

No. CTL/DEB/20-21/Noting Certificate/2689

October 21st, 2020

To Whomsoever It May Concern,

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Catalyst Trusteeship Limited (“**Debenture Trustee**”) hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Regulations**”), provided to us by **NTPC-sail Power Company Limited (“the Company”)** for the Half year ended September 30, 2020.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For Catalyst Trusteeship Limited

For CATALYST TRUSTEESHIP LIMITED



Authorised Signatory

Authorised Signatory

Encl: Results submitted by Company





DINESH JAIN & ASSOCIATES

CHARTERED ACCOUNTANTS

A-115, Vikas Marg, 2nd Floor
Shakarpur, Delhi - 110092
Tel.: 22509061, 42487261
Mob. : 98100 92750
Fax : 220 17204
E-mail: dkjain440@gmail.com

LIMITED REVIEW REPORT

To

The Board of Directors,
NTPC SAIL POWER COMPANY LTD.

We have reviewed the accompanying statements of Unaudited Financial Results of **NTPC-SAIL Power Company Limited** (the 'Company') for the six months period ended 30th September, 2020 (the 'Statement'). This Statement has been prepared by the Company pursuant to the requirements of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations) read with circular No. CIR/IMD/DF1/69/2016 dated 10th August, 2016.

The preparation of the Statement in accordance with recognition and measurement principal laid down in Indian Accounting Standard 34 ('Ind AS 34') "Interim Financial Reporting", specified under section 133 of the Companies Act, 2013 read with relevant rules of Companies (Indian Accounting Standards) Rules, 2015 and SEBI Circular No. CIR/IMD/DF1/69/2016 dated 10th August, 2016 is the responsibility of the Company's management and has been approved by the Board of Directors of the Company in its meeting held on **20/10/2020**. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, **except our Observations given below**, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results for the six months period ended 30th September, 2020 prepared in accordance with recognition and measurement principal laid down in the applicable Indian Accounting Standards ('Ind AS'), specified under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practice and polices has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. CIR/IMD/DF1/69/2016 dated 10th August, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Observations:

- 1.) In Bhillai PP-III plant, Excess Depreciation has been charged on Capital Spares-Igaap and Capital Spares-Ind AS (I.e GL code- 1001037 and 7100101) as on 30.09.2020 by **Rs. 9.99 crores** due to non-compliance of system circular no. 126/2016 dated 14/05/2016.



- 2.) In case of Bhilai Plant, the account of BHEL is unreconciled for a long time, where out of Rs. 13.71 crores payable to BHEL, a sum of Rs. 11.38 crores is pending for reconciliation for last 10 years.
- 3.) In case of Bhilai Plant, the account of MMTC Ltd. is unreconciled for a long time, where out of Rs.9.73 crores payable to MMTC Ltd, a sum of Rs.8.86 crores is pending for reconciliation for more than 6 years and remaining balance of Rs.0.87 crores is pending for reconciliation for more than 3 years. Sufficient details in this regard like claim made by MMTC Ltd or any communication received from MMTC Ltd or balance confirmation/reconciliation at any stage received from MMTC Ltd. could not be produced by the company.
- 4.) Company does not have Independent Directors on its Board as required under the provisions of Section 149(4) of the Companies Act, 2013. No Independent director is appointed on Audit Committee pursuant to the provisions of Section 177(2) of the Companies Act 2013. No Independent director is appointed on Nomination and Remuneration Committee and Corporate Social Responsibility Committee, pursuant to the provisions of Section 178(1) and Section 135(1) of the Companies Act 2013 respectively. Provisions of Section 134(3)(p) and Section 149(8) read with Clause VII & VIII of Schedule IV of the Companies Act 2013, w.r.t separate meeting of the independent directors and Performance evaluation of the Directors have not been complied with.
- 5.) Advances-Contractors & suppliers (Other current assets) of **Rs.115.42 crores** includes disputed advance of Rs.58.82 crores due from SECL which has been shown UNSECURED-CONSIDERD GOOD. This advance is outstanding in NSPCL books for more than 3 years now but the dispute could not be resolved and SECL has already adjusted the advance. Therefore, the same can not be treated as GOOD and needs to be considered as doubtful of recovery and a provision for bad and doubtful advance should be created there against but the company has not created any provision for the same. According to the company if amount could not be recovered from SECL then corresponding amount of purchases adjusting the advance will be booked and the same will be billed on beneficiaries. But nothing has been done so far resulting into further loss of interest to the company.
- 6.) Company has distributed Corporate office common expenditure of **Rs.15.41 crores** EQUALLY between PPII units and Bhilai PPIII unit without considering the size of plant, its MW capacity, consumption of expenditure, turnover or any other logical basis. As a result of which PPIII expenditure (which is much bigger a plant in comparison to PPII units) has been under reported and expenditure of PPII units has been over reported. It has an impact on billing made to SAIL because NSPCL gets reimbursed with all PPII expenditure from SAIL(including proportionate CC exps) but does not get such reimbursement in case of PPIII plant.



Place : Delhi
Date : 20-10-2020

FOR DINESH JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN- 004885N


(NEHA JAIN) FCA
Partner

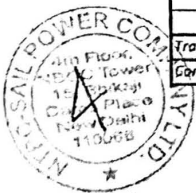
Membership No. 514725
UDIN : 20514725AAAAFV8648

NTPC SAIL POWER COMPANY LIMITED



₹ in Lakhs

STATEMENT OF ASSETS AND LIABILITIES			
Particulars	As at 30.09.2020 Unaudited	As at 30.09.2019 Unaudited	As at 31.03.2020 Audited
A. ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	1,25,092.76	1,38,404.16	1,32,632.98
(b) Capital Work In progress	2,29,746.29	1,87,331.53	2,16,723.77
(c) Intangible Assets	12.75	50.46	23.76
(d) Intangible assets under development	-	-	-
(e) Financial assets			
(i) Investments	-	-	-
(ii) Trade receivables	-	-	-
(iii) Loans	1,844.41	1,652.05	1,793.35
(iv) Others financial assets	34,776.20	28,636.39	34,124.71
(f) Deferred tax Assets (net)	11,133.24	5,019.85	7,718.85
(g) Other non-current assets	8,300.72	10,238.99	9,795.10
Sub-total-Non-current assets	4,10,906.37	3,71,343.43	4,02,812.02
(2) Current assets			
(a) Inventories	16,812.00	25,519.28	27,409.14
(b) Financial assets			
(i) Investment	1,727.07	-	-
(ii) Trade receivables	11,638.74	13,514.05	11,494.24
(iii) Cash and cash equivalents	15,846.88	2,959.87	13,034.82
(iv) Bank Balances other than Cash and Cash equivalents	18.39	1,102.15	320.76
(v) Loans	610.86	609.81	610.10
(vi) Others financial Assets	10,155.52	14,470.92	10,351.77
(c) Current tax assets (net)	-	-	-
(d) Other current assets	13,160.83	26,953.75	9,674.11
Sub-total-Current assets	69,970.29	85,139.83	72,894.94
Total Assets	4,80,876.66	4,56,483.26	4,75,706.96
B. EQUITY AND LIABILITIES			
1. EQUITY			
(a) Equity share capital	98,050.01	98,050.01	98,050.01
(b) Other equity	1,89,706.77	1,72,575.62	1,76,202.34
Sub-total-Total equity	2,87,756.78	2,70,625.63	2,74,252.35
2. LIABILITIES			
(i) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	1,23,903.06	1,14,292.53	1,22,782.86
(ii) Trade Payables			
1. total outstanding dues of micro enterprises and small enterprises; and	-	-	-
2. total outstanding dues of creditors other than micro enterprises and small enterprises.	-	-	-
(iii) Other financial liabilities	5,178.32	4,317.95	5,076.16
(b) Provisions	571.11	431.73	512.47
(c) Deferred tax liabilities (net)	-	-	-
(d) Other non-current liabilities	785.65	-	-
Sub-total- Non-current liabilities	1,30,438.14	1,19,042.21	1,28,371.49
(ii) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	-	14,000.00	6,000.00
(ii) Trade payables			
1. total outstanding dues of micro enterprises and small enterprises; and	430.51	62.37	405.89
2. total outstanding dues of creditors other than micro enterprises and small enterprises.	7,045.16	9,250.71	10,354.96
(iii) Other financial liabilities	42,074.85	35,199.32	46,282.54
(b) Other current liabilities	5,331.48	2,892.18	3,061.06
(c) Provisions	7,799.74	5,410.84	6,978.67
(d) Current Tax Liabilities (net)	-	-	-
Sub-total- Current liabilities	62,681.74	66,815.42	73,083.12
Total Equity & Liabilities	4,80,876.66	4,56,483.26	4,75,706.96
Trade payables-micro and small enterprises	1,347.54	62.37	670.74
Contingent Liability	20,008.23	7,134.13	18,921.64



A





NTPC-SAIL POWER COMPANY LIMITED

Corporate Office : 4TH FLOOR NBCC TOWER, 15 BHIKAJI CAMA PLACE NEW DELHI-110066

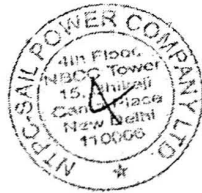
CIN- U74899DL1999PLC098274, Website: www.nspcl.co.in Email: bonds_section@nspcl.co.in

STATEMENT OF FINANCIAL RESULTS FOR THE HALF YEAR ENDED 30.09.2020

(' in Lakhs except per share data)

S.No.	Particulars	Quarter Ended	Quarter Ended	Quarter Ended	Half year Ended	Half year Ended	Year Ended
		30.09.2020	30.06.2020	30.09.2019	30.09.2020	30.09.2019	31.03.2020
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	(a) Revenue from Operations	72,649.63	56,234.73	77,317.18	1,28,884.36	1,47,731.14	2,85,293.26
	(b) Other Income	470.50	237.72	165.31	708.22	658.97	3,853.04
	Total Revenue(a+b)	73,120.13	56,472.45	77,482.49	1,29,592.58	1,48,390.06	2,89,146.30
2	Expenses						
	(a) Fuel Cost	44,240.87	31,064.45	46,480.05	75,305.32	89,569.94	1,70,007.23
	(b) Employees benefits exps	3,699.98	3,894.92	3,774.29	7,594.90	8,052.75	16,404.87
	(c) Finance Costs	250.86	222.17	449.01	473.03	690.88	1,401.85
	(d) Depreciation, amortization and impairment expense	3,696.04	3,983.97	3,686.68	7,680.01	7,378.51	15,680.41
	(e) Other expenses	12,030.39	8,917.32	12,611.73	20,947.71	22,322.44	48,632.84
	Total Expenses (a+b+c+d+e)	63,918.14	48,082.83	67,001.76	1,12,000.97	1,28,014.52	2,52,127.20
3	Profit Before Tax (1-2)	9,201.99	8,389.62	10,480.73	17,591.61	20,375.54	37,019.10
4	Tax expense						
	(a) Current year	1,594.48	1,472.41	1,509.48	3,066.89	3,640.26	6,657.08
	(b) Earlier years	-	-	-	-	-	-
	(c) Deferred tax (asset)/liability	(1,030.89)	(917.58)	(847.38)	(1,948.47)	(1,755.42)	(2,661.73)
	(d) Less : MAT credit available	(901.84)	(564.09)	(915.29)	(1,465.93)	(2,079.58)	(3,872.27)
	Total tax expense (a+b+c+d)	(338.25)	(9.26)	(253.19)	(347.51)	(194.74)	123.08
5	Profit After Tax (3-4)	9,540.24	8,398.88	10,733.92	17,939.12	20,570.28	36,896.02
6	Other Comprehensive Income / (expense)						
	Items that will not be classified to Profit & Loss (net of tax)	-	-	-	-	-	-
	(i) Net actuarial (gains)/losses on defined benefit plans	113.47	113.46	72.37	226.93	137.93	453.86
7	Total comprehensive Income for the period (5+6)	9,426.77	8,285.42	10,661.55	17,712.19	20,432.35	36,442.16
X	Expenditure during construction period (net)	3,151.84	3,040.84	3,154.55	6,192.68	5,584.85	12,947.56
XI	Earning Per Equity Share (Par value ₹ 10/- each)						
	Basic and Diluted (in ₹)	0.97	0.86	1.09	1.83	2.10	3.76
XII	Paid Up Equity Share Capital (Face Value ₹ 10 Per Share)	98,050.01	98,050.01	98,050.01	98,050.01	98,050.01	98,050.01
XIII	Other Equity*	1,89,648.92	1,84,222.14	1,72,001.46	1,89,648.92	1,72,001.46	1,75,936.72
XIV	Debenture Redemption Reserve	12,500.00	12,500.00	12,500.00	12,500.00	12,500.00	12,500.00
XV	Paid Up Debt Capital	1,37,014.84	1,31,226.49	1,36,688.42	1,37,014.84	1,36,688.42	1,43,239.64

* Excluding Fly Ash Utilisation Reserve Fund & Corporate Social Responsibility Reserve

*A**Q/A*



NTPC-SAIL Power Company Limited

Disclosure as per Ind AS 108 on 'Operating segments'

A. General Information

The Company has two reportable segments, as described below, based on the risk and reward and regulatory authority associated with the sale of power.

The following summary describes the operations in each of the Company's reportable segments:

- i) Generation of energy from PP-III: Generation and sale of energy to SAIL & State Power Utilities in respect of PP-III power project
- ii) Generation of energy from PP-II: Generation and sale of energy to SAIL in respect of PP-II power projects

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before income tax.

B. Information about reportable segments and reconciliations to amounts reflected in the financial statements

₹ in Lakhs

Particulars	Generation of energy from PP-III			Generation of energy from PP-II			Total		
	30.09.2020	31.03.2020	30.09.2019	30.09.2020	31.03.2020	30.09.2019	30.09.2020	31.03.2020	30.09.2019
Segment revenue									
Sale of energy/ Interest on Finance Lease									
Recoverable	65,230.10	1,51,705.42	84,048.26	63,654.26	1,33,587.84	63,682.88	1,28,884.36	2,85,293.26	1,47,731.14
Other Income	288.56	2,939.56	90.15	233.42	379.90	238.38	521.97	3,319.46	328.53
	65,518.65	1,54,644.98	84,138.41	63,887.68	1,33,967.74	63,921.26	1,29,406.33	2,88,612.72	1,48,059.67
Unallocated corporate interest and other income	-	-	-	-	-	-	186.24	533.57	330.39
Total							1,29,592.57	2,89,146.29	1,48,390.06
Segment result	20,795.41	43,861.87	23,620.44	6,746.56	13,696.70	6,670.99	27,541.96	57,558.57	30,291.43
Unallocated corporate Results		-	-		-	-	(1,797.31)	(3,457.21)	(1,846.51)
Interest expenses	96.28	200.36	6.81	344.18	799.22	420.95	440.46	999.59	427.77
Unallocated corporate Interest expenses		-	-		-	-	32.56	402.26	263.11
Depreciation and amortization	7,353.48	14,631.16	7,275.68	261.42	817.63	(15.38)	7,614.91	15,448.79	7,260.30
Unallocated corporate Depreciation & amortization					-	-	65.10	231.62	119.21
Income Tax							3,066.89	2,784.81	3,640.26
Deferred Tax							(3,414.39)	(2,661.73)	(3,835.00)
Profit after tax	-	-	-	-	-	-	17,939.12	36,896.02	20,570.28

₹ in Lakhs

Particulars	Generation of energy from PP-III			Generation of energy from PP-II			Total		
	30.09.2020	31.03.2020	30.09.2019	30.09.2020	31.03.2020	30.09.2019	30.09.2020	31.03.2020	30.09.2019
Segment assets	1,65,432.35	1,77,519.82	2,03,838.73	49,361.44	51,750.62	47,851.57	2,14,793.79	2,29,270.44	2,51,690.30
Unallocated corporate and other assets							22,273.73	26,595.90	8,723.15
Total assets	1,65,432.35	1,77,519.82	2,03,838.73	49,361.44	51,750.62	47,851.57	2,37,067.53	2,55,866.34	2,60,413.45
Segment liabilities	14,222.98	14,567.92	13,949.99	5,675.78	6,995.12	6,937.60	19,898.76	21,563.04	20,887.59
Unallocated corporate and other liabilities							1,36,111.44	1,49,335.38	1,36,536.13
Total liabilities	14,222.98	14,567.92	13,949.99	5,675.78	6,995.12	6,937.60	1,56,010.21	1,70,898.42	1,57,423.72
Non-cash expenses other than depreciation	473.62	1,560.61	513.61	-	-	-	473.62	1,560.61	513.61

Note:

- i) Segment/ unallocated corporate Assets and Liabilities does not include, assets and liabilities relating to expansion projects, viz Rourkela 1x 250 MW & Durgapur 2x 20 MW.
- ii) The Company has not disclosed geographical segments as operations of the company are mainly carried out within the country.



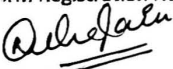


NTPC-SAIL POWER COMPANY LIMITED

NOTES:

1	The results for the half year ended September 30,2020 has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 20.10.2020
2	The financial statements are prepared on going concern basis following accrual system of accounting and comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other provisions of the Companies Act, 2013 (to the extent notified and applicable) and the provisions of the Electricity Act, 2003 to the extent applicable.
3	Pursuant to the requirement of Regulation 52 of Security & Exchange Board of India (Listing Obligation & Disclosure Requirements), Regulations 2015, the Financial results for the half year ended September 30, 2020 of the Company have been subjected to a "Limited Review" by the Statutory Auditors of the Company.
4	Earning Per Share for the half year ended September 30,2020 and September 30, 2019 have been calculated for six months and not annualised.
5	Net worth as on September 30, 2020 is ₹ 2,87,698.93 lakhs (as on September 30, 2019 is ₹ 2,70,051.47 lakhs and as on March 31, 2020 is ₹ 2,73,986.73 lakhs).
6	The Company has issued on 11th July 2017, 7.72% - Secured, Non-Convertible, Redeemable, Fully Paid-Up Bonds of ₹ 50,000 Lakhs in the nature of Debentures (Bonds). The Bonds are listed on BSE Limited.
7	For Financial Year 2019-20 company shareholders has approved final dividend of ₹ 4000 Lakhs in AGM held on 15.09.2020 amounting to 4.08% of the paid up capital of Company.
8	Prior Period figures have been reclassified/ regrouped to confirm with current period's presentation, wherever applicable.
9	Ratios
a)	Debt Service Coverage Ratio for the half year ended on September 30, 2020 is 2.75 (as on September 30, 2019 is 9.12 and as on March 31, 2020 is 8.03).
b)	Debt-Equity ratio as on September 30, 2020 is 0.48 (as on September 30, 2019 is 0.51 and as on March 31, 2020 is 0.52).
c)	Interest Service Coverage Ratio for the half year ended on September 30, 2020 is 78.52 (as on September 30, 2019 is 43.05 and as on March 31, 2020 is 47.99).
	Formula for computation of ratios are as follows:
i.	Debt Equity Ratio = Debt /Equity . Where Equity equals to Equity Share Capital and Other Equity.
ii.	Debt Service Coverage Ratio = [Earning before Interest, Depreciation, Tax /(Interest net of transferred to expenditure during construction+Principial Repayments during year)].
iii.	Interest Service Coverage Ratio = [Earning before Interest, Depreciation, Tax /(Interest net of transferred to expenditure during construction)].
10	Segment Results has been disclosed as per Ind AS 108 .

For Dinesh Jain & Associates
Chartered Accountants
Firm Registration Number: 004885N



Neha Jain
Partner

M.No. 514725


UDIN: 20514725AAAAFV8648

Place: New Delhi
Dated : 20.10.2020

For and on behalf of Board of Directors of
For NTPC SAIL POWER COMPANY LTD.


Director : Alka Salgal

DIN- 08204793


Director- Dr.A.K.Panda
DIN-08532039





एनटीपीसी-सेल पावर कम्पनी लिमिटेड

(एनटीपीसी और सेल का संयुक्त उपक्रम)

NTPC-SAIL POWER COMPANY LIMITED

(A Joint Venture of NTPC Ltd & SAIL)

केन्द्रीय कार्यालय
CORPORATE CENTRE

BSE Limited
P.J. Towers,
Dalal Street,
Mumbai-400001

21.10.2020

Sub: Half yearly communication pursuant to regulation 52(4) of the SEBI (listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

With reference to the captioned subject matter, the company has issued non-convertible debentures aggregating to Rs.500 crores. As required, under regulation 52(4) of the debt listing agreement we furnish below the details of the aforesaid NCDs for the half year ended on 30th Sep, 2020.

<u>Details Required</u>	<u>Information provided hereunder</u>
Credit Rating	CARE AA; Stable IND AA/Stable
Asset Cover Available	100%
Debt-Equity ratio	0.48
Previous due date for the payment of interest/principal and whether the same has been paid or not	11.07.2020 and the same was paid on 10.07.2020
Next due date for the payment of interest/principal	11.07.2021
Debt service coverage ratio	2.75
Interest service coverage ratio	78.52
Outstanding redeemable preference shares(Quantity & value)	Not applicable
Capital redemption reserve/ Debenture redemption reserve	₹ 12,500 lakhs
Net worth	₹ 2,87,698.93 lakhs
Net profit after tax	₹ 17,939.12 lakhs
Earning per share	1.83

This is for your information & records.

Thanking You,

Yours Truly,
For NTPC-SAIL Power Company Limited

Dimpy Trikha
Dimpy Trikha
(Company Secretary)

