Applications, signature has to be correctly affixed in the authorization/undertaking box in the Bid cum Application Form/Application Form, or an authorisation has to be provided to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form/Application Form.

(d) Bidders/Applicants must note that Bid cum Application Form/Application Form without signature of Bidder/Applicant and/or ASBA Account holder is liable to be rejected.

4.1.9 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

(a) Bidders should ensure that they receive the acknowledgment duly signed and stamped by a member of the Syndicate, Registered Broker or SCSB, as applicable, for submission of the Bid cum Application Form.

(b) Applicants should ensure that they receive the acknowledgment duly signed and stamped by an Escrow Collection Bank or SCSB, as applicable, for submission of the Application Form.

(c) All communications in connection with Bids/Applications made in the Issue should be addressed as under:

i. In case of queries related to Allotment, non-receipt of Allotment Advice, credit of allotted equity shares, refund orders, the Bidders/Applicants should contact the Registrar to the Issue.

ii. In case of ASBA Bids submitted to the Designated Branches of the SCSBs, the Bidders/Applicants should contact the relevant Designated Branch of the SCSB.

iii. In case of queries relating to uploading of Syndicate ASBA Bids, the Bidders/Applicants should contact the relevant Syndicate Member.

iv. In case of queries relating to uploading of Bids by a Registered Broker, the Bidders/Applicants should contact the relevant Registered Broker

v. Bidder/Applicant may contact the Company Secretary and Compliance Officer or BRLM(s) in case of any other complaints in relation to the Issue.

(d) The following details (as applicable) should be quoted while making any queries –

i. full name of the sole or First Bidder/Applicant, Bid cum Application Form number, Applicants'/Bidders' DP ID, Client ID, PAN, number of Equity Shares applied for, amount paid on application.

ii. name and address of the member of the Syndicate, Registered Broker or the Designated Branch, as the case may be, where the Bid was submitted or

iii. In case of Non-ASBA bids cheque or draft number and the name of the issuing bank thereof

iv. In case of ASBA Bids, ASBA Account number in which the amount equivalent to the Bid Amount was blocked.

For further details, Bidder/Applicant may refer to the RHP/Prospectus and the Bid cum Application Form.

4.2 INSTRUCTIONS FOR FILING THE REVISION FORM

(a) During the Bid/Issue Period, any Bidder/Applicant (other than QIBs and NIIs, who can only revise their bid upwards) who has registered his or her interest in the Equity Shares at a particular price level is free to

revise his or her Bid within the Price Band using the Revision Form, which is a part of the Bid cum Application Form.

(b) RII may revise their bids till closure of the bidding period or withdraw their bids until finalization of allotment.

(c) Revisions can be made in both the desired number of Equity Shares and the Bid Amount by using the Revision Form.

(d) The Bidder/Applicant can make this revision any number of times during the Bid/ Issue Period. However, for any revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same member of the Syndicate, the Registered Broker or the SCSB through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof.

A sample Revision form is reproduced below:

COMMON BID REVISION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - R

FOR RESIDENT INDIAN, QIB, ELIGIBLE NRI's APPLYING ON A NON-REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE
INE523L01018

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE	BROKER'S/AGENT'S STAMP & CODE
ESCROW BANK / SCSB BRANCH STAMP & CODE	SUB-BROKER'S/SUB-AGENT'S STAMP & CODE
BANK BRANCH SERIAL NO.	REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY BID

4. FROM (as per last Bid or Revision)

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised) (In Figures)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures) Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
	7 6 5 4 3 2 1	4 3 2 1	4 3 2 1	4 3 2 1	
Option 1	OLD BID				☐
(OR) Option 2					☐
(OR) Option 3					☐

5. TO (Revised Bid)

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised) (In Figures)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures) Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
	7 6 5 4 3 2 1	4 3 2 1	4 3 2 1	4 3 2 1	
Option 1	REVISED BID				☐
(OR) Option 2					☐
(OR) Option 3					☐

6. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below) PAYMENT OPTIONS ☐ Full Payment ☐ Part Payment

Additional Amount Paid (₹ in figures) (₹ in words)

☐ (A) CHEQUE/ DEMAND DRAFT (DD)
Cheque/DD No. Dated D D M M Y Y
Drawn on (Bank Name & Branch)

☐ (B) ASBA
Bank A/c No.
Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the Instructions for Filling up the Bid revision Form given overleaf.

7A. SIGNATURE OF SOLE/ JOINT APPLICANT(S)	7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (FOR ASBA OPTION ONLY)	BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)
Date : _____, 2011	I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue 1) 2) 3)	

TEAR HERE

XYZ LIMITED
BID REVISION FORM

Acknowledgement Slip for Syndicate Member / SCSB

Bid cum Application Form No.

DPID / CLID PAN

Additional Amount Paid (₹) Bank & Branch

Cheque / DD/ASBA Bank A/c No.

Received from Mr./Ms.

Telephone / Mobile Email

REVISED BID

Stamp & Signature of Banker

TEAR HERE

XYZ LIMITED BID REVISION FORM

	Option 1	Option 2	Option 3
No. of Equity Shares	REVISED BID		
Bid Price			
Additional Amount Paid (₹)			

Acknowledgement of Sydicate Member / SCSB

Name of Sole / First Applicant

Cheque / DD/ASBA Bank A/c No.

Bank & Branch

Acknowledgement Slip for Bidder

Bid cum Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

Instructions to fill each field of the Revision Form can be found on the reverse side of the Revision Form. Other than instructions already highlighted at paragraph 4.1 above, point wise instructions regarding filling up various fields of the Revision Form are provided below:

4.2.1 FIELDS 1, 2 AND 3: NAME AND CONTACT DETAILS OF SOLE/FIRST BIDDER/APPLICANT, PAN OF SOLE/FIRST BIDDER/APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE BIDDER/APPLICANT

Bidders/Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

4.2.2 FIELD 4 & 5: BID OPTIONS REVISION 'FROM' AND 'TO'

(a) Apart from mentioning the revised options in the Revision Form, the Bidder/Applicant must also mention the details of all the bid options given in his or her Bid cum Application Form or earlier Revision Form. For example, if a Bidder/Applicant has Bid for three options in the Bid cum Application Form and such Bidder/Applicant is changing only one of the options in the Revision Form, the Bidder/Applicant must still fill the details of the other two options that are not being revised, in the Revision Form. The members of the Syndicate, the Registered Brokers and the Designated Branches of the SCSBs may not accept incomplete or inaccurate Revision Forms.

(b) In case of revision, Bid options should be provided by Bidders/Applicants in the same order as provided in the Bid cum Application Form.

(c) In case of revision of Bids by RIIs, Employees and Retail Individual Shareholders, such Bidders/Applicants should ensure that the Bid Amount, subsequent to revision, does not exceed Rs. 200,000. In case the Bid Amount exceeds Rs. 200,000 due to revision of the Bid or for any other reason, the Bid may be considered, subject to eligibility, for allocation under the Non-Institutional Category, not being eligible for Discount (if applicable) and such Bid may be rejected if it is at the Cut-off Price. The Cut-off Price option is given only to the RIIs, Employees and Retail Individual Shareholders indicating their agreement to Bid for and purchase the Equity Shares at the Issue Price as determined at the end of the Book Building Process.

(d) In case the total amount (i.e., original Bid Amount plus additional payment) exceeds Rs. 200,000, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP/Prospectus. If, however, the RII does not either revise the Bid or make additional payment and the Issue Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for shall be adjusted downwards for the purpose of allocation, such that no additional payment would be required from the RII and the RII is deemed to have approved such revised Bid at Cut-off Price.

(e) In case of a downward revision in the Price Band, RIIs and Bids by Employees under the Reservation Portion, who have bid at the Cut-off Price could either revise their Bid or the excess amount paid at the time of bidding may be unblocked in case of ASBA Bidders or refunded from the Escrow Account in case of non-ASBA Bidder.

4.2.3 FIELD 6: PAYMENT DETAILS

(a) With respect to the Bids, other than Bids submitted by ASBA Bidders/Applicants, any revision of the Bid should be accompanied by payment in the form of cheque or demand draft for the amount, if any, to be paid on account of the upward revision of the Bid.

(b) All Bidders/Applicants are required to make payment of the full Bid Amount (less Discount (if applicable) along with the Bid Revision Form. In case of Bidders/Applicants specifying more than one Bid Option in the Bid cum Application Form, the total Bid Amount may be calculated for the highest of three options at net price, i.e. Bid price less discount offered, if any.

(c) In case of Bids submitted by ASBA Bidder/Applicant, Bidder/Applicant may Issue instructions to block the revised amount based on cap of the revised Price Band (adjusted for the Discount (if applicable) in the ASBA Account, to the same member of the Syndicate/Registered Broker or the same Designated Branch (as the case may be) through whom such Bidder/Applicant had placed the original Bid to enable the relevant SCSB to block the additional Bid Amount, if any.

(d) In case of Bids, other than ASBA Bids, Bidder/Applicant, may make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed Rs. 200,000 if the Bidder/Applicant wants to continue to Bid at the Cut-off Price), with the members of the Syndicate/Registered Broker to whom the original Bid was submitted.

(e) In case the total amount (i.e., original Bid Amount less discount (if applicable) plus additional payment) exceeds Rs. 200,000, the Bid may be considered for allocation under the Non-Institutional Category in terms of the RHP/Prospectus. If, however, the Bidder/Applicant does not either revise the Bid or make additional payment and the Issue Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for may be adjusted downwards for the purpose of allotment, such that no additional

payment is required from the Bidder/Applicant and the Bidder/Applicant is deemed to have approved such revised Bid at the Cut-off Price.

(f) In case of a downward revision in the Price Band, RIIs, Employees and Retail Individual Shareholders, who have bid at the Cut-off Price, could either revise their Bid or the excess amount paid at the time of bidding may be unblocked in case of ASBA Bidders/Applicants or refunded from the Escrow Account in case of non-ASBA Bidder/Applicant.

4.2.4 FIELDS 7 : SIGNATURES AND ACKNOWLEDGEMENTS

Bidders/Applicants may refer to instructions contained at paragraphs 4.1.8 and 4.1.9 for this purpose.

4.3 INSTRUCTIONS FOR FILING APPLICATION FORM IN ISSUES MADE OTHER THAN THROUGH THE BOOK BUILDING PROCESS (FIXED PRICE ISSUE)

4.3.1 FIELDS 1, 2, 3 NAME AND CONTACT DETAILS OF SOLE/FIRST BIDDER/APPLICANT, PAN OF SOLE/FIRST BIDDER/APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE BIDDER/APPLICANT

Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

4.3.2 FIELD 4: PRICE, APPLICATION QUANTITY & AMOUNT

(a) The Issuer may mention Price or Price band in the draft Prospectus. However a prospectus registered with RoC contains one price or coupon rate (as applicable).

(b) Minimum Application Value and Bid Lot: The Company in consultation with the Lead Manager to the Issue (LM) may decide the minimum number of Equity Shares for each Bid to ensure that the minimum application value is within the range of Rs. 10,000 to Rs.15,000. The minimum Lot size is accordingly determined by an Issuer on basis of such minimum application value.

(c) Applications by RIIs, Employees and Retail Individual Shareholders, must be for such number of shares so as to ensure that the application amount payable does not exceed Rs. 200,000.

(d) Applications by other investors must be for such minimum number of shares such that the application amount exceeds Rs. 200,000 and in multiples of such number of Equity Shares thereafter, as may be disclosed in the application form and the Prospectus, or as advertised by the Issuer, as the case may be.

(e) An application cannot be submitted for more than the Issue size.

(f) The maximum application by any Applicant should not exceed the investment limits prescribed for them under the applicable laws.

(g) Multiple Applications: An Applicant should submit only one Application Form. Submission of a second Application Form to either the same or to Collection Bank(s) or SCSB and duplicate copies of Application Forms bearing the same application number shall be treated as multiple applications and are liable to be rejected.

(h) Applicants are requested to note the following procedures may be followed by the Registrar to the Issue to detect multiple applications:

i. All applications may be checked for common PAN as per the records of the Depository. For Applicants other than Mutual Funds and FII sub-accounts, Bids bearing the same PAN may be treated as multiple applications by a Bidder/Applicant and may be rejected.

ii. For applications from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Bids on behalf of the PAN Exempted Applicants, the Application Forms may be checked for common DP ID and Client ID. In any such applications which have the same DP ID and Client ID, these may be treated as multiple applications and may be rejected.

(i) The following applications may not be treated as multiple Bids:

i. Applications by Reserved Categories in their respective reservation portion as well as that made by them in the Net Issue portion in public category.

ii. Separate applications by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Applications clearly indicate the scheme for which the Bid has been made.

iii. Applications by Mutual Funds, and sub-accounts of FIIs (or FIIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.

4.3.3 FIELD NUMBER 5 : CATEGORY OF APPLICANTS

(a) The categories of applicants identified as per the SEBI ICDR Regulations, 2009 for the purpose of Bidding, allocation and allotment in the Issue are RIIs, individual applicants other than RII's and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).

(b) An Issuer can make reservation for certain categories of Applicants permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Issue, applicants may refer to the Prospectus.

(c) The SEBI ICDR Regulations, 2009 specify the allocation or allotment that may be made to various categories of applicants in an Issue depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Issue specific details in relation to allocation applicant may refer to the Prospectus.

4.3.4 FIELD NUMBER 6: INVESTOR STATUS

Applicants should refer to instructions contained in paragraphs 4.1.6.

4.3.5 FIELD 7: PAYMENT DETAILS

(a) All Applicants are required to make payment of the full Amount (net of any Discount, as applicable) along-with the Application Form. If the Discount is applicable in the Issue, the RIIs should indicate the full Amount in the Application Form and the payment shall be made for an Amount net of Discount. Only in cases where the Prospectus indicates that part payment may be made, such an option can be exercised by the Applicant.

(b) RIIs and/or Reserved Categories bidding in their respective reservation portion can Bid, either through the ASBA mechanism or the Non-ASBA Mechanism.

(c) Application Amount cannot be paid in cash, through money order or through postal order or through stock invest.

4.3.5.1 Instructions for non-ASBA Applicants:

(a) Non-ASBA Applicants may submit their Application Form with the Collection Bank(s).

(b) For Applications made through a Collection Bank(s): The Applicant may, with the submission of the Application Form, draw a cheque or demand draft for the Bid Amount in favor of the Escrow Account as specified under the Prospectus and the Application Form and submit the same to the escrow Collection Bank(s).

(c) If the cheque or demand draft accompanying the Application Form is not made favoring the Escrow Account, the form is liable to be rejected.

(d) Payments should be made by cheque, or demand draft drawn on any bank (including a co-operative bank), which is situated at, and is a member of or sub-member of the bankers' clearing house located at the centre where the Application Form is submitted. Cheques/bank drafts drawn on banks not participating in the clearing process may not be accepted and applications accompanied by such cheques or bank drafts are liable to be rejected.

(e) The Escrow Collection Banks shall maintain the monies in the Escrow Account for and on behalf of the Applicants until the Designated Date.

(f) Applicants are advised to provide the number of the Application Form and PAN on the reverse of the cheque or bank draft to avoid any possible misuse of instruments submitted.

4.3.5.2 Payment instructions for ASBA Applicants

(a) ASBA Applicants may submit the Application Form in physical mode to the Designated Branch of an SCSB where the Applicants have ASBA Account.

(b) ASBA Applicants may specify the Bank Account number in the Application Form. The Application Form submitted by an ASBA Applicant and which is accompanied by cash, demand draft, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.

(c) Applicants should ensure that the Application Form is also signed by the ASBA Account holder(s) if the Applicant is not the ASBA Account holder;

(d) Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.

(e) From one ASBA Account, a maximum of five Bids cum Application Forms can be submitted.

(f) ASBA Applicants bidding directly through the SCSBs should ensure that the Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

(g) Upon receipt of the Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.

(h) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form and may upload the details on the Stock Exchange Platform.

(i) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Applications on the Stock Exchange platform and such Applications are liable to be rejected.

(j) Upon submission of a completed Application Form each ASBA Applicant may be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount specified in the Application Form in the ASBA Account maintained with the SCSBs.

(k) The Application Amount may remain blocked in the aforesaid ASBA Account until finalisation of the Basis of allotment and consequent transfer of the Application Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal or failure of the Issue, or until withdrawal or rejection of the Application, as the case may be.

(l) SCSBs applying in the Issue must apply through an ASBA Account maintained with any other SCSB; else their Applications are liable to be rejected.

4.3.5.3 Unblocking of ASBA Account

(a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines:

i. the number of Equity Shares to be Allotted against each Application,

ii. the amount to be transferred from the relevant bank account to the Public Issue Account, for each Application,

iii. the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, and

iv. details of rejected ASBA Applications, if any, along with reasons for rejection and details of withdrawn or unsuccessful Applications, if any, to enable the SCSBs to unblock the respective bank accounts.

(b) On the basis of instructions from the Registrar to the Issue, the SCSBs may transfer the requisite amount against each successful ASBA Application to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

(c) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Issue may give instructions to the SCSB to unblock the Application Amount in the relevant ASBA Account within 12 Working Days of the Issue Closing Date.

4.3.5.4 Discount (if applicable)

(a) The Discount is stated in absolute rupee terms.

(b) RIIs, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Issue, applicants may refer to the Prospectus.

(c) The Applicants entitled to the applicable Discount in the Issue may make payment for an amount i.e. the Application Amount less Discount (if applicable).

4.3.6 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS & ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

Applicants should refer to instructions contained in paragraphs 4.1.8 & 4.1.9.

4.4 SUBMISSION OF BID CUM APPLICATION FORM/ REVISION FORM/APPLICATION FORM

4.4.1 Bidders/Applicants may submit completed Bid-cum-application form/Revision Form in the following manner:-

Mode of Application	Submission of Bid cum Application Form
Non-ASBA Application	1) To members of the Syndicate at the Specified Locations mentioned in the Bid cum Application Form 2) To Registered Brokers
ASBA Application	(a) To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres (b) To the Designated branches of the SCSBs where the ASBA Account is maintained

(a) Bidders/Applicants should not submit the bid cum application forms/ Revision Form directly to the escrow collection banks. Bid cum Application Form/ Revision Form submitted to the escrow collection banks are liable for rejection.

(b) Bidders/Applicants should submit the Revision Form to the same member of the Syndicate, the Registered Broker or the SCSB through which such Bidder/Applicant had placed the original Bid.

(c) Upon submission of the Bid-cum-Application Form, the Bidder/Applicant will be deemed to have authorized the Issuer to make the necessary changes in the RHP and the Bid cum Application Form as would be required for filing Prospectus with the Registrar of Companies (RoC) and as would be required by

the RoC after such filing, without prior or subsequent notice of such changes to the relevant Bidder/Applicant.

(d) Upon determination of the Issue Price and filing of the Prospectus with the RoC, the Bid-cum-Application Form will be considered as the application form.

SECTION 5: ISSUE PROCEDURE IN BOOK BUILT ISSUE

Book Building, in the context of the Issue, refers to the process of collection of Bids within the Price Band or above the Floor Price and determining the Issue Price based on the Bids received as detailed in Schedule XI of SEBI ICDR Regulations, 2009. The Issue Price is finalised after the Bid/Issue Closing Date. Valid Bids received at or above the Issue Price are considered for allocation in the Issue, subject to applicable regulations and other terms and conditions.

5.1 SUBMISSION OF BIDS

(a) During the Bid/Issue Period, ASBA Bidders/Applicants may approach the members of the Syndicate at the Specified Cities or any of the Registered Brokers or the Designated Branches to register their Bids. Non-ASBA Bidders/Applicants who are interested in subscribing for the Equity Shares should approach the members of the Syndicate or any of the Registered Brokers, to register their Bid.

(b) Non-ASBA Bidders/Applicants (RIIs, Employees and Retail Individual Shareholders) bidding at Cut-off Price may submit the Bid cum Application Form along with a cheque/demand draft for the Bid Amount less discount (if applicable) based on the Cap Price with the members of the Syndicate/ any of the Registered Brokers to register their Bid.

(c) In case of ASBA Bidders/Applicants (excluding NIIs and QIBs) bidding at Cut-off Price, the ASBA Bidders/Applicants may instruct the SCSBs to block Bid Amount based on the Cap Price less discount (if applicable). ASBA Bidders/Applicants may approach the members of the Syndicate or any of the Registered Brokers or the Designated Branches to register their Bids.

(d) For Details of the timing on acceptance and upload of Bids in the Stock Exchanges Platform Bidders/Applicants are requested to refer to the RHP.

5.2 ELECTRONIC REGISTRATION OF BIDS

(a) The Syndicate, the Registered Brokers and the SCSBs may register the Bids using the on-line facilities of the Stock Exchanges. The Syndicate, the Registered Brokers and the Designated Branches of the SCSBs can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line data file into the on-line facilities for Book Building on a regular basis before the closure of the issue.

(b) On the Bid/Issue Closing Date, the Syndicate, the Registered Broker and the Designated Branches of the SCSBs may upload the Bids till such time as may be permitted by the Stock Exchanges.

(c) Only Bids that are uploaded on the Stock Exchanges Platform are considered for allocation/ Allotment. The members of the Syndicate, the Registered Brokers and the SCSBs are given up to one day after the Bid/Issue Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/Issue Period after which the Stock Exchange(s) send the bid information to the Registrar for validation of the electronic bid details with the Depository's records.

5.3 BUILD UP OF THE BOOK

(a) Bids received from various Bidders/Applicants through the Syndicate, Registered Brokers and the SCSBs may be electronically uploaded on the Bidding Platform of the Stock Exchanges' on a regular basis. The book gets built up at various price levels. This information may be available with the BRLMs at the end of the Bid/Issue Period.

(b) Based on the aggregate demand and price for Bids registered on the Stock Exchanges Platform, a graphical representation of consolidated demand and price as available on the websites of the Stock Exchanges may be made available at the bidding centres during the Bid/Issue Period.

5.4 WITHDRAWAL OF BIDS

(a) RIIs can withdraw their Bids until finalization of Basis of Allotment. In case a RII applying through the ASBA process wishes to withdraw the Bid during the Bid/Issue Period, the same can be done by submitting a request for the same to the concerned SCSB or the Syndicate Member or the Registered Broker, as applicable, who shall do the requisite, including unblocking of the funds by the SCSB in the ASBA Account.

(b) In case a RII wishes to withdraw the Bid after the Bid/Issue Period, the same can be done by submitting a withdrawal request to the Registrar to the Issue until finalization of Basis of Allotment. The Registrar to the Issue shall give instruction to the SCSB for unblocking the ASBA Account on the Designated Date. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

5.5 REJECTION & RESPONSIBILITY FOR UPLOAD OF BIDS

(a) The members of the Syndicate, the Registered Broker and/or SCSBs are individually responsible for the acts, mistakes or errors or omission in relation to

i. the Bids accepted by the members of the Syndicate, the Registered Broker and the SCSBs,

ii. the Bids uploaded by the members of the Syndicate, the Registered Broker and the SCSBs,

iii. the Bid cum application forms accepted but not uploaded by the members of the Syndicate, the Registered Broker and the SCSBs, or

iv. With respect to Bids by ASBA Bidders/Applicants, Bids accepted and uploaded by SCSBs without blocking funds in the ASBA Accounts. It may be presumed that for Bids uploaded by the SCSBs, the Bid Amount has been blocked in the relevant Account.

(b) The BRLMs and their affiliate Syndicate Members, as the case may be, may reject Bids if all the information required is not provided and the Bid cum Application Form is incomplete in any respect.

(c) The SCSBs shall have no right to reject Bids, except in case of unavailability of adequate funds in the ASBA account or on technical grounds.

(d) In case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) BRLMs and their affiliate Syndicate Members (only in the specified locations) have the right to reject bids. However, such rejection shall be made at the time of receiving the Bid and only after assigning a reason for such rejection in writing.

(e) All bids by QIBs, NIIs & RIIs Bids can be rejected on technical grounds listed herein.

5.5.1 GROUNDS FOR TECHNICAL REJECTIONS

Bid cum Application Forms/Application Form can be rejected on the below mentioned technical grounds either at the time of their submission to the (i) authorised agents of the BRLMs, (ii) Registered Brokers, or (iii) SCSBs, or (iv) Collection Bank(s), or at the time of finalisation of the Basis of Allotment. Bidders/Applicants are advised to note that the Bids/Applications are liable to be rejected, inter-alia, on the following grounds, which have been detailed at various placed in this GID:-

(a) Bid/Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);

(b) Bids/Applications by OCBs; and

(c) In case of partnership firms, Bid/Application for Equity Shares made in the name of the firm. However, a limited liability partnership can apply in its own name;

(d) In case of Bids/Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not being submitted along with the Bid cum application form/Application Form;

(e) Bids/Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;

(f) Bids/Applications by any person outside India if not in compliance with applicable foreign and Indian laws;

(g) DP ID and Client ID not mentioned in the Bid cum Application Form/Application Form;

(h) PAN not mentioned in the Bid cum Application Form/Application Form except for Bids/Applications by or on behalf of the Central or State Government and officials appointed by the court and by the investors residing in the State of Sikkim, provided such claims have been verified by the Depository Participant;

(i) In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;

(j) Bids/Applications for lower number of Equity Shares than the minimum specified for that category of investors;

(k) Bids/Applications at a price less than the Floor Price & Bids/Applications at a price more than the Cap Price;

(l) Bids/Applications at Cut-off Price by NIIs and QIBs;

(m) Amount paid does not tally with the amount payable for the highest value of Equity Shares Bid for. With respect to Bids/Applications by ASBA Bidders, the amounts mentioned in the Bid cum Application Form/Application Form does not tally with the amount payable for the value of the Equity Shares Bid/Applied for;

(n) Bids/Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;

(o) In relation to ASBA Bids/Applications, submission of more than five Bid cum Application Forms/Application Form as per ASBA Account;

(p) Bids/Applications for a Bid/Application Amount of more than Rs. 200,000 by RIIs by applying through non-ASBA process;

(q) Bids/Applications for number of Equity Shares which are not in multiples Equity Shares which are not in multiples as specified in the DRHP;

(r) Multiple Bids/Applications as defined in this GID and the RHP/Prospectus;

(s) Bid cum Application Forms/Application Forms are not delivered by the Bidders/Applicants within the time prescribed as per the Bid cum Application Forms/Application Form, Bid/Issue Opening Date advertisement and as per the instructions in the RHP and the Bid cum Application Forms;

(t) With respect to ASBA Bids/Applications, inadequate funds in the bank account to block the Bid/Application Amount specified in the Bid cum Application Form/ Application Form at the time of blocking such Bid/Application Amount in the bank account;

(u) Bids/Applications where sufficient funds are not available in Escrow Accounts as per final certificate from the Escrow Collection Banks;

(v) With respect to ASBA Bids/Applications, where no confirmation is received from SCSB for blocking of funds;

(w) Bids/Applications by QIBs (other than Anchor Investors) and Non Institutional Bidders not submitted through ASBA process or Bids/Applications by QIBs (other than Anchor Investors) and Non Institutional Bidders accompanied with cheque(s) or demand draft(s);

(x) ASBA Bids/Applications submitted to a BRLM at locations other than the Specified Cities and Bid cum Application Forms/Application Forms, under the ASBA process, submitted to the Escrow Collecting Banks (assuming that such bank is not a SCSB where the ASBA Account is maintained), to the issuer or the Registrar to the Issue;

(y) Bids/Applications not uploaded on the terminals of the Stock Exchanges;

(z) Bids/ Applications to bear the stamp of the syndicate member / SCSBs;

(aa) Bids/Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/Application Form.

5.6 BASIS OF ALLOCATION

(a) The SEBI ICDR Regulations, 2009 specify the allocation or Allotment that may be made to various categories of Bidders/Applicants in an Issue depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Issue size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP/Prospectus. For details in relation to allocation, the Bidder/Applicant may refer to the RHP/Prospectus.

(b) Under-subscription in Retail category is allowed to be met with spill-over from any other category or combination of categories at the discretion of the Company and in consultation with the BRLMs and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations, 2009. Unsubscribed portion in QIB category is not available for subscription to other categories.

(c) In case of under-subscription in the Net Issue, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Net Issue. For allocation in the event of an under-subscription applicable to the Issuer, Bidders/Applicants may refer to the RHP.

(d) Illustration of the Book Building and Price Discovery Process

Bidders should note that this example is solely for illustrative purposes and is not specific to the Issue; it also excludes bidding by Anchor Investors.

Bidders can bid at any price within the Price Band. For instance, assume a Price Band of Rs. 20 to Rs. 24 per share, Issue size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Issuer at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (Rs.)	Cumulative Quantity	Subscription
500	24	500	16.67%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to Issue the desired number of Equity Shares is the price at which the book cuts off, i.e., Rs. 22.00 in the above example. The Company and Pineridge, in consultation with the BRLMs, may finalise the Issue Price at or below such Cut-Off Price, i.e., at or below Rs. 22.00. All Bids at or above this Issue Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

(e) Alternate Method of Book Building
In case of FPOs, Issuers may opt for an alternate method of Book Building in which only the Floor Price is specified for the purposes of bidding ("**Alternate Book Building Process**").

The Issuer may specify the Floor Price in the RHP or advertise the Floor Price at least one Working Day prior to the Bid/Issue Opening Date. QIBs may Bid at a price higher than the Floor Price and the Allotment to the QIBs is made on a price priority basis. The Bidder with the highest Bid Amount is allotted the number of Equity Shares Bid for and then the second highest Bidder is Allotted Equity Shares and this process continues until all the Equity Shares have been allotted. RIIs, NIIs and Employees are Allotted Equity Shares at the Floor Price and allotment to these categories of Bidders is made proportionately. If the number of Equity Shares Bid for at a price is more than available quantity then the allotment may be done on a proportionate basis. Further, the Issuer may place a cap either in terms of number of specified securities or percentage of issued capital of the Issuer that may be allotted to a single Bidder, decide whether a Bidder be allowed to revise the bid upwards or downwards in terms of price and/or quantity and also decide whether a Bidder be allowed single or multiple bids.

SECTION 6: ISSUE PROCEDURE IN FIXED PRICE ISSUE

Applicants may note that there is no Bid cum Application Form in a Fixed Price Issue. As the Issue Price is mentioned in the Fixed Price Issue therefore on filing of the Prospectus with the RoC, the Application so submitted is considered as the application form.

Applicants may only use the specified Application Form for the purpose of making an Application in terms of the Prospectus which may be submitted through Syndicate Members/SCSB and/or Bankers to the Issue or Registered Broker.

ASBA Applicants may submit an Application Form either in physical form to the Syndicate Members or Registered Brokers or the Designated Branches of the SCSBs or in the electronic form to the SCSB or the Designated Branches of the SCSBs authorising blocking of funds that are available in the bank account specified in the Application Form only ("**ASBA Account**"). The Application Form is also made available on the websites of the Stock Exchanges at least one day prior to the Bid/Issue Opening Date.

In a fixed price Issue, allocation in the net offer to the public category is made as follows: minimum fifty per cent to Retail Individual Investors; and remaining to (i) individual investors other than Retail Individual Investors; and (ii) other Applicants including corporate bodies or institutions, irrespective of the number of specified securities applied for. The unsubscribed portion in either of the categories specified above may be allocated to the Applicants in the other category.

For details of instructions in relation to the Application Form, Bidders/Applicants may refer to the relevant section of the GID.

SECTION 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The allotment of Equity Shares to Bidders/Applicants other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders/Applicants may refer to RHP/Prospectus. No Retail Individual Investor is will be allotted less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue (excluding any Offer for Sale of specified securities). However, in case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

7.1 ALLOTMENT TO RIIs

Bids received from the RIIs at or above the Issue Price may be grouped together to determine the total demand under this category. If the aggregate demand in this category is less than or equal to the Retail Category at or above the Issue Price, full Allotment may be made to the RIIs to the extent of the valid Bids. If the aggregate demand in this category is greater than the allocation to in the Retail Category at or above the Issue Price, then the maximum number of RIIs who can be Allotted the minimum Bid Lot will be computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Bid Lot ("**Maximum RII Allottees**"). The Allotment to the RIIs will then be made in the following manner:

(a) In the event the number of RIIs who have submitted valid Bids in the Issue is equal to or less than Maximum RII Allottees, (i) all such RIIs shall be Allotted the minimum Bid Lot; and (ii) the balance

available Equity Shares, if any, remaining in the Retail Category shall be Allotted on a proportionate basis to the RIIs who have received Allotment as per (i) above for the balance demand of the Equity Shares Bid by them (i.e. who have Bid for more than the minimum Bid Lot).

(b) In the event the number of RIIs who have submitted valid Bids in the Issue is more than Maximum RII Allottees, the RIIs (in that category) who will then be allotted minimum Bid Lot shall be determined on the basis of draw of lots.

7.2 ALLOTMENT TO NIIs

Bids received from NIIs at or above the Issue Price may be grouped together to determine the total demand under this category. The allotment to all successful NIIs may be made at or above the Issue Price. If the aggregate demand in this category is less than or equal to the Non-Institutional Category at or above the Issue Price, full allotment may be made to NIIs to the extent of their demand. In case the aggregate demand in this category is greater than the Non-Institutional Category at or above the Issue Price, allotment may be made on a proportionate basis up to a minimum of the Non-Institutional Category.

7.3 ALLOTMENT TO QIBs

For the Basis of Allotment to Anchor Investors, Bidders/Applicants may refer to the SEBI ICDR Regulations, 2009 or RHP/Prospectus. Bids received from QIBs bidding in the QIB Category (net of Anchor Portion) at or above the Issue Price may be grouped together to determine the total demand under this category. The QIB Category may be available for allotment to QIBs who have Bid at a price that is equal to or greater than the Issue Price. Allotment may be undertaken in the following manner:

(a) In the first instance allocation to Mutual Funds for up to 5% of the QIB Category may be determined as follows: (i) In the event that Bids by Mutual Fund exceeds 5% of the QIB Category, allocation to Mutual Funds may be done on a proportionate basis for up to 5% of the QIB Category; (ii) In the event that the aggregate demand from Mutual Funds is less than 5% of the QIB Category then all Mutual Funds may get full allotment to the extent of valid Bids received above the Issue Price; and (iii) Equity Shares remaining unsubscribed, if any and not allocated to Mutual Funds may be available for allotment to all QIBs as set out at paragraph 7.4(b) below;

(b) In the second instance, allotment to all QIBs may be determined as follows: (i) In the event of oversubscription in the QIB Category, all QIBs who have submitted Bids above the Issue Price may be Allotted Equity Shares on a proportionate basis for up to 95% of the QIB Category; (ii) Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis along with other QIBs; and (iii) Under-subscription below 5% of the QIB Category, if any, from Mutual Funds, may be included for allocation to the remaining QIBs on a proportionate basis.

7.4 ALLOTMENT TO ANCHOR INVESTOR (IF APPLICABLE)

(a) Allocation of Equity Shares to Anchor Investors at the Anchor Investor Issue Price will be at the discretion of the issuer subject to compliance with the following requirements:

i. not more than 60% of the QIB Portion will be allocated to Anchor Investors;

ii. one-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors; and

iii. allocation to Anchor Investors shall be on a discretionary basis and subject to:

- a maximum number of two Anchor Investors for allocation up to Rs.10 crores;

- a minimum number of two Anchor Investors and maximum number of 15 Anchor Investors for allocation of more than Rs.10 crores and up to Rs.250 crores subject to minimum allotment of Rs.5 crores per such Anchor Investor; and

- a minimum number of five Anchor Investors and maximum number of 25 Anchor Investors for allocation of more than Rs.250 crores subject to minimum allotment of Rs.5 crores per such Anchor Investor.

(b) A physical book is prepared by the Registrar on the basis of the Bid cum Application Forms received from Anchor Investors. Based on the physical book and at the discretion of the Company, in consultation with the BRLMs, selected Anchor Investors will be sent a CAN and if required, a revised CAN.

(c) In the event that the Issue Price is higher than the Anchor Investor Issue Price: Anchor Investors will be sent a revised CAN within one day of the Pricing Date indicating the number of Equity Shares allocated to such Anchor Investor and the pay-in date for payment of the balance amount. Anchor Investors are then required to pay any additional amounts, being the difference between the Issue Price and the Anchor Investor Issue Price, as indicated in the revised CAN within the pay-in date referred to in the revised CAN. Thereafter, the Allotment Advice will be issued to such Anchor Investors.

(d) In the event the Issue Price is lower than the Anchor Investor Issue Price: Anchor Investors who have been Allotted Equity Shares will directly receive Allotment Advice.

7.5 BASIS OF ALLOTMENT FOR QIBs (OTHER THAN ANCHOR INVESTORS), NIIs AND RESERVED CATEGORY IN CASE OF OVER-SUBSCRIBED ISSUE

In the event of the Issue being over-subscribed, the Issuer may finalise the Basis of Allotment in consultation with the Designated Stock Exchange in accordance with the SEBI ICDR Regulations, 2009.

The allocation may be made in marketable lots, on a proportionate basis as explained below:

(a) Bidders may be categorized according to the number of Equity Shares applied for;

(b) The total number of Equity Shares to be Allotted to each category as a whole may be arrived at on a proportionate basis, which is the total number of Equity Shares applied for in that category (number of Bidders in the category multiplied by the number of Equity Shares applied for) multiplied by the inverse of the over-subscription ratio;

(c) The number of Equity Shares to be Allotted to the successful Bidders may be arrived at on a proportionate basis, which is total number of Equity Shares applied for by each Bidder in that category multiplied by the inverse of the over-subscription ratio;

(d) In all Bids where the proportionate allotment is less than the minimum bid lot decided per Bidder, the allotment may be made as follows: the successful Bidders out of the total Bidders for a category may be determined by a draw of lots in a manner such that the total number of Equity Shares Allotted in that category is equal to the number of Equity Shares calculated in accordance with (b) above; and each successful Bidder may be Allotted a minimum of such Equity Shares equal to the minimum Bid Lot finalised by the Issuer;

(e) If the proportionate allotment to a Bidder is a number that is more than the minimum Bid lot but is not a multiple of one (which is the marketable lot), the decimal may be rounded off to the higher whole number if that decimal is 0.5 or higher. If that number is lower than 0.5 it may be rounded off to the lower whole number. Allotment to all bidders in such categories may be arrived at after such rounding off; and

(f) If the Equity Shares allocated on a proportionate basis to any category are more than the Equity Shares Allotted to the Bidders in that category, the remaining Equity Shares available for allotment may be first adjusted against any other category, where the Allotted Equity Shares are not sufficient for proportionate allotment to the successful Bidders in that category. The balance Equity Shares, if any, remaining after such adjustment may be added to the category comprising Bidders applying for minimum number of Equity Shares.

7.6 DESIGNATED DATE AND ALLOTMENT OF EQUITY SHARES

(a) **Designated Date**: On the Designated Date, the Escrow Collection Banks shall transfer the funds represented by allocation of Equity Shares (other than ASBA funds with the SCSBs) from the Escrow

Account, as per the terms of the Escrow Agreement, into the Public Issue Account with the Bankers to the Issue. The balance amount after transfer to the Public Issue Account shall be transferred to the Refund Account. Payments of refund to the Bidders shall also be made from the Refund Account as per the terms of the Escrow Agreement and the RHP.

(b) **Issuance of Allotment Advice**: Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Bidders/Applicants are advised to instruct their Depository Participant to accept the Equity Shares that may be allotted to them pursuant to the Issue.

Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Bidders/Applicants who have been Allotted Equity Shares in the Issue.

(c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.

(d) Issuer will ensure that: (i) the Allotment of Equity Shares; and (ii) credit of shares to the successful Bidders/Applicants Depository Account will be completed within 12 Working Days of the Bid/ Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicant's depository account is completed within two Working Days from the date of Allotment, after the funds are transferred from the Escrow Account to the Public Issue Account on the Designated Date.

SECTION 8: INTEREST AND REFUNDS

8.1 COMPLETION OF FORMALITIES FOR LISTING & COMMENCEMENT OF TRADING

The Issuer may ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges are taken within 12 Working Days of the Bid/Issue Closing Date. The Registrar to the Issue may give instructions for credit to Equity Shares the beneficiary account with DPs, and dispatch the Allotment Advice within 12 Working Days of the Bid/Issue Closing Date.

8.2 GROUNDS FOR REFUND

8.2.1 NON RECEIPT OF LISTING PERMISSION

An Issuer makes an application to the Stock Exchange(s) for permission to deal in/list and for an official quotation of the Equity Shares. All the Stock Exchanges from where such permission is sought are disclosed in RHP/Prospectus. The Designated Stock Exchange may be as disclosed in the RHP/Prospectus with which the Basis of Allotment may be finalised.

If the Issuer fails to make application to the Stock Exchange(s) and obtain permission for listing of the Equity Shares, in accordance with the provisions of Section 40 of the Companies Act, 2013, the Issuer may be punishable with a fine which shall not be less than Rs.5 lakhs but which may extend to Rs.50 lakhs and every officer of the Issuer who is in default shall be punishable with imprisonment for a term which may extend to one year or with fine which shall not be less than Rs.50,000 but which may extend to Rs.3 lakhs, or with both.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchange(s), the Issuer may forthwith repay, without interest, all moneys received from the Bidders/Applicants in pursuance of the RHP/Prospectus.

If such money is not repaid within the prescribed time after the Issuer becomes liable to repay it, then the Issuer and every director of the Issuer who is an officer in default may, on and from such expiry of such period, be liable to repay the money, with interest at such rate, as disclosed in the RHP/Prospectus.

8.2.2 NON RECEIPT OF MINIMUM SUBSCIPTION

If the Issuer does not receive a minimum subscription of 90% of the Net Issue (excluding any offer for sale of specified securities), including devolvement to the Underwriters, within 60 days from the Bid/Issue Closing Date, the Issuer may forthwith, without interest refund the entire subscription amount received. In case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

If there is a delay beyond the prescribed time, then the Issuer and every director of the Issuer who is an officer in default may be liable to repay the money, with interest at the rate of 15% per annum.

8.2.3 MINIMUM NUMBER OF ALLOTTEES

The Issuer may ensure that the number of prospective Allottees to whom Equity Shares may be allotted may not be less than 1,000 failing which the entire application monies may be refunded forthwith.

8.2.4 IN CASE OF ISSUES MADE UNDER COMPULSORY BOOK BUILDING

In case an Issuer not eligible under Regulation 26(1) of the SEBI ICDR Regulations, 2009 comes for an Issue under Regulation 26(2) of SEBI (ICDR) Regulations, 2009 but fails to allot at least 75% of the Net Issue to QIBs, in such case full subscription money is to be refunded.

8.3 MODE OF REFUND

(a) In case of ASBA Bids/Applications: Within 12 Working Days of the Bid/Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Bid/Application and also for any excess amount blocked on Bidding/Application.

(b) In case of Non-ASBA Bid/Applications: Within 12 Working Days of the Bid/Issue Closing Date, the Registrar to the Issue may dispatch the refund orders for all amounts payable to unsuccessful Bidders/Applicants and also for any excess amount paid on Bidding/Application, after adjusting for allocation/ allotment to Bidders/Applicants.

(c) In case of non-ASBA Bidders/Applicants, the Registrar to the Issue may obtain from the depositories the Bidders/Applicants' bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Bidders/Applicants in their Bid cum Application Forms for refunds. Accordingly, Bidders/Applicants are advised to immediately update their details as appearing on the records of their DPs. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay may be at the Bidders/Applicants' sole risk and neither the Issuer, the Registrar to the Issue, the Escrow Collection Banks, or the Syndicate, may be liable to compensate the Bidders/Applicants for any losses caused to them due to any such delay, or liable to pay any interest for such delay. Please note that refunds shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

(d) In the case of Bids from Eligible NRIs, FIIs and FPIs, refunds, if any, may generally be payable in Indian Rupees only and net of bank charges and/or commission. If so desired, such payments in Indian Rupees may be converted into U.S. Dollars or any other freely convertible currency as may be permitted by the RBI at the rate of exchange prevailing at the time of remittance and may be dispatched by registered post. The Issuer may not be responsible for loss, if any, incurred by the Bidder/Applicant on account of conversion of foreign currency.

8.3.1 Mode of making refunds for Bidders/Applicants other than ASBA Bidders/Applicants

The payment of refund, if any, may be done through various modes as mentioned below:

(a) **NECS**—Payment of refund may be done through NECS for Bidders/Applicants having an account at any of the centers specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the Bidder/Applicant as obtained from the Depository;

(b) **NEFT**—Payment of refund may be undertaken through NEFT wherever the branch of the Bidders/Applicants' bank is NEFT enabled and has been assigned the Indian Financial System Code ("**IFSC**"), which can be linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Bidders/Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the

Bidders/Applicants through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section;

(c) **Direct Credit**—Bidders/Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

(d) **RTGS**—Bidders/Applicants having a bank account at any of the centers notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS; and

(e) For all the other Bidders/Applicants, including Bidders/Applicants who have not updated their bank particulars along with the nine-digit MICR code, the refund orders may be dispatched through speed post or registered post for refund orders. Such refunds may be made by cheques, pay orders or demand drafts drawn on the Refund Bank and payable at par at places where Bids are received.

Please note that refunds through the abovementioned modes shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centers etc. Bidders/Applicants may refer to RHP/Prospectus.

8.3.2 Mode of making refunds for ASBA Bidders/Applicants

In case of ASBA Bidders/Applicants, the Registrar to the Issue may instruct the controlling branch of the SCSB to unblock the funds in the relevant ASBA Account for any withdrawn, rejected or unsuccessful ASBA Bids or in the event of withdrawal or failure of the Issue.

8.4 INTEREST IN CASE OF DELAY IN ALLOTMENT OR REFUND

The Issuer may pay interest at the rate of 15% per annum if refund orders are not dispatched or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system in the disclosed manner and/or demat credits are not made to Bidders/Applicants or instructions for unblocking of funds in the ASBA Account are not dispatched within the 12 Working Days of the Bid/Issue Closing Date.

The Issuer may pay interest at 15% per annum for any delay beyond 15 days from the Bid/ Issue Closing Date, if Allotment is not made.

SECTION 9: GLOSSARY AND ABBREVIATIONS

Unless the context otherwise indicates or implies, certain definitions and abbreviations used in this document may have the meaning as provided below. References to any legislation, act or regulation may be to such legislation, act or regulation as amended from time to time.

Term	Description
Allotment/Allot/ Allotted	The allotment of Equity Shares pursuant to the Issue to successful Bidders/Applicants
Allottee	An Bidder/Applicant to whom the Equity Shares are Allotted
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders/Applicants who have been allotted Equity Shares after the Basis of Allotment has been approved by the designated Stock Exchanges
Anchor Investor	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in SEBI ICDR Regulations, 2009.
Anchor Investor Portion	Up to 60% of the QIB Category which may be allocated by the Company, in consultation with the BRLMs, to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion is reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to Anchor Investors
Application Form	The form in terms of which the Applicant should make an application for Allotment in case of issues other than Book Built Issues, includes Fixed Price Issue
Application Supported	An application, whether physical or electronic, used by Bidders/Applicants to make a

Term	Description
by Blocked Amount/ (ASBA)/ASBA	Bid authorising an SCSB to block the Bid Amount in the specified bank account maintained with such SCSB
ASBA Account	Account maintained with an SCSB which may be blocked by such SCSB to the extent of the Bid Amount of the ASBA Bidder/Applicant
ASBA Bid	A Bid made by an ASBA Bidder
ASBA Bidder/Applicant	Prospective Bidders/Applicants in the Issue who Bid/apply through ASBA
Banker(s) to the Issue/ Escrow Collection Bank(s)/Collecting Banker	The banks which are clearing members and registered with SEBI as Banker to the Issue with whom the Escrow Account(s) may be opened, and as disclosed in the RHP/Prospectus and Bid cum Application Form of the Issuer
Basis of Allotment	The basis on which the Equity Shares may be Allotted to successful Bidders/Applicants under the Issue
Bid	An indication to make an offer during the Bid/Issue Period by a prospective Bidder pursuant to submission of Bid cum Application Form or during the Anchor Investor Bid/Issue Period by the Anchor Investors, to subscribe for or purchase the Equity Shares of the Issuer at a price within the Price Band, including all revisions and modifications thereto. In case of issues undertaken through the fixed price process, all references to a Bid should be construed to mean an Application
Bid/Issue Closing Date	The date after which the Syndicate, Registered Brokers and the SCSBs may not accept any Bids for the Issue, which may be notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation. Applicants/bidders may refer to the RHP/Prospectus for the Bid/ Issue Closing Date
Bid/Issue Opening Date	The date on which the Syndicate and the SCSBs may start accepting Bids for the Issue, which may be the date notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation. Applicants/bidders may refer to the RHP/Prospectus for the Bid/ Issue Opening Date
Bid/Issue Period	Except in the case of Anchor Investors (if applicable), the period between the Bid/Issue Opening Date and the Bid/Issue Closing Date inclusive of both days and during which prospective Bidders/Applicants (other than Anchor Investors) can submit their Bids, inclusive of any revisions thereof. The Issuer may consider closing the Bid/ Issue Period for QIBs one working day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations, 2009. Applicants/bidders may refer to the RHP/Prospectus for the Bid/ Issue Period
Bid Amount	The highest value of the optional Bids indicated in the Bid cum Application Form and payable by the Bidder/Applicant upon submission of the Bid (except for Anchor Investors), less discounts (if applicable). In case of issues undertaken through the fixed price process, all references to the Bid Amount should be construed to mean the Application Amount
Bid cum Application Form	The form in terms of which the Bidder/Applicant should make an offer to subscribe for or purchase the Equity Shares and which may be considered as the application for Allotment for the purposes of the Prospectus, whether applying through the ASBA or otherwise. In case of issues undertaken through the fixed price process, all references to the Bid cum Application Form should be construed to mean the Application Form
Bidder/Applicant	Any prospective investor (including an ASBA Bidder/Applicant) who makes a Bid pursuant to the terms of the RHP/Prospectus and the Bid cum Application Form. In case of issues undertaken through the fixed price process, all references to a Bidder/Applicant should be construed to mean an Bidder/Applicant
Book Built Process/ Book Building Process/ Book Building Method	The book building process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made
Broker Centres	Broker centres notified by the Stock Exchanges, where Bidders/Applicants can submit the Bid cum Application Forms/Application Form to a Registered Broker. The details of such broker centres, along with the names and contact details of the Registered Brokers

Term	Description
	are available on the websites of the Stock Exchanges.
BRLM(s)/ Book Running Lead Manager(s)/Lead Manager/ LM	The Book Running Lead Manager to the Issue as disclosed in the RHP/Prospectus and the Bid cum Application Form of the Issuer. In case of issues undertaken through the fixed price process, all references to the Book Running Lead Manager should be construed to mean the Lead Manager or LM
Business Day	Monday to Friday (except public holidays)
CAN/Confirmation of Allotment Note	The note or advice or intimation sent to each successful Bidder/Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange
Cap Price	The higher end of the Price Band, above which the Issue Price and the Anchor Investor Issue Price may not be finalised and above which no Bids may be accepted
Client ID	Client Identification Number maintained with one of the Depositories in relation to demat account
Companies Act	The Companies Act, 1956
Cut-off Price	Issue Price, finalised by our Company and Pineridge, in consultation with the Book Running Lead Manager(s), which can be any price within the Price Band. Only RIIs, Retail Individual Shareholders and employees are entitled to Bid at the Cut-off Price. No other category of Bidders/Applicants are entitled to Bid at the Cut-off Price
DP	Depository Participant
DP ID	Depository Participant's Identification Number
Depositories	National Securities Depository Limited and Central Depository Services (India) Limited
Demographic Details	Details of the Bidders/Applicants including the Bidder/Applicant's address, name of the Applicant's father/husband, investor status, occupation and bank account details
Designated Branches	Such branches of the SCSBs which may collect the Bid cum Application Forms used by the ASBA Bidders/Applicants applying through the ASBA and a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1316087201341.html
Designated Date	The date on which funds are transferred by the Escrow Collection Bank(s) from the Escrow Account or the amounts blocked by the SCSBs are transferred from the ASBA Accounts, as the case may be, to the Public Issue Account or the Refund Account, as appropriate, after the Prospectus is filed with the RoC, following which the board of directors may Allot Equity Shares to successful Bidders/Applicants in the fresh Issue may give delivery instructions for the transfer of the Equity Shares constituting the Offer for Sale
Designated Stock Exchange	The designated stock exchange as disclosed in the RHP/Prospectus of the Issuer
Discount	Discount to the Issue Price that may be provided to Bidders/Applicants in accordance with the SEBI ICDR Regulations, 2009.
Draft Prospectus	The draft prospectus filed with SEBI in case of Fixed Price Issues and which may mention a price or a Price Band
Employees	Employees of an Issuer as defined under SEBI ICDR Regulations, 2009 and including, in case of a new company, persons in the permanent and full time employment of the promoting companies excluding the promoters and immediate relatives of the promoter. For further details Bidder/Applicant may refer to the RHP/Prospectus
Equity Shares	Equity shares of the Issuer
Escrow Account	Account opened with the Escrow Collection Bank(s) and in whose favour the Bidders/Applicants (excluding the ASBA Bidders/Applicants) may Issue cheques or drafts in respect of the Bid Amount when submitting a Bid
Escrow Agreement	Agreement to be entered into among the Issuer, the Registrar to the Issue, the Book Running Lead Manager(s), the Syndicate Member(s), the Escrow Collection Bank(s) and the Refund Bank(s) for collection of the Bid Amounts and where applicable, remitting refunds of the amounts collected to the Bidders/Applicants (excluding the ASBA Bidders/Applicants) on the terms and conditions thereof
Escrow Collection Bank(s)	Refer to definition of Banker(s) to the Issue
FCNR Account	Foreign Currency Non-Resident Account
First Bidder/Applicant	The Bidder/Applicant whose name appears first in the Bid cum Application Form or Revision Form
FII(s)	Foreign Institutional Investors as defined under SEBI (Foreign Institutional Investors)

Term	Description
	Regulations, 1995 and registered with SEBI under applicable laws in India
Fixed Price Issue/ Fixed Price Process/ Fixed Price Method	The Fixed Price process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made
Floor Price	The lower end of the Price Band, at or above which the Issue Price and the Anchor Investor Issue Price may be finalised and below which no Bids may be accepted, subject to any revision thereto
FPO	Further public offering
Foreign Venture Capital Investors or FVCIs	Foreign Venture Capital Investors as defined and registered with SEBI under the SEBI (Foreign Venture Capital Investors) Regulations, 2000
IPO	Initial public offering
Issue	Public Issue of Equity Shares of the Issuer including the Offer for Sale if applicable
Issuer/ Company	The Issuer proposing the initial public offering/further public offering as applicable
Issue Price	The final price, less discount (if applicable) at which the Equity Shares may be Allotted in terms of the Prospectus. The Issue Price may be decided by our Company and Pineridge, in consultation with the Book Running Lead Manager(s)
Maximum RII Allottees	The maximum number of RIIs who can be allotted the minimum Bid Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Bid Lot.
MICR	Magnetic Ink Character Recognition - nine-digit code as appearing on a cheque leaf
Mutual Fund	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996
Mutual Funds Portion	5% of the QIB Category (excluding the Anchor Investor Portion) available for allocation to Mutual Funds only, being such number of equity shares as disclosed in the RHP/Prospectus and Bid cum Application Form
NECS	National Electronic Clearing Service
NEFT	National Electronic Fund Transfer
NRE Account	Non-Resident External Account
NRI	NRIs from such jurisdictions outside India where it is not unlawful to make an offer or invitation under the Issue and in relation to whom the RHP/Prospectus constitutes an invitation to subscribe to or purchase the Equity Shares
NRO Account	Non-Resident Ordinary Account
Net Issue	The Issue less reservation portion
Non-Institutional Investors or NIIs	All Bidders/Applicants, including sub accounts of FIIs registered with SEBI which are foreign corporate or foreign individuals, that are not QIBs or RIBs and who have Bid for Equity Shares for an amount of more than Rs. 200,000 (but not including NRIs other than Eligible NRIs)
Non-Institutional Category	The portion of the Issue being such number of Equity Shares available for allocation to NIIs on a proportionate basis and as disclosed in the RHP/Prospectus and the Bid cum Application Form
Non-Resident	A person resident outside India, as defined under FEMA and includes Eligible NRIs, FIIs registered with SEBI and FVCIs registered with SEBI
OCB/Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA
Offer for Sale	Public offer of such number of Equity Shares as disclosed in the RHP/Prospectus through an offer for sale by the Selling Shareholder
Other Investors	Investors other than Retail Individual Investors in a Fixed Price Issue. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
PAN	Permanent Account Number allotted under the Income Tax Act, 1961
Price Band	Price Band with a minimum price, being the Floor Price and the maximum price, being the Cap Price and includes revisions thereof. The Price Band and the minimum Bid lot size for the Issue may be decided by our Company and Pineridge, in consultation with the Book Running Lead Manager(s) and advertised, at least two working days in case

Term	Description
	of an IPO and one working day in case of FPO, prior to the Bid/ Issue Opening Date, in English national daily, Hindi national daily and regional language at the place where the registered office of the Issuer is situated, newspaper each with wide circulation
Pricing Date	The date on which our Company and Pineridge in consultation with the Book Running Lead Manager(s), finalise the Issue Price
Prospectus	The prospectus to be filed with the RoC in accordance with Section 60 of the Companies Act after the Pricing Date, containing the Issue Price ,the size of the Issue and certain other information
Public Issue Account	An account opened with the Banker to the Issue to receive monies from the Escrow Account and from the ASBA Accounts on the Designated Date
Qualified Financial Investors or QFIs	Non-Resident investors, other than SEBI registered FIIs or sub-accounts or SEBI registered FVCIs, who meet 'know your client' requirements prescribed by SEBI and are resident in a country which is (i) a member of Financial Action Task Force or a member of a group which is a member of Financial Action Task Force; and (ii) a signatory to the International Organisation of Securities Commission's Multilateral Memorandum of Understanding or a signatory of a bilateral memorandum of understanding with SEBI. Provided that such non-resident investor shall not be resident in country which is listed in the public statements issued by Financial Action Task Force from time to time on: (i) jurisdictions having a strategic anti-money laundering/combating the financing of terrorism deficiencies to which counter measures apply; (ii) jurisdictions that have not made sufficient progress in addressing the deficiencies or have not committed to an action plan developed with the Financial Action Task Force to address the deficiencies
QIB Category	The portion of the Issue being such number of Equity Shares to be Allotted to QIBs on a proportionate basis
Qualified Institutional Buyers or QIBs	As defined under SEBI ICDR Regulations, 2009
RTGS	Real Time Gross Settlement
Red Herring Prospectus/ RHP	The red herring prospectus issued in accordance with Section 60B of the Companies Act, which does not have complete particulars of the price at which the Equity Shares are offered and the size of the Issue. The RHP may be filed with the RoC at least three days before the Bid/Issue Opening Date and may become a Prospectus upon filing with the RoC after the Pricing Date. In case of issues undertaken through the fixed price process, all references to the RHP should be construed to mean the Prospectus
Refund Account(s)	The account opened with Refund Bank(s), from which refunds (excluding refunds to ASBA Bidders/Applicants), if any, of the whole or part of the Bid Amount may be made
Refund Bank(s)	Refund bank(s) as disclosed in the RHP/Prospectus and Bid cum Application Form of the Issuer
Refunds through electronic transfer of funds	Refunds through NECS, Direct Credit, NEFT, RTGS or ASBA, as applicable
Registered Broker	Stock Brokers registered with the Stock Exchanges having nationwide terminals, other than the members of the Syndicate
Registrar to the Issue/RTI	The Registrar to the Issue as disclosed in the RHP/Prospectus and Bid cum Application Form
Reserved Category/ Categories	Categories of persons eligible for making application/bidding under reservation portion
Reservation Portion	The portion of the Issue reserved for category of eligible Bidders/Applicants as provided under the SEBI ICDR Regulations, 2009
Retail Individual Investors/ RIIs	Investors who applies or bids for a value of not more than Rs. 200,000.
Retail Individual Shareholders	Shareholders of a listed Issuer who applies or bids for a value of not more than Rs. 200,000.
Retail Category	The portion of the Issue being such number of Equity Shares available for allocation to RIIs which shall not be less than the minimum bid lot, subject to availability in RII category and the remaining shares to be allotted on proportionate basis.
Revision Form	The form used by the Bidders in an issue through Book Building process to modify the quantity of Equity Shares and/or bid price indicates therein in any of their Bid cum

Term	Description
	Application Forms or any previous Revision Form(s)
RoC	The Registrar of Companies
SEBI	The Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992
SEBI ICDR Regulations, 2009	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
Self Certified Syndicate Bank(s) or SCSB(s)	A bank registered with SEBI, which offers the facility of ASBA and a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1316087201341.html
Specified Locations	Refer to definition of Broker Centres
Stock Exchanges/ SE	The stock exchanges as disclosed in the RHP/Prospectus of the Issuer where the Equity Shares Allotted pursuant to the Issue are proposed to be listed
Syndicate	The Book Running Lead Manager(s) and the Syndicate Member
Syndicate Agreement	The agreement to be entered into among the Issuer, and the Syndicate in relation to collection of the Bids in this Issue (excluding Bids from ASBA Bidders/Applicants)
Syndicate Member(s)/SM	The Syndicate Member(s) as disclosed in the RHP/Prospectus
Underwriters	The Book Running Lead Manager(s) and the Syndicate Member(s)
Underwriting Agreement	The agreement amongst the Issuer, and the Underwriters to be entered into on or after the Pricing Date
Working Day	All days other than a Sunday or a public holiday on which commercial banks are open for business, except with reference to announcement of Price Band and Bid/Issue Period, where working day shall mean all days, excluding Saturdays, Sundays and public holidays, which are working days for commercial banks in India

MAIN PROVISIONS OF OUR ARTICLES OF ASSOCIATION

Capitalised terms used in this section have the meaning given to such terms in the Articles of Association of our Company.

Pursuant to the Companies Act and the ICDR Regulations, the main provisions of the Articles of Association of our Company relating to voting rights, dividend, lien, forfeiture, restrictions on transfer and transmission of Equity Shares/debentures and/or on their consolidation/splitting are detailed below:

The present Articles of Association have been divided into two parts. As such, Part II of the Articles would terminate upon listing of the Equity Shares on the Stock Exchanges. However, in the event listing of the Equity Shares does not take place, Part II would continue to remain in force.

Part I

Capital and Shares

Article 4.1 provides that "the Authorized Share Capital of the Company shall be such as is given in Clause V of the Memorandum of Association or altered, from time to time, thereat payable in the manner as may be determined by the Directors, with power to increase, reduce, sub-divide or to repay the same or to divide the same into several classes and to attach thereto any rights and to consolidate or sub-divide or re-organise the shares and subject to the provisions of the Act, to vary such rights as may be determined in accordance with these Articles."

Article 4.2 provides that "except so far as otherwise provided by the conditions of issue, any capital raised by the creation of new shares shall be considered as part of the existing Share Capital and shall be subject to the same provisions with reference to the payment of calls, lien, transfer, transmission, forfeiture and otherwise as the original Share Capital."

Article 4.3 provides that "the Board shall observe the restriction as to allotment of Equity Shares to the public contained in Section 69 and 70 of the Act and shall cause to be made the return as to allotment provided for in Section 75 of the Act."

Increase of Capital

Article 5.1 provides that "Subject to the provisions of these Articles, the Company at a Shareholders Meeting may, from time to time, increase the Share Capital by creation of new Equity Shares. Such increase shall be of such aggregate amount and to be divided into Equity Shares of such respective amounts as the resolution shall prescribe."

Payment in anticipation of call may carry interest

Article 10.1 provides that "The Directors may, if they think fit, subject to the provisions of Section 92 of the Act, agree to and receive from any member willing to advance the same whole or any part of the moneys due upon the shares held by him beyond the sums actually called for, and upon the amount so paid or satisfied in advance, or so much thereof as from time to time exceeds the amount of the calls then made upon the shares in respect of which such advance has been made, the company may pay interest at such rate, as the member paying such sum in advance and the Directors agree upon provided that money paid in advance of calls shall not confer a right to participate in profits or dividend. The Directors may at any time repay the amount so advanced."

Forfeiture and Lien

Article 11.1 provides that "If any shareholder fails to pay any call or installment on or before the day appointed for the payment of the same, the Directors may at any time thereafter during such time as the call or installment remains unpaid, serve a notice on such shareholder requiring him to pay the same, together with any interest that may have accrued and all expenses that may have been incurred by the Company by reason of such non-payment."

Article 11.2 provides that "The notice shall name a day (not being less than fourteen (14) days from the date of the notice) and a place on and at which such call or installment and such interest and expenses as aforesaid are

to be paid. The notice shall also state that in the event of non-payment of at or before the time and at the place appointed, the securities in respect of which such call was made or installment is payable will be liable to be forfeited."

Article 11.3 provides that "If the requisition of any such notice as aforesaid be not complied with, any shares in respect of which such notice has been given may at any time thereafter before payment of all calls or installments, interests, end expenses due in respect thereof, be forfeited by a resolution of the Directors to the effect such forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before the forfeiture."

Article 11.4 provides that "When any share shall have been so forfeited, notice of the resolution shall be given to the shareholder in whose name it stood immediately prior to the forfeiture and an entry of the forfeiture with the date thereof, shall forthwith be made in the register of members but no forfeiture shall be in any manner invalidated by any omission or neglect to give such notice or to make such entry as aforesaid."

Article 11.5 provides that "Any share so forfeited shall be deemed to be property of the Company and the Directors may subject to the provisions of these Articles, sell, re-allot or otherwise disposed of the same in such manner as they think fit."

Article 11.6 provides that "The Directors may, at any time before any share so forfeited shall have been sold, re-allotted or otherwise disposed of, annul the forfeiture thereof on such conditions as they think fit."

Article 11.7 provides that "Any shareholder whose shares have been forfeited shall notwithstanding be liable to pay and shall forthwith pay to the Company all calls, installments, interest and expenses, owing upon or in respect of such shares at the time of the forfeiture together with interest thereon, from the time of forfeiture until payment at twelve (12) per cent per annum, and the Directors may enforce the payment thereof, without any deduction or allowance for the value of the securities at the time of forfeiture but shall not be under any obligation to do so."

Article 11.8 that "The forfeiture of shares shall involve the extinction of all interest in and also of all claims and demands against the Company in respect of the shares and all other rights incidental to the shares, except only such of those rights as by these Articles are expressly saved."

Company's lien on Shares / Debentures

Article 12.1 provides that "The Company shall have a first and paramount lien upon all the shares/debentures (other than fully paid-up shares/debentures) registered in the name of each member (whether solely or jointly with others) and upon the proceeds of sale thereof for all moneys (whether presently payable or not) called or payable at a fixed time in respect of such shares/debentures and no equitable interest in any share shall be created except upon the footing and condition that this Article will have full effect and such lien shall extend to all dividends and bonuses from time to time declared in respect of such shares/debentures. Unless otherwise agreed the registration of a transfer of shares/debentures shall operate as a waiver of the Company's lien if any I on such shares/debentures. The Directors may at any time declare any shares/debentures wholly or in part to be exempt from the provisions of this Article."

Article 12.2 provides that "For the purpose of enforcing such lien the Directors may sell the shares subject thereto in such manner as they shall think fit, but no sale shall be made until such period as aforesaid shall have arrived and until notice in writing of the intention to sell shall have been served on such member or the person (if any) entitled by transmission to the shares and default shall have been made by him in payment, fulfillment or discharge of such debts, liabilities or engagements for seven days after such notice. To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof and the purchaser shall be registered as the holder of the shares comprised in any such transfer. Upon any such sale as aforesaid, the certificates in respect of the shares sold shall stand cancelled and become null and void and of no effect, and the Directors shall be entitled to issue a new certificate or certificates in lieu thereof to the purchaser or purchasers concerned."

Article 12.3 provides that " The net proceeds of any such sale after payment of the costs of such sale shall be applied in or towards the satisfaction of the debts, liabilities or engagements of such member and the residue (if any) paid to such member or the person (if any) entitled by transmission to the shares so sold."

Article 12.4 provides that "A certificate in writing under the hands of two Directors, that the call in respect of a share was made, and notice thereof given, and that default in payment of the call was made, and that the forfeiture of the share was made, by a resolution of the Directors to that effect, shall be conclusive evidence of the fact stated therein as against all persons entitled to such share.

Article 12.5 provides that "The Company may receive the consideration, if any, given for the share on any sale, re-allotment or other disposition thereof and the person to whom such share is sold, re-allotted or disposed of may be registered as the holder of the share and he shall not be bound to see to the application of the consideration, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale, re-allotment or other disposal of the share."

Buy Back

Article 13 provides that "The Board of Directors may, when and if thought fit, , buy back such of the Company's shares or other specified securities, subject to the provisions of sections 77A, 77AA, and 77 B of the Act and the guidelines prescribed by the Central Government from time to time."

Transfer and transmission of shares

Article 14.1 provides that "Subject to the provisions of Section 111A, these Articles and other applicable provision of the Act. or any other law for the time being in force, the Board of Directors may refuse whether in pursuance of any power of the company under these Articles or otherwise, to register the transfer of, or the transmission by operation of law of the right to, any shares or interest of a Member in or debentures of the Company. The Company shall, within one month from the date on which the instrument of transfer or the intimation of such transmission, as the case may be, was delivered to Company, send notice of the refusal to the Transferee and the Transferor or to the person giving intimation of such transmission, as the case may be, giving reasons for such refusal, notice of the refusal to register such transfer, provided that registration of a transfer shall not be refused on the ground of the Transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except where the Company has a lien on shares. The provisions of Section 111 of the Act, regarding powers to refuse registration of transfers and appeal against such refusal should be adhered to. Provided that registration of a transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except when the Company has a lien on the shares. Transfer of shares / debentures in whatever lot shall not be refused."

Transfers by Promoters

Article 15 provides that "The Promoters of the Company shall hold such percentage of the Equity Share Capital of the Company that is subject to mandatory lock-in as applicable to 'promoters' under the ICDR Regulations."

Dividend

Article 24.2 provides that "The Company in a General Meeting may declare a dividend to be paid to the members according to their rights and interest in the profits and may fix the time for payment."

Capitalization

Article 27.1 provides that "Subject to the provisions of these Articles, the Company may at any General Meeting resolve that any moneys, investments or other assets forming part of the undivided profits of the Company standing to the credit of any reserve or reserves or any capital redemption reserve fund or in the hands of the Company and available for dividend or representing premiums received on the issue of shares and standing to the credit of the share premium account be capitalised and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend. The distribution shall be made in the same proportion on the footing that they become entitled thereto as capital. All or any part of such capitalized fund may be applied on behalf of such shareholders in paying up in full any un issued shares, debentures or debenture-stock of the Company which shall be distributed accordingly or in or towards payment of the uncalled liability on any issued shares and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalised sum. Provided that any sum standing to the credit of a share premium account or a' capital redemption reserve fund may for the purpose of this Article

only be applied in the paying up of un issued shares to be issued to the members of the Company as fully paid bonus shares."

Votes of Members

Article 30.1 provides that "Subject to the provisions of the Act and these Articles upon show of hands every member entitled to vote and present in person (including a body corporate present by a representative duly authorised in accordance with the provisions of Section 187 of the Act or by attorney shall have one vote)."

Article 30.2 provides that "Subject to the provisions of the Act and these Articles upon a poll every member entitled to vote and present in person (including a body corporate present as aforesaid) or by attorney or by proxy shall be entitled to vote and in respect of every Share (whether fully paid or partly paid) his voting right shall be in the same proportion as the capital paid up on such Share bears to the total paid-up capital of the Company."

Article 30.3 provides that "No member not personally present shall be entitled to vote on a show of hands unless such member is present by attorney or unless such member is a body corporate present by a representative duly authorised under Section 187 of the Act."

Article 30.4 provides that "Any person entitled to transfer any shares may vote at any general meeting in respect thereof as if he was the registered holder of such shares provided that atleast forty-eight hours before the time of holding the meeting or adjourned meeting as the case may be at which he proposes to vote he shall satisfy the Directors of his right to transfer such shares unless the Directors shall have previously admitted his right to vote at such meeting in respect thereof."

Article 30.5 provides that "Subject to the provisions of the Act no member shall be entitled to be present or to vote at any General Meeting either personally or by proxy or attorney or as a proxy or attorney for any other member or be reckoned in quorum whilst any call or other sum shall be due and payable to the Company in respect of any of the shares of such member."

Article 30.6 provides that "On a poll taken at a meeting of the Company, a member entitled to more than one vote, or his proxy, or other person entitled to vote for him, as the case may be, need not, if he votes, use all his votes or cast in the same way all the votes he uses."

Article 30.7 provides that "Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (whether a member or not) as his proxy to attend and vote instead of himself; but a proxy so appointed shall not have any right to speak at the meeting."

Article 30.8 provides that "Every proxy shall be appointed by an instrument in writing signed by the appointer or his attorney duly authorised in writing, or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it."

Article 30.9 provides that "The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof shall be deposited at the office of the Company not less than forty-eight hours before the time of holding the meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution except in the case of adjournment of any meeting first held previously to the expiration of such time. An attorney shall not be entitled to vote unless the power of attorney or other instrument appointing him or notarially certified copy thereof has either been registered in the records of the Company at any time not less than forty-eight hours before the time for holding the meeting at which the attorney proposes to vote or is deposited at the office of the Company not less than forty-eight hours before the time fixed for such meeting as aforesaid. Notwithstanding that a power of attorney or other instrument appointing him or notarially certified copy thereof or other authority has been registered in the records of the Company, the Company may by notice in writing addressed to the member or the attorney given at least fourteen days before the meeting require him to produce the original power of attorney or authority and unless the same is thereon deposited with the Company not less than forty-eight hours before the time fixed for the meeting the attorney shall not be entitled to vote at such meeting unless the Directors in their absolute discretion excuse such non-production and deposit."

Article 30.10 provides that "Every member entitled to vote at a meeting of the Company according to the provisions of these Articles on any resolution to be moved thereat shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company provided not less than three days' notice in writing of the intention so as to inspect is given to the Company."

Article 30.11 provides that the "An instrument appointing a proxy shall be in the form as prescribed by the Act or a form as near thereto as circumstances admit."

Article 30.12 provides that "If any such instrument of appointment be confined to the object of appointing an attorney or proxy for voting at meetings of the Company it shall remain permanently or for such time as the Directors may determine in the custody of the Company; if embracing other objects, a copy thereof, examined with the original, shall be delivered to the Company to remain in the custody of the Company."

Article 30.13 provides that "A vote given in accordance with the terms of an instrument of proxy or a power of attorney shall be valid notwithstanding the previous death of the principal or revocation of the proxy or the power of attorney as the case may be or of the power of attorney under which such proxy was signed or the transfer of the share in respect of which the vote is given, provided that no intimation in writing of the death revocation or transfer shall have been received at the office of the Company before the meeting."

Article 30.14 provides that "Subject to the provisions of the Act and these Articles, no objection shall be made to the validity of any vote except at the meeting or poll at which such vote shall be tendered and every vote whether given personally or by proxy or by any means hereby authorised and not disallowed at such meeting or poll shall be deemed valid for all purposes of such meeting or poll whatsoever."

Article 30.15 provides that "Subject to the provisions of the Act and these Articles, the Chairman of any meeting shall be the sole judge of the validity of every vote tendered at such meeting, and subject as aforesaid the Chairman present at the time of a poll shall be the sole judge of the validity of every vote tendered at such poll.

Directors and Senior Management

Article 31.1 provides that **"**The business of the Company shall be managed by the Directors who may incur all expenses in setting up and registering the Company and may exercise all such powers of the Company as are not restricted by the Act or any statutory modification thereof for the time being in force or by these Articles required to be exercised by the Company in general meeting subject nevertheless, to any regulations of these Articles, to the provisions of the Act, and to such regulations being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Company in general meeting. Nothing shall invalidate any prior act of the Directors which would have been valid if that regulation had not been made.**"**

Investor Nominee Directors

Article 31.5 provides that "Notwithstanding anything to the contrary but subject to the provisions of the Act, so long as the Investor holds the Minimum Investor Equity Holding:

(i) the Investor will have the right to appoint directors (including alternate directors in place of such nominated directors) to the Board of Directors proportionate to its shareholding in the Company, subject to a minimum of 1 director (the "**Investor Nominee Directors**"). All Investor Nominee Directors shall be appointed as non-rotational directors, unless otherwise notified in writing by the Investor.

(ii) The Investor Nominee Directors shall be appointed on all the committees of the Boards of the Company and its Subsidiaries.

(iii) The Investor will have a right to appoint nominee directors on the Board of each Subsidiary in proportion to its direct and indirect shareholding in such Subsidiary, subject to a minimum of one (1) Investor Nominee Director. To the extent practicable and subject to such Person not exceeding specified limits under applicable laws, the Investor shall nominate the same Person on the Boards of the Company and each of the Subsidiaries."

Board resolution at a meeting necessary for certain contracts

Article 50.1 provides that "Except with the consent of the Board of Directors of the Company, a Director of the Company or his relative (as such term is defined under the Act), a firm in which such a Director or relative is a partner, any other partner in such a firm, or a private company of which the Director is a member or director, shall not enter into any contract with the Company (a) for the sale, purchase or supply of any goods, materials or services, or (b) for underwriting the subscription of any shares in, or debentures of, the Company."

Chairman

Article 51 provides that "The right to select the chairman of the Board shall be with the Promoters. The chairman of the Board shall have a casting vote. It is agreed that R. S. Sindhu, or any other Person nominated by him, shall be the chairman of the Board. It is also agreed that the chairman of the Board shall also chair the shareholders meetings."

Managing Director

Article 53.1 provides that "The Directors may, from time to time, subject to the provisions of Sections 197 A and 314 of the Act; appoint one or more of their body to the office of the Managing Director or Whole Time Director for such period and on such remuneration and other terms, as they think fit and subject to the terms of any agreement entered into in any particular case, may revoke such appointment. His/her appointment will be automatically terminated it he ceases to be a Director."

Consent of Company necessary for the exercise of certain powers

Article 60.1 provides that "The Board of Directors shall not except with the consent of the Company in general meeting:-

(a) sell, lease or otherwise dispose of the whole, or substantially the whole, of the undertaking of the Company, or where the Company owns more than one undertaking of the whole, or substantially the whole, of any such undertaking;

(b) remit, or give time for the repayment of, any debt due by a Director;

(c) invest otherwise than in trust securities, the amount of compensation received by the Company in respect of the compulsory acquisition of any such undertaking as is referred to in clause (a) above, or of any premises or properties used for any such undertaking and without which it cannot be carried on or can be carried on only with difficulty or only after a considerable time;

(d) borrow moneys in excess of the limits provided in Article 64.

(e) contribute to charitable and other funds not directly relating to the business of the Company or the welfare of its employees, any amounts the aggregate of which will, in any Financial Year, exceed fifty thousand rupees or 5 % of its average net profits as determined in accordance with the Act during the three Financial Years immediately preceding whichever is greater."

Certain Powers to be exercised by the Board only at Meeting

Article 61.1 provides that "Without derogating from the powers vested in the Board of Directors under these Articles the Board shall exercise the following powers on behalf of the Company and they shall do so only by means of resolutions passed at meetings of the Board :-

(a) the power to make calls on shareholders in respect of money unpaid on their shares;
(b) the power to issue debentures;
(c) the power to borrow moneys otherwise than on debentures;
(d) the power to invest the funds of the Company;
(e) the power to make loans;

Provided that the Board may by resolution passed at a meeting delegate to any Committee of Directors or the Managing Director or any other principal officers of the Company or to a principal officer of any of its branch offices, the powers specified in (c), (d) and (e) of this Article to the extent specified below on such

conditions as the Board may prescribe."

Article 61.2 provides that "Every resolution delegating the power referred to in clause (c) of Article 61.1 shall specify the total amount outstanding at any one time up to which moneys may be borrowed by the delegates; Provided, however, that where the Company has an arrangement with its bankers for the borrowing of moneys by way of overdraft, cash credit or otherwise the actual day to day operation of the overdraft, cash credit or other accounts by means of which the arrangement is made is availed of shall not require the sanction of the Board."

Article 61.3 provides that "Every resolution delegating the power referred to in clause (e) of Article 61.1 shall specify the total amount up to which loans may be made by the delegates, the purposes for which the loans may be made, and the maximum amount of loans which may be made for each such purpose in individual cases."

Article 61.4 provides that "Nothing contained in this Article shall be deemed to affect the right of the Company in a General Meeting to impose restrictions and conditions on the exercise by the Board of any of the powers referred to in Article 61.1 above."

Part II

Overriding Effect and Interpretation

Article 71.1 provides that "Subject to the requirements of applicable law, in the event of any conflict between the provisions of Part I and this Part II, the provisions of this Part II shall apply so long as Part II is effective."

Restrictions on Transfer of Shares in the Company

Article 73 provides that "Any agreement or arrangement to directly or indirectly Transfer any Equity Shares, or any legal or beneficial interest therein, which is in breach of Articles 73 to 77 shall be null and void. The Company shall not record any Transfer or agreement or arrangement to Transfer, that is in breach of the provisions of Articles 73 to 77 on its books, and shall not recognise or register any equitable or other claim to, or any interest in, Equity Shares which have been Transferred in breach of the provisions of Articles 73 to 77."

Transfers by Identified Parties

Article 74 provides that:

"(a) Notwithstanding anything to the contrary, for a period of four (4) years from the Completion Date or until an IPO occurs, whichever is later (the "Identified Party Lock-in Period"), no Identified Party or any of their Affiliates, holding shares in the Company, shall directly or indirectly, Transfer any of the Equity Shares or other securities held by them in the Company or rights attached thereto.

Provided that, even during the Identified Party Lock-in Period, the Identified Parties may sell to any Person (other than a Restricted Entity), in a single tranche, up to 129,388 Equity Shares (the "Permitted Sale") by giving at least seven (7) days prior written notice to the Investor. The Investor shall not be entitled to exercise its Tag-along Rights in relation to the Permitted Sale.

(b) If the IPO has occurred within four (4) years from the Completion Date, the Identified Party Lock-in Period would still be in effect until the expiry of four (4) years from the Completion Date. Provided that, notwithstanding Article 74 (a), should the IPO have occurred within 4 years from the Completion Date, the Identified Party Lock-in Period and the Investor Tag-along Rights shall automatically cease to apply to the Other Shareholders so long as a Transfer by them is not proposed in favour of a Restricted Entity.

(c) The restrictions on Transfers in relation to the Equity Shares or other securities or rights in the Company as stated in Article 74(a) shall not apply to:

(i) Any inter se Transfer amongst Mr. Rudra Sen Sindhu, his Immediate Family Members and Investment Companies which are under the Control of Mr. Rudra Sen Sindhu and/or his Immediate Family Members. Transfers between Mr. Rudra Sen Sindhu and his brothers shall be permissible only if Mr. Rudra Sen Sindhu is a Transferee and not a Transferor;

(ii) Any inter se Transfer amongst Mr. Kuldeep Singh Solanki, his Immediate Family Members and Investment Companies which are under the Control of Mr. Kuldeep Singh Solanki and/or his Immediate Family Members;

(iii) Any inter se Transfer amongst Mr. Ganesh Chandra Mrig, his Immediate Family Members and Investment Companies which are under the Control of Mr. Ganesh Chandra Mrig and/or his Immediate Family Members; and

(iv) Any inter se Transfer amongst the Other Shareholders and their respective Immediate Family Members and Investment Companies which are under the Control of the Other Shareholders or their Immediate Family Members.

Provided that, in each case, the Transferee executes a Deed of Adherence.

Tag-along rights of the Investor

Article 76, proviso (a) provides that

"Subject to Article 74,

If any of the Identified Parties and/or their Affiliates propose to sell, directly or indirectly, their Equity Shares or any part thereof (the "Selling Identified Parties") to any Person other than the Investor ("**Proposed Transferee**") (together the "Proposed Transfer") and after such Proposed Transfer, the Identified Parties and their Affiliates direct and indirect shareholding in the Company will not fall below 30% of the Equity Share Capital as of the date of the Proposed Transfer (the " Identified Party Threshold"), then the Investor and/or the Investor Affiliates will, at their sole discretion and option, have a tag-along right, but not an obligation ("**Tag-along Right**"), to sell the Investor Pro Rata Shareholding or such number of Equity Shares (which is less than the Investor Pro Rata Shareholding) to the Proposed Transferee prior to the Proposed Transfer on terms no less favourable than the terms offered to the Selling Identified Parties by the Proposed Transferee;

If any Proposed Transfer will result in the Identified Parties' and their Affiliates' direct and indirect shareholding in the Company falling below the Identified Party Threshold, or if the shareholding of the Identified Parties and their Affiliates, directly and indirectly, is below the Identified Party Threshold prior to such Proposed Transfer, or if any Proposed Transfer is in favour of a Restricted Entity (as revised from time to time in accordance with the terms of the Shareholders Agreement), the Investor and/or the Investor Affiliates shall have a Tag-along Right, but not an obligation, to sell all or less than all of the Investor Shares to the Proposed Transferee prior to the Proposed Transfer, on terms no less favourable than the terms offered to the Selling Identified Parties by the Proposed Transferee."

Pre-emptive rights for new issues of securities

Article 78 proviso (a) provides that:

*(i) In the event the Company is desirous of issuing new securities ("**Proposed Issuance**") by way of a rights issue, the Company shall also offer to the Investor, such number of the new securities as are proportionate to the Investor's shareholding in the Company.*

(ii) Any Proposed Issuance by way of a preferential issue in favour of any Person ("**Potential Investor**"), other than any issue of new securities under an ESOP approved in accordance with Article 82 or pursuant to exercise of the Warrants (as defined in the Shareholder Agreement), shall be made only if the entire Proposed Issuance is first offered to Investor for purpose of subscription on the same terms and conditions as those offered to the Potential Investor.

Affirmative Vote Items

Article 82 provides that "Notwithstanding any other Articles or Regulations in these Articles of Associations, so long as the Investor holds at least the Minimum Investor Equity Holding, no action or decision relating to any of the matters mentioned below ("**Affirmative Vote Items**") in respect of the Company, shall be taken (whether by the Board, any committee, the shareholders, or any of the employees, officers or managers of the Company)

unless the affirmative vote of at least one Identified Party Nominee Director and one Investor Nominee Director is obtained for such action or decision:

(i) mergers, de-mergers, spin-offs, amalgamations, consolidations or any other similar form of corporate restructuring;

(ii) subject to Article 82.1(vii) below, assumption of debt that would increase the aggregate Gross Debt to Shareholder Funds' ratio beyond 2:1;

(iii) divestment or sale of assets (including but not limited to a lease or exchange), capital expenditures or acquisition of assets or businesses, creation of joint ventures/partnerships, creation or investment in subsidiaries or any other investments not approved in the annual business plan, exceeding INR 100,000,000 (Rupees One Hundred Million Only), on a cumulative basis in a Financial Year;

(iv) increase, decrease, or other alteration or modification in authorized or issued share capital, or creation or issuance or delisting of securities (including equity shares, preference shares, non-voting shares, warrants, options, *etc.*, but excluding issue of Warrants (as defined in the Shareholders Agreement) and issue of Equity Shares pursuant to the exercise of the said Warrants in accordance or pursuant to exercise of ESOPs approved in accordance with this Article 82 or any other change in the share capital structure;

(v) determining the timing, pricing, and place/ exchange of any subsequent initial public offering or any offering of equity/ equity linked securities;

(vi) Any Related Party Transaction, other than on an Arms Length Basis;

(vii) Any Related Party Transaction, even if proposed on Arms Length Basis, exceeding a value of INR 50,000,000 (Rupees Fifty Million Only) cumulatively in a Financial Year. Provided that:

(A) transactions proposed on an Arms Length Basis (and subject to receipt of appropriate approvals from Governmental Authorities, where the same are required), specifically for providing logistics / loading / unloading / handling services, with companies/firms specified in Schedule 7 of the Shareholders Agreement (which list may be revised only with the Investor's prior written approval), will be excluded as an Affirmative Vote Item until implementation of the Related Party Restructuring Plan, after which all such transactions shall be included as an Affirmative Vote Item, other than those that are expressly approved by the Investor under the Related Party Restructuring Plan itself; and

(B) the Investor's decision as regards whether a particular transaction falls within the exclusion specified at Article 82(vii) (A) above or whether it requires approval as an Affirmative Vote Item under Article 82 above, shall be final and binding on the Company and the Identified Parties.

(viii) amendments to the memorandum of association or articles of association;

(ix) approval of the annual business plan and budget;

(x) commencement of or investment in any line of business other than the business of washing, processing, beneficiation, and removal of impurities from coal and coal rejects, the sale of coal rejects, and construction and operation of coal fired thermal power plants in India;

(xi) any deviation from the approved business plan and budget in excess of 20%;

(xii) changes to material accounting or tax policies, including change in Financial Year for preparation of audited accounts;

(xiii) declaration or payment of any dividend;

(xiv) entry into, amendment, or termination of any agreement or commitment that imposes or is likely to impose obligations on the Company or its Subsidiaries, including settlement of any litigation or legal proceedings/action in excess of INR 100,000,000 (Rupees One Hundred Million Only);

(xv) giving or renewing of security for, or the guaranteeing of debts of the Company or its Subsidiaries or any third party, creating a lien or charge on the assets of the Company or its Subsidiaries in excess of INR 100,000,000 (Rupees One Hundred Million Only), outside that which has been approved in the annual business plan;

(xvi) any sale, transfer, license or other user arrangement in relation to trade/brand-names or trademarks or any other intellectual property used by the Company or its Subsidiaries;

(xvii) any winding up, liquidation or dissolution of the Company or any of its Subsidiaries;

(xviii) approval of the terms of any ESOP for employees or directors of the Company or its Subsidiaries and the allocation of options thereunder;

(xix) delegation of authority or any of the powers of the Board of the Company or its Subsidiaries to any individual or any amendments to the authority or powers so delegated;

a. any change in statutory auditors;

b. any proposal involving, directly or indirectly, a change in Control or management of the Company or its Subsidiaries; and

(xxii) any commitment, arrangement or agreement, verbal or written, to do any of the foregoing.

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the following contracts which have been entered into or are to be entered into by our Company (not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two years before the date of this Draft Red Herring Prospectus) which are or may be deemed material will be attached to the copy of the Red Herring Prospectus to be delivered to the RoC for registration. Copies of the abovementioned contracts and also the documents for inspection referred to hereunder, may be inspected at the Registered Office between 10 a.m. and 5 p.m. on all Working Days from the date of the Red Herring Prospectus until the Offer Closing Date.

A. Material contracts for the Issue

1. Engagement letter dated September 29, 2014 amongst our Company, the Selling Shareholders and the Managers.

2. Offer agreement dated September 29, 2014 amongst our Company, the Selling Shareholders and the Managers.

3. Memorandum of understanding dated September 29, 2014 amongst our Company, the Selling Shareholders and the Registrar to the Issue.

4. Escrow agreement dated [●], 2014 amongst our Company, the Selling Shareholders, the Managers, the Syndicate Members, the Escrow Collection Banks/Bankers to the Issue, the Refund Bank(s) and the Registrar to the Issue.

5. Syndicate agreement dated [●], 2014 amongst our Company, the Selling Shareholders, the Managers, the Syndicate Members and the Registrar.

6. Underwriting agreement dated [●], 2014 amongst our Company, the Selling Shareholders, the Managers and the Syndicate Members.

7. Selling Shareholder Escrow Agreement dated [●], 2014 between our Company, the Selling Shareholder and the Registrar to the Issue.

B. Other material contracts in relation to our Company

1. Shareholders agreement dated March 3, 2006 and amended as on March 31, 2007 amongst our Company, Pineridge and the promoters, and the termination agreement dated September 29, 2014.

2. Shareholders' agreement dated May 19, 2009 and amended as on January 11, 2013 amongst ACB (India) Power Limited, Mr. Sanjay Jain, Mr. Anil Kumar Jain, Atma Securities Private Limited, Jaisri Properties & Exports Private Limited and TRN Energy Private Limited.

3. Promoter agreement dated February 10, 2011 and amended as on March 4, 2011 and September 13, 2011, amongst Mr. Ganesh Chandra Mrig, Ms. Sushil Mrig, Mr. Ashok Mrig, Mr. Ajay Mrig, Ms. Monika Mrig, Mr. Rudra Sen Sindhu, certain existing shareholders of our Company represented by their constituted attorney, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Maneesha Finlease Limited and our Company.

4. Voting agreement dated February 10, 2011 and amended as on September 13, 2011 amongst Mr. Rudra Sen Sindhu, certain existing shareholders of our Company represented by their constituted attorney, Mr. Rudra Sen Sindhu, Mr. Ajay Mrig and Ms. Monika Mrig.

5. Share purchase agreement dated September 13, 2011 amongst Mr. Ganesh Chandra Mrig, and Ms. Sushil Mrig, Mr. Ajay Mrig and Mr. Ashok Mrig (acting through their constituted attorney Mr. Ganesh Chandra Mrig), Mr. Rudra Sen Sindhu and our Company.

6. Share purchase agreement dated September 13, 2011 and amended as on October 3, 2011 amongst Mr. Ganesh Chandra Mrig, acting as the constituted attorney of Ms. Sushil Mrig, Mr. Rudra Sen Sindhu and our Company.

7. Put option agreement dated March 16, 2011 and amended as on February 1, 2013 and further amended on September 29, 2014 among Sainik Mining and Allied Services Limited, IDBI Trusteeship Services Limited (in its capacity as the trustee of India Advantage Fund – V and represented through its investment manager, ICICI Venture Funds Management Company Limited), Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki and Mitter Sen Agrofarms Private Limited. Also, the escrow agreement dated May 19, 2011between India Advantage Fund, Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Mitter Sen Agrofarms Private Limited and ICICI Bank Limited.

8. Share deposit agreement dated March 21, 2011 between SMASL, IDBI Trusteeship IDBI Trusteeship Services Limited (in its capacity as the trustee of India Advantage Fund – V and represented through its investment manager, ICICI Venture Funds Management Company Limited), Mr. Rudra Sen Sindhu, Mr. Kuldeep Singh Solanki, Mitter Sen Agrofarms Private Limited and ICICI Bank Limited.

C. Material documents

1. Memorandum and Articles of Association of our Company, as amended till date.

2. Resolution of the Board dated August 28, 2014 authorising the Offer.

3. Shareholders' resolution dated September 6, 2014 authorising the Offer.

4. Resolution of the board of directors of Pineridge, dated September 29, 2014 authorising the sale of 23,800,000 Equity Shares as part of the Offer.

5. Consent letters from the Individual Selling Shareholders in relation to the Offer.

6. Consent from the Auditors for inclusion of their names as the statutory auditors and of their reports on accounts in the form and context in which they appear in this Draft Red Herring Prospectus.

7. Consent from A. L. Sehgal for inclusion of the statement of tax benefits in the form and context in which it appears in this Draft Red Herring Prospectus.

8. The audit report of the Auditors, M/s. B S R & Company, Chartered Accountants, dated on our Restated Financial Information and statement of tax benefits dated September 29, 2014 included in this Draft Red Herring Prospectus.

9. The statement of tax benefits dated September 29, 2014 included in this Draft Red Herring Prospectus.

10. Copies of our annual reports for fiscal 2014, fiscal 2013, fiscal 2012, fiscal 2011 and fiscal 2010.

11. Consent of our Directors, the Managers, Syndicate Members, Domestic Legal Advisor to the Company, Domestic Legal Advisor to Pineridge, Legal Counsel to the Managers as to Indian law, International Legal Advisor to the Underwriters, Registrars to the Issue, Escrow Collection Banks/Bankers to the Issue, Bankers to our Company, Company Secretary and Compliance Officer as referred to in their specific capacities.

12. CRISIL research review and outlook on power and coal dated September 2014.

13. In-principle listing approvals dated [●] and [●] from NSE and BSE, respectively.

14. Agreement amongst NSDL, our Company and Link Intime India Private Limited, our Company's share transfer agent, dated February 6, 2013.

15. Agreement amongst CDSL, our Company and Link Intime India Private Limited, our Company's share transfer agent, dated January 31, 2013.

16. Due diligence certificate dated September 29, 2014 to SEBI from the Managers.

Any of the contracts or documents mentioned in this Draft Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders subject to compliance with applicable laws.

DECLARATION

We, the Directors of the Company, hereby certify and declare that all relevant provisions of the Companies Act, and guidelines issued by the Government of India or the guidelines and regulations issued by SEBI, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA or the SEBI Act, or rules made thereunder or guidelines and regulations issued, as the case may be. We further certify that all statements in this Draft Red Herring Prospectus are true and correct.

Signed by the Directors of the Company

Mr. Rudra Sen Sindhu	Mr. Vir Sen Sindhu
Mr. Kuldeep Singh Solanki	Mr. Vrit Pal Sindhu
Mr. Niten Malhan	Mr. Ramesh Shah
Mr. Surinder Singh Kohli	Mr. Brij Behari Tandon
Mr. Charan Das Arha	Mr. Rajpal Solanki
Mr. Samay Ram	Mr. Ajay Mrig

Signed by the Chief Financial Officer

Mr. Sanjay Hasija

Place: New Delhi

Date: September , 2014

PINERIDGE DECLARATION:

Pineridge certifies that all statements and undertakings made by Pineridge in this Draft Red Herring Prospectus about or in relation to itself and the Equity Shares of the Company sold by it in the Offer, are true and correct. Pineridge assumes no responsibility for any other statements in the Draft Red Herring Prospectus.

Signed by the Selling Shareholder, Pineridge Investment Ltd

For Pineridge Investment Ltd

Ms. Sharmila Baichoo: _____
(Authorized Signatory)

Date: September 29, 2014

Place: Port Louis, Mauritius

Mr. Ganesh Chandra Mrig confirms that all statements made by him in this Draft Red Herring Prospectus in relation to himself and the Equity Shares being sold by him by way of the Offer are true and correct.

Signed by the Selling Shareholder, Mr. Ganesh Chandra Mrig

Sd/-

Mr. Ashok Mrig confirms that all statements made by him in this Draft Red Herring Prospectus in relation to himself and the Equity Shares being sold by him by way of the Offer are true and correct.

Signed by the Selling Shareholder, Mr. Ashok Mrig

Sd/-