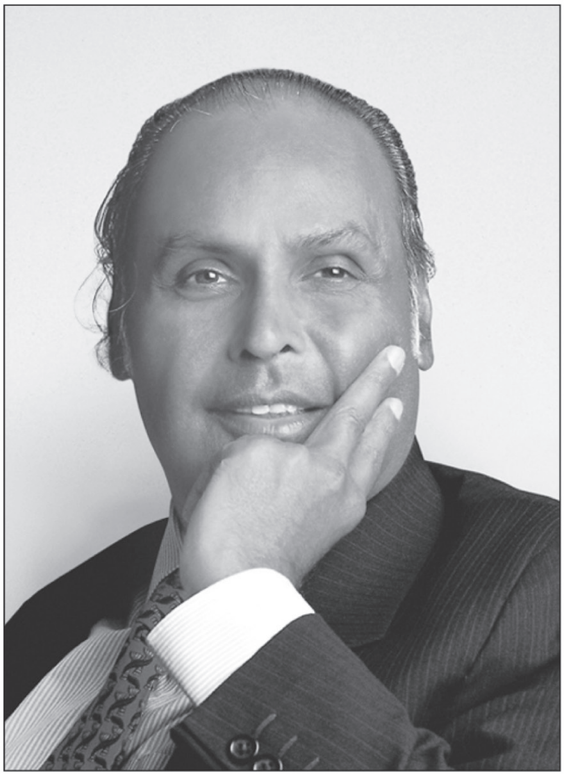
Reliance Infrastructure

Annual Report
2012-13



Dhirubhai H. Ambani

(28th December, 1932 - 6th July, 2002)

Reliance Group - Founder and Visionary

Profile

Reliance Infrastructure Limited is a constituent of the Reliance Group, one of the leading business houses in India.

Incorporated in 1929, Reliance Infrastructure has emerged as one of India's fastest growing companies in the infrastructure sector. It ranks among India's top listed private companies on all major financial parameters, including assets, sales, profits and market capitalization.

Reliance Infrastructure companies distribute more than 36 billion units of electricity to over 30 million consumers across an area that spans over 1,24,300 sq kms and includes India's two premier cities, Mumbai and Delhi. The companies generate over 941 MW of electricity through its power stations located in Maharashtra, Andhra Pradesh, Kerala, Karnataka and Goa.

Reliance Infrastructure is also the leading player in the Engineering, Procurement and Construction (EPC) segment of the power sector.

Reliance Infrastructure has expanded its foot-print much beyond the power sector. Currently, Reliance Infrastructure group is engaged in the business not only in the fields of generation, transmission, distribution and trading of power but also in other key infrastructural areas.

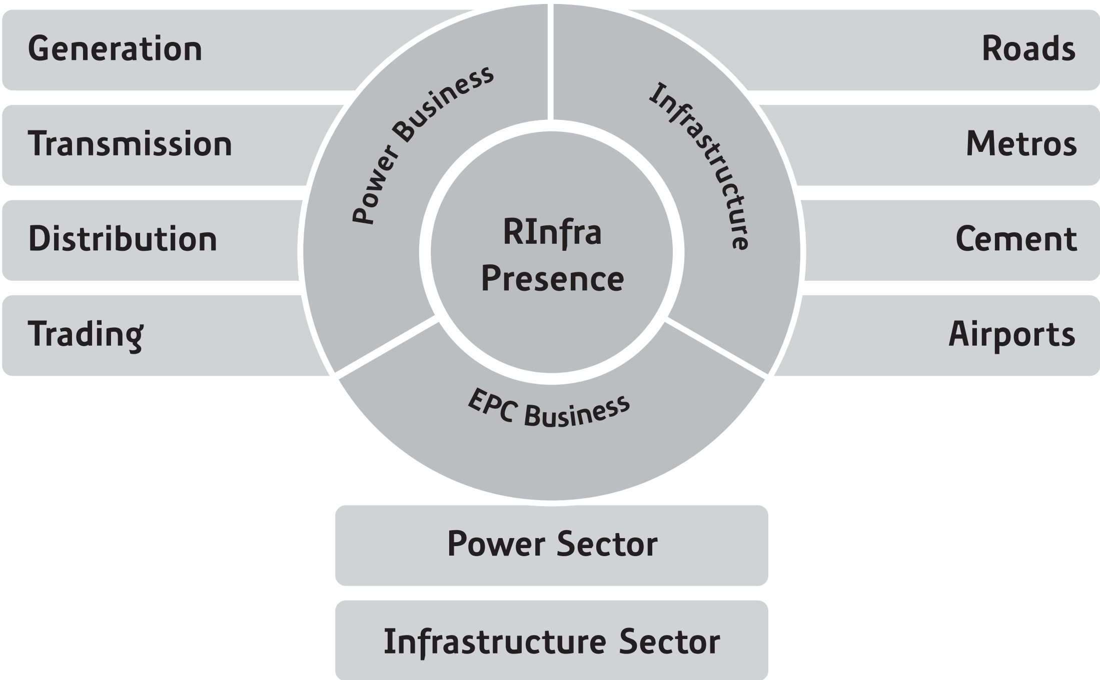
Reliance Infrastructure is developing/operating projects, through various Special Purpose Vehicles (SPVs), in several high growth areas such as roads, metro rail and cement business.

Mission: Excellence in Infrastructure

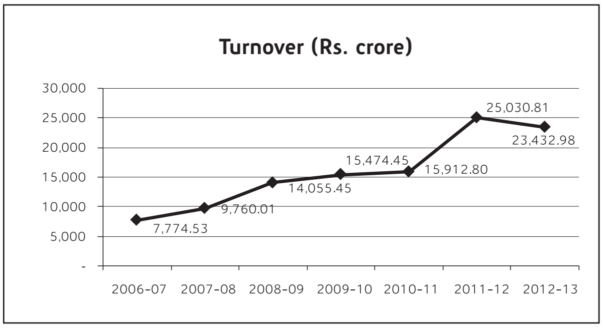
- To attain global best practices and become a world-class utility.
- To create world-class assets and infrastructure to provide the platform for faster, consistent growth for India to become a major world economic power.
- To achieve excellence in service, quality, reliability, safety and customer care.
- To earn the trust and confidence of all customers and stakeholders, exceeding their expectations and make the Company a respected household name.
- To work with vigour, dedication and innovation with total customer satisfaction as the ultimate goal.
- To consistently achieve high growth with the highest levels of productivity.
- To be a technology driven, efficient and financially sound organisation.
- To be a responsible corporate citizen nurturing human values and concern for society, the environment and above all people.
- To contribute towards community development and nation building.
- To promote a work culture that fosters individual growth, team spirit and creativity to overcome challenges and attain goals.
- To encourage ideas, talent and value systems.
- To uphold the guiding principles of trust, integrity and transparency in all aspects of interactions and dealings.

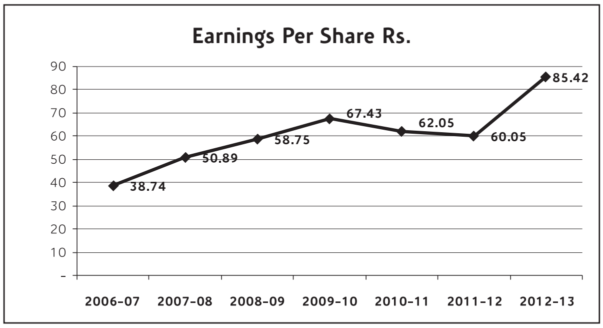
This Report is printed on environment-friendly paper.

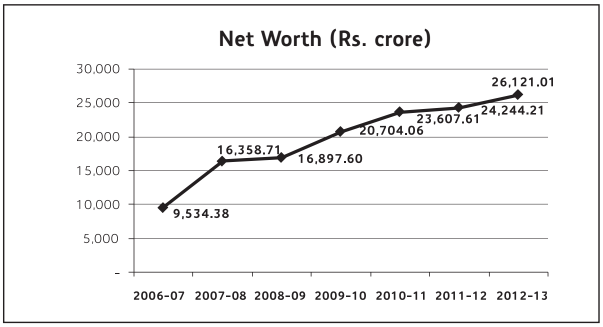
Business Mix

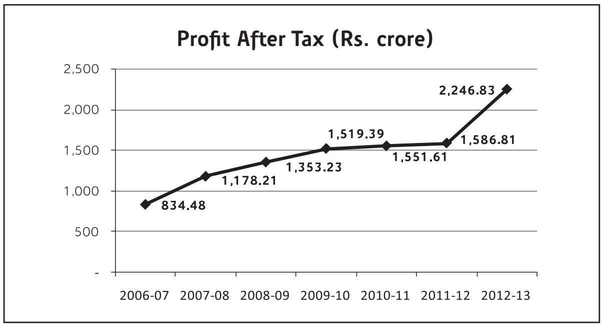


Key Financial Highlights (Consolidated)









Board of Directors

Shri Anil Dhirubhai Ambani – Chairman
Shri S Seth – Vice Chairman
Dr V K Chaturvedi
Shri R R Rai
Shri S S Kohli
Shri K Ravikumar

Chief Executive Officer

Shri Lalit Jalan

Company Secretary and Manager

Shri Ramesh Shenoy

Auditors

M/s. Haribhakti & Co.
M/s. Pathak H D & Associates

Registered Office

H Block, 1st Floor
Dhirubhai Ambani Knowledge City
Navi Mumbai 400 710
Maharashtra, India

Registrar and Transfer Agent

Karvy Computershare Private Limited
Madhura Estate, Municipal No. 1-9/13/C
Plot No. 13 & 13C, Madhapur Village
Hyderabad 500 081
Andhra Pradesh, India
Website: www.karvy.com

Investor Helpdesk

Toll free no (India)	: 1800 4250 999
Telephone no.	: +91 40 4030 8000
Fax no.	: +91 40 2342 0859
Email	: rinfra@karvy.com
Post your request	: http://kcpl.karvy.com/adag

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84th Annual General Meeting on Tuesday, August 27, 2013 at 4.00 p.m. or soon after conclusion of the AGM of Reliance Power Limited convened on the same day, whichever is later at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020

This Annual Report can be accessed at www.rinfra.com.

Letter to Shareowners

My dear fellow Shareowners

It gives me great pleasure to share with you the highlights of our Company's performance during the year 2012-13.

I am glad to inform you that the Company has made significant progress in implementing various infrastructure projects that have been taken up by the Company in recent years. Within a short span of time, the Company has emerged as one of the leading infrastructure companies of India, developing its infrastructure projects, through various special purpose vehicles, in high growth areas, such as roads, metro rail and cement projects. The Company is also one of the leading utility companies in India, having a presence across the value chain of power businesses i.e. generation, transmission, distribution, trading and engineering, procurement and construction.

Performance review

The highlights of our financial and operational performance during the year 2012-13 are:

- Total income of ₹ 15,405 crore (US$ 2.8 billion).
- Net Profit of ₹ 1,999.52 crore (US$ 368 million).
- Cash Earnings Per Share of ₹ 94.9 (US$ 1.7).
- Earnings Per Share (EPS) of ₹ 76.0 (US$ 1.4).
- With a net worth of about ₹ 20,236 crore (US$ 3.7 billion), Reliance Infrastructure ranks among the top performing Indian private sector companies in the country.
- Our group revenues stand at about ₹ 40,980 crore (US$ 7.5 billion), while our gross fixed assets amount to ₹ 37,330 crore (US$ 6.9 billion).

Power generation, transmission and distribution

Power Generation

The Company with its wholly owned subsidiary owns and operates power stations in Maharashtra, Goa, Andhra Pradesh and Kerala with aggregate capacity of over 941 MW. The generation units continue to demonstrate significant improvements across major operational, environmental and safety performance parameters. The Dahanu Power Station continues to be the country's best thermal power station in terms of various plant parameters such as plant load factor, plant availability factor, heat rate and auxiliary power consumption.

The power station has been operating with a plant load factor of more than 100 per cent consecutively for the past seven years and overall for nine years.

Power Transmission

The Company is the largest private player in the Indian power transmission sector and is currently implementing three inter state transmission projects consisting of 12 transmission lines across the length and breadth of the national grid.

I am glad to inform you that six transmission lines associated with the Western Region System Strengthening Scheme II Project B and C with a cumulative line length of about 1,440 circuit kms in Maharashtra and Gujarat have already been commissioned and are being successfully operated with a record availability of more than 99 per cent by Reliance Power Transmission Limited (RPTL), the Company's special purpose vehicle for transmission business.

The construction of the remaining three lines covered under these projects is expected to be commissioned during 2013-14. The third project namely Parbati Koldam Transmission Project being executed in a joint venture with Power Grid Corporation of India Limited (PGCIL) has achieved significant construction progress. With all the enabling clearances required to execute the project being in place, commissioning is expected to be achieved by the close of 2013-14.

The transmission business has maintained its high standards with network availability of 99.77 per cent for the year, thus ranking as one of the top performing utilities.

Power Distribution

The Company's distribution system in Mumbai has the distinction of operating its distribution network at 99.98 per cent reliability with aggregate system loss of just around 9.5 per cent.

The Company continues to focus on maintaining low system loss through a variety of technical and physical means and implementing various network augmentation measures. With the upgradation of the Supervisory Control and Data Acquisition system (SCADA) and the Distribution Management System (DMS), the Company is one of the first utilities in India to have the most advanced SCADA technology which enables the system to deliver a seamless integrated platform with Geographical Information System (GIS) for providing customers with enhanced and superior service standards.

Letter to Shareowners

I am glad to inform you that Mumbai Power Distribution Group has launched the 'First' of its kind online chat service for its 29 lakh Mumbai suburban power customers. This avenue would enable the customers to chat online with the Company's representatives for resolution of their queries / grievances on real time basis. Customers can also seek guidance on the status of their application, bill related issues, payment options and other procedural information.

The Power Distribution Division has been consistently improving on its several customer centric initiatives, viz. meter modernization, billing, payment options, dedicated call centres, customer care centres, an informative-interactive and user friendly website.

The EPC Business

The Engineering, Procurement and Construction (EPC) Division currently focuses on the EPC contracts of power projects being implemented by Reliance Power Limited. The Division achieved a turnover of around ₹ 8,000 crore during 2012-13 and has a strong order book position of about ₹ 11,000 crore as of March 31, 2013. The Division has taken various initiatives in engineering, construction and technology areas for successful implementation of mega and ultra mega power projects. The Division follows extensive construction and quality management processes at construction sites, to ensure reliability and efficiency of plants.

Infrastructure Projects

Road Projects

The Company, through special purpose vehicles, is implementing/ operating several toll road projects and is one of the largest developers of road and highway projects for the National Highways Authority of India (NHAI). Out of eleven projects, eight road projects are revenue operational and two more road projects are expected to be revenue operational within the current year. The Company is prequalified for NHAI projects of up to ₹ 9,800 crore.

Metro Projects

The Versova-Andheri-Ghatkopar corridor of Mass Rapid Transit System of Mumbai being executed by our special purpose vehicle, Mumbai Metro One Private Limited, is expected to be ready for commercial operation within the current financial year 2013-14. The opening up of this line will reduce vehicular traffic substantially and reduce the traveling time on that corridor from 120 minutes to 20 minutes.

Cement Projects

The Company is setting up, through its subsidiary company, 5 million tons per annum (MTPA) capacity cement plant at Maihar in Madhya Pradesh and another 5 MTPA cement plant at Mukatban in Maharashtra. Over the next five years, the Company aims to build up cement capacity of 20 MTPA.

The Company has already set up a grinding unit at Butibori, near Nagpur, which will use fly-ash to the extent of about 30 per cent of the raw materials for production of cement. In line with its vision to set up cement plants across India, the Company has applied for various mining leases/prospecting licenses in the States of Madhya Pradesh, Maharashtra, Karnataka, Himachal Pradesh, Rajasthan, Uttar Pradesh, Chhattisgarh and Uttarakhand.

Corporate Governance

Reliance Infrastructure has always maintained the highest governance standard and practices by adopting, as is the norm for all constituent companies of the Group, the "Reliance Group-Corporate Governance policies and Code of Conduct". These Policies and Code prescribe a set of systems, processes and principles, which conform to the highest international standards and are reviewed periodically to ensure their continued relevance, effectiveness and responsiveness to the needs of investors, both local and global, and all other stakeholders.

Social Commitments

As a responsible corporate citizen, we continue to contribute actively towards corporate social responsibility measures, focusing on education, healthcare, environment and other social upliftment initiatives. These initiatives are aimed at reaching out to underprivileged communities that live around the areas of our business units. We continue to extend support operationally to the Kokilaben Dhirubhai Ambani Hospital, a multi speciality hospital located in a prime area of Mumbai.

Awards and Recognitions

Our Company continues to receive awards and peer recognition for its outstanding performance across a variety of domains – from excellence in generation to environment, quality, water and energy management, from leadership in technology and innovation to safety and corporate social responsibility. These awards will motivate and spur us further in our quest for even greater excellence in operational and financial performance.

Our Commitment

Our endeavour at all times is to achieve the highest performance standards in the industry and an unchallenged leadership position across all segments in which we operate. Dhirubhai has always emphasized the entrepreneurial principles of quality with quantity, efficiency with equity, enterprise with excellence for improving the quality of life of Indians. We remain committed to upholding his vision and aim at creating even greater value for all our stakeholders.

Anil Dhirubhai Ambani
Chairman

Highlights – at a glance

Year Ended 31st March	2013	2012	2011	2010	2009
Units Sold – (Million Units)	7,164	7,954	9,186	10,163	9,582
Maximum Demand MVA	1,676	1,664	1,671	1,516	1,509
High Tension Mains KMs	3,933	3,906	3,814	3,651	3,860
Low Tension Mains KMs	5,764	5,123	4,871	4,713	3,619
No. of Substations	5,881	5,818	5,596	5,384	5,081
No. of Consumers (in '000) Licensed Area – 400 sq.km	2,880	2,830	2,805	2,761	2,692
No. of Shareholders (in lakhs)	12.97	14.11	14.54	15.09	15.91
Financial Data (₹ in crore)					
Fixed Assets (Net)	7,349	7,754	6,844	4,079	3,905
Investments	13,301	12,785	12,584	10,020	12,147
Share Capital	263	263	267	245	226
Reserves and Surplus	19,973	18,387	17,400	14,366	10,898
Borrowings	11,451	9,189	3,969	4,115	7,332
Gross Revenue	15,405	18,615	10,210	10,908	10,959
Profit Before Tax	2,143	2,498	1,135	1,297	1,193
Profit After Tax	2,000	2,000	1,081	1,152	1,139
Dividends	195	194	191	174	156
Dividend Tax	33	31	31	10	27
Retained Earnings (including statutory reserves)	1,787	1,779	859	968	956
Rate of Dividend on Equity Shares	74%	73%	72%	71%	70%
Earnings Per Share of face value of ₹ 10 each	76	76	43	51	49

1 crore = 10 million

Notice

Notice is hereby given that the 84th Annual General Meeting of the members of **Reliance Infrastructure Limited** will be held on **Tuesday, August 27, 2013** at 4.00 p.m. or soon after the conclusion of the Annual General Meeting of Reliance Power Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020, to transact the following businesses:

Ordinary Business

1. To consider and adopt the audited Balance Sheet as at March 31, 2013, the audited Statement of Profit and Loss for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Shri R R Rai, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri K Ravikumar, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT M/s. Haribhakti & Co., Chartered Accountants (Firm Registration No 103523W) and M/s. Pathak H D & Associates, Chartered Accountants (Firm Registration No 107783W), be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as shall be fixed by the Board of Directors."

Special Business

6 **Issue of Securities to the Qualified Institutional Buyers**

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

"a. RESOLVED THAT pursuant to Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and enabling provisions of the Memorandum and Articles of Association of the Company, the Listing Agreements entered into with the Stock Exchanges and subject to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR"), the provisions of the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, applicable rules, regulations, guidelines or laws and/or any approval, consent, permission or sanction of the Central Government, Reserve Bank of India and any other appropriate authorities, institutions or bodies (hereinafter collectively referred to as the "appropriate authorities"), and subject to such conditions as may be prescribed by any one of them while granting any such approval, consent, permission and/or sanction (hereinafter referred to as the "requisite approvals"), which may be agreed to by the Board of Directors of the Company (hereinafter called the "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution), the Board be and is hereby authorised to issue, offer and allot equity shares/fully convertible debentures/partly convertible debentures/non-convertible debentures with warrants/any other securities (other than warrants), which are convertible into or exchangeable with equity shares on such date as may be determined by the Board but not later than 60 months from the date of allotment (collectively referred to as "QIP Securities"), to the Qualified Institutional Buyers (QIBs) as per the SEBI ICDR, whether or not such QIBs are members of the Company, on the basis of placement document(s), at such time or times in one or more tranche or tranches, at par or at such price or prices, and on such terms and conditions and in such manner as the Board may, in its absolute discretion determine, in consultation with the lead managers, advisors or other intermediaries, provided however that the aggregate amount raised by issue of QIP Securities as above shall not result in increase of the issued and subscribed equity share capital of the Company by more than 25 per cent of the then issued and subscribed equity shares of the Company.

b. RESOLVED FURTHER THAT the relevant date for the determination of applicable price for the issue of the QIP Securities shall be the date on which the Board of the Company decides to open the proposed issue or the date on which the holder of the securities which are convertible into or exchangeable with equity shares at a later date becomes entitled to apply for the said shares, as the case may be ("Relevant Date").

c. RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of equity shares as may be required to be issued and allotted upon conversion of any Securities referred to in paragraph (a) above or as may be necessary in accordance with the terms of the offering, all such shares shall rank pari passu with the then existing shares of the Company in all respects, as may be provided under the terms of the issue and in the offering document.

d. RESOLVED FURTHER THAT such of these QIP Securities to be issued as are not subscribed may be disposed of by the Board to such person or persons and in such manner and on such terms as the Board may in its absolute discretion think fit in accordance with the provisions of law.

e. RESOLVED FURTHER THAT the issue to the holders of the Securities with equity shares underlying such securities shall be, inter alia, subject to suitable adjustment in the number of shares, the price and the time period, etc., in the event of any change in the equity capital structure of the Company consequent upon any merger, de-merger, amalgamation, takeover or any other re-organisation or restructuring in the Company.

f. RESOLVED FURTHER THAT for the purpose of giving effect to any issue or allotment of QIP Securities or instruments representing the same, as described in paragraph (a) above, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the entering into of underwriting, marketing and institution/trustees/ agents and similar agreements and to remunerate the managers, underwriters and all other agencies/ intermediaries by way of commission, brokerage, fees and the like as may be involved or connected in such offerings of QIP Securities, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in regard to any such issue or allotment as it may in its absolute discretion deem fit.

g. RESOLVED FURTHER THAT for the purpose aforesaid, the Board be and is hereby authorised to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of QIP Securities and utilisation of the issue proceeds including but without limitation to the creation of such mortgage/ hypothecation/charge on the Company's assets under Section 293(1)(a) of the said Act in respect of the aforesaid QIP Securities either on pari passu basis or otherwise or in the borrowings of loans as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

h. RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any other Officer(s)/Authorised Representative(s) of the Company to give effect to the aforesaid resolution."

By Order of the Board of Directors

Ramesh Shenoy
Company Secretary

Registered Office:

H Block, 1st Floor
Dhirubhai Ambani Knowledge City
Navi Mumbai 400 710

May 14, 2013

Notes :

1. **A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll, instead of herself/ himself and the proxy need not be a Member of the Company. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the Meeting.**
2. Corporate Members are requested to send a duly certified copy of the Board Resolution authorising their representative(s) to attend and vote on their behalf at the Meeting.
3. Members/Proxies should fill in the Attendance Slip for attending the Meeting and bring their Attendance Slips along with their copy of the annual report to the Meeting.
4. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members who hold share(s) in electronic form are requested to write their DP ID and Client ID numbers and those who hold share(s) in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Meeting.
6. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
7. a. The Company's Register of Members and Transfer Books will remain closed from Saturday, August 17, 2013 to Tuesday, August 27, 2013 (both days inclusive) for the purpose of Annual General Meeting and determining the names of members eligible for dividend, if declared, on equity shares for the year ended March 31, 2013.
   b. The dividend on equity shares, as recommended by the Board of Directors, if declared at the Meeting, will be paid after the Meeting.
   c. Members may please note that the dividend warrants shall be payable at par at the designated branches of the Bank for an initial period of three months only. Thereafter, the dividend warrants on revalidation shall be payable only at limited centres/ branches of the said Bank. Members are, therefore, requested to encash dividend warrants within the initial validity period.
8. Members may please note that for shares in electronic form, bank particulars registered against their depository accounts will be used by the Company for payment of dividend. Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they maintain their demat accounts. The Company or its Registrar and Transfer Agent cannot change bank particulars or bank mandates for shares held in electronic form.
9. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company / Registrar and Transfer Agent, Karvy Computershare Private Limited.
10. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company has transferred the unpaid or unclaimed dividends for the financial years 1995-96 to 2005-06(Q1), to the Investor Education and Protection Fund (IEPF) established by the Central

Notes

Government. Pursuant to the provisions of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 4, 2012 (date of last Annual General Meeting) on the website of the Company (www.rinfra.com), as also on the Ministry of Corporate Affairs website.

11. Non-Resident Indian members are requested to inform Karvy Computershare Private Limited immediately on:
    a. the change in the residential status on return to India for permanent settlement; and
    b. the particulars of the bank account(s) maintained in India with complete name, branch, account type, account number and address, if not furnished earlier.
12. Re-appointment of Director:

    At the ensuing Meeting, Shri R R Rai and Shri K Ravikumar, Directors of the Company retire by rotation and being eligible, offer themselves for re-appointment.

    The details pertaining to Shri R R Rai and Shri K Ravikumar required to be provided pursuant to the requirements of Clause 49 of the listing agreement are furnished in the report on Corporate Governance forming part of this Annual Report.
13. Members are advised to refer to the section titled "Investor Information" provided in this Annual Report.
14. Members are requested to fill in and send the Feedback Form provided in the 'Investor Relations' section on the Company's website www.rinfra.com to aid the Company in its constant endeavour to enhance the standards of service to the investors.
15. Statement containing the salient features of the balance sheet, statement of profit and loss and auditors' report (Abridged Financial Statements) is sent to the members, along with the abridged consolidated financial statements. Any member interested in obtaining a copy of the full Annual Report may write to the Registrar and Transfer Agent of the Company.
16. Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956, relating to the special business to be transacted at the Meeting is annexed hereto.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / the Registrar and Transfer Agent.
18. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
19. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Karvy Computershare Private Limited, for consolidation into a single folio.
20. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically.

Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 to the accompanying Notice dated May 14, 2013

Item No. 6

Issue of Securities to the Qualified Institutional Buyers

The Company, in order to enhance its global competitiveness and its ability to compete with the peer groups in the domestic and international markets, needs to strengthen its financial position and net worth by augmenting its long term resources. For the above purposes as also for meeting the requirements for general corporate purposes, as may be decided by the Board from time to time, it is proposed to seek the enabling authorisation of the Members of the Company in favour of the Board of Directors ("the Board" which expression for the purposes of this resolution shall include any committee of directors constituted/ to be constituted by the Board), without the need for any further approval from the Members, to undertake the Qualified Institutional Placement ("QIP") with the Qualified Institutional Buyers ("QIB"), in accordance with the provisions of Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ("SEBI ICDR"), as set out in the Special Resolution at Item No. 6 of the accompanying Notice.

In view of the above, the Board may, in one or more tranches, issue, offer and allot equity shares/fully convertible debentures/ partly convertible debentures/non-convertible debentures with warrants/any other securities, which are convertible into or exchangeable with equity shares on such date(s) as may be determined by the Board but not later than 60 months from the date of allotment (collectively referred to as "QIP Securities"). The QIP Securities proposed to be issued by the Board shall be subject to the provisions of the SEBI ICDR including the pricing, which will not be less than the average of the weekly high and low of the closing prices of the related shares quoted on the stock exchanges during the two weeks preceding the Relevant Date. The relevant date for the determination of applicable price for the issue of the QIP Securities shall be the date of the meeting in which the Board of the Company decides to open the proposed issue or in case of securities which are convertible into or exchangeable with equity shares at a later date, the date on which the holder of such securities becomes entitled to apply for the said shares, as the case may be.

For the reasons aforesaid, an enabling special resolution is proposed to be passed to give adequate flexibility and discretion to the Board to finalize the terms of the issue. The QIP Securities issued pursuant to the offering would be listed on the Indian stock exchanges.

Notes

The proposed issue of QIP Securities as above may be made in one or more tranches such that the aggregate amount raised by the issue of QIP Securities shall not result in increase in the issued and subscribed equity share capital of the Company by more than 25 per cent of the then issued and subscribed equity shares of the Company as on the relevant date. The proposed special resolution is only enabling in nature and the Board may, from time to time, consider the extent, if any, to which the proposed securities may be issued.

The QIP Securities issued pursuant to the offer, if necessary, may be secured by way of mortgage/ hypothecation of the Company's assets as may be finalized by the Board in consultation with the Security Holders/ Trustees in favour of Security Holders/ Trustees for the holders of the said securities. The security that may have to be created for the purposes of this issue, as above may come within the purview of Section 293(1)(a) of the Companies Act, 1956. Necessary approval has already been accorded by Members of the Company for creation of such security by passing resolution through postal ballot on February 26, 2003.

Section 81(1A) of the Companies Act, 1956 and Listing Agreement entered into with the Stock Exchanges, provide, inter alia, that where it is proposed to increase the subscribed share capital of the Company by allotment of further shares, such further shares shall be offered to the persons, who on the date of the offer are holders of the equity shares of the Company, in proportion to the capital paid-up on those shares as of that date unless the Members decide otherwise. The Special Resolution seeks the consent and authorisation of the Members to enable the Board of Directors to offer, issue and allot the QIP Securities, in consultation with the lead managers, legal advisors and other intermediaries to issue and offer the QIP Securities to any persons, whether or not they are members of the Company.

The Board of Directors accordingly recommends the special resolution set out at Item No.6 of the accompanying Notice for approval of the Members.

None of the Directors and Manager of the Company is, in any way, deemed to be concerned or interested in the said resolution, except to the extent of their shareholding in the Company.

By Order of the Board of Directors

Ramesh Shenoy
Company Secretary

Registered Office:

H Block, 1st Floor
Dhirubhai Ambani Knowledge City
Navi Mumbai 400 710

May 14, 2013

Directors' Report

Dear Shareowners,

Your Directors present the 84th Annual Report and the audited accounts for the financial year ended March 31, 2013.

Financial Results

The standalone performance of the Company for the financial year ended March 31, 2013 is summarised below:

Particulars	**Financial Year ended March 31,2013**		Financial Year ended March 31, 2012	
	₹ in crore	****US $ in million**	₹ in crore	**US $ in million
Total income	**15,405**	**2,838**	18,615	3,659
Gross profit before depreciation	**2,536**	**467**	2,766	544
Depreciation	**392**	**72**	268	53
Profit before taxation	**2,144**	**395**	2,498	491
Tax expenses (Net) (including deferred tax and tax for earlier years)	**144**	**27**	498	98
Profit after taxation	**2,000**	**368**	2,000	393
Add : Balance of profit brought forward from previous year	**619**	**114**	400	79
Profit available for appropriations	**2,619**	**482**	2,400	472
Appropriations :				
Dividend on equity shares (including tax on dividend) (Net)	**214**	**39**	222	44
Transfer to Statutory Reserves	**12**	**2**	11	2
Transfer to General Reserve	**1,600**	**295**	1,500	295
Transfer to Debenture Redemption Reserve	**132**	**24**	48	9
Balance carried to Balance Sheet	**661**	**122**	619	122

** ₹ 54.285 = US $ 1 Exchange rate as on March 31, 2013 (₹ 50.875 = US $ 1 as on March 31, 2012)

Financial Performance

During the year under review, your Company earned an income of ₹15,405 crore, against ₹ 18,615 crore in the previous year. The Company earned profit after tax of ₹ 2,000 crore being the same amount as earned in the previous year. Shareholders equity (Net worth) increased to ₹ 20,236 crore from ₹ 18,650 crore in the previous year.

Dividend

Your Directors have recommended a dividend of ₹ 7.40 (74 per cent) per equity share (Previous year ₹ 7.30 per equity share) aggregating ₹ 195 crore (inclusive of dividend distribution tax) for the financial year 2012-13 which, if approved at the ensuing 84th Annual General Meeting (AGM), will be paid to (i) those members whose names appear on the Register of Members of the Company after giving effect to all valid share transfers in physical form lodged with the Company on or before Saturday, August 17, 2013, and (ii) those members whose names appear as beneficial owners as on Saturday, August 17, 2013, as per particulars to be furnished for this purpose, by the Depositories, viz. National Securities Depository Limited and Central Depository Services (India) Limited.

The dividend payout as proposed is in accordance with the Company's policy to pay sustainable dividend linked to long term performance, keeping in view the capital needs for the Company's growth plans and to achieve optimal financing of such plans through internal accruals.

Business Operations

The Company is in the business of generation, transmission and distribution of electricity. The Company is the leading player in the country in the Engineering, Procurement and Construction (EPC) segment of the power and infrastructure sectors. The Company is also engaged in implementation, operation and maintenance of several projects through special purpose vehicles in various infrastructural areas.

Standby Charges

In the pending litigation on standby charges, The Tata Power Company Limited (TPC) had filed an appeal in the Hon'ble Supreme Court which admitted it and directed TPC to deposit ₹ 227 crore (being 50 per cent of the amount of refund including interest up to December 31, 2006) as per the order of the Appellate Tribunal for Electricity and furnish a bank guarantee for ₹ 227 crore. The Company was permitted to withdraw the amount after giving an undertaking to repay the amount, if required, without demur, on the final order being passed. The Company, after giving such an undertaking, received ₹ 227 crore on March 12, 2007. The Company is yet to receive final order from the Hon'ble Supreme Court.

Scheme of Arrangement

The scheme of arrangement envisaging merger of the Company's wholly owned subsidiaries, Reliance Bhavnagar Power Private Limited (RBPPL), Reliance Jamnagar Power Private Limited (RJPPL) and Reliance Infrastructure Engineers Private Limited (RIEPL) with the Company became effective from the appointed date of February 1, 2013. Consequently, upon extinguishment of the authorised share capital of the transferor companies, the authorised share capital of the Company stands increased by ₹ 100 crore to ₹ 2050 crore.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the year under review as stipulated under Clause 49 of the listing agreement with the stock exchanges in India, is presented in a separate section forming part of this Annual Report.

Subsidiary Companies

In terms of the general circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, Reports of the Board of Directors and Auditors thereon, of the subsidiary companies are not being attached to the Balance Sheet of the Company. However, the financial information of the subsidiary companies as required to be disclosed by the Company is provided under the paragraph 'Financial Information of Subsidiary Companies', which forms a part of the Annual Report.

The Company will make available the Annual Accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same.

The annual accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies.

Details of major subsidiaries of the Company and their business operations during the year under review are covered in the Management Discussion and Analysis Report.

Directors

During the year, in line with the corporate governance policy of the Group and in line with recommendatory provisions of listing agreement entered into with stock exchanges, Gen V P Malik, Shri S L Rao and Dr Leena Srivastava stepped down from the Board of the Company after completion of 3 terms of 3 years each aggregating to 9 years effective April 20, 2012. With a view to separating the executive responsibilities from the Board, Shri Lalit Jalan and Shri S C Gupta, Whole-time Directors, stepped down from the Board with effect from April 21,2012. Shri Lalit Jalan has been designated as Chief Executive Officer of the Company. Dr V K Chaturvedi and Shri K Ravikumar were appointed as additional directors on April 21, 2012 and August 14, 2012 respectively. Shri C P Jain resigned from the Board with effective from September 4, 2012. The Board places on record its sincere appreciation for the valuable contribution made by Gen V P Malik, Shri S L Rao, Dr Leena Srivastava, Shri C P Jain and Shri S C Gupta during the period of their association with the Company.

In terms of the provisions of the Companies Act, 1956, Shri K Ravikumar and Shri R R Rai, Directors of the Company retire by rotation and being eligible, offer themselves for re-appointment at the ensuing Annual General Meeting (AGM).

Brief resume of all Directors, including those proposed to be re-appointed at the ensuing AGM, nature of their expertise in specific functional areas and names of companies in which they hold directorships and/or memberships/chairmanship of committees of the Board, shareholding and inter-se relationships between Directors, if any, as stipulated under Clause 49 of the listing agreement entered into with the stock exchanges in India, is provided in the report on Corporate Governance forming part of this Annual Report.

Directors' Responsibility Statement

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to the Directors' Responsibility Statement, it is hereby confirmed that:

i. in the preparation of the annual accounts for the financial year ended March 31, 2013, the applicable Accounting Standards had been followed along with proper explanations relating to material departures;

ii. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2013 and of the profit of the Company for the year ended on that date;

iii. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

iv. the Directors had prepared the annual accounts for the financial year ended March 31, 2013, on a 'going concern' basis.

Auditors and Auditors' Report

M/s. Haribhakti & Co., Chartered Accountants and M/s. Pathak H. D. & Associates, Chartered Accountants, the auditors of the Company hold office until the conclusion of the ensuing AGM and are eligible for re-appointment.

The Company has received letters from M/s. Haribhakti & Co., Chartered Accountants and M/s Pathak H. D. & Associates, Chartered Accountants to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956 and that they are not disqualified for such appointment within the meaning of Section 226 of the Companies Act, 1956.

The observations and comments given by Auditors in their report read together with Notes to Accounts are self explanatory and hence do not call for any further comments under Section 217 of the Companies Act, 1956.

Cost Auditor

The Company has appointed M/s. V. J. Talati & Co., Cost Accountants for conducting cost audit for the generation, transmission and distribution of electricity businesses and engineering, procurement and construction (EPC) business of the Company for the financial year ending March 31, 2014. For the financial year 2011-12, the Cost Auditor has duly filed the Cost Audit Report.

Consolidated Financial Statements

The Audited Consolidated Financial Statements based on the Financial Statements received from subsidiaries, joint ventures and associates, as approved by their respective Boards of Directors have been prepared in accordance with the Accounting Standard (AS) - 21 on 'Consolidated Financial Statements' read with Accounting Standard (AS) - 23 on 'Accounting for Investments in Associates' and Accounting Standard (AS) - 27 on 'Financial Reporting of Interests in Joint Ventures', notified under Section 211 (3C) of the Companies Act, 1956 read with the Companies (Accounting Standards) Rules, 2006, as applicable. These Financial Statements form a part of the Annual Report.

Particulars of Employees

In terms of the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees)

Rules, 1975, as amended, the names and other particulars of employees are set out in the Annexure to the Directors' Report. However, having regard to the provisions of Section 219(1)(b)(iv) of the Companies Act, 1956, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company Secretary at the Registered Office of the Company.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars as required to be disclosed pursuant to Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are given in Annexure A forming part of this Report.

Corporate Governance

The Company has adopted the "Reliance Group – Corporate Governance Policies and Code of Conduct" which has set out the systems, processes and policies conforming to international standards. The report on Corporate Governance as stipulated under Clause 49 of the listing agreement with the stock exchanges, forms part of the Annual Report.

A certificate from the Auditors of the Company, M/s. Haribhakti & Co., Chartered Accountants and M/s. Pathak H. D. & Associates, Chartered Accountants confirming compliance with conditions of Corporate Governance as stipulated under clause 49 of the listing agreement is attached to this Report.

Business Responsibility Reporting

The Securities and Exchange Board of India, by its circular dated August 13, 2012, has mandated the top 100 listed entities, based on market capitalization on BSE Limited and National Stock Exchange of India Limited as at March 31, 2012, to include Business Responsibility Report ("BRR") as part of the Annual Report. As per Frequently Asked Questions (FAQs) dated May 10, 2013 issued by SEBI, the BRR has been uploaded on the website of the Company www.rinfra.com/investor relations/shareholders. Any shareholder interested in obtaining a physical copy of BRR may write to the Company Secretary at the registered office of the Company.

Acknowledgments

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from shareholders, debentureholders, debenture trustees, bankers, financial institutions, government authorities, regulatory bodies and other business constituents during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in the successful performance of the Company during the year.

For and on behalf of the Board of Directors

Mumbai
May 14, 2013

Anil Dhirubhai Ambani
Chairman

Annexure A

Disclosure under the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988

A. Conservation of Energy

1. Distribution Division

a. Energy conservation measures taken at Distribution Division and offices
   - i. Young Energy Saver (YES) Programme Initiative to spread the perspective of energy conservation through the next generation viz. Mumbai children, reached a milestone of one lakh supporters on Facebook. A Guinness Record was also set for 308 Young Student Kids dressed up as trees, the largest ever at one of the gatherings organized with the theme "Save Energy to Save Environment"
   - ii. 5 KWP solar photo voltaic (PV) plant has been installed at MIDC office for generation of 75,000 units of electricity
   - iii. Replacement of 200 W General Lighting Service (GLS) lamps by Insulect Coat Application to current transformer (CT) and potential transformers (PT) units, resulting in saving of 4,00,000 units annually.
   - iv. Installation of sensors motion and occupancy at the Divisional offices for better lighting control and energy saving
   - v. Automation in Air Conditioning at the offices of the Company
   - vi. Awareness through seminars and e-communication for employees and consumers on various aspects of energy conservation opportunities covering –
     - a. Use of Bureau Energy Efficiency (BEE) star labelled energy efficient appliances
     - b. Energy efficient building construction
     - c. Use of renewable energy sources
     - d. Promotion of energy efficient appliances made available to employees at highly discounted price for increased awareness and to encourage energy conservation practices.

b. Additional investment and proposals being implemented
   - i. Installation of rooftop wind turbine of 1.5 KW
   - ii. Installation of 20 KWP rooftop solar PV panels
   - iii. Installation of solar lighting and solar water heating systems on building roof-tops
   - iv. Pilot automation in Air Conditioning Units for automatic sensing and controlling, resulting in estimated saving of around 15% i.e. 50,000 units per annum.

c. Impact of the measures outlined at (a) and (b) above for reduction of energy consumption –
   - i. Reduction in energy consumption
   - ii. Demand reduction during peak period
   - iii. Increased energy conservation awareness among employees and customers.

2. Power Stations

a Energy conservation measures taken at Power Stations and offices

   Dahanu Power Station
   - i. Energy conservation through non-conventional coupling (magna-drive) in conveyers

ii. Monitoring of LT auxiliaries in addition to HT auxiliaries, on daily basis for energy deviations & control

iii. Reliability improvement & Auxiliary power saving of fire fighting system by installing LT pump. This avoids frequent operation of HT pumps.

iv. Monitoring & correction of Heat rate deviation on continuous basis through deviation report.

v. Energy saving by reducing differential pressure across Feed Regulating Station

vi. Use of Variable Frequency drives in plant elevators, Auxiliary Cooling water pump and ignitor fan.

Samalkot Power Station

i. Replacement of 280 W High Pressure Sodium Vapour (HPSV) street lights with 80 W CFL lamps

ii. Plant building outside lighting – HPSV replaced with CFL 23W

iii. Demineralisation plant lighting –

a. Inside - 150 W H and 70 W HPSV lamps replaced with 23 W CFL lamps

b. Outside – 70 W HPSV lamps replaced with 23 W CFL lamps

iv. Effluent Treatment Plant (ETP) Building lighting – 150 W HPSV replaced with CFL 23 W

v. Inside room lighting optimization at 6.6 KV room and Gas Turbine (GT) Auxiliary Motor Control Centre (MCC) room by switching off tube light by addition of CFL lamps

Goa Power Station

i. Installation of Lighting Energy Saver

ii. Replacement of all street lights with LED based street lights

b. Additional investment and proposals being implemented

i. Gas conversion of Goa Power Station from Liquid fuel (Naphtha) to Natural Gas (RLNG)

ii. 220 KV Connectivity at Amona

iii. Replacement of Traditional Air-Preheater seals with brush seals for energy efficiency improvement

iv. Installation of Continuous Ambient Air Quality Monitoring Station at Plant

c. Impact of the measures outlined at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods

i. Improvement in plant Heat Rate

ii. Reduction in auxiliary power consumption

iii. Improvement in cycle efficiency

iv. Improvement in system reliability

v. Increased energy conservation awareness among employees and customers

vi. Power Station saved 7.87 MUs of energy in 2012-13

B. Technology Absorption: Efforts made in technology absorption as per Form "B' is given below:

FORM 'B'

Research and Development (R&D)

1. Distribution Division

Areas in which Research and Development / New Technology Deployment was carried out

i. Introduction of higher capacity - 31.5/35 MVA Power Transformer with Dual Switchboard arrangement at 11 kV at new Extra High Voltage (EHV) Receiving Station in Mumbai Distribution Network System

ii. Introduction of Plug-in type Bushing on high voltage side of Power Transformer

iii. Introduction of externally fitted in-tank on-load-tap-changers (OLTC) in 31.5/35 MVA Power Transformer

iv. Introduction of Linear Heat Sensing (LHS) cable to be laid along with Power Cable at EHV Receiving Station for early detection of fire

v. Implementation of end-to-end process (integration of various systems) for the new supply projects named as "CSDOT" (Customer Supply Delivery On Time) and other systems

vi. Low Voltage Insulated Panel (6 Way Pillar) with Isolation arrangement with Switch Fuse and Fuse Strip

Benefits derived

i. Better utilization and flexibility of higher capacity at the Load Center at the new Extra High Voltage (EHV) Receiving Stations

ii. Reduction of 10 per cent in the foot print of power transformer by adaptation of plug-in type bushing on high voltage side of it with respect to the existing results in saving of space

iii. In-tank on-load-top-chargers (OLTC) : Reduces the maintenance frequency, easy and separately accessible and reduces the maintenance cost compared to the flange type OLTC

iv. Prevention of fire hazards on account of failure of power cables on over heating within Extra High Voltage (EHV) Receiving Station

v. More than 40 per cent improvement in process efficiency with respect to the earlier systems

vi. Maximum operational safety, shock proof, rust proof, theft proof, paint free and requires less maintenance with respect to conventional pillars.

Future plan of action

i. Access Control System for our 6,000 Distribution Substations, including intelligent Key Management – better control, security and safety

ii. Air / Vacuum road excavation machines – automated, quick & safe excavation

iii. SCADA (Supervisory Control and Data Acquisition) System upgradation – Integration with GIS (Geographic Information System)

iv. Vehicle Tracking System – For transport cost optimization

v. Energy Intelligence Center – Analytics based decision making

vi. Long term Load Forecasting and Portfolio Management System

2. Transmission Division

Technologies adopted

i. Design and construction of new generation vertically configured 220/33kV compact GIS EHV Sub-Stations for thickly populated cities in a compact space of approx. 3,600 sq.mtrs. comprising of multilayered building housing all the major electrical equipments like 220kV GIS, 33kV GIS, Capacitor banks, control room, 125MVA Transformer, etc.

ii. In conjunction with vertical EHV Sub-Stations, transmission lines are commissioned by laying 220kV underground cable system.

Benefits Achieved

i. Compact GIS EHV Sub-Stations are commissioned in just 10% of space required by conventional Air Insulated Switchgear (AIS) Sub-Stations and helped in developing critical Transmission infrastructure in time.

ii. 220kV cable system has resolved RoW constrain in thickly populated urban setup and helped in developing critical Transmission infrastructure in time.

Future plan of Action

i. Automation in operation of Extra High Voltage (EHV) stations by integrating Synchronous Digital Hierarchy (SDH) and SCADA.

ii. On line monitoring and safeguarding of EHV cable system

iii. Radiography equipment for condition monitoring of equipments

3. Power Plants

Areas in which R&D was carried out

i. Study carried out in consultation with IIT Powai for ascertaining suitability of DTPS coarse ash and pond ash as a substitute for sand.

ii. Remaining Life Assessment study of Unit No 2 boiler, IP turbine and Civil Structures in Plant & Colony.

iii. SAP – Implementation of minimum inventory for material procurement.

Benefits derived

i. Reliability improvements

ii. Resource optimisation

iii. Energy conservation

4. Expenditure incurred on R&D

		₹ in lakh
a.	Capital	398.28
b.	Recurring	1,974.59
	Total	2,372.87
	Total R & D expenditure as a per cent of total turnover	0.15

C. Technology absorption, adaptation and innovation

a. Power Plants

Efforts in brief, made towards technology absorption, adaptation and innovation

i. Head Space sampler for Gas Chromatograph

ii. Monitoring of Plant Data on Smart Phone (R-Tab) through integrated visualization of generation data

iii. Modification of clutch assembly of Escorts F-15 crane for easy and safe operation.

iv. Upgradation of turbine governing control through RFGMO (Restricted Free Governing Mode of Operation)

v. Upgradation of debris filters to enhance availability and to reduce failure of the equipment thereby increasing vacuum.

vi. Design and implementation of system for checking turbine vibration probe

vii. Repairing Drive Control Modules using cards from EB10 modules

viii. Installation of Noise level measurement system for Flue Gas De-sulphurisation Booster fan to avoid damage.

ix. Reliability Improvement of Electronic cards by temperature monitoring through Thermovision

x. Renovation of existing dust extraction and dust suppression system

xi. Installation of sprinkler system to control fugitive emission of coal during transportation.

xii. Remote coal measurement by installing in-house developed software system.

xiii. Automation (mobile sampler) of coal sampling to enhance correct measurement of Gross Calorific Value (GCV).

xiv. In-house process developed for measurement of accurate GCV of blended coal.

xv. In-house development and implementation of automation in coal mill level control.

xvi. Safety Enhancement by restricting wagon movement during coal sampling at Wagon Tippler 2.

xvii. Development of Isolator test jig at 220 KV Switchyard.

xviii. Procurement of mobile aerial platform for safe operation at heights.

Benefits derived as a result of the above efforts

- Increase in plant availability and reliability

b. EPC Division

Efforts in brief, made towards technology absorption, adaptation and innovation

i. Installation of Controlled Low Strength Material (CLSM) Lining for protection of LDPE Lining in Ash Pond. Traditionally, either brick or concrete lining was used for this purpose. The construction is faster and can save several months of construction time than brick lining and is still cheaper. The O&M cost will also be reduced, as the brick lining is susceptible to pilferage.

ii. Use of Smart Plant Electrical (SPEL) software for cable schedule preparation of Sasan Ultra Mega Power Project (UMPP). SPEL software enables optimum loading of the trays, route selection, accurate BOQ preparation for trays and cable lengths. Enabled direct import facility of data from the 3D layout drawings.

iii. Installation of online Dissolved Gas Analyzer (DGA) measuring instrument for Generator transformer in Samalkot combined cycle power plant and Sasan UMPP. Online DGA monitor will detect gasses generated in the oil and give warning of any fault which is developing in the transformer

iv. Using wide range of geo-spatial data and tools like DGPS in topographical surveying for precise topographical details. Efforts made to seek optimized techno-economic solutions.

v. Implementation of new LSD Steel code IS 800:2007 in analysis and designs, mainly for Power House Building, Bunker Building and Pipe rack. This helps in optimizing the material quantities by segregating the loading patterns and reducing costs.

vi. EPC-IT exploited the barcode technology to automate the Supply Chain of Materials. Barcode will be pasted in every supplied item which will provide the electronic means to identify the material.

vii. Enterprise Document Management System Technology (Software from Dassault Systems, France) for all internal & external power projects and mines.

viii. Central core engineering group: Fully functional to introduce latest technology, enhance engineering quality, standardization of all engineering deliverables and facilitating knowledge sharing from completed and on going projects. Core engineering group is associated with optimization and new innovation. This group also ensures engineering is done across all projects with best systems and procedures and at the same time ensures maximum repeatability for expansions and new projects in order to minimize the efforts.

ix. Precision Engineering Concept: Use of modern technologies like flying for LiDAR and Aerial Photography survey, particularly for off-shore projects to obtain most updated and precise information of terrain.

Benefits Derived

i. Energy saving, better efficiency in lesser cost through energy management system.

ii. Cost saving due to extensive usage of bar-coding technique

iii. Centralized group formation helps to implement the learnings of the project faster in other projects

Future Plan of Action

i. Use of solar energy for administrative buildings for illumination

ii. Extension of Bar-coding Techniques for future projects

iii. Implementation of SAP EHS system across the group

c. Transmission Division

Efforts in brief made towards technology absorption, adaptation and innovation

i. Implementation of Synchronous Digital Hierarchy (SDH) and 61850 protocol based SCADA in the EHV Sub-Stations.

ii. Implementation of Distributed Thermal Sensor (DTS), Differential Global Positioning Service (DGPS) and X-ray of EHV cables.

iii. Special chemical coating for electronic equipment to sustain extreme corrosive atmosphere.

iv. Deployment of SF6 gas leakage alarm system in stores area.

v. Online Dissolve Gas Analyser and Online Drying System for EHV Transformer.

Benefits derived

i. Implementation of Synchronous Digital Hierarchy (SDH) and 61850 protocol based SCADA has resulted in integrated communication and protection system along with bulk data transfer, faster communication and quick response to the system emergencies.

ii. Implementation of DTS, DGPS and X-ray of EHV cables resulted into efficient way of condition monitoring of Cable system, maximise capacity utilisation, proactively assess healthiness of cable system, efficiently locate presence of other utilities on site and facilitate post fault analysis.

iii. Special chemical coating for electronic equipment has helped in eliminating failure rate on account of corrosive atmosphere and improved reliability of system.

iv. SF6 gas leakage alarm system resulted in on-line monitoring of storage area and quick response to any gas leakage events.

v. Online Dissolve Gas Analyser and Online Drying System, resulted in efficient and continuous condition monitoring of EHV Transformers, helping to improve the system reliability.

D. Information regarding Imported Technology

I. Mumbai Power Distribution

Technology imported	**Year of import**	**Status**
Low Voltage Insulated Panel (Pillar) with Isolation arrangement with Switch Fuse & Fuse Strip 6 W SMC Pillars with Fuse Strip	2012-13	Under development
Low Voltage Mechanical Cable Connectors	2011-12	Absorbed
Insulation Piercing – Piranha Connectors		
Cable Locator	2011-12	Absorbed
Fuse Puller with Inbuilt PPE	2011-12	Absorbed
Non-Contact Voltage Detector	2011-12	Absorbed
Compact Pad-Mounted Sub-station	2011-12	Absorbed
Torque Range Applying Instrument	2011-12	Absorbed
Partial Discharge Locator & Receiver	2010-11	Absorbed
Coated Gas Turbine Compressor blades	2009-10	Absorbed
Fibre Optic Based Temperature Sensor	2008-09	Absorbed

II. Power Transmission

Technology imported	Year of import	Status
Sealing of Cable Shaft opening	2012-13	Absorbed
Softwares like PSCAD, AutoGrid Pro and STAAD	2011-12	Absorbed
High Voltage Testing Equipment	2010-11	Absorbed
Radiography Equipment	2012-13	Under Process
High Voltage Testing System for EHV Cables	2012-13	Absorbed
Installation of On Line Dissolved Analysis kits on power Transformers	2012-13	Absorbed
220kV underground XLPE cables threaded through 250mm HDPE duct bank installation	2011-12	Absorbed
220kV Gas Insulated Switchgear	2010-11	Absorbed
Synchronous Digital Hierarchy	2010-11	Absorbed
SCADA (61850 based)	2010-11	Absorbed

E. Foreign Exchange earnings and outgo

a. Activities relating to export, initiatives taken to increase exports, development of new export markets for products and services, and export plans:

The Company is not engaged in export activities.

b. Total foreign exchange earnings and outgo for the financial year are as follows:

i Total Foreign Exchange earnings : ₹ 34,624
(Previous year ₹ 14 crore)

ii Total Foreign Exchange outgo
(Previous year ₹ 199 crore) : ₹ 323 crore

Forward looking statements

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include determination of tariff and such other charges and levies by the regulatory authority, changes in government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements are prepared under historical cost convention, on accrual basis of accounting and in accordance with the provisions of the Companies Act, 1956 (the "Act") and comply with the Accounting Standards notified under Section 211(3C) of the Act. The management of Reliance Infrastructure Limited ("Reliance Infrastructure" or "RInfra" or "the Company") has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner, the state of affairs and profit for the year.

The following discussions on our financial condition and result of operations should be read together with our audited consolidated financial statements and the notes to these statements included in the annual report.

Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "RInfra", "Reliance" or "Reliance Infrastructure" are to Reliance Infrastructure Limited and its subsidiary companies and associates.

Economic Outlook

Macroeconomic Overview

Indian Economic Environment

Economic activities in India in 2012-13 remained weak due to both domestic and global factors. The slowdown in the global growth along with continued recession in the Euro zone hurt sentiment. However, steady monetary easing, aided by fiscal austerity measures in developed economies helped to revive global growth towards the end of the year. India's GDP (Gross Domestic Product) growth decelerated continuously and steeply, moving from 9.2 per cent in the fourth quarter of 2010-11 to 4.5 per cent in third quarter of 2012-13, its slowest pace in four years.

GDP Growth

The GDP growth in the first nine months of 2012-13 was 5 per cent as compared to 6.6 per cent in the corresponding period in previous year. The slowdown in growth was broad-based across sectors. The manufacturing sector production fell from 3.6 per cent to 1.2 per cent. The growth slowdown was primarily due to the weakness in industrial activity aggravated by domestic supply bottlenecks, slowdown in the services sector reflecting weak external demand, high interest rates and low level of capital investments due to drop in overall demand. RBI expects a modest improvement in growth at 5.7 per cent in 2013-14 with a pick-up likely only in the second half of the year.

Industrial Production

In 2012-13, the Index of Industrial Production (IIP) grew at 0.9 per cent compared to 3.5 per cent in 2011-12 due to supply constraints (particularly in infrastructure), rising input costs and lower external and domestic demand.

Current Account Deficit (CAD)

Imbalance in the external accounts was one of the primary concerns for investors and regulators alike, in 2012-13. CAD to GDP ratio widened to an all-time high of 6.7 per cent in the third quarter of 2012-13. Although, non-oil and non-gold imports have moderated in the last few months and decline in the global prices of gold and oil provided temporary relief in the last quarter, structural impediments still remain. The government has already taken a range of initiatives to attract capital flows into the country to finance the large CAD, including liberalisation of FDI limit in various sectors, policy reforms to attract inflows from foreign investors, relaxation of FII debt limit, sharp cut in withholding tax to 5 per cent from 20 per cent on investments in domestic debt etc.

Inflation and Interest Rate

The headline wholesale price index (WPI) inflation moderated to an average of 7.3 per cent in 2012-13 from 8.9 per cent in 2011-12. WPI inflation of 6.0 per cent in March 2013 was the lowest in the last three years - much lower than RBI's expectation of 6.5 per cent. A combination of factors such as correction in the global commodity prices including oil and gold, range bound exchange rate and erosion of pricing power helped ease inflation pressure in last quarter of 2012-13. But fuel inflation averaged in double digits in 2012-13, largely due to upward revisions and deregulation of administered prices and the pass through of high international crude prices.

The retail inflation (CPI) still persists in double digits and remains a key concern. RBI expects the inflation to ease in the first half of the year on subdued pricing power of domestic producers and expected lower global commodity prices. However, upside risks to inflation in the near term are still significant in view of sectoral demand supply imbalances, the ongoing correction in diesel prices, incorporation of high coal, electricity prices and pressures from increases in minimum support prices. Inflation could inch upwards in the second half partly due to base effects and a reduction in the output gap. RBI expects WPI to be range-bound around 5.5 per cent during 2013-14. RBI will endeavour to bring inflation to a level of 5.0 per cent by March 2014.

RBI reduced policy interest rate and the statutory liquidity ratio (SLR) by 100 basis points in 2012-13. Also, the cash reserve ratio (CRR) was decreased by 75 basis points. The calibrated reduction in the policy rates and other liquidity easing measures were aimed at stemming the slowdown in growth, restraining inflationary pressures and stimulating demand. Muted growth and softening inflation provided the space for RBI for a third consecutive rate cut in May. However, in its forward guidance, RBI remained cautious and indicated that there is little space for further monetary easing.

Overall Review

Reliance Infrastructure Limited is India's leading private sector infrastructure company, with aggregate group revenues of about ₹ 40,980 crore (US 7.5 billion) and gross fixed assets of ₹ 37,330 crore (US$ 6.9 billion). Reliance Infrastructure is ranked amongst India's leading private companies on all major financial parameters, including assets, sales, profits and market capitalization.

- Total Income of ₹ 15,405 crore (US$ 2.8 billion) as compared to ₹ 18,615 crore (US$ 3.7 billion) in the previous financial year.
- Net Profit stable at ₹ 2,000 crore (US$ 368 million) as compared to previous financial year.
- Cash Profit of ₹ 2,497 crore (US$ 460 million)
- Earnings per Share of ₹ 76.0 (US$ 1.4) as compared to ₹ 75.7 (US$ 1.5 billion) in the previous financial year.
- Cash Earnings per Share of ₹ 94.9 (US$ 17.0) for the year

In order to optimise shareholder value, the Company continues to focus on in-house opportunities as well as selective large external projects for its Engineering, Procurement and Construction (EPC) and Contracts Division. The EPC and Contracts Division (the EPC Division) order book position stood at ₹ 10,215 crore (US$ 1.9 billion) as on March 31, 2013.

Financial Review

Reliance Infrastructure's total income for the year ended March 31, 2013 was ₹ 15,405 crore (US$ 2.8 billion) as compared to ₹ 18,615 crore in the previous year.

The total income includes earnings from sale of electrical energy of ₹ 5,834 crore as compared to ₹ 5,321 crore recorded last year. The sale of electrical energy includes income of ₹ 250 crore (US$ 46 million) and ₹ 353 crore (US$ 65 million) from the Samalkot Power Station and the Goa Power Station, respectively.

The income of the EPC business was ₹ 7,924 crore (US$ 1.5 billion), as compared to ₹ 11,678 crore in the previous year.

During the year, interest expenditure increased to ₹ 879 crore (US$ 162 million) as compared to ₹ 568 crore in the previous year. During the year, the Company, in order to reflect the true value of its prime assets, revalued the free hold land, buildings and plant and machinery of the power stations located at Samalkot and Goa and windfarm at Chitardurg with effect from April 1, 2012 by ₹ 496 crore (US$ 91 million). On account of such revaluation, the depreciation on such revalued assets was higher by ₹ 26 crore (US$ 5 million) and the same was adjusted by withdrawing equivalent amount from the revaluation reserve, which was credited to the statement of Profit and Loss Account.

The generation plants – Samalkot power station, Goa power station and the wind farm in Karnataka are all eligible for tax holiday under Section 80IA of the Income-tax Act, 1961 for a total of 10 consecutive years out of 15 years.

The corporate tax liability for the year was ₹ 144 crore (US$ 27 million) as compared to ₹ 498 crore in the previous year.

Cash profit for the year was ₹ 2,497 crore (US$ 460 million) as compared to ₹ 2,619 crore in the previous year.

Net profit for the year was stable at ₹ 2,000 crore (US$ 368 million) as compared to previous financial year.

At its meeting held on May 14, 2013, the Board recommended payment of dividend of ₹ 7.40 per share, aggregating to a pay out of ₹ 195 crore (US$ 36 million) (excluding dividend distribution tax) for the year ended March 31, 2013.

The capital expenditure during the year was ₹ 1,020 crore (US$ 188 million), incurred primarily on modernizing and strengthening of the transmission and distribution network.

Total gross fixed assets increased during the year to ₹ 12,098 crore (US$ 2.2 billion).

The Company ranks among the leading Indian private sector companies in terms of net worth. As on March 31, 2013, the net worth of the Company stood at ₹ 20,236 crore (US$ 3.7 billion).

Pursuant to the sanction by the Hon'ble High Court of Bombay of arrangement between the Company and its wholly owned subsidiaries, viz. Reliance Bhavnagar Power Private Limited and Reliance Infrastructure Engineers Private Limited and Reliance Jamnagar Power Private Limited, these wholly owned subsidiaries of the Company, were merged with the Company with effect from the appointed date February 1, 2013.

Resources and Liquidity

The Company continues to maintain its conservative financial profile, as reflected in its credit ratings in the current business environment.

The Company's gross debt as at the end of the financial year stood at ₹ 11,451 crore (US$ 2.1 billion). The average final maturity of the Company's long-term debt is about 3.3 years. The average annual interest cost is about 7.9 per cent.

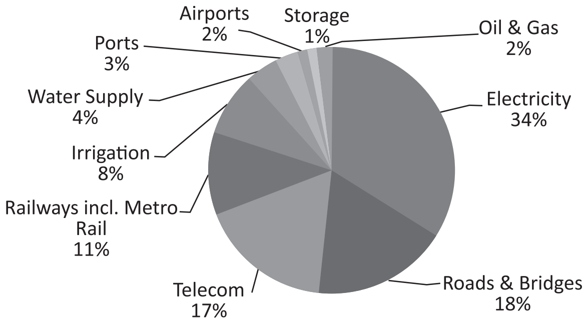
The Company funds its long-term and project related financing requirements from a combination of internal accruals and external sources. The working capital requirements are met through commercial rupee credit lines provided by a consortium of Indian and foreign banks.

The Company also undertakes liability management transactions and enters into other structured derivative arrangements such as interest rate and currency swaps. This is practised on an ongoing basis to reduce overall cost of debt and diversify liability mix.

Infrastructure Industry Structure and Development

The development of adequate infrastructure has been identified as the most critical pre-requisite for sustaining the growth momentum of the economy and to ensure inclusiveness of the growth process. Hence, the Government of India has set massive target by more than doubling the investments in infrastructure from ₹ 20.5 trillion in the 11th Five Year Plan (11th Plan) to ₹ 56.3 trillion during the 12th Five Year Plan (12th Plan) i.e. 2012-17. The average investment for the 12th Plan as a percentage of GDP is expected to rise to 9.1 per cent in the 12th Plan from 7.2 per cent in the 11th Plan. The Government has realised that this massive investment will be feasible only through public-private-sector- participation (PPP) and hence, the share of private sector is expected to increase from 38 per cent in the 11th Plan to 48 per cent in the 12th Plan.

Chart: Sectoral break-up of planned investments in infrastructure sector during the 12th Plan



Source: Interim report of High level Committee on Financing Infrastructure

Roads

Road infrastructure is of prime importance for the growth of economy. India has the second largest road network in the world comprising of 4.24 million kms of which national highways constitute 2 per cent of the road network but accounts for 40 per cent of total road traffic. The Planning Commission expects domestic passenger traffic to increase at Compounded Annual Growth Rate (CAGR) of 12 per cent over the 12th Plan as with domestic cargo traffic, whereas the international passenger traffic is expected to rise at CAGR of 8 per cent and the international cargo traffic at 10 per cent CAGR over the same period. The Government in the budget for the year 2013-14 has announced 3,000 kms. of road projects to be awarded in the states of Gujarat, Madhya Pradesh, Rajasthan and Uttar Pradesh in the first six months. The Government has proposed to set up a regulatory authority to address the financial stress, construction risks and contract management in the road sector. The total investment in the 12th Plan is estimated to be ₹ 9,200 billion as against ₹ 5,160 billion in the 11th Plan, out of which ₹ 2,945 billion (i.e. 32 per cent) is expected to be financed by the private sector.

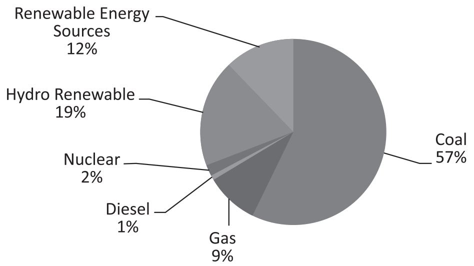
Power Sector

India has made rapid strides in the development of power sector both in terms of enhancing power generation as well as in making power available to widely distributed geographical boundaries. India has the world's fifth largest electricity grid with over 210 GW capacities and the world's third largest transmission and distribution network. The power sector has been adversely affected over the past 12-18 months due to weak financial health of the State Electricity Boards (SEBs), fuel shortages and unviable Power Purchase Agreements (PPAs). The Planning Commission has proposed setting up of National Electricity Fund with a corpus of ₹ 1,000 - ₹ 1,500 crore with state run nodal agencies like Power Finance Corporation of India Limited and Rural Electrification Corporation of India Limited to finance development of power transmission and distribution network by state utilities aimed at reducing AT&C losses to 15 per cent in the country. Given the power shortages and increasing demand for electricity, the total investment in the sector is expected to increase to ₹ 15,000 billion in the 12th Plan from ₹ 8,045 billion in the 11th Plan.

Generation

India has the fifth largest generation capacity in the world with an installed capacity of over 210 GW as on January 31, 2013, of which the State contribution is 40 per cent, Central contribution is 30 per cent and Private sector contribution is 29 per cent. In spite of the massive addition in generation, transmission and distribution capacity over the years, India is facing an overall energy deficit of 8.7 per cent and peak shortage of 9.0 per cent. The total capacity addition during the 11th Plan was 55,000 MW. Capacity addition of 88,500 MW is estimated in the 12th Plan, of which more than 50 per cent capacity addition is expected from the private sector. However this new capacity addition is possible only if there is Government support in terms of adequate fuel supply, timely land and environmental clearances, etc. The total fund requirement including for renewable energy during the 12th Plan is estimated to be ₹ 6,386 billion.

Total installed Capacity (MW) - 212 GW as on January 31, 2013

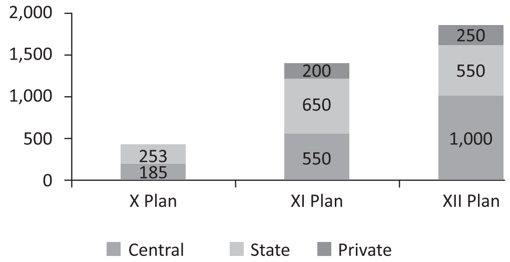


Source: Central Electricity Authority

Transmission

Power evacuation has been a critical issue on account of factors such as development / augmentation of transmission system to cater to long term requirements of a large number of upcoming inter-state private sector generation projects, requirements of maintaining redundancies and reliability of inter connected network with increasing complexity and requirements to cater to increasing volume of short term / open access transactions. Therefore, the Government has planned an inter-regional transmission capacity of 37,800 MW with an investment of ₹ 550 billion along with transmission line additions of 100,000 circuit kms, high voltage direct current terminal capacity of 13,000 MW and alternating current transformation capacity of 270,000 MVA for the 12th Plan. The Government has planned ₹ 1,800 billion investments in the 12th Plan as compared to ₹ 1,400 billion in the 11th Plan, out of which 12 projects have already been identified for tariff-based competitive bidding in the year 2013 and a few Ultra Mega Transmission Projects (UMTP) are likely to be announced for the private sector participation.

Chart: Planned Investments in Transmission sector (₹ billion)



Distribution

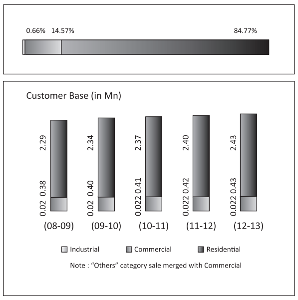
Power distribution is the final and the most crucial link in the electricity supply chain and unfortunately, the weakest link in the power sector with negligible participation from the private sector (7 per cent). Over the past 2 to 3 years, investments by SEBs have been particularly low due to poor financial situation, increasing gap between revenue and costs for political reasons, rising aggregate technical and commercial (AT&C) losses and other inefficiencies. The Government of India has in recent years taken certain stringent measures to bring down the losses. In 2013, 23 SEBs distributing power to 95 per cent of India has raised tariff by an average 15 per cent. The total accumulated losses of SEBs was ₹ 2.4 trillion till 2012, which is seriously being addressed by the Government by way of debt restructuring package for SEBs financed through short term loans from Banks and Financial institutions (₹ 1.9 trillion) and State Government loans (0.5 trillion). SEBs are also focusing on lowering the transmission and distribution (T&D) losses through a mix of network upgradation and appointing private parties as franchises to undertake distribution operations. Privatisation has played a huge success in transforming the distribution sector as visible in Delhi Discoms which managed to save ₹ 37,500 crore for Delhi Government over a period of ten years (about 25 per cent of the annualised budget of the Government of Delhi) by adopting modern and effective technologies. Spending on the distribution segment under the 12th Plan could be ₹ 3,300 billion, out of which 75 per cent investments would be on low voltage lines, transformers and substations which will be beneficial to small domestic companies and balance 25 per cent would be on automation to modernize the distribution management systems and also improving the reliability of distribution network and minimizing distribution losses.

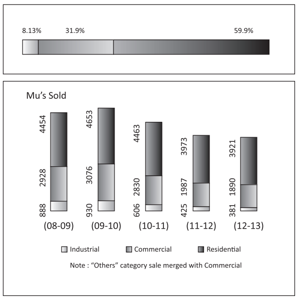
Reliance Energy – Energy Distribution Division

Mumbai Distribution Business

"Reliance Energy", the Distribution business division of the Company, has been in the field of power distribution for over 83 years and has achieved the distinction of consistently operating its distribution network at 99.98 per cent reliability.

Customers: The number of customers using RInfra network at the end of the year was 28.30 lakh as compared to 28.43 lakh in the previous year.





Revenue: The billing revenue of Reliance Energy for the year was ₹ 5,219 crore (previous year ₹ 4,527 crore) and wheeling revenue from the open access customers was ₹ 260 crore (previous year ₹ 216 crore) based on the tariff determined by Maharashtra Electricity Regulatory Commission (MERC). The reduction in revenue, as also corresponding reduction in cost of power purchase, is due to migration of consumers to the other licensee which supplies electricity using the RInfra network. In addition, the Company levied Cross Subsidy Surcharge on all open access subsidising customers and has earned revenue of ₹ 97 crore (previous year ₹ 50 crore) from these consumers.

System Demand: The coincident peak demand registered in 2012-13 was 1,676 MW as against 1,664 MW in 2011-12.

Network Augmentation: In order to meet the rising demand, network augmentation is a continuous process. During the year, High Tension (HT) cable network increased from 3,906 kms to 3,993 kms with addition of 87 kms and total Low Tension (LT) cable network increased from 5,123 kms to 5,764 kms with addition of 641 kms.

During the year under review, the installed capacity of Power Transformers increased by 60 MVA to 3,022 MVA. Installed capacity of Distribution Transformers increased by 68 MVA to 4,550 MVA. The Company added 63 new substations and has 5,881 sub-stations at the end of the year.

RInfra has implemented the Outage Management System (OMS) developed on the Geographical Information System (GIS) covering the entire network right from 33 kV outlet to the customers' meter, plotted on GIS. The new system has an in-built intelligent logic to actually identify the fault in the network by associating the customer calls to the network which helps in reducing the restoration time by 30 per cent.

RInfra has undertaken the upgradation of its existing automation systems, viz. Supervisory Control and Data Acquisition (SCADA) and Distribution Management System (DMS). With this upgradation, RInfra will be the first utility in India to have the most advanced SCADA technology supplied by Ventyx, an ABB Company and the world's leading supplier of enterprise software and services. Apart from the automation benefits for better supply reliability, the system will also deliver a seamless integrated platform with Geographical Information System (GIS) for providing the customers with enhanced and superior service standards.

Meter Modernization: The Company has installed all electronics state-of-the-art meters in consumer premises.

Billing: The Company has an informative electricity bill with higher visibility of key contents for quick reference and also provides a mode of communication, carrying customer education tips, personalized messages, past consumption trends, etc.

Reliance Energy offers its customers, bills in the language of their choice - English, Hindi, Marathi and Gujarati. For special needs of the visually challenged customers, the Company offers Braille Bills. E-bills are also simultaneously sent to the registered e-mail addresses of the customers. In addition, RInfra website allows the customers to view and print their energy bill. Customers who are willing to receive only an electronic version of the bill can opt for the "Paperless Billing" option. Also, key bill details are made available as an SMS alert on mobile phone.

Payment: The Customers have access to an array of bill payment options such as collection centres, collecting banks, drop boxes, easy bill outlets, payment using ITZ Cash Card, ECS, VDS and online payment options using Credit Card / Debit Card / Net Banking. The customers receive SMS alerts reminding them to pay their bills by the due date, as well as an SMS alert that acknowledges the payment received.

Customers can also pay via mobile phone application supported through these channels, which is available on all types of platforms like Android, Blackberry, etc. Additionally, customers can pay their monthly energy bills by logging on our Wireless Application Protocol (WAP) based site http://m.rinfra.com. RInfra has extended the facility of WAP based bill payments via credit cards as well as bank accounts. RInfra has also introduced mobile wallet payments and Immediate Payment Service (IMPS) person-to-merchant payment option for the customers.

Call Centre: The customers have access to our 24 hour Toll Free (1800 200 3030) service which is a single window multi-lingual customer service. In addition to handling complaints and enquiry calls, the Call Centre also extends the "E-Courtesy" service which is an automated follow-up mail communication for information provided during the call to its customers. Customers can also provide feedback on call experience via SMS post calling the toll-free number.

Customer Care Centres: Reliance Energy has eight modern Customer Care Centres across its five divisions, which provide a single-window access to customers for their requirements including new connections, payments and redressal of grievances. In addition, the Internal Grievance Redressal Cell is also functional at each of these customer care centres.

These customer care centres are fully integrated with our Enterprise Resource Planning (ERP) system which enables our customer care representatives to have on-line access to the entire customer data which helps in improved and timely redressal of various customer issues.

Regulatory Initiatives, Developments and Issues

Aggregate Revenue Requirement (ARR): The MERC Regulations on Multi-Year Tariffs (MYT) are applicable for period of five years from 2011-12 to 2015-16. RInfra had filed a petition for deferment of the Regulations by one year with MERC and raised issues of difficulty in implementation. MERC stayed the applicability of the MYT Regulations, 2011 by one year. RInfra, therefore, submitted the ARR petition for 2011-12 in December 2011 under the Multi-Year Tariff Regulations, 2005. The technical validation sessions and public hearing have been concluded and the order was issued by MERC on June 15, 2012. As the order was issued after completion of the year, retail tariffs during 2011-12 and 2012-13 continued as per the last revision in June 2009.

Business Plan and Multi-Year Tariff Petitions for 2012-13 to 2015-16: The Company had filed its Multi-Year Business Plans with MERC, which have been approved by MERC by its order dated November 23, 2012. Thereafter, as required by the Regulations, the Company has filed its Multi-Year ARR and Tariff Petitions for the period 2012-13 to 2015-16 with MERC. The petitions are currently under consideration of MERC.

Final true up of 2010-11 and 2011-12: The Company has received order dated April 4, 2013 disposing of its petition for final true up for 2010-11 and 2011-12 crystallising the final accumulated revenue gap aggregating to ₹ 2,452 crore in respect of its Mumbai power distribution business till the close of 2011-12, which shall be recovered through regulatory asset charges. The charges and period for recovery of these regulatory assets shall be approved by MERC in the order to be passed on the issue of Multi Year Tariffs.

Change-over and issue of loss of Cross Subsidy and Recovery of Regulatory Asset: MERC passed an Interim order on October 15, 2009 permitting the consumers in RInfra area of supply to changeover supply between The Tata Power Company Limited (TPC) and RInfra through Open Access on each other's network. Pursuant to the said order, about 2.5 lakh consumers started receiving supply of electricity from TPC using the RInfra network till March 31, 2013. MERC has approved recovery of cross-subsidy surcharge from such consumers and has recently passed an order on May 10, 2013 approving the cross-subsidy surcharge to be levied to such change-over consumers. The Company expects to collect an additional annual revenue of approximately ₹ 600 crore on account of this order.

In its order dated July 29, 2011, MERC had given its in-principle approval of recovery of regulatory asset charges from such change-over consumers, in addition to the Company's own consumers. In its petition for ARR and Tariff determination for MYT Period - 2012-13 to 2015-16, the Company has worked out regulatory asset charges to be levied on its own and change-over consumers for recovery of accumulated regulatory assets. The order of MERC is awaited on the said petition.

Further, the Company had filed a petition seeking MERC intervention against selective taking over of the consumers by TPC. In its order on the said petition, MERC agreed with RInfra's contentions and has since stopped migration of consumers from all categories except residential consumers in the consumption category of 0-300 units for a period of one year from the date of issue of the order i.e. till August 21, 2013. As per the order, MERC shall review its decision of restricted migration after the completion of the one year period and, based on experience gained, shall decide on the future course of action.

Renewable Purchase Obligations: MERC has issued the Maharashtra Electricity Regulatory Commission (Renewable Purchase Obligation, Its compliance and Renewable Energy Certificate framework) Regulations, 2010. The said regulations stipulate separate Renewable Purchase Obligation (RPO) for non-solar and solar sources for the period from 2010-11 to 2015-16 at a tariff fixed by the MERC.

For meeting non-solar RPO, RInfra has contracted wind generation, biomass power and small hydro power. The Government of Maharashtra extant policy exempts sugar cane purchase tax to generators supplying electricity to only Maharashtra State Electricity Distribution Company Limited (MSEDCL). Thus, bagasse based cogeneration generators prefer to supply power to MSEDCL. RInfra is exploring all possible options to procure renewable energy for meeting its RPO obligation. Shortfall in meeting RPO is being met by procurement of Renewable Energy Certificates (RECs). By a recent order, MERC has allowed RInfra to meet its solar RPO targets for 2010-11 to 2012-13 cumulatively up to March 31, 2013. For meeting this obligation, the Company has contracted to procure 40 MW solar photo voltaic power and is confident of fulfilling its cumulative Solar RPO target for 2010-11 to 2012-13 within the specified time frame.

Standby Charges: TPC filed a civil appeal before the Hon'ble Supreme Court of India against RInfra claiming that RInfra should pay the standby charges to them at the same rate per KVA as TPC pays to MSEDCL (erstwhile Maharashtra State Electricity Board). RInfra has contended that a part of standby charges payable by TPC to MSEB was recovered through tariff and hence, RInfra is not liable to pay at the same rate as TPC paid to MSEB. RInfra has received ₹ 227 crore, being 50 per cent of the amount directed by the ATE as refund to RInfra and for balance ₹ 227 crore, TPC has given a bank guarantee to the Hon'ble Supreme Court pending disposal of the appeal. The matter is still pending before the Hon'ble Supreme Court.

Take or Pay: MERC passed an order on December 6, 2007 on the petition filed by TPC in 2001 relating to Additional Energy Charges (AEC) and Take or Pay for financial years 1998-99 and 1999-2000 holding that an amount of ₹ 116 crore would be payable by RInfra with interest at 24 per cent per annum. Pursuant to this order, TPC raised a claim together with interest for ₹ 324 crore. RInfra has filed an appeal before the ATE, which held that additional energy charges are payable but remanded the issue of Take or Pay to MERC for re-determination. RInfra has filed an appeal with the Hon'ble Supreme Court against the said ATE judgment, while TPC has also filed an appeal in respect of Take or Pay. In the hearing before the Hon'ble Supreme Court, TPC claimed that they were asked to pay 50 per cent of the amount in the Standby matter and thus, similar order should be passed against RInfra to deposit the amount. As directed by the Hon'ble Supreme Court, the Company has paid ₹ 25 crore to TPC and provided Bank Guarantee of ₹ 9 crore to the Hon'ble Supreme Court. The matter is admitted and awaits final hearing before the Hon'ble Supreme Court.

Medium Term and Long Term Power Procurement: The Company procures power for medium term for the period 2011-12 to 2013-14) at tariffs determined through competitive bidding process.

In order to meet its long-term power requirements, the Company has entered into an agreement for purchase 600 MW of power from Vidarbha Industries Power Limited ('VIPL') from April 1, 2014 onwards for a period of 25 years. The plant is coal based and is located near Nagpur, Maharashtra. MERC has approved PPA of 300 MW and approval of balance PPA of 300 MW is in process. The Company has approached MERC for determination of tariff for power procurement under section 62 of the Electricity Act, 2003.

Quality: With an objective to build a sustainable quality culture, the Company has consolidated its quality movement further and has increased the participation of employees in this movement. The Company has trained 25 Black Belts for undertaking complex Six Sigma projects for process improvement. About 1,300 employees are engaged in over 65 quality projects, using methodologies such as 5 `S`, Small Group Activities and Six-Sigma.

Out of 39 quality projects in which the Company participated during the Mumbai convention, the Company won 28 Gold and 11 Silver trophies. The Company also received a special award for the 'Best propagation of Quality Concepts', "Best presentation of QC" award, "Best Presentation of other concepts (5 'S`)" award, and 'Best case study' award during the Mumbai Chapter convention of the Quality Circle Forum of India (QCFI), held in September 2012. Seven projects were nominated for the National convention at Kanpur, and all of them bagged the top honours i.e. 'Par-Excellence' trophies.

Demand Side Management:

Value Added Services to consumers for Energy Conservation

The objective of Energy Conservation and Energy Efficiency (EC and EE) programme is to create awareness in the society on the importance of energy conservation and smart usage of energy and to facilitate adoption of energy efficient technology for reducing the system demand and power purchase cost and reducing the environmental damage by Green House Gas (GHG) emission. The ultimate goal is to make every citizen of Mumbai a part of this programme and make this programme a Citizens' Movement.

Some of the programmes launched were:

1. **Ceiling Fans Programme:** The Company in this initiative replaced 5,000 old fans which resulted in annual saving of 0.65 million units.
2. **5 Star Split Air Conditioner (AC) Programme:** The Company has launched a programme for its commercial consumers for replacing the old window ACs with energy efficient 5 star labelled split ACs. Under this programme, 50 air-conditioners have been replaced with an estimated 0.06 million unit saving and an estimated demand reduction of 21 KW.
3. **AC Automation programme for Commercial and Industrial Consumers:** The Company is launching a programme for its commercial and industrial consumers on automation in air conditioning for chiller plant, ductable split, cassette and package air-conditioners. The target for this programme is automation of 2,500 tonnes of refrigeration (TR) which will result in annual saving of 1.3 million units.
4. **Energy Audit Scheme for Commercial / Industrial Consumers:** Under this scheme, the commercial consumers have been offered walkthrough energy audit to make them aware of Energy Conservation opportunities and potential for saving. These audits are conducted free of cost by the Company's in-house team of certified energy managers and energy auditors. In 2012-13, Reliance Infrastructure carried out audit for 20 commercial consumers with annual potential benefit to consumers through energy saving of over 2.5 million units.

Urja Samvardhan Upakram

The Company launched *Urja Samvardhan Upakram* i.e. energy conservation awareness drive which is not limited to the Company's licensed supply area. Indeed, through this campaign, the endeavour is to reach out to every citizen of Mumbai and make him a partner in this campaign. In 2012-13, 56 workshops were conducted by the Company in various academic institutions, offices, banks, hospitals, industrial estates, housing societies, slum areas, etc. This much acclaimed initiative has reached to more than 4,600 consumers educating them on "Why to conserve and How to conserve Energy".

Let's Turn Around Campaign

For effective implementation of Environmental Management System (EMS), the Company launched an organization-wide environmental awareness campaign, viz. "Let's turn around". The campaign objective is to sensitize employees and stakeholders on environment and environmental issues; encourage them to play their role and to put their act together to turn around what is going wrong in the environment. Over 20 environment management programmes with the primary objective being resource conservation and pollution prevention, and many other sustainability initiatives are being driven under the same umbrella campaign and aim to achieve a carbon neutral organization status, year on year.

India Power Award 2012: The Company has been one of the very first utilities to form a dedicated Demand Side Management and Energy Conservation (DSM & EC) cell and initiate energy efficiency and energy conservation programmes for its consumers. In recognition of the Company's efforts in promoting energy efficiency and energy conservation, providing value added services to its consumers and a successful journey towards minimizing the negative impact on environment, the Company was conferred with the prestigious India Power Award 2012. This award for excellence in Energy Efficiency, Conservation and Demand Side Management comes as an encouragement to strengthen its commitment and efforts towards conservation of energy and natural resources.

Automation and Information Technology: The focus to shift from IT best practices to "Next" practices that include process automation and Business Analytics for proactive equipment monitoring and maintenance has now taken shape. Several systems including GIS based Outage Management System (OMS) are live and running and benefits to the operations teams are immense.

In our external business foray through the Restructured Accelerated Power Development and Reforms Programme (R-APDRP), the Company has been awarded a ₹ 114.44 crore IT Implementation Agency (ITIA) contract for Chhattisgarh State Electricity Board. The Company's IT and SCADA consultancy services for various state utilities like Bihar, Chhatisgarh, Haryana, Karnataka and Maharashtra are on full steam.

Delhi Distribution Business

The Delhi distribution companies ("Discoms"), viz., BSES Rajdhani Power Limited (BRPL) in south and west, and BSES Yamuna Power Limited (BYPL) in east and central Delhi registered an aggregate total income of ₹ 9,818 crore (US$ 1.8 billion) against ₹ 7,303 crore in the previous year, an increase of nearly 34 per cent.

The aggregate power purchase cost increased from ₹ 9,192 crore to ₹ 9,733 crore (an increase of 6 per cent) due to higher bulk supply tariff (BST). Other operating expenses have either declined, remained constant or have increased marginally. This was achieved through tighter control and monitoring of all operating expenses and processes.

The aggregate capital expenditure incurred during the year amounted to ₹ 336 crore (BRPL ₹ 267, BYPL ₹ 69 crore) for upgradation, strengthening and modernization of the distribution system. The aggregate net block including current work in progress stood at ₹ 4,731 crore (BRPL ₹ 3,064 crore, BYPL ₹ 1,667 crore).

The number of customers using RInfra network in 2013 grew by 10 per cent to 32 lakhs, up from 29 lakhs in the previous year which is a growth of 10 per cent.

Key functional initiatives of BRPL and BYPL

1. **External Interface**
   - BRPL appointed as technical partner by EPC major, Rockson Engineering for the Nigerian Discom Licensee.
   - BRPL bagged power distribution consultancy assignment at Ethiopian Electric Power Corporation (EEPCo)

2. **Customer Care**
   - BYPL's customer care and DSS executive trained by Frankfinn Institute for improved customer relations.
   - 100 per cent compliance across all consumers (Consumer Grievance Redressal Forum, Consumer Dispute Redressal Forum, Ombudsman, and Delhi Electricity Regulatory Commission)
   - Increased payment options and payment reminders
   - Upgraded website and web - based Bill
   - Unified complaint number and queue management system
   - Preferential treatment to senior citizens and customer feedback surveys
   - Customer Education: Door step services, anti power theft drive, meters, earth leakage circuit breakers, compact fluorescent lamps, light emitting diode (LED) promotion, earth leakage, and energy calculator

3. **Human Resources and Performance Management**
   - Concept of root level approach like town hall meets and train the trainer programme
   - Rationalized top management information system with focus to assist management in monitoring performance
   - Organized training session for the employees of other utilities
   - External training for local / neighbourhood electricians and power industry professionals

4. **Other technical Advancements**
   - BSES Yamuna Power Limited's 'Smart Grid Solution' (MIDAS Modular Integrated Distribution Automation System) as a solution to optimize power distribution network. While unveiling MIDAS, the Hon'ble Chief Minister of Delhi, Smt Sheila Dikshit said, "Better management of infrastructure and resources is a challenge that all cities are facing. BYPL's R&D initiative MIDAS provides a solution to optimize power distribution network – which is the last mile connectivity for ensuring power for all. I am happy to note BYPL is in talks with other discoms in India to offer them MIDAS capabilities. This way Delhi can provide a model that is scalable and sustainable and which helps improve power supply in our country."
   - Also, Renewable Energy Assisted Pump (REAP) projects executed in schools (REAP is a solar based water pumping designed in collaboration with the Indian Institute of Technology-Delhi)
   - Pre-paid metering for all Government consumers – 8,700 prepaid consumers
   - Grids remotely operate through the SCADA
   - Automatic switches for street lights across licensee area
   - 100 per cent GIS digitization complete for Extra High Voltage and HT network

5. **Key technical side improvements are as follows:**

Parameters	BRPL			BYPL			Delhi Discoms(Total)		
	FY 12	FY 13	Growth per cent	FY 12	FY 13	Growth per cent	FY 12	FY 13	Growth per cent
Peak Demand (MW)	2,045	2,338	14	1,210	1,461	21	3,255	3,799	17

As against this surge in the demand met by BSES Discoms, there were correspondingly lesser instances of distribution network failures

6. **Key Regulatory Developments**

- Power purchase cost adjustment charge of 4.5 per cent was approved by Delhi Electricity Regulatory Commission.
- Tariff increase of 20.87 per cent as per order issued in July 2012.
- Additional surcharge of 8 per cent imposed on the above approved tariff to recover Regulatory Asset
- DERC has replaced the existing Quarterly Fuel Price Adjustment (FPA) mechanism with Power Purchase Adjustment Charges (PPAC) mechanism.

Generation Business

Reliance Infrastructure with its subsidiary generates over 942 MW of power through its power stations located in Maharashtra, Andhra Pradesh, Kerala, Karnataka and Goa. The Company's power generation units continue to demonstrate significant improvements across major operational, environmental and safety performance parameters.

Dahanu Power Station operates the 500 MW power plant and continues to maintain its numero uno position among the power stations in the country. The power station continued to keep up to its track record this year as well, by achieving a PLF of 100.04 per cent. Furthermore, the power station has been operating with a PLF of greater than 100 per cent consecutively for the past seven years and overall, for nine years. The station has also been maintaining greater than 94 per cent plant availability consecutively for the past ten years.

In a benchmarking carried out by various statutory bodies, the power station has emerged as the country's best thermal power station with respect to various plant parameters such as plant load factor (PLF), availability, heat rate and auxiliary power consumption. Also, Maharashtra Pollution Control Board awarded the prestigious "Vasundhara Puraskar" to DTPS for maintaining the best environmental parameters.

The Dahanu Power Station has the distinction of continuing with the Integrated Management System (IMS) for Quality ISO 9001:2008, Environment 14001:2004 and OHSAS 18001:2007 certifications. In addition, the power station is certified for Information Security Management System ISO 27001:2005 and Energy Management system ISO 50001:2011. Also, DTPS was recertified for Social Accountability SA 8000:2008 in 2012-13.

The Samalkot Power Station operates the 220 MW combined cycle power plant at Samalkot in Andhra Pradesh. The station is certified with Integrated Management System (IMS) covering ISO 9001, ISO 14001, OHSAS 18001, ISO 27001 and SA 8000 standards.

The Goa Power Station operates 48 MW combined cycle power plant in Goa. The power station is certified by DNV for ISO 14001:2004, ISO 9001:2008, ISO 27001:2005 and OHSAS 18001:2007 under the Integrated Management System. The Goa Power Station has completed all the Gas conversion activities and is fully ready for operation on natural gas.

The Kochi Power Station of BSES Kerala Power Limited, the wholly owned subsidiary of the Company, owns and operates the 165 MW naphtha based combined cycle power plant at Kochi in the state of Kerala. The power station is certified for Integrated Management System conforming to ISO 9001, ISO 14001, OHSAS 18001 and ISO 50001-2011 standards. BKPL is the first combined cycle power plant in India to be awarded the ISO 50001 certification.

The Wind Farm Project operates 36 windmills with an aggregate generation capacity of 9.39 MW at Chitradurga in Karnataka. Its performance is constantly monitored through the Supervisory Control and Data Acquisition System (SCADA) at the wind farm.

Key Operational Parameters

Generation stations	Capacity (MW)	Units Generated (Million Units)	Plant Load Factor (per cent)	Plant Availability (per cent)
Dahanu	500	4,382	100.04	96.67
Samalkot	220	722	37.5	97.96
Goa	48	245	58.4	89.5
Kochi	165	136	9.4	98.7
Wind Farm, Karnataka	9.39	21	25.9	98.2
Total	942.39	5,506		

92.1% was Availability on Bar due to self gas rostering.

Transmission Business

Western Region System Strengthening Scheme II (WRSSS–II)

Reliance Power Transmission Limited, a subsidiary of the Company, is implementing two projects secured through International competitive bidding with an approximate project cost of ₹ 1,700 crore on build, own and operate (BOO) basis. These involve construction, maintenance and operation of nine transmission lines of 3,063 circuit kms length (six lines with line length of 2,090 circuit kms to be executed by Western Region Transmission (Maharashtra) Private Limited and three lines with line length 973 circuit kms by Western Region Transmission (Gujarat) Private Limited.

Of the above, six transmission lines associated with the project with a cumulative line length of about 1,434 circuit kms have been commissioned so far and are being successfully operated. Four of the completed lines with an aggregate line length of 943 circuit kms are in Maharashtra and the remaining two lines of 488 circuit kms length are in Gujarat. These lines are being operated successfully with availability being maintained at more than 99 per cent in all cases. Substantial progress has been made in the remaining lines of the project and the complete project is expected to be commissioned during the year 2013-14. In quantitative terms, around 98 per cent of the tower foundation work and 95 per cent stringing work has been completed, settling more than 34,000 Right of Way (ROW) cases so far. For the transmission line in Gujarat involving reserve forest, all statutory approvals are in place and the Stage-I forest clearance has also been received.

Revenue to the tune of ₹ 100 crore has been realised in the year 2012-13 with a monthly revenue generation standing at ₹ 8.3 crore. These projects are backed by a sound payment security mechanism now introduced by the Central Electricity Regulatory Commission (CERC) in the sector for all interstate transmission projects under the Point of Connection charges (PoC) mechanism.

Parbati Koldam Transmission Corporation Limited

This project is under implementation through a Joint venture with Power Grid Corporation of India Limited (PGCIL) under build, own and operate (BOO) structure and cost plus tariff model with an estimated project cost of ₹ 1,000 crore. The project consists of construction, maintenance and operation of 400 kV Transmission lines from 800 MW Parbati-II Hydro Electric Project (HEP) (being constructed by National Hydro Power Corporation Limited) to 800 MW Koldam HEP (being constructed by NTPC Limited) hydro projects in Himachal Pradesh. It is entrusted with construction of three lines - two single circuit lines from Parbati-II to Koldam and one double circuit line from Koldam to Ludhiana with total line length 457 circuit kms. The power evacuated from these stations shall benefit the northern region states of Uttar Pradesh, Rajasthan, Punjab, Haryana, Jammu and Kashmir, Himachal Pradesh, Delhi, Chandigarh and Uttarakhand. The Company has entered into bulk power transmission agreements with all of these beneficiaries. After issue of transmission license by CERC, statutory approvals under section 164 of the Electricity Act, 2003 and aviation clearances from the Ministry of Defence and both Stage-I and Stage-II forest clearance have also been received for all the transmission lines. The engineering activities like tower and foundation designs and type testing of towers have been completed. Construction of the entire project is in full swing and capital investment of about ₹ 526 crore has been infused on the project. This project is scheduled for commissioning in 2013-14.

Mumbai Transmission

Under the Mumbai strengthening project for augmentation of the Mumbai transmission network, RInfra has commissioned the 8th 220/33 kV Extra High Voltage (EHV) sub-station making its transmission network with total transformation capacity of 2,975 MVA and total transmission lines of 541 circuit kms. 5 out of 8 EHV sub-stations commissioned in recent years are uniquely designed vertically configured, multi-storied, compact, new generation 220 kV /33 kV EHV Gas Insulated Stations (GIS). During the year, the Company also commissioned 220 kV double circuit underground links between Maharashtra State Electricity Transmission Company Limited (MSETCL) Borivali and RInfra Gorai and MSETCL Borivali and RInfra Borivali EHV sub-stations. RInfra-Transmission has now established connectivity at 9 points with the state grid resulting in further strengthening of the system.

A total capital expenditure of ₹ 123 crore was incurred in 2012-13 for Mumbai strengthening project with ₹ 390 crore being capitalized. Cumulatively, a capital expenditure of ₹ 910 crore had been incurred towards the Mumbai strengthening project with ₹ 897 crore capitalized till 31.03.2013.

The Transmission Group has maintained its high standards of availability with a network availability of 99.77 per cent registered for the year, setting it amongst the top performing utilities in the country. This was possible only due to adoption of the best practices and tireless efforts of the dedicated team of our Transmission Group.

RInfra is now planning to take up execution of Phase II projects worth ₹ 1,000 crore which includes commissioning of four EHV Sub-stations at Nagari Niwara, Dahisar, Golibar and the airport areas of Mumbai.

MERC has approved five year Business Plan for 2011-12 to 2015-16. RInfra has received in-principle clearance from MERC for the detailed project report (worth ₹ 11.21 crore) of relocation / modification of transmission line and tower in Mira-Bhayandar Municipal Corporation area.

On the quality front, six Small Group Activity teams (Quality Circles) presented their projects at the National Convention for Quality Concept (NCQC) organized by the Quality Circle Forum of India held at Kanpur. Four teams won "Par Excellence" and the remaining two teams won "Excellence" and "Distinguish" each. Mumbai Transmission is also recertified for IMS for the next three years. The Group won the "Certificate of Merit" in Ramkrishna Bajaj National Quality Awards (RBNQA) recognising our robust and sustainable performance pursuing excellence.

North Karanpura Transmission Project

The North Karanpura Transmission Project is on build, own, operate and maintain (BOOM) basis and is being implemented by the project SPV, viz North Karanpura Transmission Company Limited (NKTCL). It involves construction of three 765 kV transmission lines of length of about 800 kms and two 400 kV transmission lines of length of about 240 kms. These lines would connect Lucknow, Bareilly, Meerut, Agra, Gurgaon, Sipat and Seoni. The project also involves construction of one 400/220 kV GIS substation at Gurgaon.

Whereas the survey and design activities of the project had already been completed, there was huge delay in receipt of enabling clearances to start construction - namely, authorisation under section 164 of the Electricity Act, 2003. The project company has filed a petition with CERC wherein it has sought various mitigation measures in terms of tariff escalation and time extension for project completion.

CERC passed the judgment on May 9, 2013 on the petition filed by NKTCL in which the CERC has not recognised the delay in grant of the aforesaid authorisation as a force majeure event. The CERC has also directed NKTCL to approach the Long Term Transmission Customers (LTTCs) for extension of time for execution of the projects, who are to consider the request and convey their approval within one month.

Talcher II Augmentation Project

This project is on build, own, operate and maintain (BOOM) basis and is being implemented by the project SPV Talcher II Transmission Company Limited (TTCL). The project comprises of three 400 kV Double circuit transmission lines of 670 kms. These lines would connect Talcher, Rourkela, Behrampur and Gazuwaka. One sub-station of 400/220 kV at Behrampur is also in the scope of execution of the project.

Whereas the survey and design activities of the project had already been completed, there was huge delay in receipt of enabling clearances to start construction - namely authorisation under section 164 of the Electricity Act, 2003 resulting in a force majeure situation for the project. The project company had filed a petition with CERC wherein the Company had sought various mitigation measures in terms of tariff escalation and time extension for project completion.

CERC passed the judgment on May 9, 2013 on the petition filed by TTCL in which the CERC has not recognised the delay in grant of the aforesaid authorisation as a force majeure event. The CERC has also directed TTCL to approach the Long Term Transmission Customers (LTTCs) for extension of time for execution of the projects, who are to consider the request and convey their approval within one month.

Power Trading Business

Reliance Energy Trading Limited (RETL), a wholly owned subsidiary of the Company, has positioned itself as a favoured trader for trading of power from captive power plants. To keep a check on the financial risk in the prevailing power market condition, RETL concentrated on power trading through Power Exchanges that provides risk free business opportunity. RETL is a professional member of both the Power Exchanges with a significant market share of exchange traded volume. With the implementation of distribution open access, RETL is also targeting industrial / open access consumers in several states. The Company is also concentrating on trading of renewable energy and renewable energy certificates.

In the coming years, RETL is expecting increase in trading volume through trading of merchant power from the Group's upcoming power projects.

During the year, RETL traded 5,335 million units as compared to 4,060 million units during the previous year. CERC consistently ranks RETL among the top five trading licensees.

The EPC and Contracts Business

The EPC and Contracts Division of RInfra is a leading service provider of integrated design, engineering, procurement and project management services for undertaking turnkey contracts including for coal-based thermal and gas-power projects, transmission lines including infrastructure projects, viz. road projects, etc.

The Division is equipped with the requisite expertise and experience to undertake the EPC projects within the budged cost and time frame, ensuring customer satisfaction. The Division has constructed various greenfield projects in small, medium, large and mega categories in the last two decades.

The Division has continued to perform well in the year 2012-13 and the order book position as on March 31, 2013 was ₹ 10,215 crore.

The turnover in 2011-12 was higher on account of consolidation of EPC orders relating to execution of certain major power projects including the largest gas based power project viz. 2,400 Samalkot power project.

Power Projects

6 x 660 MW Sasan Ultra Mega Power Project (UMPP), Madhya Pradesh

Sasan UMPP is one of the largest domestic coal based power plants executed by the EPC Division of the Company.

Key project highlights are:

- Over 81 per cent overall project progress achieved.
- Successfully achieved commercial operation of its first supercritical unit (Unit No.3).
- Hydro test of the second unit (Unit No.2) successfully completed.
- Hydro test of the third unit (Unit No.4) successfully completed.
- Hydro test of the fourth unit (Unit No.1) successfully completed.
- Work is in full swing in the Boiler, Turbine and Generator (BTG) areas for all units.
- Both switchyards viz. 400 kV and 765 kV are successfully commissioned and connected to the grid.
- Chimney commissioned for three units. Chimney flue can erection work is in progress in other units.
- Water system commissioned for first three units.
- Coal handling plant commissioned for one unit and the over - land conveyor for coal transportation commissioned in June 2013.
- 132 kV transmission line for Over Land Conveyor commissioned in June 2013.
- Ash handling plant commissioned for one unit and work is in progress for other units.

2400 MW Samalkot Combined Cycle Power Plant in Andhra Pradesh

The EPC Division is executing India's largest gas-based combined cycle power station at Samalkot in Andhra Pradesh. The project consists of three modules of two gas turbine generators and one steam turbine generator.

Key project highlights are:

- 59 per cent overall project progress achieved.
- Full speed No load (FSNL) run of four Gas Turbine Generators (GTGs) achieved in 17 months from the date of ordering.
- Synchronisation of four GTGs completed.
- Successful testing of the largest 400 kV Gas Insulated Switch Yard for the entire 2,400 MW plant.
- Government of India is being pursued to ensure availability

of gas to run all commissioned gas turbine power plants.

2 x 300 MW Butibori Power Project in Maharashtra

Key project highlights are:

- Commercial Operational Date of Unit No. 1 has been achieved.
- Unit No. 2 Full load operation achieved.
- Railway Siding – Track laying of 17 kms out of 23 kms completed.
- Water Conveyor System for Unit - 2 : Intake structures work completed and electro-mechanical erection and commissioning completed. Glass reinforced plastic Pipeline (17 kms) completed and commissioned.

2 x 600 MW Raghunathpur Thermal Power Station in West Bengal

The project was awarded to the Company by Damodar Valley Corporation (DVC) for 2 x 600 MW Thermal Power Plant at Raghunathpur in West Bengal.

Key project highlights are:

- 88.74 per cent overall project progress achieved.
- Boiler Light up of Unit No. 1 successfully completed through distributed control system.
- Boiler Unit No. 2 Drainable Hydro Test successfully completed.
- TG Box up of Unit No. 1 completed and Lube Oil Flushing 2nd stage completed.
- 400 kV Switchyard charging completed.
- Chimney Flue Can - 1 and 2 erection completed and roller compacted concrete mini shell work in progress.
- Light Diesel Oil System commissioned for Unit No. 1. Heavy fuel oil piping in progress.
- Ash Dyke formation work in progress.

2 X 600 MW Rajiv Gandhi Thermal Power Project, Hisar, Haryana

The project is a turnkey project awarded by Haryana Power Generation Corporation Limited (HPGCL) for generating power in Haryana.

Key project highlights are:

- Project work is in closing stage.
- Trial run operation of both units has been completed and is under commercial operation by HPGCL.
- More than 11,000 million units have been generated.
- Request submitted to HPGCL for Provisional Takeover of Units.
- A performance guarantee test of Unit No. 2 is completed and Unit No.1 is under progress.

2 x 250 MW Parichha Thermal Power Project –II (Unit 5 and 6) (Balance of Plant Package)

The project of the Balance of Plant package was awarded to the Company by Uttar Pradesh Rajya Vidyut Utpadan Nigam Limited for the 2 X 250 MW Parichha Thermal Power Plant Extension-II.

Key project highlights are:

- 97.04 per cent overall progress achieved.
- Commercial Operation Date (COD) of Unit No. 5 has been achieved.
- Commercial Operation Date (COD) of Unit No. 6 has been achieved.

EPC contract of Road Projects

The EPC Group is also executing contracts for development of various toll roads awarded to the SPVs of the Company.

During the year 2012-13, the EPC Group achieved significant progress on these projects. The Gurgaon-Faridabad toll road is fully operational with commercial operation achieved in the second quarter of 2012-13. The Jaipur-Reengus toll road has achieved over 95 per cent of progress in completion of the project.

Three other roll road projects viz. Pune-Satara toll road, Hosur-Krishnagiri toll road and Kandla-Mundra toll road have also made satisfactory progress of 31 per cent, 42 per cent and 34 per cent of the project work respectively. The EPC Group has also secured EPC contract for the development of the Delhi-Agra toll road awarded to an SPV of the Company.

EPC contract of Transmission Group

The EPC group has almost completed the execution of Western Region System Strengthening Scheme II (WRSSS-II) and the projects awarded to two SPVs of the Company viz. Western Region Transmission (Maharashtra) Private Limited and Western Region Transmission (Gujarat) Private Limited, achieving 95 per cent and 98 per cent overall progress respectively.

New Initiatives

The EPC Division has taken the following initiatives in engineering, construction and technology areas for successful accomplishment of mega and ultra mega power projects:

Construction and Technological Initiatives

- Installation of Controlled Low Strength Material (CLSM) lining for protection of Low Density Polyethylene lining in ash pond. Traditionally, either brick or concrete lining is used for this purpose. The construction is faster and can save several months of construction time and yet cheaper. The operation and maintenance cost will also be reduced, as the brick lining is susceptible to pilferage.
- Use of Smart Plant Electrical (SPEL) software for cable schedule preparation for the Sasan UMPP. SPEL software enables optimum loading of the trays, route selection, accurate Bill of quantities preparation for trays and cable lengths and enables direct import facility of data from the 3D layout drawings.

- Installation of online Dissolved Gas Analyzer (DGA) measuring instrument for Generator transformer at the Samalkot combined cycle power project and the Sasan UMPP. Online DGA monitor would detect gases generated in the oil and give warning of any fault which might be developing in the transformer.
- Using wide range of geo-spatial data and tools like Differential Global Positioning System (DGPS) in topography for surveying precise topographical details. Efforts are made to seek optimized techno-economic solutions.
- Implementation of new Limit State Design (LSD) Steel code IS 800:2007 in analysis and designs mainly for power house building, bunker building and pipe rack. This helps in optimizing the material quantities by segregating the loading patterns and reducing costs.
- EPC - IT exploited the barcode technology to automate the supply chain of materials. Barcode is pasted on every supplied item which provides the electronic means to identify the material.
- Use of cup lock staging system for Tech Genus (TG) Deck construction reducing the Tech Genus (TG) Deck casting time by one month.
- Use of pre-casting of piles in pre-zero period also reduces Tech Genus (TG) raft casting time by one month.
- Use of Tower Crane for Electro Static Precipitator (ESP) erection and use of pre-fabricated bolted structure to reduce construction lead time.

Engineering Initiatives

- Central core engineering group: Fully functional to introduce latest technology, enhance engineering quality, standardization of all engineering deliverables and facilitating sharing of knowledge gained from completed and ongoing projects and is associated with optimization and new innovation.
- Precision Engineering Concept: Use of modern technologies like flying for Light Detection And Ranging (LIDAR) and aerial photography survey, particularly for off-shore projects to obtain most updated and precise information of terrain.
- Reduction in total number packages to 31 from 101 in earlier projects by introducing latest erection philosophy.

Bolier, Turbine and Generator : EPC Learnings

Learnings from Engineering, Construction and Operation teams have been assimilated in time and the same are being implemented for the upcoming projects as enumerated below:

- Introduction of higher steam parameters for all future super-critical units which results in overall thermal cycle efficiency gain of about 2.5 per cent from the base super critical design adopted for the Sasan UMPP. In line with the Central Electricity Authority regulations, the new super-critical units will have turbine cycle heat rate not exceeding 1,850 kcal/kwh and Reheat steam temperature not less than 593 deg C.
- Optimization in plant layout by adopting terracing and standardization of 3x660 MW island concept.
- "Site to Shop" concept - Reduction in the number of site welding joints for boiler from about 50,000 to 36,000 for enhanced quality and reliability.
- Adoption of low NOx coal burners and advanced coal combustion technology to reduce NOx emission. NOx emission of about 380 mg/Nm3 is being attempted for large size projects of 4,000 MW and above.
- Modular supply of major equipment and skid mounted sub-system assemblies are being maximized within logistical constraints of transportation for speed and quality of construction and better operational reliability.
- Improvement in finished Super Heater (SH) Reheater (RH) material TP 347H to TP 347 HFG (High strength austentic stainless steel alloys as per American Society for Testing and Materials - standards) results in overall reliability of steam generators.
- Concept of e-material identification through barcoding of deliveries from BTG suppliers and Global Positioning System (GPS) enabled barcode scanners to track the geographical location of the material along its journey from works to the project site is being implemented.
- Boiler and Electro Static Precipitator (ESP) support structures are being integrated with other structures of pipe racks, coal handling plant and coal bunker building in order to optimize overall cost and to improve working space availability within the same footprint.
- Optimization of Turbine Generator Building structure is effected by adopting Generator stator lifting and placement on position with the help of strand jack method. This method of generator stator lifting obviates the need for design of Tech Genus (TG) Building based on large capacity Tech Genus (TG) Hall electric overhead travelling cranes working in tandem. Thus, design of TG building structure is optimized for single and reduced capacity of EOT Cranes.

Documentation Management

A unique centralized documentation depository is developed and operationalized using world-class Enterprise Document Management System Technology (Software from Dassault Systems, France) for all internal and external power projects and mines. System is IT enabled with a standard business process and is capable of managing engineering documents, project records, project communications, Computer Aided Design (CAD) drawings, operation and maintenance standards, digital catalogue, e-books, e-journals, codes and standards, etc. The functional team can concurrently access and collaborate across internet and the Company's intranet.

Quality Management

The EPC Group follows extensive quality management processes at construction sites. The Company has successfully completed the recertification audit for the ISO 9001:2008. The EPC Group has tie-up with third party inspection agencies like Lloyds, Bureau Veritas, DNV, etc. to ensure reliability and efficiency of equipments.

Infrastructure Projects

Roads Projects

The Company is amongst the largest developers of road and highway projects for the National Highways Authority of India (NHAI) under the build, operate, transfer (BOT) scheme. The Company is developing eleven road projects worth about ₹ 11,500 crore of which eight projects have started generating revenues and additional two projects would start generating revenue shortly. During the year, three road projects i.e Gurgaon Faridabad (GF), Salem Ulundurpet (SU) and Delhi-Agra (DA) became revenue operational. During the year under review, the Company submitted Request for Qualification (RFQ) for 14 projects worth ₹ 32,970 crore.

Salient features of our existing projects include:

1. **NK Toll Road Limited** was set up with the objective to design, build and operate NH 7 for 43 kms connecting Namakkal and Karur in Tamil Nadu. Tolls are collected on this road for the past three years and the stretch witnessed good traffic growth. During 2012-13, the stretch recorded traffic growth of 13 per cent.

   Namakkal is known for vehicle body building industry whereas Karur is one of the leading cities for the textile industry. NH 7 is one of the busiest sections of the north south corridor of South India and carries a sizeable number of personal and commercial passenger traffic apart from regular freight traffic. This stretch crosses the river Cauvery through a major bridge. It is also a part of the golden quadrilateral of national highways.

2. **DS Toll Road Limited** was set up with the objective to design, build and operate NH 7 for 53 km long 4 lane National Highway (NH 7) road connecting Dindigul and Samynallore near Madurai in Tamil Nadu. Tolls are collected on this road for the past three years and the stretch also witnessed good traffic growth. During 2012-13, the stretch recorded traffic growth of 13 per cent.

   The project stretches to Karnataka easing the traffic flow to IT destinations like Bengaluru and is also a part of the North-South Corridor of national highways.

3. **TD Toll Road Private Limited** was set up with the objective to design, build and operate 86 km long 4 lane National Highway (NH45) road connecting Trichy and Dindigul in Tamil Nadu. Tolls are collected on this road for the past more than a year. This project connects religious places like Madurai and Kanyakumari which witnesses very high traffic.

4. **SU Toll Road Private Limited** was set up with the objective to design, build and operate 136 km long 4 lane National Highway (NH 68) road from Salem to Ulunderpet in Tamil Nadu. This was the first project of more than 100 kms to be awarded by NHAI on build, operate and transfer basis. Tolling on this road commenced from July 28, 2012.

   The project corridor connects two important National Highways, NH 7 and NH 45. The entire length of NH 68, between Salem and Ulundurpet carries predominant intra-state traffic in addition to Chennai and Cuddalore ports and tourist place of Pondichery in east with west bound traffic to Coimbatore and major cities of Pallakad and Thrissur in Kerala. The proposed textile park at Salem is expected to drive traffic on this toll road.

5. **TK Toll Road Private Limited** was set up with the objective to design, build and operate 80 km long 4 lane National Highway (NH 67) road from Trichy to Karur in Tamil Nadu. The construction is in full swing and the project is expected to be commissioned in the year 2013-14. This stretch is along the high traffic corridor connecting Coimbatore to eastern parts i.e., Trichy, Kumbakonam, Thanjavur and Nagapatinam. This stretch, being parallel to the river Cauvery is also known as the Sand Bank of India, and witnesses huge commercial traffic.

6. **GF Toll Road Private Limited** was set up with the objective to design, build and operate 66 km long four lane road connecting Gurgaon and Faridabad for the Haryana Public Works Department. The project scope involves construction and tolling of 4 lane corridor between Gurgaon-Faridabad of 33.10 kms and improvement / reconstruction of Ballabgarh-Sohna road of 33.98 kms. Tolling on this road commenced from June 29, 2012.

   The presence of crusher zone along this route is expected to provide a lot of 3 axle and multi axle vehicle traffic. The project stretch connects major tourist destinations, industrial zones, corporate office, international airport (Terminal 3) of Delhi and also serves as partial ring road to Delhi connecting two important commercial and residential settlements in Gurgaon and Faridabad. This stretch has reduced travel time from Faridabad town, one of the fastest growing cities of India, to the Delhi international airport and this ease of movement with reduced travelling time will lead to a steep increase in the traffic flow along the corridor.

7. **JR Toll Road Private Limited** was set up with the objective to design, build and operate 52 km long four / six lane National Highway (NH11) road connecting Reengus in northern part of Rajasthan to its capital city, Jaipur. The project is expected to be commissioned in 2013-14.

   This road connects the State capital Jaipur with the district head quarters, Chomu, Sikar and carries predominant passenger and commercial traffic. The presence of Chomu industrial area and the Khatu Shyam temple on the project stretch is expected to record significant traffic growth potential along the corridor.

8. **PS Toll Road Private Limited** was set up with the objective to design, build and operate 140 km long six lane National Highway (NH4) road between Pune and Satara in Maharashtra. The project is a part of the Golden Quadrilateral which connects Mumbai and Bengaluru. Tolls are collected on this road for the past two years.

   This project is along the main corridor connecting Mumbai-Pune to southern parts of Maharashtra and southern states of India. The stretch attracts traffic of Mahabaleshwar, Balaji temple and sugar factories. This stretch has been experiencing reasonably a good traffic growth of 9 per cent over the last year.

9. **HK Toll Road Private Limited** was set up with the objective to design, build and operate 60 km long six lane National Highway (NH7) road between Hosur and Krishnagiri in Tamil Nadu. Tolls are collected on this road for the past two years. This stretch witnessed revenue growth of 12 per cent over the previous year

   This project is a part of the Golden Quadrilateral, connecting Bengaluru and Chennai and Bengaluru to southern parts of India. Tourist traffic of Krishnagiri dams and Hogenakkal falls and traffic from the manufacturing industries ply on the project stretch.

   The Company launched "Online recharge facility" for smart card users of the corridor, thus becoming one of the few road concessionaires in the country to introduce this facility for its commuters which will save their traveling time, improve traffic flow and provide host of other benefits. Commuters availing 'Smart Cards' can save almost 35 per cent, as compared to the normal toll pass users. Smart cards which are valid for one month also facilitate cashless transactions at toll plazas, reduce stop-over time and traffic congestion.

10. **DA Toll Road Private Limited** was set up with the objective to design, build and operate 180 km long six laning National Highway (NH 2) road between Delhi and Agra in the state of Haryana and Uttar Pradesh. Tolling on this road has commenced from October 16, 2012.

    This project is along the main corridor connecting Delhi with other parts of India. The road stretch passes through the Faridabad industrial hub, pilgrim locations of Mathura and Palwal and ends at the tourist location of Agra.

11. **KM Toll Road Private Limited** was set up with the objective to design, build and operate 71 km four / six laning National Highway (NH8A) road between Kandla and Mundra ports in Gujarat. The project is in construction stage.

    This project provides connectivity to two major ports of India to other parts of India, thus attracting substantial cargo traffic and also caters to the traffic generated by various industries in the project influence area.

    Existence of Mundra special economic zone (SEZ), the largest SEZ in India, refinery of Indian Oil Corporation, power plant and other industries planned on this segment would also provide additional traffic through road.

Information Technology in the Road Business

RInfra's SPVs, PS Toll Road and HK Toll Road, are India's first road projects to be accredited with ISO 27001 certification, for their Robust Information Security practices. Global firm, British Standards Institute (BSI) has awarded this prestigious certification to these SPVs after conducting stringent audit of various IT security systems established by the Company.

In continuation of its technology initiatives, RInfra launched extension of accident reporting using mobile devices. Now accident reporting module can be accessed from any where on internet. It can be accessed even from internet enabled mobile devices. One of the unique features of this facility includes crisp data and less time for filling the information.

Metro Railways

1. Delhi Airport Metro Express Private Limited

Reliance Metro Airport Express Line project of Delhi Airport Metro Express Limited (DAMEPL) had been developed, financed, constructed, operated and is being maintained by the consortium for concession period of 30 years, through a special purpose vehicle viz. DAMEPL. The Reliance Metro Airport Express Line is the first PPP project to be operational in Indian metro rail space.

Reliance Metro Airport Express Line became operational in February 2011 and the average daily ridership reached to peak of 20,000 in a very short span. The line was under successful operations for almost 16 months. However, the line operations had to be suspended from July 2012, for period of about eight months, on account of defects observed in civil structures which were constructed by Delhi Metro Rail Corporation (DMRC).

2. Mumbai Metro One Private Limited

The Mumbai Metro Line 1 of Mumbai Metro One Private Limited (MMOPL) connecting Versova-Andheri-Ghatkopar (VAG) corridor was awarded by the Mumbai Metropolitan Region Development Authority (MMRDA) through a global competitive bidding process on public-private-partnership (PPP) framework to the consortium led by the Company.

As special purpose vehicle MMOPL was incorporated for implementation of the project.

Reducing the vehicular traffic substantially, the project will provide the first east-west connectivity in the suburban Mumbai for seven lakh commuters per day with marginally higher fares compared to the fares charged by local buses of Brihanmumbai Electric Supply and Transport (BEST) Undertaking. The biggest advantage of the system is the reduction in the travelling time from 120 minutes to about 20 minutes along with improved travelling experience.

The project is at an advanced stage of completion and is expected to be opened for commercial operation within 2013-14.

Various critical activities related to the project have been completed as summarised below:

- Trial run was successfully conducted which was flagged-off by the Chief Minister of Maharashtra on May 1, 2013.
- Completion of two major bridges along the alignment i.e cable stayed bridge at the Western Express Highway and steel bridge at the Andheri crossing over the western line of the Indian Railways which have been established as technological marvels. The Company has completed the activities on dense road and rail corridors with negligible inconvenience to the general public.

3. Mumbai Metro Transport Private Limited

The Charkop-Bandra-Mankhurd corridor Mass Rapid Transit System (MRTS) project was awarded by MMRDA through a global competitive bidding process on public-private-partnership (PPP) framework to the Company led consortium in 2009. A special purpose vehicle namely, Mumbai Metro Transport Private Limited (MMTPL) was incorporated which would carry out design, financing, construction, operation and maintenance of the project.

Two depots are proposed for maintenance of the train rakes at Charkop and Mankhurd. The land earmarked for these depots substantially falls within the Coastal Regulation Zone (CRZ). The permission to site the depots on the CRZ land has been granted by the Ministry of Environment and Forests (MoEF) with conditions imposed which make the depot unviable / impracticable. Besides, the Government of Maharashtra (GoM) has been unable to obtain a relaxation from the MoEF. Consequently, GoM has failed to fulfil its Conditions Precedent as required under the Concession Agreement. MMTPL has been highlighting its concerns in the matter and seeking expeditious resolution of the matter at all levels of the State Government.

Various other issues are pending with the GoM impacting the project, due to which civil works have not yet started.

Airport Projects

RInfra with its subsidiary company, Reliance Airport Developers Private Limited (RADPL) was awarded lease rights for 95 years to develop and operate five brownfield airports in Maharashtra at Nanded, Latur, Baramati, Yavatmal and Osmanabad in November 2009 by the Maharashtra Industrial Development Corporation (MIDC).

Cement Projects

During the year, Reliance Cement Company Private Limited (RCCPL), the wholly owned subsidiary of the Company achieved certain milestones towards setting up of two integrated cement plants, one in Maihar (District – Satna) in Madhya Pradesh and the other in Mukatban (District – Yavatmal), Maharashtra. In line with its vision to set up cement plants across India, it has applied for various mining leases / prospecting licences in the states of Madhya Pradesh, Karnataka, Uttarakhand, Uttar Pradesh, Maharashtra, Chhattisgarh and Rajasthan.

The following milestones were achieved at the project sites for the first two plants:

Madhya Pradesh

- Land procurement for plant area is completed and land procurement for the mining area is approaching completion.
- Environmental clearance for all the three units (Maihar Integrated Unit, Kundanganj Grinding Unit and Gondawali Blending Unit) received.
- Mining lease has been executed for a considerable portion of limestone resources.
- Consent to Establish has been received from the Pollution Control Board for all the three project sites.
- Construction activity at site in full swing at the Maihar Integrated Unit and the Kundanganj Grinding Unit.
- Project is expected to be commissioned within the year 2013-14.

Maharashtra

- The Grinding and Blending units at Butibori (Nagpur, Maharashtra) has commenced production and the first cement bag under the brand name 'Reliance Cement' was launched in September 2012.
- Land procurement for plant completed and major part of the mining land had been secured for the Mukatban Plant.
- All major regulatory clearances received for the project.

Real Estate

During the year under review, for the Hyderabad Business District and Trade Tower project, the Company sought additional payment and project related reliefs from Andhra Pradesh Industrial Infrastructure Corporation (APIIC). Your Company is hopeful that the amendment agreements, incorporating key terms of restructuring approved in the year 2011 -12, along with the additional reliefs now sought for, would be executed soon.

The Company is also in discussion with a strategic investor in the project who will be inducted post signing of the amendment agreement. To expedite the project execution, work on procuring critical project clearances like environment clearance has also been initiated.

Major Associate Company - Reliance Power Limited

Reliance Power Limited (RPower), an associate company in which the Company holds 36.52 per cent equity stake, has India's largest portfolio of private power generation and resources under development. During the year, the Company sold 5.3 crore shares of RPower at ₹ 95 per share through an Offer For Sale (OFS) mechanism in order to ensure that RPower complied with the relevant requirements of the Listing Agreement under Clause 40A which, *inter alia*, provide, that minimum 25 per cent public shareholding is attained latest by June 2013. This has led to a reduction in the holdings of the Company in RPower from 38.4 per cent to 36.5 per cent.

The portfolio of RPower comprises of multiple sources of power generation – coal, gas, hydro, wind and solar energy. The Company is also developing coal mines in India and in Indonesia with combined resources of over 3 billion tonnes, and thereby intends to become one of the largest integrated power and coal companies in the world.

In March 2013, RPower commissioned the first unit of the Sasan UMPP which is the largest integrated power plant and coal mining project in the world. Coal production for the plant has already commenced from the associated Moher and Moher-Amlohri mines.

RPower has an operational capacity of 2,200 MW at present comprising of 1,200 MW Rosa Project, 300 MW Butibori Project, 660 MW Sasan Ultra Mega Power Project (UMPP) and 40 MW Solar Photovoltaic project.

The second Unit of the Butibori Power Project (capacity 300 MW) and the wind power Project at Vashpet, Maharashtra (capacity 45 MW) are also expected to be commissioned during the current financial year which will make the operational capacity 2,545 MW.

Further, more than 20,000 MW of coal-based power projects are in various stages of implementation and development. The power projects are planned across geographic locations with diverse fuel type, fuel source and off-take arrangements. As a strategic consideration, the projects are either located near available fuel supply source or load centre, to derive benefit from access to competitive fuel and/or access to power deficit markets. The Company intends to sell a major part of the power generated by these projects under long-term power purchase agreements (PPAs) to state-owned and private distribution companies and industrial consumers.

Risks and Concerns

The Company's power generation, transmission and distribution facilities are located in India and virtually, all of the Company's revenues including those from the EPC and Contracts Division are derived from the domestic market. The Company has made significant investments in various new businesses in the infrastructure sector in the country.

These sectors may potentially expose the Company to the risk of any adverse impact to the national economy and any adverse changes in the policies and regulations related to these sectors. The Company closely monitors the Government's policy measures to identify and mitigate any possible business risks.

Generation of power at the Company's power stations can be affected due to various factors including non-availability of fuel, grid disturbances and such other factors in load management in the grid. The Company has entered into agreements with fuel suppliers for adequate supply of fuel, thus mitigating the fuel availability risk. To remain unaffected by the grid differences, there exist systems to island its power stations from the grid in such eventualities.

The consumer tariffs are regulated by State Electricity Regulatory Commission. Any adverse changes in the tariff structure could have an impact on the Company. However, the Company endeavours to achieve the highest efficiency in its operations and has been implementing cost reduction measures in order to enhance its competitiveness and maintain profitability.

Pursuant to the Electricity Act 2003, there is a risk of rising competition in the supply of electricity in the licensed area of the Company. The Company has built a large and established distribution network that is difficult to replicate by potential competitors and will endeavour to provide reliable power at competitive costs, with the highest standards of customer care to meet the threat of competition.

Infrastructure projects are highly capital intensive, and as such run the risks of (i) longer development period than planned due to delay in statutory clearances, delayed supply of equipment or non-availability of land, non-availability of skilled manpower, etc., (ii) financial and infrastructural bottlenecks, (iii) execution delay and performance risk, and (iv) cost over-run. The Company is currently developing highways for NHAI, Public Works Departments of State Governments and other authorities, transmission system, metro rail, airport and cement projects. The past experience of the Company in implementing projects without significant time overruns provides confidence about the timely completion of these projects.

Any adverse movement in the value of the domestic currency may increase the Company's liability on account of its foreign currency denominated external commercial borrowings in rupee terms. The Company undertakes liability management on an ongoing basis to manage its foreign exchange rate risks. The Company manages other potential operational risks by adopting suitable policies including human resource development, appropriate health, safety and environment framework.

Risk Management Framework

The Company has a defined risk policy and risk management frame work for all units, functional departments and project sites. This helps in identifying, assessing and mitigating the risk that could impact the Company's performance and achievement of its business objectives. The risks are reviewed on an ongoing basis by various process owners across the organization. The risk assessment is carried out by the Management Audit and Risk Assessment (MA&RA) Department and it convenes meetings of the Risk Management Committee (RMC) on a quarterly basis to deliberate on various risks faced by the Company. Based on the deliberations at RMC meetings, notes on risk profile is drawn up and presented to the Audit Committee and a risk assessment procedure is presented to the Board of Directors annually.

Adequacy of Internal Control

The Company has an adequate system of management-supervised internal control which is aimed at achieving efficiency in operations, optimum utilization of resources, and compliance with all applicable laws and regulations. The internal control mechanism comprises a well-defined organization structure, pre-determined authority levels with segregation of duties, risk assessment and management framework. The Company's policies and standard operating procedures are well documented and have various ISO and OHSAS certifications. The procurement and operational maintenance activities are planned well in advance to avoid any possible risk of late delivery of equipment and materials, delay in attending to maintenance needs, etc. The Company stores and maintains on a regular basis, all the relevant data and information as a back up to avoid any possible risk of losing important business data.

The MA&RA Department reviews the systems and processes along with professional internal audit firms. This is helpful in providing independent and professional opinion on the internal control systems.

A qualified and independent audit committee of the Board comprising of all independent directors of the Company reviews the internal audit reports, adequacy of internal controls and risk management framework every quarter.

Environment, Health and Safety

Dahanu Thermal Power Station (DTPS)

During the year under review, both external and internal audits were conducted on a regular basis. Mock drills were conducted periodically to ensure emergency and disaster management preparedness. The safety committee consisting of heads from various departments identifies safety measures to be adopted to continually improve the safe working conditions.

All emission parameters were well below the statutory limits. Both Flue Gas Desulphurization (FGD) units were in service throughout the year and SOx absorption of more than 90 per cent was achieved, as stipulated.

Emission Parameters at DTPS

Sr. No.	Parameters	M P C B* Limits/Norms	2010-11	2011-12	2012-13
1.	Stack				
	Total Particulate Matter (TPM) mg/Nm3	150	42.3	43.9	44.6
	Sulphur Dioxide (SO2) TPD	8.04	4.1	4.1	3.9
	NOx (ppm at 15 per cent excess oxygen v/v)	150	75.9	71.8	69.0
2.	Ambient Air Outside Plant Premises				
	Particulate Matter < 10 µg/M3	100	#	#	30.8
	Particulate Matter < 2.5 µg/M3	60	#	#	13.9
	Sulphur Dioxide (SO2) µg/M3	30	3.9	4.0	3.3
	Oxides of Nitrogen (NOx) µg/M3	30	12.6	12.7	13.4

* Maharashtra Pollution Control Board

Particulate Matter < 10 µg/M3 and < 2.5 µg/M3 were measured from 2012-13, as per new regulations.

Samalkot Power Station

The average levels of emission recorded at the power station during the year 2012-13 were much below the limits stipulated by the Andhra Pradesh Pollution Control Board (APPCB). The station is certified for ISO 14001 and OHSAS 18001. The power station also carries out regular mock drills on disaster management. "Zero Discharges of Industrial Effluents" for the past 80 months in a row is one of the major milestones of the power station which is achieved by using "Reduce, Recycle and Reuse" concepts.

Emission Parameters at Samalkot Power Station

Sr. No.	Parameters	Unit of Measurement	APPCB Limits	2010-11	2011-12	2012-13
1.	Particulate Matter 10µ	µg/m3	100	42.10	63.26	58.78
2.	Particulate Matter 2.5µ	µg/m3	60	15.64	18.27	15.40
3.	Sulphur Dioxide (SO2) in ambient air	µg/m3	80	11.98	13.23	13.41
4.	Nitrogen Oxide (Stack)	PPM	75	44.52	31.39	35.60

Goa Power Station

The Station has taken up several initiatives towards conservation of resources and improving environmental performance. Improvement of Cycle of Concentration (COC) and average water consumption were achieved. An area of about 1.6 hectares is covered under forestation in and around the plant premises maintaining the tree density.

The Goa Power Station had maintained a 'Zero Reportable Accident' record since its inception. Steps undertaken to ensure safety of men and machine included internal and external safety audits, hazard identifications and risk assessment, periodic inspection of plant areas by safety teams and daily unsafe observation records. The power station also carried out mock drills on disaster management in which experts from neighbouring industries were invited as observers. The Goa Power Station has undertaken several measures and improvement actions for strengthening its safety mechanism.

Emission Parameters at Goa Power Station

Sr. No.	Parameters	Limits	2010-11	2011-12	2012-13
1.	Nitrogen Oxide (Stack)	188 mg/Nm3	39.44	39.87	39.37
2.	Sulphur Dioxide (SO2) in ambient air	50 mg/Nm3	26.58	27.59	27.28

Kochi Power Station

The Kochi power station of BSES Kerala Power Limited recorded zero loss of time due to accidents during the year. Internal and external mock drills were conducted on regular intervals to test and enhance the emergency preparedness.

One of the major projects executed during the year under review is the relocation of all underground fire lines to above the ground. This avoided many leaks in the underground lines due to corrosion, which was difficult and expensive to repair, thereby saving on water and improving the reliability of the system.

There are online systems installed to measure the emissions through gas turbine exhaust. The Company has implemented a zero effluent discharge scheme and a rain water harvest system covering a roof area of 2,682 square meters. A green belt is also maintained. Flow meters are installed at various consumption/discharge points to accurately account for water consumption. As part of the improvements in environmental control mechanism, a second delay pond was constructed.

The EPC Division

The Environment, Health and Safety (EHS) team has been driving various initiatives like EHS audit management, contractor EHS management and training to various employees on project sites under ISO 140001 and ISO 18001.

For building a strong safety culture, daily safety messages on email and messaging on cell phones have helped in improving the awareness and seriousness about safety in day to day work. The Company has trained executives in the areas of electrical safety, working at height safety, safe material handling and safe entry in confined space. The Company has, in association with the National Safety Council taken measures to seek advice and introduce the best practices in the areas of health and safety.

Energy Conservation

Dahanu Thermal Power Station

The Dahanu Thermal Power Station continues to obtain the best economical heat rate even after 17 years of operation. In 2012-13, the Dahanu Power Station obtained a heat rate of 2,293 kcal/kWh as against 2,500 kcal/kWh norm specified by CERC. The better heat rate was obtained as a result of various energy conservation measures that the power station has initiated during the year under review. The significant measures are summarised below:

- Capital overhaul of Unit 2 in September 2012 was completed in a record time of 15 days as against industry standards of 30 - 45 days, wherein several corrections and rectifications were made in major equipment to enhance energy efficiency. Such an exercise in the unit is being carried out every alternate year.
- Overhauling of Intermediate Pressure (IP) and Low Pressure (LP) turbine for sustained performance.
- Monitoring of energy efficiency of low tension (LT) and high tension (HT) auxiliaries, on a daily basis for deviations and control. Highly energy efficient equipment are chosen over low efficient ones for generation of electricity.
- Generation of heat rate deviation report on a daily basis which facilitates continuous audit and correction on a real time basis.
- Conservation of energy by replacement of conventional lighting fixtures by compact fluorescent lamps (CFL) and light emitting diodes (LED) fixtures

Samalkot Power Station

The Samalkot Power Station achieved auxiliary power consumption of 3.69 per cent down from 4.77 per cent of the previous year due to the best practices adopted and implementation of various energy conservation measures. The station has an annual energy audit programme for monitoring and improving energy intensive equipment performance.

- Replacement of 280 W high pressure sodium vapour street lights with 80 W compact fluorescent lamps.
- Conservation of energy by replacement of conventional lighting fixtures by compact fluorescent lamps for outside and inside the plant building lighting.
- Development of heat rate deviation analysis on a daily basis and monitoring of the same.

Renewable energy project implementation:

- Replacement of LPG cooking system by solar steam cooking system for plant canteen – Under review.

Due to implementation of various energy conservation measures, the station could save 7.87 million units in the financial year 2012-13. Periodic internal audit of equipment and systems is conducted as per the schedule and appropriate actions are initiated to correct the deviations with respect to the design performance. The plant operational strategies have been suitably modified for achieving higher efficiencies.

Goa Power Station

The Goa power station achieved auxiliary power consumption of 2.98 per cent as compared to the CEA benchmark of 3 per cent for a plant configuration of this size. The initiatives undertaken for conservation of energy include installation of LED based lighting for plant areas, installation of lighting energy saver, replacement of cooling tower (CT) fills and conversion of plant from naphtha to natural gas.

Kochi Power Station

The power station carried out the following energy conservation projects in 2012-13.

- Drift eliminator and nozzle replacement for two cooling tower cells.
- Switching over of control room package AC condenser cooling water supply to smaller pump during non operation period.
- Station and auxiliary transformer load re-distribution and switching off of standby transformers during non operations.
- Replacement of old air conditioners with 5 star rated air conditioners.

The EPC Business

The EPC Division of the Company has successfully completed the recertification audit for the ISO 50001:2011 in March 2013. The EPC division has taken the following initiatives in areas of energy conservation:

- Installation of new energy efficient equipment such as transformer and energy efficient lighting system resulting into saving of energy.
- Saving in power consumption due to in-house technological innovations and awareness.
- Optimization in utilization of equipment results in continued improvements in reliability due to improved preventive maintenance within production area.

Human Resources

Human Resource (HR) at RInfra has graduated from being a Support Service to a Business Partner. While driving organisational changes, it has closely aligned itself to the business needs, environment and challenges. HR is committed to fostering a culture of customer-centricity, transparency, meritocracy, accountability and ownership, which uphold the values of the Company.

Talent Acquisition

Depending on the level of expertise and experience, talent is sourced from different channels like campus, industry, employee referrals. A streamlined recruitment process enables rigorous screening of right talent ensuring role-skill match. As a part of the career planning, certain requirements are met by developing internal talent for growth opportunities.

Talent Development

This year, nearly 1,000 training programmes were conducted covering employees from various businesses across all locations. Out of various training centres, Reliance Energy Management Institute (REMI) and Versova Technical Training Centre (VTTC) are the foremost learning centres of the Company.

The traditional way of classroom learning has been suitably supplemented and complemented by other different formats on various e-platforms. In addition, certification programmes in Project Management, sessions on legal and arbitration contracts and commercials were conducted for EPC employees at site locations.

RInfra has played a major role in capacity building in the power distribution sector by conducting several training programmes for Maharashtra State Electricity Distribution Company Limited, Brihanmumbai Electric Supply and Transport Undertaking (BEST) and Punjab State Power Corporation Limited.

The structured training and leadership development processes at the Company are ensuring steady growth of talent pool for key leadership roles for a sustainable successful organization.

Performance Management

To acknowledge and appreciate high performance, RInfra has a well institutionalized transparent and merit-based performance management framework. The Company's compensation structure has been benchmarked to the market standards. Also, with a highly competitive workforce, special retention plans for retaining key talent is in place. Besides, a comprehensive non-monetary reward and recognition policy is implemented to recognize and reward the significant contributions by individuals and teams.

Employee Relations and Welfare

The Company has established robust processes and policies to ensure health, safety and welfare of its employees. The Company has undertaken various safety measures like job safety assessment and construction methodologies, adherence to safety norms at project sites, hands-on training on safety, amongst others. Besides, throughout the year, various medical camps, sports and cultural activities were organised for the employees and their families. The Company has established proactive and harmonious industrial relations with all employee bodies.

The manpower as on March 31, 2013 was 8,388 employees.

Corporate Social Responsibility

In our endevour to continually contribute and remain committed to the society, the Company has taken numerous initiatives/ measures related to education, health, environment and other corporate social responsibilites in the neighbourhood of power stations and business units.

Some of the key initiatives are;

Dahanu Power Station

Education

- Education kits to Zilla Parishad primary schools – 9,132 students from 82 schools around the power station were given the educational kits. School uniforms were also distributed to 2,276 children from 52 Anganwadis.
- Best Teacher's Award: Since 1995, 88 teachers have been honoured with the Best Teacher's award in recognition of their contribution in the education field.
- Dahanu Power Station Merit scholarship was awarded to engineering and medical students from the economically weaker sections of the society.
- Note books were distributed at concessional rates in association with a non-governmental organization at Dahanu.
- The power station shares knowledge on technical innovations, modern equipment and technical upgradation with school / college students and visitors on a regular basis

Healthcare

- Mobile medical unit provides curative and preventive treatment to the tribal people. More than eight Gram Panchayats were covered. A total of 9,806 patients were checked and treated.
- Water supply to the villagers through installation of bore wells and water tanks.

Environment

- Rainwater harvesting and charging of bore wells through rainwater
- Environment and energy awareness programmes organized in local schools.
- Plantation of 15 lakh mangrove trees on Savta and Dandi creek in 2012-13.
- Display of environmental parameters to stakeholders.
- Measurement of Particulate matter PM 10 and PM 2.5 as per new statutory norms.
- More than 85 per cent of the ash was utilized.

Safety

- Activity based Hazard identification and Risk Assessment (HIRA) for all routine/non-routine activities.
- Areas are identified wherein no hot work such as welding, gas cutting, etc. is allowed in any condition.
- Rigorous safety training is provided to new entrants before issuing gate pass.
- Healthiness of tools and tackles is checked through a government approved agency.
- Health check-up of more than 800 contract workers and permanent employees.
- Mandatory tool box talk prior to start of work.

Samalkot Power Station

- Laying of cement concrete roads at Schedule Cast Peta of Hussain Puram.
- Construction of boundary wall at Mandal Parishad Primary School of Vetlapalem.

Goa Power Station

- Organised health awareness programmes by external specialist / physicians.
- Promoted better educational facilities by sponsoring educational aids in the surrounding schools.
- Encouraged health and sports through sponsorship for the development of Sports Ground at Blessed Joseph Vaz

School, Sancoale.

- Promoted art and culture through sponsorship for various events in Goa.

Kochi Power Station

- Contributed to the Eloor drinking water scheme.
- Donation to Anganwadi for hiring its building premises.
- Donation towards maintenance of school bus of a nearby Government-run school.
- Donated rainwear to the Eloor police station staff.
- Energy conservation painting competition for children of near-by school.
- Green belt development and beautification of 350 meter factory frontage completed.
- Provided street lights for the road in front of the Company's compound wall.

Besides active contribution to community welfare in education, healthcare, the power stations and business units of the Reliance group companies organised blood donation camps to commemorate birth and death anniversaries of our founder Shri Dhirubhai Ambani.

The Company is committed to pursue community welfare measures as a resposible corporate citizen.

Mumbai Distribution Business

- **Young Energy Saver**

  Young Energy Saver (YES) is an initiative by Reliance Energy to sensitise the young kids about energy conservation. This was done by reaching out to children from second to ninth standard across various types of schools in the Mumbai suburbs and spreading the message of energy conservation in a playful, interactive and interesting manner. This Year, energy conservation workshops under the YES programme were conducted at 25 additional schools covering 25,000 children. The 'Run to Save' runathon was also conducted successfully where 1,500 kids along with their parents ran for the cause of energy conservation. Under the initiative "YES", the Company entered the Guinness Book of World's Records in the category – "Largest gathering of people dressed as trees". Total schools covered in past four years of YES activity were 169 and total number of kids was more than 1.25 lakhs.

- **Project Dignity**

  The Company provided support to the Brihanmumbai Municipal Corporation (BMC) in its endeavour to upgrade crematoria in Mumbai under the "Project Dignity". In the first phase, four crematoria in Mumbai i.e. Daulat Nagar (Borivali East), Marve (Malad West), Teachers Colony (Bandra East) and Bail Bazar (Kurla) were upgraded. In the second phase, the Company upgraded additional four crematoria at Chunnabatti, Deonar, Borivali West and Dahanukarwadi. In the third phase, the Company upgraded additional six crematoria, namely Wadala, Malad (West), Vikhroli, Khar Danda, Versova and Deonar Pada crematoria. In total, the Company has upgraded 14 crematoria under the Project Dignity initiative.

Delhi Distribution Business:

- BSES Yamuna Power Limited (BYPL) in its nine offices would help generate over 355 KW of solar power. In addition, BYPL' over 100 REAP (Renewable Energy Assisted Pump) 'solar' pumps would help to harness an additional 100 KW of solar energy
- BSES Rajdhani Power Limited's strategic consumer initiative called ''Light Life', whereby LED bulbs were made available at lowest prices.
- BSES Yamuna Power Limited reached out to school children in 140 schools on safety and energy conservation. Also, BYPL provided e-charging infrastructure to 'Pedi Cab' e-rickshaws.
- 60+ Earth Hour Participation

  Discoms took initiatives to promote Earth Hour as part of Demand Side Management and championing the cause of energy conservation; (i) Earth Hour message in Synergy – the bi-lingual / bi-monthly newsletter sent to over 28 lakh customers, (ii) Sent SMSes to nearly 10 lakh customers; (iii), Earth Hour banner on BSES website; (iv); Engaged BSES employees to promote the Earth Hour; (v) Switch off non essential lights at all BRPL/BYPL offices during the appointed hour. Delhi saved around 295 MW during Earth Hour in 2012 and BSES is an official supporter of Earth Hour.
- Promoting use of electric scooters and 50 free charging points for electric cars in technical collaboration with Indian Institute of Technology, Delhi
- Tree plantation :

  BSES regularly observes Vanmahotsav Saptah (Tree Plantation Week) every year when hundreds of BSES employees plant trees best suited to Delhi's condition.

Awards and Recognitions

RInfra has been continually striving for excellence in all the areas of business in which it operates and the untiring efforts of our employees have been recognised and appreciated with the Company conferred with numerous awards in various business segments as highlighted below:

Dahanu Power Station

- Vasundhara Award by the Maharashtra Pollution Control Board 2012
- Srishti Good Green Governance Award for 2012 and 2013.
- 13th National Award for Excellence in Energy Management 2012 from the Confederation of Indian Industry (CII)
- Executive Talent Search 2013-14 Tarapur Management Association awards – The power station secured three gold and one silver medals
- Prime Minister's Shram Shree award to one employee

Samalkot Power Station

- Greentech Environment Excellence award 2012 in Gold category.
- Greentech Safety Excellence award 2012 in Gold category.

Goa Power Station

- Won "Gomant Sarvochcha Suraksha Puraskar" presented by the Green Triangle Society for outstanding safety performance (1st Prize) in the category B (Factories employing 101-250 workers) in the Green Triangle Safety Awards 2011.
- Honoured with "13th Annual Greentech Environment Award 2012" in Gold category in the Thermal Power sector from Greentech Foundation.
- Conferred "Prashansha Patra" Award by the National Safety Council commending the safety initiatives of the power

station.

Kochi Power Station

- Award for Excellence in Industrial Safety 2012 (consecutively for the third year) by the Department of Factories and Boilers, Government of Kerala.
- Award for outstanding performance in safety (Runner up) by NSC,Kerala Chapter-2012
- The Chemistry Department of the Kochi power station was honoured by the Municipal Corporation of Eloor for imparting awareness among students on subjects related to chemistry during the International Year of Chemistry Celebrations-2011
- Award for non-polluting industry constituted by Kerala State Pollution Control Board-2010
- Energy conservation award constituted by Government of Kerala-2010

Delhi Discoms

- BSES Yamuna Power Limited won a Special Commendation Award for the "National Award for Innovative Training Practices" at the 42nd IFTDO (International Federation of Training & Development Organizations) World Conference & Exhibition held in Delhi
- BYPL awarded Greentech Gold Award for "Technology Excellence in HR
- National Convention on Quality Concepts (NCQC-2012) held at IIT, Kanpur, Par Excellence of 19 BSES Teams were recognized under Gold, Silver and Bronze categories:
- 54th British International Safety Award 2012 to BSES Yamuna Power Limited from the British Safety Council, London.
- Indo-British Business Forum (IBBF) Leadership Award for Climate Change to BYPL CEO for 2012 Leadership Award held at the British House of Commons.
- IPPAI Power Award 2012 - 'Award to BSES for the Most Improved Discoms.'.

Roads

- Won the Best Project Management Award for its application called "Simplify" – the first of its kind IT application that allows all project activities including workflow and cost escalation to be monitored online.

Human Resources

- Received "Africa Learning and Development Leadership Award 2012" in categories 'Best-in-Class Technologies', 'Best Learning Programme', 'Best Services', 'Excellence in Content Developed' and 'Best Practices In Training'.

The EPC Division

- Greentech Foundation conferred 'Silver Award in Safety', 'Silver Award in CSR' and 'Gold Award in Environment' for various initiatives on environment, health and safety.
- Economic Research India Private Limited conferred the 'Best Planning Engineer award' to an EPC Division employee for the Hisar project at the award function of Supreme Engineers Awards 2012.
- QCI has awarded the D.L. Shah National Quality Award to the EPC Division for the project "Implementation of Central Bar Bending Yard" - A case study from the Sasan UMPP.
- Construction Industry Development Council presented the following awards to the EPC Group: "Partners in Progress trophy" for "Mission Skilling India" in developing construction workers in different trades.
- Awarded 'Viswakarma' awards to two safety supervisors from Sasan UMPP, one safety supervisor from DVC Raghunathpur project and one safety supervisor from the Butibori project.
- QCFI has awarded Quality Concepts and two Bronze Medals for case studies by small group activities in quality concepts viz. 5S and Kaizen concepts.

Auditors' Certificate on Corporate Governance

To the Members of Reliance Infrastructure Limited

We have examined the compliance of conditions of Corporate Governance by Reliance Infrastructure Limited ('the Company') for the year ended March 31, 2013, as stipulated in clause 49 of the listing agreement of the Company with the Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance (as stipulated in Clause 49 of the Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreements.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Haribhakti & Co.	**For Pathak H. D. & Associates**
Chartered Accountants	Chartered Accountants
Firm Regn. No. 103523W	Firm Regn. No. 107783W
Rakesh Rathi	**Vishal D Shah**
Partner	Partner
Membership No. 45228	Membership No. 119303
Date : May 14, 2013	Date : May 14, 2013
Place : Mumbai	Place : Mumbai

Our corporate governance philosophy

Reliance Infrastructure follows the highest standards of corporate governance principles and best practices by adopting the "Reliance Group – Corporate Governance Policies and Code of Conduct" as is the norm for all constituent companies in the group. These policies prescribe a set of systems and processes guided by the core principles of transparency, disclosure, accountability, compliances, ethical conduct and the commitment to promote the interests of all stakeholders. The policies and the code are reviewed periodically to ensure their continuing relevance, effectiveness and responsiveness to the needs of our stakeholders as also to benchmark them against best practices.

Governance practices beyond regulatory requirements

Our governance practices go beyond the mere letter of statutory and regulatory requirements. With this in mind, we have formulated a number of policies and introduced the following set of governance practices:

A. **Values and commitments**

We have set out and adopted a policy document on 'Values and Commitments of Reliance Infrastructure'. We believe that any business conduct can be ethical only when it rests on the nine core values viz., honesty, integrity, respect, fairness, purposefulness, trust, responsibility, citizenship and caring.

B. **Code of ethics**

Our policy document on the 'Code of Ethics' demands that our employees conduct the business with impeccable integrity and by excluding any consideration of personal profit or advantage.

C. **Business policies**

Our Business Policies cover a comprehensive range of issues such as fair market practices, insider information, financial records and accounting integrity, external communication, work ethics, personal conduct, policy on prevention of sexual harassment, health, safety, environment and quality.

D. **Separation of the Board's supervisory role from executive management**

In line with the best global practices, we have adopted the policy of separating the Board's supervisory role from the executive management. We have also separated the role of Chairman and Chief Executive Officer (CEO).

E. **Prohibition of insider trading policy**

This document contains the policy on prohibiting trading in the equity shares of the Company, based on insider or privileged information.

F. **Policy on prevention of sexual harassment**

Our policy on prevention of sexual harassment aims at promoting a productive work environment and protects individual rights against sexual harassment.

G. **Whistle Blower policy**

Our Whistle Blower policy encourages disclosure in good faith of any wrongful conduct on a matter of general concern and protects the whistle blower from any adverse personnel action.

H. **Environment policy**

The Company is committed to achieving excellence in environmental performance, preservation and promotion of clean environment. These are the fundamental concerns in all our business activities.

I. **Risk management**

Our risk management procedures ensure that the management controls various business related risks through the means of a properly defined framework.

J. **Boardroom practices**

a. **Chairman**

In line with the highest global standards of corporate governance, the Board has separated the Chairman's role from that of an executive in managing day-to-day business affairs.

b. **Board charter**

The Board of Directors has adopted a comprehensive charter, which sets out clear and transparent guidelines on matters relating to the composition of the Board, the scope and functions of various Board committees, etc.

c. **Board committees**

The Board has constituted Audit Committee, Nomination/Remuneration Committee and Shareholders/Investors Grievance Committee. The Board has also constituted Environment, Health and Safety Committee and Employees Stock Option Compensation Committee. The Board rotates the Chairman of these Committees.

d. **Tenure of independent directors**

Independent Directors shall hold office up to the age of 75 years and their tenure on the Board of the Company shall not exceed three terms of three years aggregating to nine years, subject to their re-appointment on retirement by rotation as per the statutory provisions.

e. **Independent directors' interaction with shareholders**

Member(s) of the Shareholders / Investors Grievance Committee interact with shareholders on their suggestions and queries, if any, which are forwarded to the Company Secretary.

f. **Lead Independent Director**

Recognising the need for a representative and spokeperson for the independent directors, the Board designated Shri R. R. Rai, an independent director as the lead independent director for the years 2012-13 and 2013-14. The position of the lead independent director is rotated.

g. **Training of Board Members**

The Board members are periodically given formal orientation and training with respect to the Company's vision, strategic direction, core values including ethics, corporate governance practices, financial matters and business operations. The Directors are facilitated to get familiar with the Company's functions at the operational levels. Periodic presentations are made at the Board and Committee meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. The Board members are also provided with the necessary documents/brochures, reports and internal policies to enable them to familiarize themselves with the Company's procedures and practices.

Periodic updates and training programs for Board members are also conducted on relevant statutory changes and landmark judicial pronouncements encompassing important laws.

h. **Meeting of independent directors with operating teams**

The independent directors of the Company meet in executive sessions with the various operating teams as and when they deem necessary. These discussions may include topics such as, operating policies and procedures, risk management strategies, measures to improve efficiencies, performance and compensation, strategic issues for consideration of the Board, flow of information to directors, management progression and succession and others as the independent directors may determine. During these executive sessions, the independent directors have access to members of management and other advisors, as the independent directors may determine and deem fit.

i. **Commitment of directors**

The meeting dates for the entire financial year are finalised in the beginning of the year and an annual calendar of meetings of the Board and its committees is circulated to the directors. This enables the directors to plan their commitments and facilitates attendance at the meetings of the Board and its committees.

K. **Role of the Company Secretary in Governance Process**

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the directors and senior management for effective decision making at the meetings. The Company Secretary is primarily responsible for ensuring compliance with the applicable statutory requirements and is the interface between the management and the regulatory authorities for governance matters. All the directors of the Company have access to the advice and services of the Company Secretary.

L. **Independent Statutory Auditors**

The accounts of the Company are audited by a panel of two leading independent audit firms namely:

1. M/s Haribhakti & Co., Chartered Accountants.
2. M/s Pathak H D & Associates, Chartered Accountants.

M. **Compliance with the code and rules of London Stock Exchange**

The Global Depositary Receipts (GDRs) issued by the Company are listed on the London Stock Exchange (LSE). The Company has reviewed the combined code on corporate governance of LSE, though the same is not applicable to the Company. The Company's corporate governance practices substantially conform to these code and rules.

N. **Compliance with Clause 49 of the Listing Agreement**

The Company is fully compliant with the mandatory requirements of Clause 49 of the Listing Agreement formulated by the Securities and Exchange Board of India.

We present here under our report on compliance with the governance conditions specified in Clause 49 of the Listing Agreement.

I. Board of Directors

1. **Board Composition – Board strength and representation**

As on March 31, 2013, the Board comprises of six members. The composition and category of directors on the Board of the Company are as under:

Category	Names of directors
Promoter, Non–executive and Non–independent director	Shri Anil D Ambani, Chairman
Non-executive and Non-independent director	Shri S Seth, Vice Chairman
	Dr V K Chaturvedi [c]
Independent directors	Shri R R Rai Shri S S Kohli Shri K Ravikumar [d]

Notes:

a. None of the directors is related to any other director.

b. None of the directors has received any loans and advances from the Company during the year.

c. Dr V K Chaturvedi was appointed on the Board effective from April 21, 2012

d. Shri K Ravikumar was appointed on the Board as an independent director effective from August 14, 2012.

e. Shri S L Rao, Gen V P Malik and Dr Leena Srivastava ceased to be on the Board effective from April 20, 2012, upon completion of their tenure of 9 years as independent directors on the Board. S/Shri Lalit Jalan and S C Gupta have ceased to be on the Board effective from April 21, 2012.

f. Shri C P Jain, independent director, ceased to be on the Board effective from September 4, 2012.

All the independent Directors of the Company furnish a declaration at the time of their appointment as also annually that they qualify the conditions of their being independent. All such declarations are placed before the Board.

The Company has appointed Shri Ramesh Shenoy, Company Secretary as the Manager of the Company in terms of provisions of Sections 198,269 and 387 and all other applicable provisions, if any, read with Schedule XIII to the Companies Act, 1956 for a period of two years from April 21, 2012 to October 31, 2014.

2. **Conduct of Board proceedings**

The day-to-day business is conducted by the executives and the business heads of the Company under the direction of Chief Executive Officers and the supervision of the Board led by the Chairman. Minimum four meetings of the Board of Directors are held every year to review and discuss the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company.

The Board performs the following specific functions in addition to overseeing the business and the management:

a. review, monitor and approve major financial and business strategies and corporate actions;

b. assess critical risks facing the Company – review options for their mitigation;

c. provide counsel on the selection, evaluation, development and compensation of senior management;

d. ensure that processes are in place for maintaining the integrity of;

   i. the Company

   ii. the financial statements

   iii. compliance with law

   iv. relationship with all the stakeholders; and

e. delegation of appropriate authority to the senior executives of the Company for effective management of operations of the Company.

3. **Board meetings**

The Board held five meetings during the financial year 2012-13 on May 25, 2012, August 14, 2012, November 6, 2012, January 28, 2013 and March 16, 2013. The maximum time gap between any two meetings was 100 days and the minimum gap was 46 days.

The Board periodically reviews compliance reports of all laws applicable to the Company.

4. **Standards issued by ICSI**

The Institute of Company Secretaries of India (ICSI) has issued various 'Secretarial Standards' on key corporate functions like Board meetings, General meetings, Payment of Dividend, Maintenance of Registers and Records, Minutes of Meetings, Transmission of Shares and Debentures, Passing of Resolutions by Circulation, Affixing of Common Seal, Forfeiture of Shares and the Board's Report.

Although these standards are recommendatory, the Company adheres to the Standards voluntarily.

5. **Attendance of directors**

Attendance of directors at the Board meetings held during the financial year 2012-13 and at the last Annual General Meeting (AGM) held on September 4, 2012 along with the details of directorships(calculated as per provisions of Sections 275 and 278 of the Companies Act, 1956), Committee Chairmanship and Committee memberships held by the directors as on March 31, 2013 are furnished hereunder:

Names of Directors	Meetings held during the tenure	Meetings attended	Attendance at the last AGM	Number of directorship (including RInfra)	Board, Committee(s) [1] (including RInfra)	
					Membership [2]	Chairmanship
Shri Anil D Ambani	5	5	Present	6	1	None
Shri S Seth	5	5	Present	3	1	1
Shri R R Rai	5	5	Not present	4	6	2
Shri S S Kohli	5	5	Present	13	9	5
Dr V K Chaturvedi [a]	5	5	Present	2	3	None
Shri K Ravikumar [b]	4	4	Present	1	2	1
Shri C P Jain [c]	2	2	N.A	N.A.	N.A.	N.A.

[a] Dr V K Chaturvedi was appointed on the Board effective from April 21, 2012

[b] Shri K Ravikumar was appointed on the Board effective from August 14, 2012.

[c] Shri C P Jain, independent director, has ceased to be on the Board effective from September 4, 2012.

Notes:

- Shri S L Rao, Gen V P Malik and Dr Leena Srivastava ceased to be on the Board effective from April 20, 2012 and no meetings of the Board and its Committees were held during their tenure in 2012-13. Shri S L Rao and Dr Leena Srivastava held 7 and 16 equity shares respectively as on April 20, 2012.
- S/Shri Lalit Jalan and S C Gupta ceased to be on the Board effective from April 21, 2012 and no meetings of the Board and its Committees were held during their tenure in 2012-13.

1. The information provided above pertains to Audit committee and Shareholders/Investors Grievance Committee of all public limited companies in accordance with the provisions of Clause 49 of the Listing Agreement.

2. Membership of committees include Chairmanship, if any.

6. **Other directorships**

   None of the directors held directorships in more than 15 public limited companies.

7. **Membership of Board committees**

   No director holds membership of more than 10 committees of board, nor, is a chairman of more than 5 committees of Board.

8. **Details of directors**

   The abbreviated resume of all directors is furnished hereunder:

   Shri Anil D. Ambani

   Regarded as one of the foremost corporate leaders of contemporary India, Shri Anil D Ambani, 54, is the Chairman of Reliance Communications Limited, Reliance Capital Limited, Reliance Infrastructure Limited and Reliance Power Limited. He is also on the board of Reliance Infratel Limited and Reliance Anil Dhirubhai Ambani Group Limited. He is the President of the Dhirubhai Ambani Institute of Information and Communication Technology, Gandhinagar, Gujarat. The Group companies are engaged in leading businesses that provide cutting edge services to empower and enrich the lives of one out of every five Indians. He is a member of Shareholders/Investors Grievance Committee of Reliance Communications Limited.

   An MBA from the Wharton School of the University of Pennsylvania, Shri Ambani is credited with having pioneered several path-breaking financial innovations in the Indian capital markets. He spearheaded the country's first forays into the overseas capital markets with international public offerings of global depositary receipts, convertibles and bonds. Under his Chairmanship, the constituent companies of the Reliance Group had raised nearly US$ 7 billion from global financial markets in a period of less than 3 years.

   Shri Ambani has been associated with a number of prestigious academic institutions in India and abroad.

   He is currently a member of:

   - Wharton Board of Overseers, The Wharton School, USA
   - Executive Board, Indian School of Business (ISB), Hyderabad.

   Shri Ambani is also recognized by the Indian government as a visionary and torch bearer for the overall growth and development of modern infrastructure in the country. He is a regular invitee to top level consultation programmes that the Prime Minister's Office and other key central ministries conduct with corporate leaders in India towards creating and reforming policies and regulatory frameworks for the infrastructural growth in the country. The Prime Minister has recently nominated Shri Ambani as the Co-Chair from the Indian side of the India-China CEO Forum. In recent years, Shri Ambani has also been a trend setter for Corporate India in achieving multi-billion dollar investments from leading financial institutions in the US and China for infrastructure development in India.

   As on March 31, 2013, Shri Anil D Ambani held 1,39,437 equity shares in the Company.

Shri S Seth

Shri S Seth, 57, is a Fellow Chartered Accountant and a law graduate. He has vast experience in general management. Shri Seth was appointed to the Board on November 24, 2000. Currently, he is the Vice Chairman on the Board of the Company.

Shri S Seth is also on the Board of Reliance Telecom Limited, Reliance Anil Dhirubhai Ambani Group Limited. He is the Chairman of Audit Committee of Reliance Telecom Limited.

As on March 31, 2013, Shri S Seth did not hold any shares of the Company.

Shri R R Rai

Shri R R Rai, 62, is a graduate in science and law from the University of Delhi. He joined Life Insurance Corporation of India as a direct recruit officer after a short stint in the Ministry of Works and Housing (now named as the Ministry of Urban Development), New Delhi. He served the Corporation in various important positions, viz. Marketing Manager, Sr. Divisional Manager, Regional Manager in-charge of Public Relations and Publicity and later on in-charge of Personnel and Industrial Relations, Principal, Zonal Training Centre, Gurgaon and Director, Management Development Centre, Mumbai, Zonal Manager (In-charge), Western Zone, Executive Director (Corporate Communication & International Operations), Central Office. He retired from the services of the Corporation on August 31, 2010.

During his career, Shri Rai was placed in-charge of two branches, one being rural and other metro. He headed two Divisions in two different States and was in-charge of the largest zone of the Corporation. He also headed two training centres, one Zonal and other All India. He handled teams ranging from 40 to 50 people and from 20,000 to 25,000 people comprising both of marketing and administrative staff (excluding agents) as in-charge of Branches, Divisions and Zone. He closely interacted with the people inside the industry and outside viz. dealing with the elite towards the end of the career and poor, downtrodden in the deep rural, semi-urban, urban and metros in the beginning and middle of his career. He made an attempt to contribute towards developing potential and shaping attitudes of personnel during his tenure in the training institutes and aimed at sustaining harmonious relationship among stakeholders.

He participated in premier institute programmes at ISB, Hyderabad; Administrative Staff College of India, Hyderabad and Management Development Institute, Gurgaon. Also attended the Life Insurance Executive Seminar 2006 held at Tokyo and Taipei by Nippon Life Insurance and Cathay Life Insurance.

He is a nominee director on the board of Tourism Finance Corporation of India. He is a director on the boards of BSES Rajdhani Power Limited and BSES Yamuna Power Limited. He is a member of the Audit and Shareholders/Investors

Grievance Committee of the Company and member of the Audit Committee of Tourism Finance Corporation of India Limited. He is the Chairman of Shareholders/Investors Grievance Committee of Tourism Finance Corporation of India Limited. He is the Chairman of the Audit Committee of BSES Rajdhani Power Limited and member of Audit Committee of BSES Yamuna Power Limited.

As on March 31, 2013, Shri R R Rai did not hold any shares of the Company.

Shri S S Kohli

Shri S S Kohli, 68, was the Chairman and Managing Director of India Infrastructure Finance Company Limited (IIFCL), a wholly owned company of the Government of India, engaged in promotion and development of infrastructure till April 2010. Under his leadership, IIFCL commenced its operations and carved a niche for itself in financing infrastructure projects. The support of IIFCL helped in speedier achievement of financial closure of infrastructure projects in sectors like highways, airports, seaports, power, etc. IIFCL was conferred with the "Most Admired Infrastructure Financier 2010" by KPMG-Infrastructure Today. Shri Kohli has long experience as a banker, spanning over 40 years having held positions of Chairman and Managing Director of Punjab and Sind Bank, Small Industries Development Bank of India (SIDBI) and Punjab National Bank (PNB). PNB is one of the largest public sector banks in India. During his chairmanship of PNB, he undertook total transformation of the Bank.

Under his leadership, PNB became a techno-savvy Bank by implementing core banking solution and introducing various technology-based products and services. Resultantly, PNB became the Number One Bank among the nationalized Banks in terms of assets, asset quality, technology, profit after tax and return on assets. PNB also emerged as one of the India's Most Trusted Brands and the PNB Group floated three public offerings of capital during his tenure which were highly successful.

Shri Kohli held the chairmanship of Indian Banks' Association, a forum for promoting the interest of banks for two terms and was member of several committees associated with financial sector policy/ies. The committees he chaired dealt with a variety of issues relating to small/medium enterprise financing, wilful default in loans, human resources development in the banking industry and reconstruction of distressed small industries, etc.

A recipient of several awards including the "Enterprise Transformation Award for Technology" by the Wharton-Infosys Limited, the " Bank of the Year Award" by the Banker's Magazine of the Financial Times, London for the year 2000, and also ranked 22nd in the list of India's Best CEOs ranking over the period 1995 to 2011, by the Harvard Business Review recently. He now holds directorship in various institutions in India.

He is also a director on the Boards of SME Rating Agency of India Limited, IDFC Limited, MBL Infrastructure Limited, PTC India Financial Services Limited, IL&FS Financial Services Limited, Trimax IT Infrastructure and Services Limited, ACB (India) Limited, SICOM Limited, BSES Rajdhani Power Limited, BSES Yamuna Power Limited and Vacmet India Limited.

He is Chairman of the Audit Committee and member of the Shareholders/Investors Grievance Committee of the Company, Chairman of the Audit Committee of SME Rating Agency of India Limited, Chairman of the Shareholders/Investors Grievance Committee of MBL Infrastructure Limited, Chairman of the Audit Committee of IL & FS Financial Services Limited, member of the Shareholders/Investors Grievance Committee of Trimax IT Infrastructure and Services Limited, Chairman of the Audit Committee of ACB (India) Limited, member of Audit Committee of BSES Rajdhani Power Limited and BSES Yamuna Power Limited.

As on March 31, 2013, Shri Kohli did not hold any shares of the Company.

Dr V K Chaturvedi

Dr V K Chaturvedi, 70, is the former Chairman and Managing Director of Nuclear Power Corporation of India Limited. He has also been a member of the Atomic Energy Commission, Government of India and Chairman, World Association of Nuclear Operators (WANO), Tokyo Centre and also was a Governor in the International WANO Board, London for two years. Dr Chaturvedi is a gold medalist in mechanical engineering from Vikram University and later he did his post-graduation in nuclear engineering from Bhabha Atomic Research Centre training school, Mumbai. He has over 46 years of experience in design, construction, commissioning and operation of nuclear power plants. He was conferred the 'Padma Shri' in the year 2001, one of India's highest civilian awards. He is also a recipient of a number of other prizes and awards. He is a director on the Board of Reliance Power Limited. He is currently a member of the Shareholders/Investors Grievance Committee of the Company and also a member of the Audit Committee and Shareholders / Investors Grievance Committee of Reliance Power Limited.

As on March 31, 2013, Dr V K Chaturvedi did not hold any shares of the Company.

Shri K Ravikumar

Shri K Ravikumar, 63, joined the Board of the Company on August 14, 2012 as an independent director.

Shri Ravikumar is the former Chairman and Managing Director (CMD) of Bharat Heavy Electricals Limited (BHEL), the USD 7 billon organization that ranks among the leading companies of the world engaged in the field of power plant equipment. As CMD, he was responsible for maximizing market-share and establishing BHEL as a total solution provider in the power sector. The Company has been ranked 9th in terms of market capitalization in the country. He had handled a variety of assignments during his long career spanning over 36 years. His areas of expertise are design and engineering, construction and project management of thermal, hydro, nuclear, gas based power plants and marketing of power projects.

Shri Ravikumar had the unique distinction of having booked USD 25 billion order for BHEL. His vision was to transform BHEL into a world class engineering enterprise. Towards this, he has been pursuing a growth strategy based on the twin plans of building both capacity and capability and this has resulted in an increase in BHEL's manufacturing capacity from 10,000 MW to 20,000 MW per annum. He also introduced new technologies in the field of coal and gas based power plants for the first time in the country, such as supercritical thermal sets of 660 MW and above rating, advance class gas turbines large size CFBC boilers and large size nuclear sets. BHEL has the distinction of having installed over 1,00,000 MW of power plant equipment worldwide.

Shri Ravikumar had also forged a number of strategic tie-ups for BHEL with leading Indian utilities and others like NTPC Limited, Tamilnadu State Electricity Board, Nuclear Power Corporation of India Limited, MTC, Heavy Engineering Corporation Limited (HEC) to leverage equipment sales and develop alternate sources for equipment needed for the country. He had been guiding BHEL's technology strategy to maintain the technology edge in the marketplace with a judicious mix of internal development of technologies with selective external co-operation. He had focused on meeting the customer expectation and has strengthened BHEL's image as a total solution provider.

He possesses M.Tech Degree from the Indian Institute of Technology. Chennai besides Post-Graduate Diploma in Business Administration. He was conferred Alumini Awards from the Indian Institute of Technology, Chennai and the National Institute of Information Technology, Trichy and is at present the Chairman of BOG National Institute of Information Technology, Mizoram.

He has published a number of research papers in the fields of power and electronics.

He is the Chairman of the Shareholders/Investors Grievance Committee and a member of the Audit Committee of the Company.

As on March 31, 2013, he did not hold any shares of the Company.

9. **Insurance coverage**

The Company has obtained Directors and Officers liability insurance coverage in respect of any legal action that might be initiated against the directors.

II. Audit Committee

In terms of Clause 49 of the Listing Agreement, and Section 292A of the Companies Act, 1956, the Board has constituted the Audit Committee. The Audit Committee of the Company was set up way back in May 1986. As on March 31, 2013, the committee comprises of Shri R R Rai, Shri S S Kohli and Shri K Ravikumar. Shri Ravikumar was co-opted as a member of the committee with effect from August 14, 2012. The Audit Committee is chaired by Shri S S Kohli who was appointed as the Chairman at the meeting of the Committee held on August 14, 2012. Shri Kohli has a wide experience in banking, economic, financial and taxation issues. All the members of the Committee are financially literate.

The Audit committee, inter alia, advises the management in the areas where systems, processes, measures for controlling and monitoring revenue assurance and internal audit and risk management can be improved. The minutes of the meetings of the Audit Committee are placed before the Board.

The terms of reference of the Audit Committee are in accordance with all the items listed in clause 49 (II) of the Listing Agreement as follows:

i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

ii. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditors and fixation of audit fees.

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

iv. Reviewing, with the management, 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 to be included in the Board's report in terms of Clause (2AA) of Section 217 of the Companies Act, 1956;

   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. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

vi. Reviewing, with the management, 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. Reviewing, with the management, performance of statutory and internal auditors, adequacy of internal control systems.

viii. Reviewing the adequacy of internal audit function, 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 internal auditors any significant findings and follow up thereon.

x. Reviewing 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 audit as well as post-audit discussion to ascertain any area of concern.

xii. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

xiii. To review the functioning of the Whistle Blower mechanism.

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 qualification, experience and background, etc. of the candidate.

xv. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

xvi. To review financial statements of Subsidiary companies, in particular, its investments.

xvii. Review of information by the Audit Committee:

a. Management discussion and analysis of financial condition and results of operations;

b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;

c. Management letters / letters of internal control weaknesses issued by the statutory auditors;

d. Internal audit reports relating to internal control weaknesses, and

e. The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.

The Audit Committee has the following powers:

i. to investigate any activity within its terms of reference.

ii. to seek information from any employee.

iii. to obtain outside legal or other professional advice.

iv. to secure attendance of outsiders with relevant expertise, if it considers necessary.

Attendance at the meetings of the Audit Committee held during 2012-13

Meetings of the Audit Committee were held on May 25, 2012, August 14, 2012, November 6, 2012 and January 28, 2013. The maximum gap between any two meetings was 100 days and the minimum gap was 80 days.

Members	Meetings held during the tenure	Meetings attended
Shri S S Kohli	4	4
Shri R R Rai	4	4
Shri K Ravikumar [a]	2	2
Shri C P Jain [b]	2	2

[a] Shri K Ravikumar was appointed on the board and co opted as a member of the Committee effective from August 14, 2012

[b] Shri C P Jain has ceased to be on the board effective from September 4, 2012.

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company. The Audit Committee has considered various agenda items in compliance with its terms of reference at periodic intervals.

Shri Ramesh Shenoy, Company Secretary and Manager, (appointed as Manager effective from April 21, 2012) acts as the Secretary to the Committee.

The Committee meetings were attended by the representatives of the statutory auditors, internal auditors and senior executives of the Company as appropriate on invitation.

During the year under review, the Committee discussed with the statutory auditors of the Company the overall scope and plans for the independent audit. The management represented to the Committee that the Company's financial statements were prepared in accordance with the prevailing laws and regulations. The Committee discussed the Company's audited financial statements, the rationality of significant judgments and clarity of disclosures in the financial statements. Based on the review and discussions conducted with the management and the auditors, the Committee believes that the Company's financial statements are fairly presented in conformity with the prevailing laws and regulations in all material aspects.

The Committee also reviewed the internal controls put in place to ensure that the accounts of the Company are properly maintained and that the accounting transactions are in accordance with the prevailing laws and regulations. While conducting such reviews, the Committee found no material discrepancy or weakness in the internal control systems of the Company. The Committee also reviewed the financial policies of the Company and expressed its satisfaction with the same. The Committee, after review expressed its satisfaction on the independence of both the internal as well as the statutory auditors.

Based on the Committee's discussion with the management and the auditors and review of the representations of the management by the Committee as well as report of the auditors, the Committee has recommended the following to the Board of Directors:

1. The audited annual financial statements of the Company for the year ended on March 31, 2013, be accepted by the

Board as a true and fair statement of the financial status of the Company.

2. The audited abridged financial statements of the Company for the year ended on March 31, 2013 be accepted by the Board as a true and fair statement of the financial status of the Company.

3. The audited consolidated financial statements of the Company and its subsidiaries for the year ended on March 31, 2013 be accepted by the Board as a true and fair statement of the financial status.

4. The audited abridged consolidated financial statements of the Company and its subsidiaries for the year ended on March 31, 2013 be accepted by the Board as a true and fair statement of the financial status.

III. Nomination / Remuneration Committee

The Nomination / Remuneration Committee of the Board is constituted to formulate from time to time (a) process for selection and appointment of new directors and Manager and succession plans and (b) recommend to the Board from time to time, a compensation structure for directors and the Manager. As on March 31, 2013, the Nomination/ Remuneration Committee comprises of three directors viz.. Shri K Ravikumar, Chairman, Shri R R Rai, and Shri S S Kohli as members. The Committee met two times during the year, viz. on August 14,2012 to recommend the appointment of Shri K Ravikumar on the Board and on January 28, 2013 to recommend the revision in remuneration payable to the Manager for the year 2012-13.

Members	Meetings held during the tenure	Meetings attended
Shri S S Kohli	2	2
Shri R R Rai	2	2
Shri K Ravikumar [a]	1	1
Shri C P Jain [b]	1	1

[a] Shri K Ravikumar was appointed on the Board and co opted as a member of the Committee effective from August 14, 2012

[b] Shri C P Jain has ceased to be on the Board effective from September 4, 2012.

Shri Ramesh Shenoy, Company Secretary and Manager acts as Secretary, to the Nomination/Remuneration Committee.

Remuneration paid to directors (excluding contribution to gratuity fund and provision for leave encashment on retirement) during the year ended March 31, 2013

Amount in ₹ lakh

Sr. No.	Name	Designation	Sitting Fees	Salary & Perquisites	Commission	Total
1	Shri Anil D Ambani	Chairman	1.00	Nil	550.00	551.00
2	Shri S Seth	Vice Chairman	1.00	Nil	8.00	9.00
3	Shri R R Rai[a]	Director	3.00	Nil	8.00	11.00
4	Shri S S Kohli	Director	3.40	Nil	2.00	5.40
5	Dr V K Chaturvedi [b]	Director	2.20	Nil	N.A.	2.20
6	Shri K Ravikumar [c]	Director	2.40	Nil	N.A.	2.40
7.	Gen V P Malik [d]	Director	-	Nil	8.00	8.00
8.	Shri S L Rao [d]	Director	-	Nil	8.00	8.00
9	Dr Leena Srivastava [d]	Director	-	Nil	8.00	8.00
10.	Shri C P Jain [e]	Director	1.40	Nil	2.00	3.40
11.	Shri Lalit Jalan [f]	Whole-time Director	-	4.92	-	4.92
12.	Shri S C Gupta [f]	Director (Operations)	-	4.96	-	4.96
	Total		14.40	9.88	594.00	618. 28

[a] The Commission amount of ₹ 8 lakh due to Shri R R Rai was paid to Life Insurance Corporation of India (LIC) as advised by Shri R R Rai.

[b] Dr V K Chaturvedi was appointed on the Board effective from April 21, 2012

[c] Shri K Ravikumar was appointed on the Board effective from. August 14, 2012.

[d] Gen V P Malik, Shri S L Rao and Dr Leena Srivastava ceased to be directors effective from April 21, 2012.

[e] Shri C P Jain ceased to be on the Board effective from September 4, 2012.

[f] S/Shri Lalit Jalan and S C Gupta ceased to be on the Board effective from April 21, 2012. The remuneration denotes the proportionate amount they received from April 1 to April 21, 2012.

Notes:

a. The salary and perquisites include all fixed and variable elements of remuneration i.e. salary, performance linked incentive and other allowances and benefits.

b. There were no other pecuniary relationships or transactions of non-executive directors vis-à-vis the Company. The Company has so far not issued any stock options to its directors.

c. Pursuant to the limits approved by the Board, all non-executive directors are paid sitting fees of ₹ 20,000 for attending each meeting of the Board and its committees.

Corporate Governance Report

Details of service contract

Names	Date of initial appointment	Current tenure	From	To
Shri S C Gupta[1]	January 18, 2003	5 years	January 18, 2008	January 17, 2013
Shri Lalit Jalan[1]	April 25, 2007	5 years	April 25, 2007	April 24, 2012

For any termination of service contract, the Company or the executive director is required to give a notice of three months or pay three months' salary in lieu thereof to the other party.

[1] Shri Lalit Jalan and Shri S C Gupta ceased to be on the Board effective from April 21, 2012.

Managerial Remuneration policy

The Nomination / Remuneration Committee determines and recommends to the Board, the compensation of directors, whole-time directors and manager for approval of the Board. The key factors guiding the remuneration policy are :

a. compensation will be a major driver of performance.

b. compensation will be competitive and benchmarked with a select group of companies from the utility sector.

c. compensation will be transparent, fair and simple to administer.

d. compensation will be fully legal and tax compliant.

The members had, at the 81st AGM held on December 22, 2010, approved payment of commission up to 3 per cent of net profits to the non-executive directors of the Company under the provisions of Section 309(4) of the Companies Act, 1956 ('Act'), computed in the manner specified in the Act for a period of five years from the financial year commencing on 1st April, 2011. The Ministry of Corporate Affairs vide its Circular No. 4/2011 dated March 4, 2011 has decided that a Company can pay Commission upto 3 per cent of its net profit to the Non Whole-Time Director(s) without approval of the Central Government, if it does not have a Managing Director or Whole-Time Director(s). In view of above Circular, the Company can pay commission upto 3 per cent of net profit to the Non Whole-Time Directors of the Company.

The Board of Directors had approved payment of commission of ₹ 594 lakh to the Non-Executive Directors of the Company for the year ended on March 31, 2012 based on various parameters, which was paid during the year 2012-13. The amount so paid is well within the limits approved by the members.

Criteria for making payments to non-executive directors

The remuneration to non-executive directors is benchmarked with the relevant market and performance oriented, balanced between financial and sectoral market, comparative scales, aligned to corporate goals, role assumed and number of meetings attended.

IV. Shareholders / Investors' Grievance Committee

As on March 31, 2013, the Shareholders / Investors' Grievance Committee comprised of Shri K Ravikumar, Chairman, Shri R R Rai, Dr V K Chaturvedi and Shri S S Kohli. The Company has appointed M/s Karvy Computershare Private Limited ("Karvy") as the Registrar and Transfer Agent of the Company. Powers to approve share transfers and related requests have been delegated to M/s. Karvy for expeditious disposal of the shareholders' requests and complaints.

The Committee, inter alia, approves issue of duplicate certificates and oversees and reviews all matters connected with transfer and transmission of securities of the Company. The Committee also monitors redressal of investor grievances. Particulars of investor grievances received and redressed are furnished in the Investor Information Section of this Report. The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services. The Committee also monitors implementation and compliance of the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992.

The total number of complaints received and replied to the satisfaction of shareholders during the year under review were 96. There were no complaints pending as on March 31, 2013. The details of the period taken for transfer of shares and nature of complaints are furnished in the Investor Information section of this Annual Report.

26 requests for share transfer and 40 requests for dematerialization were pending for approval as on March 31, 2013, which were approved, processed and dispatched on or before April 5, 2013.

Attendance at the meeting of the Shareholders / Investors' Grievance Committee held during 2012-13

During the year, the Shareholders / Investors' Grievance Committee held its meetings on May 25, 2012, August 14, 2012, September 4, 2012, November 6, 2012 and January 28, 2013 and the maximum gap between any two meetings was 100 days and the minimum gap was 20 days.

Members	Meetings held during the tenure of directors	Meetings attended
Shri S S Kohli	5	5
Dr V K Chaturvedi	5	5
Shri R R Rai [a]	4	3
Shri K Ravikumar [b]	4	4
Shri C P Jain [c]	2	2

a. Shri R R Rai was appointed as a member of the Committee effective from August 14, 2012.

b. Shri K Ravikumar was appointed on the board and co opted as a member of the Committee effective from August 14, 2012.

c. Shri C P Jain, independent director, ceased to be a director effective from September 4, 2012.

Shri Ramesh Shenoy, Company Secretary and Manager acts as the Secretary to the Committee.

V. Compliance Officer

Shri Ramesh Shenoy, Company Secretary and Manager is the Compliance Officer responsible for complying with the requirements of the Companies Act,1956, SEBI Regulations and the Listing Agreements with the Stock Exchanges.

VI. Environment, Health and Safety Committee

As on March 31, 2013, the Environment, Health and Safety Committee of the Board comprised of Shri R R Rai, Shri S S Kohli, Dr V K Chaturvedi and Shri K Ravikumar. Shri R R Rai is the Chairman of the Committee.

The Committee reviews and oversees the Company's policies, programme and practices that affect, or could affect, the Company's employees, customers, shareholders, and neighbouring communities. The Environment, Health and Safety Committee held its meeting on January 28, 2013, wherein all members attended the meeting.

Shri Ramesh Shenoy, Company Secretary and Manager acts as the Secretary to the Committee.

VII. Employees Stock Option Scheme (ESOS) Compensation Committee

The ESOS Compensation Committee of the Board comprises of Shri K Ravikumar, as the Chairman, with Shri R R Rai, Shri S S Kohli and Dr V K Chaturvedi being the other members. Shri Ramesh Shenoy, Company Secretary and Manager acts as the Secretary to the Committee.

The Committee through circular resolution dated February 15, 2013, approved alignment of ESOS Scheme with SEBI Guidelines as stipulated vide SEBI Circular dated January 17, 2013.

VIII. General Body Meetings:

The Company held its last three Annual General Meetings as under :

Financial Year	Date and Time	Whether Special Resolution passed or not
2011-12	September 4, 2012 4.00 p.m.	Yes Issue of Securities to the Qualified Institutional Buyers
2010-11	September 27, 2011 4.00 p.m.	Yes ● Issue of Equity shares to the Qualified Institutional Buyers ● Raising of resources through issue of securities in the international markets
2009-10	December 22, 2010 11.00 a.m.	Yes Payment of commission to Non – Executive Directors

The above Annual General Meetings were held at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020.

IX. Postal Ballot

The Company had not conducted any Postal Ballot during the financial year 2012-13.

None of the businesses proposed to be transacted in the ensuing Annual General Meeting requires passing of a special resolution through postal ballot.

X. Means of Communication

a. **Quarterly Results:** Quarterly Results are published in one English daily newspaper circulating in the whole or substantially the whole of India and in one Marathi daily newspaper and are also posted on the Company's website www.rinfra.com.

b. **Media Releases and Presentations:** Official media releases are sent to the Stock Exchanges before their release to the media for wider dissemination. Presentations made to media, analysts, institutional investors, etc. are posted on the Company's website.

c. **Website:** The Company's website www.rinfra.com contains a separate dedicated section on 'Investor Relations'. It contains comprehensive database of information of interest to our investors including the financial results and Annual Reports of the Company, information on dividend declared by the Company, any price sensitive information disclosed to the regulatory authorities from time to time, business activities and the services rendered/facilities extended by the Company to our investors, in a user friendly manner. The basic information about the Company as called for in terms of Clause 54 of the Listing Agreement is provided on the Company's website and the same is updated regularly.

d. **Annual Report:** Annual Report containing, inter alia, Audited Annual Accounts, Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to the members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report and is displayed on the Company's website.

The Ministry of Corporate Affairs ("MCA"), Government of India, has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies in terms of which a company would have ensured compliance with the provisions of Section 53 of the Act, if service of documents has been made through electronic mode. In such a case, the Company has to obtain e-mail addresses of its members for sending the notices / documents through e-mail giving an advance opportunity to each shareholder to register their e-mail address and changes therein, if any, from time to time with the Company.

The Company has welcomed the Green Initiative and accordingly has e-mailed to those members whose e-mail IDs are available with the Company's Registrar and Transfer Agent, the soft copies of the Unabridged Financial Statements for the year ended March 31, 2013.

e. **Corporate Filing and Dissemination System (CFDS):** The CFDS portal jointly owned, managed and maintained by BSE and NSE is a single source to view information filed by the listed companies. All disclosures and communications to BSE and NSE are filed electronically through the CFDS portal and hard copies of the said disclosures and correspondence are also filed with the stock exchanges.

f. **Unique Investor helpdesk:** Exclusively for servicing our investors, the Company has set up a unique investor Help Desk with multiple access modes as under:

Toll free no. (India)	:	1800 4250 999
Telephone nos.	:	+91 40 4030 8000
Facsimile no.	:	+91 40 2342 0859
Email	:	rinfra@karvy.com
Post your request	:	http://kcpl.karvy.com/adag

g. **Designated email-id:** The Company has designated email-Id: rinfra.investor@relianceada.com exclusively for investor servicing.

h. **National Electronic Application Processing System (NEAPS):** The NEAPS is a web-based system designed by NSE for corporates. The shareholding pattern, financial results and corporate governance report are also filed electronically on NEAPS.

i. **SEBI Complaint Redressal System:**

The investor complaints filed with SEBI are being processed through the centralised web based complaint redressal system titled "SCORES". The salient features of SCORES are availability of centralised data - base of the complaints, and online uploading of action taken reports by the Company. Through SCORES, the investors can view online, the actions taken and current status of their complaints.

XI. Compliance with other mandatory requirements

1. **Management Discussion and Analysis Report**

A Management Discussion and Analysis Report forms part of this annual report and includes discussions on various matters specified under clause 49(IV)(F) of the Listing Agreement.

2. **Subsidiaries**

The Company does not have any material non-listed Indian subsidiary Company and hence, it is not required to appoint an independent director of the Company on the Board of such subsidiary Company.

The Company monitors performance of subsidiary companies, inter alia, by the following means:

a. Financial statements, in particular the investments made by the unlisted subsidiary companies are reviewed by the Audit Committee of the Company.

b. Minutes of the meetings of the Board of Directors of all subsidiary companies are placed to the Board of Directors of the Company regularly.

c. Quarterly review of Risk Management process by the Risk Management Committee / Audit Committee / Board.

3. **Disclosures**

a. There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority.

b. **Related Party Transactions**

During the year 2012-13, no transactions of material nature have been entered into by the Company with the promoters or directors or management, or their relatives, their subsidiaries that may have a potential conflict with the interests of the Company. The related party transactions entered into with the subsidiary companies and others are disclosed in the Notes to Accounts.

c. **Accounting Treatment**

In the preparation of financial statements, the Company has followed the Accounting Standards prescribed under the Companies (Accounting Standards) Rules, 2006, as applicable. The Accounting Policies followed by the Company to the extent relevant, are set out elsewhere in this Annual Report.

Scheme of Amalgamation of three wholly owned subsidiaries with the Company

Pursuant to the approval by the Board vide resolution dated August 14, 2012 and the sanction of the Scheme of Amalgamation between Reliance Bhavnagar Power Private Limited (RBPPL) and Reliance Infrastructure Engineers Private Limited (RIEPL) and Reliance Jamnagar Power Private Limited (RJPPL) with the Company by the Hon'ble High Court of judicature at Bombay on February 22, 2013, the assets and liabilities of the erstwhile companies RBPPL, RIEPL and RJPPL, the wholly owned subsidiaries of the Company were transferred and vested in the Company with effect from the appointed date February 1, 2013.

In accordance with the scheme so sanctioned, the following accounting treatment, inter alia, has been given effect to the Scheme:

a. All Assets and Liabilities (Net) amounting to ₹ 1,149.77 crore, of the subsidiaries have been recorded in the books of the Company at their respective fair values, and corresponding equivalent amount is credited to the Capital Reserve.

b. Investments in RBPPL, RIEPL and RJPPL amounting to ₹ 1,147.32 crore have been written off and an equivalent amount has been withdrawn from the General Reserve. The Company has been legally advised that crediting of the said amount in the Statement of Profit and Loss is in compliance with the revised Schedule VI to the Act.

Had the Scheme not prescribed this treatment and the Company followed the accounting treatment prescribed under Accounting Standard 14 relating to Accounting for amalgamations, the General Reserve would have been higher and the Capital Reserve would have been lower by ₹ 1,147.32 crore.

One of the principal businesses of the parent company is that of Engineering, Procurement and Construction (EPC) contractors. This activity is undertaken for both associates and subsidiaries of associates which develop infrastructure such as power plants, transmission lines, etc. and for third parties engaged in similar development. The Hon'ble Bombay High Court has permitted the Parent Company to account for this business activity without making any distinction based on the Principal for whom the Company is the contractor, whether associates and subsidiaries of associates or third parties, the direction being contained in the above Scheme. The Parent Company considers that the permitted accounting treatment leads to a more accurate reflection of the results of the working of the Parent Company. Accordingly, the Parent Company has not eliminated any part of the unrealized profits of ₹ 210.70 crore on EPC contracts with associates and subsidiaries of associates in the Consolidated Financial Statements as permitted by the Scheme which overrides the relevant provisions of Accounting Standard 23 (AS-23) "Accounting for Investments in Associates in Consolidated Financial Statements". Had the Parent Company not adopted the above accounting treatment, the profit before tax for the year and carrying cost of investment in associates would have been lower by ₹210.70 crore.

Scheme of Amalgamation of Reliance Infraprojects Limited (RInfl) with the Company:

The Hon'ble High Court of Judicature of Bombay had sanctioned the above Scheme on March 30, 2011 with appointed date being April 1, 2010. The clause 2.3.8 of the Scheme states that the Board of Directors can withdraw an amount not exceeding ₹ 3,000 crore out of the General Reserve and which may be reorganised as "Provision for Extraordinary & Exceptional items" to meet up any extraordinary and exceptional items up to March 31, 2013. Any balance remaining in the said account shall be credited back to the General Reserve.

During the year, the Company has identified certain Exceptional Items aggregating to ₹ 692.53 crore consisting of Loss on sale of Investments in Noida Global SEZ Private Limited (NGSPL) of ₹ 70.67 crore, Write off of Bad Debts of ₹ 604.14 crore and Loss on Derivative transactions of ₹ 17.72 crore, which have been debited in the Statement of Profit and Loss and pursuant to the above clause, an equivalent amount has been withdrawn from the "Provision for Extraordinary and Exceptional Items" created out of General Reserve and credited to Statement of Profit and Loss. The Company has been legally advised that crediting of the said amount in Statement of Profit and Loss is in compliance with Revised Schedule VI to the Act.

Had the scheme not prescribed the above treatment, the profit before tax for the year would have been lower by ₹ 692.53 crore and the General Reserve would have been higher by an equivalent amount. The above treatment as prescribed by the Scheme overrides the relevant provisions of Accounting Standard 5 "Net profit or Loss for the period, Prior Period Items and Changes in Accounting Policies".

Divestment in Delhi Airport Metro Express Private Limited:

As a result of transfers consequent to which 65 per cent of the shares of Delhi Airport Metro Express Private Limited (DAMEPL) are held by Reliance Delhi Metro Trust for the benefit of the Company, DAMEPL has become an "Associate" and has ceased to be a subsidiary for the purposes of Accounting Standard 23 - "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard 21 - "Consolidated Financial Statements" respectively. However, as a measure of abundant precaution, the de-recognition of losses on transfer of shareholding in DAMEPL as required by the provisions of Accounting Standard 21 - "Consolidated Financial Statements" amounting to ₹ 217.78 crore, has not been done. Had the losses been de-recognized, the profit before tax for the year would have been higher by ₹ 217.78 crore and the share of loss of Parent Company in DAMEPL would have been lower by ₹ 217.78 crore.

The share of loss of the Parent Company in DAMEPL amounting to ₹ 311.13 crore up to the year ended March 31, 2012 and ₹ 83.95 crore for the year ended March 31, 2013, aggregating to ₹ 395.08 crore, has been netted of against the Sub-ordinate Debts disclosed under Non-current investments.

d. **Risk Management**

The Company has laid down a robust Risk Management Policy defining the risk profiles involving strategic, technological, operational, financial, organisational, legal and regulatory risks within a well defined framework. The Risk Management Policy acts as an enabler of growth for the Company by helping its businesses to identify the inherent risks, assess, evaluate and monitor these risks continuously and undertake effective steps to manage these risks.

A Risk Management Committee (RMC) consisting of senior executives of the Company periodically reviews the robustness of the Risk Management Policy. Periodic update on the risk management practices and mitigation plan of the Company as well as its subsidiaries are presented to the Audit Committee and the Board of Directors. The Audit Committee and the Board periodically review such updates and findings and suggest areas where internal controls and risk management practices can be improved.

e. **Code of Conduct**

The Company has adopted the code of conduct and ethics for directors and senior management. The code had been circulated to all the members of the Board and senior management and the same has been put on the Company's website www.rinfra.com. The Board members and senior management have affirmed their compliance with the code and a declaration signed by the manager of the Company (i.e the CEO within the meaning of clause 49-V of the Listing Agreement) is given below:

"It is hereby declared that the Company has obtained from all members of the Board and senior management personnel affirmation that they have complied with the code of conduct for Directors and senior management of the Company for the year 2012-13."

Ramesh Shenoy
Manager

f. **CEO and CFO certification**

Shri Ramesh Shenoy, Manager (being CEO within the meaning of Clause 49-V of the Listing Agreement) and Shri Madhukar Moolwaney, the CFO provide certifications on financial reporting and internal controls to the Board as prescribed under Clause 49(V) of the Listing Agreement.

g. **Review of Directors' responsibility statement**

The Board in its report has confirmed that the annual accounts for the year ended on March 31, 2013 have been prepared as per applicable accounting standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

h. SEBI vide Consent Order dated January 14, 2011 disposed of the proceedings initiated against, inter alia, RInfra and their Specified Directors under Sections 11, 11(4) and 11B of SEBI Act, 1992. The Consent Order, inter alia, required payment of settlement charge of ₹ 25 crore jointly and severally by RInfra and their specified Directors, which has been paid to SEBI by one of the Specified Directors

XII. Policy on insider trading

The Company has formulated the Code of Conduct for Prevention of Insider Trading ('Code') in compliance with the guidelines specified under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. Shri Ramesh Shenoy, Company Secretary and Manager is the Compliance Officer under the Code responsible for complying with the procedures, monitoring adherence to the rules for the preservation of price sensitive information, pre-clearance and monitoring of trades and implementation of the Code of Conduct under the overall supervision of the Board. The Company's Code, inter alia, prohibits purchase and/or sale of shares of the Company by an insider, while in possession of unpublished price sensitive information in relation to the Company and also during certain prohibited periods. The Code is available on the website of the Company www.rinfra.com.

XIII. Compliance of Clause 5A of Listing Agreement

The details of shareholders and the outstanding shares lying in the "Reliance Infrastructure Limited - Unclaimed Suspense Account" as per Clause 5A (II) of the Listing Agreement as on March 31, 2013 were as under:

Particulars	No. of shareholders	No. of shares
(i) Aggregate number of shareholders and the outstanding shares lying in the suspense account as on April 1, 2012	77,681	3,03,786
(ii) Number of shareholders who approached issuer for transfer of shares from suspense account during the year	216	3,511
(iii) Number of shareholders to whom shares were transferred from suspense account during the year	216	3,511
(iv) Aggregate number of shareholders and the outstanding shares lying in the suspense account as on March 31, 2013	77,465	3,00,275

The voting rights on the shares in the "Reliance Infrastructure Limited – Unclaimed Suspense Account" shall remain frozen till the rightful owners of such shares claim the shares.

XIV. Compliance with non-mandatory requirements

1. **Tenure of independent directors on the Board**

   The tenure of independent directors on the board of the Company shall not exceed nine years in aggregate.

2. **Nomination / Remuneration committee**

   The Board has set up a Nomination / Remuneration committee details whereof are furnished at Serial Number. No. III of this report.

3. **Disclosures**

   The quarterly financial results including summary of significant events of the relevant period are published in newspapers and posted on the website of the Company.

4. **Audit qualifications**

   There are no audit qualification on the financial statements of the Company for the year 2012-13.

5. **Training of Board members**

   A programme has been devised to train Board members in the business model of the Company, risk profile of the business parameters and their responsibilities as directors.

6. **Whistle blower policy**

   The Company has formulated a policy to prohibit managerial personnel from taking adverse action against employees, who disclose in good faith alleged wrongful conduct on matters of public concern involving violation of any law, mismanagement, gross waste or misappropriation of public funds, substantial and specific danger to public health and safety or an abuse of authority. The policy also lays down the mechanism for making enquiry into whistle blower complaints received by the Company.

   Employees aware of any alleged wrongful conduct are encouraged to disclose the same to the Audit Committee. Employees knowingly making false allegations of alleged wrongful conduct to the audit committee are subject to disciplinary action. No personnel of the Company have been denied access to the grievance redressal mechanism of the Company.

XV. Corporate Governance Voluntary Guidelines, 2009

The Company has ensured substantial compliance with most of the voluntary guidelines issued by the Ministry of Corporate Affairs on Corporate Governance in the year 2009, notwithstanding that they are subject to only voluntary compliance by corporates.

XVI. General shareholder information

The mandatory and various additional information of interest to investors are voluntarily furnished in a separate section on 'investor information' elsewhere in this Annual Report.

Auditors' Certificate on Corporate Governance

The Auditors' Certificate on compliance with Clause 49 of the Listing Agreement relating to Corporate Governance is published elsewhere in this report.

Review of governance practices

We have in this report attempted to present the governance practices and principles being followed at Reliance Infrastructure, as evolved over a period, and as best suited to the needs of our business and stakeholders.

Our disclosures and governance practices are continually revisited, reviewed and revised to respond to the dynamic needs of our business and ensure that our standards are at par with the globally recognised practices of governance, so as to meet the expectations of all our stakeholders.

Investor Information

Important Points

Hold securities in dematerialised form

Investors should hold their securities in dematerialised form as the same is beneficial due to following:-

- A safe and convenient way to hold securities;
- Elimination of risks associated with physical certificates such as bad delivery, fake securities, delays, thefts etc.
- Immediate transfer of securities;
- No stamp duty on electronic transfer of securities;
- Reduction in transaction cost;
- Reduction in paperwork involved in transfer of securities;
- No odd lot problem, even one share can be traded;
- Availability of nomination facility;
- Ease in effecting change of address as change with Depository Participants gets registered with all companies in which investor holds securities electronically;
- Easier transmission of securities as the same done by Depository Participants for all securities in demat account;
- Automatic credit into demat account of shares, arising out of bonus/split/consolidation/merger etc.

Hold securities in consolidated form

Investors holding shares in multiple folios are requested to consolidate their holdings in single folio. Holding of securities in one folio enables shareholders to monitor the same with ease.

Furnish bank details and get dividend directly credited in bank account

Investors should avail the Electronic Clearing Services for payment of dividend as the same reduces risk attached to physical dividend warrants. Some of the advantages of payment through electronic credit services are as under:

- Avoidance of frequent visits to banks for depositing the physical instruments.
- Prompt credit to the bank account of the investor through electronic clearing.
- Fraudulent encashment of warrants is avoided.
- Exposure to delays / loss in postal service avoided.
- As there can be no loss in transit of warrants, issue of duplicate warrants is avoided.

Printing of bank account numbers, names and addresses of bank branches on dividend warrants provide protection against fraudulent encashment of dividend warrants. Members are requested to provide, the same to the Company's RTA for incorporation on their dividend warrants.

Register for SMS alert facility

Investor should register with Depository Participants for the SMS alert facility. Both National Securities Depository Limited and Central Depository Services (India) Limited alert investors through SMS of the debits and credits in their demat account.

Submit nomination form and avoid transmission hassle

Nomination helps nominees to get the shares transmitted in their favour without any hassles. Investors should get the nomination registered with the Company in case of physical holding and with their Depository Participants in case of shares held in dematerialised form.

Form may be downloaded from the Company's website, www.rinfra.com under the section "Investor Relations". However, if shares are held in dematerialised form, nomination has to be registered with the concerned Depository Participants directly, as per the form prescribed by the Depository Participants.

Deal only with SEBI registered intermediaries

Investors should deal with SEBI registered intermediary so that in case of deficiency of services, investor may take up the matter with SEBI.

Corporate benefits in electronic form

Investor holding shares in physical form should opt for corporate benefits like split/ bonus etc. in electronic form by providing their demat account details to Company's RTA.

Register e-mail address

Investors should register their email address with the Company / DPs. This will help them in receiving all communication from the Company electronically at their email address. This also avoids delay in receiving communications from the Company. Prescribed form for registration may please be downloaded from the Company's website.

Course of action in case of non-receipt of dividend, revalidation of dividend warrant, etc.

Shareholders may write to the Company's RTA, furnishing the particulars of the dividend not received, quoting the folio number/DP Id and Client Id particulars (in case of dematerialised shares). On expiry of the validity period, if the dividend warrant still appears as unpaid on the records of the Company, duplicate warrant will be issued. The Company's RTA would request the concerned shareholder to execute an indemnity before issuing the duplicate warrant. However, duplicate warrants will not be issued against those shares wherein a 'stop transfer indicator' has been instituted either by virtue of a complaint or by law, unless the procedure for releasing the same has been completed. Shareholders are requested to note that they have to wait till the expiry of the validity of the original warrant before a duplicate warrant is issued to them, since the dividend warrants are payable at par at several centres across the country and the banks do not accept 'stop payment' instructions on the said warrants.

Permanent Account Number (PAN) for transfer of shares in physical form mandatory

The Securities and Exchange Board of India (SEBI) has stated that for market transactions and off-market transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company's RTA for registration of such transfer of shares.

Facility for a Basic Services Demat Account (BSDA)

SEBI has stated that all the depository participants shall make available a BSDA for the shareholders who have only one demat account with (a) No Annual Maintenance charges if the value of holding is upto ₹ 50,000 and (b) Annual Maintenance charges not exceeding ₹ 100 for value of holding from ₹ 50,001 to ₹ 2,00,000. (Refer Circular CIR/MRD/DP/22/2012 dated 22nd August, 2012).

Annual General Meeting

The 84th Annual General Meeting (AGM) of the Company will be held on Tuesday, August 27, 2013 at 4.00 p.m. or soon after the conclusion of the Annual General Meeting of Reliance Power Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020.

Financial year of the Company

The financial year of the Company is from April 1 to March 31 every year.

Website

The Company's website www.rinfra.com contains a dedicated section called "Investor Relations". It contains comprehensive data base of information of interest to our investors including the financial results, annual reports, dividend declared, any price sensitive information disclosed to the regulatory authorities from time to time, business activities and the services rendered / facilities extended to our investors.

Dedicated email id for investors

For the convenience of our investors, the Company has designated an email id for investors i.e. rinfra.investor@relianceada.com.

Registrar and Transfer Agents (RTA)
Karvy Computershare Private Limited
Unit: Reliance Infrastructure Limited
Madhura Estate, Municipal No. 1-9/13/C
Plot No 13 & 13C, Madhapur Village
Hyderabad 500 081. Andhra Pradesh
Email: rinfra@karvy.com
Toll free no. (India) : 1800 4250 999
Telephone : +91 40 4030 8000
Fax : +91 40 2342 0859
Post your request : http://kcpl.karvy.com/adag

Shareholders / Investors are requested to forward share transfer documents, dematerialisation requests (through their Depository Participant (DP)) and other related correspondence directly to the Company's RTA at the above address for speedy response.

Dividend announcements

The Board of Directors of the Company has recommended a Dividend of ₹ 7.40 (74 per cent) per equity share of the Company for the financial year ended March 31, 2013, subject to declaration by shareholders at the ensuing Annual General Meeting (AGM). The dividend, if declared, will be paid after the Meeting.

Book closure dates for the purpose of dividend and AGM

Register of Members and Share Transfer Books of the Company will remain closed from Saturday, August 17, 2013 to Tuesday, August 27, 2013 (both days inclusive) for the purpose of AGM, as well as to determine the entitlement of shareholders to receive the Dividend, if declared, for the year ended March 31, 2013.

Dividend remittance

Dividend on Equity Shares as recommended by the Directors for the financial year ended March 31, 2013, when declared at the AGM will be paid to:

(i) all those equity shareholders, whose names appear in the Register of Members as on Saturday, August 17, 2013, and

(ii) those whose names appear as beneficial owners as on close of the day on Saturday, August 17, 2013, as furnished by the National Securities Depository Limited and Central Depository Services (India) Limited for the purpose.

Modes of payment of dividend

The dividend is paid under two modes viz:

- Credit to the Bank account via Electronic Clearing Service
  - o ECS (Electronic Clearing Service)
  - o NECS (National Electronic Clearing Services)
  - o NEFT (National Electronic Funds Transfer)
  - o RTGS (Real Time Gross Settlement)
  - o Direct Credit
- Dispatch of physical dividend warrant

Shareholders are requested to avail the Electronic Clearing Service for payment of dividend as the same is immensely beneficial to them and considerably reduces risk attached to physical dividend warrants.

Unclaimed dividend

i. Transfer to the Central Government

Pursuant to Section 205A of the Companies Act, 1956, unclaimed dividends up to and including for the financial year 1994-95 have been transferred to the General Revenue Account of the Central Government.

The shareholders who have not encashed their dividend warrants relating to financial year(s) up to 1994-95 are requested to claim the amounts from the Registrar of Companies, Maharashtra, CGO Complex, 2nd Floor, "A" Wing, CBD Belapur, Near RBI Building, Navi Mumbai 400 614 Telephone: (022) 2757 6802 in the prescribed form which will be furnished by the Company on request.

ii. Transfer to the Investor Education and Protection Fund (IEPF)

The dividends for the years 1995-96 to 2005-06 (Q1) remaining unclaimed for 7 years from the date of declaration have been transferred to IEPF established by the Government of India pursuant to Section 205C of the Companies Act, 1956. Consequently, no claim shall lie against the said Fund or the Company in respect of any amounts which were unclaimed and unpaid for a period of 7 years from the date it first become due for payment.

iii. Dividend to be transferred to the Investor Education and Protection Fund (IEPF)

The dividend for the following years remaining unclaimed for 7 years from the date of declaration are required to be transferred by the Company to IEPF and the various dates for transfer of such amounts are as under:

Investor Information

Financial year	Dividend per share (₹)	Date of declaration	Due for transfer on
2005-06 (final)	3.80	June 7, 2006	July 13, 2013
2006-07	5.30	July 10,2007	August 16, 2014
2007-08	6.30	September 16, 2008	October 22, 2015
2008-09	7.00	July 21,2009	August 27, 2016
2009-10	7.10	May 15, 2010	June 21, 2017
2010-11	7.20	September 27, 2011	November 3, 2018
2011-12	7.30	September 4, 2012	October 12, 2019

Members who have so far not encashed dividend warrants for the aforesaid years are requested to approach by writing to the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited, immediately.

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 4, 2012 (date of last Annual General Meeting) on the website of the Company (www.rinfra.com), as also on the Ministry of Corporate Affairs website.

Members are requested to note that no claims shall lie against the Company or the IEPF in respect of any amounts which were unclaimed and unpaid for a period of seven years from the date that it first became due for payment and no payment shall be made in respect of any such claim.

Share transfer system

Shareholders / investors are requested to send share certificate(s) along with the share transfer deed in the prescribed Form 7B, duly filled in, executed and affixed with the share transfer stamp(s), to the Company's RTA. If the transfer documents are in order, the transfer of shares is registered within 7 days of receipt of transfer documents by the Company's RTA.

Odd lot shares scheme for small shareholders

In view of the difficulty experienced by the shareholders of the Company in selling their odd lot shares in the stock market and to mitigate the hardships caused to them, the Reliance Group has framed a scheme for the purchase and disposal of odd lot equity shares at the prevailing market price. The scheme has been launched and is available to shareholders of Reliance Infrastructure Limited, who hold up to 49 shares in physical form. The shareholders who wish to avail the above facility can contact the Registrar and Transfer Agent of the Company

Shareholding Pattern

	Category of Shareholders	As on 31.03.2013		As on 31.03.2012	
		No. of Shares	%	No. of Shares	%
(A)	Shareholding of Promoter and Promoter Group				
	(i) Indian	12,76,26,990	48.53	12,76,26,990	48.53
	(ii) Foreign	0	0.00	0	0.00
	Sub Total (A)	**12,76,26,990**	**48.53**	**12,76,26,990**	**48.53**
(B)	Public shareholding				
	(i) Institutions:				
	Insurance Companies	4,62,98,884	17.60	4,63,93,615	17.64
	Foreign Institutional Investors	3,95,03,758	15.02	3,98,30,050	15.15
	Mutual Funds /UTI	50,48,616	1.92	78,86,163	3.00
	Financial Institutions/Banks	16,73,261	0.64	14,38,499	0.55
	Others	1,21,147	0.05	76,918	0.02
	(ii) Non-institutions	4,12,38,198	15.68	3,83,37,471	14.58
	Sub Total (B)	**13,38,83,864**	**50.91**	**13,39,62,716**	**50.94**
(C)	Shares held by Custodian and against which Depositary Receipts have been issued -	14,79,146	0.56	14,00,294	0.53
	Sub Total (C)	**14,79,146**	**0.56**	**14,00,294**	**0.53**
	Grand Total (A) + (B) + (C)	**26,29,90,000**	**100.00**	**26,29,90,000**	**100.00**

Investor Information

Distribution of shareholding

Number of shares	Number of Shareholders as on 31.03.2013		Total shares as on 31.03.2013		Number of Shareholders as on 31.03.2012		Total shares as on 31.03.2012	
	Number	%	Number	%	Number	%	Number	%
Upto 500	12,89,970	99.45	2,40,71,404	9.15	14,04,312	99.56	2,35,54,467	8.96
501 to 5,000	6,375	0.49	76,85,757	2.92	5,576	0.40	67,05,357	2.55
5,001 to 1,00,000	601	0.05	1,31,54,580	5.00	552	0.04	1,18,52,758	4.51
1,00,001 above	130	0.01	21,80,78,259	82.92	138	0.01	22,08,77,418	83.99
Total	12,97,076	100.00	26,29,90,000	100.00	14,10,578	100.00	26,29,90,000	100.00

Dematerialization of shares

The Company was among the first few companies to admit its shares to the depository system of National Securities Depository Limited (NSDL) for dematerialization of shares. The International Securities Identification Number (ISIN) allotted to the Company is INE036A01016. The Company was the first to admit its shares and also the first to go 'live' on to the depository system of Central Depository Services (India) Limited (CDSL) for dematerialization of shares. The equity shares of the Company are compulsorily traded in dematerialized form as mandated by the Securities and Exchange Board of India (SEBI).

Status of dematerialization of shares

As on March 31, 2013, 98.00 per cent of the Company's shares were held in dematerialised form.

Investors' grievances attended

Received From	Received during		Redressed during		Pending as on	
	2012-13	2011-12	2012-13	2011-12	31.3.2013	31.3.2012
SEBI	45	7	45	7	Nil	Nil
Stock Exchanges	17	13	17	13	Nil	Nil
NSDL/CDSL	1	1	1	1	Nil	Nil
Direct from investors	33	19	33	19	Nil	Nil
Total	**96**	**40**	**96**	**40**	**Nil**	**Nil**

Analysis of grievances

Particulars	Number		Percentage	
	2012-13	2011-12	2012-13	2011-12
Non-receipt of dividend warrants	69	17	71.88	42.50
Non-receipt of share certificates	13	10	13.54	25.00
Others	14	13	14.58	32.50
Total	**96**	**40**	**100.00**	**100.00**

There was no complaint pending as on March 31, 2013.

Notes :

1. The Shareholder base was 12,97,076 as of March 31, 2013 and 14,10,578 as of March 31, 2012.
2. Investors' queries / grievances are normally attended to within a period of 3 days from the date of receipt thereof, except in cases involving external agencies or compliance with longer procedural requirements specified by the authorities concerned.

Legal proceedings

There are certain pending cases relating to disputes over title to shares, in which the Company has been made a party. These cases are however, not material in nature.

Investor Information

Equity History for the preceding 10 years

Dates	Particulars	Issue Price (₹)	No. of shares	Cumulative (No. of Share)
01.04.2002	Outstanding Equity Shares			13,77,25,666
28.07.2003	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 49,336	13,77,75,002
07.10.2003	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 49,336	13,78,24,338
07.11.2003	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 1,50,00,339	15,28,24,677
24.02.2004	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 51,00,036	15,79,24,713
23.03.2004	Allotment of shares on a preferential basis	640.00	+ 1,35,80,000	17,15,04,713
24.03.2004	Allotment of shares on a preferential basis	640.00	+ 36,50,000	17,51,54,713
02.04.2004	Allotment of shares on a preferential basis	640.00	+ 91,95,622	18,43,50,335
30.04.2004	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 9,99,009	18,53,49,344
29.07.2004	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 1,97,346	18,55,46,690
13.12.2004	Annulment and re-issue of forfeited shares	N.A	+ 25,909	18,55,72,599
13.12.2004	Allotment of equity shares from 15% FCDs which was kept under abeyance [2]	N.A	+ 200	18,55,72,799
02.05.2005	Allotment of equity shares on conversion of warrants	640.00	+ 97,50,000	19,53,22,799
21.07.2005	Allotment of shares on a preferential basis	573.00	+ 41,84,000	19,95,06,799
05.08.2005	Allotment of equity shares against conversion of warrants	640.00	+ 1,11,228	19,96,18,027
19.08.2005	Allotment of equity shares on conversion of 0.5% FCCBs[1]	245.00	+ 22,86,224	20,19,04,251
31.03.2006	Allotment of equity shares on conversion of warrants	573.00	+ 1,04,16,000	21,23,20,251
07.08.2006	Allotment of shares to shareholders of Reliance Energy Ventures Limited (REVL) pursuant to the scheme of amalgamation between RInfra and REVL[3]	Pl see Note	+ 9,17,34,781	30,40,55,032
07.08.2006	Shares held by REVL in the Company extinguished pursuant to the scheme of amalgamation between RInfra and REVL in the ratio of 15 shares of RInfra for 200 shares of REVL	N.A	- 9,09,24,724	21,31,30,308
30.01.2007	Allotment of shares on conversion of warrants	573.00	+ 1,54,00,000	22,85,30,308
15.10.2007	Allotment of shares on conversion of FCCBs [4]	1006.92	+ 79,99,954	23,65,30,262
01.04.2008	Extinguishment of shares consequent to Buy-back [5] and [6]	N.A	- 1,12,60,000	22,52,70,262
31.03.2010	Allotment of shares on conversion of warrants [7]	928.89	+1,96,00,000	24,48,70,262
07.01.2011	Allotment of shares on conversion of warrants [7]	928.89	+ 2,25,50,000	26,74,20,262
21.04.2011 to 13.02.2012	Extinguishment of shares consequent to Buy-Back[8]	N.A	- 44,30,262	26,29,90,000
31.03.2013	Total Number of equity shares			26,29,90,000

Notes:

1. Equity Shares were allotted on conversion of 0.5 per cent Foreign Currency Convertible Bonds (FCCBs). These FCCBs were convertible into Equity Shares at a pre-determined price of ₹ 245 from September 25, 2002 to September 25, 2007 at pre-determined exchange rate of US$ 1= ₹ 48.35. The entire outstanding 0.5 per cent FCCBs were converted into equity shares during the year 2005-06.
2. Allotment of these shares was made out of the shares kept in abeyance to meet contingencies related to shares held by notified persons, pending court cases, etc., and the allotments were made upon orders passed by courts / with the approval of stock exchanges.
3. Reliance Energy Ventures Limited (REVL) demerged from Reliance Industries Limited held 9,09,24,724 equity shares and was merged with the Company on July 17, 2006. In lieu of these shares, the shareholders of REVL were allotted shares of the Company in the ratio of 7.5 shares for every 100 shares held as per the scheme of amalgamation which resulted in allotment of additional 8,10,057 shares to these shareholders.
4. Equity Shares were allotted on conversion of zero coupon FCCBs. These FCCBs were converted into Equity Shares at a pre-determined price of ₹ 1,006.92 from October 15, 2007 to February 4, 2008 at a pre-determined exchange rate of US$1 = ₹ 45.24. The entire FCCBs were converted into equity shares.

Investor Information

5. Pursuant to the approval of the Board of Directors, the Company announced buy-back of its shares from March 5, 2008 and bought- back 87,60,000 equity shares up to February 6, 2009.
6. Pursuant to the approval accorded by the shareholders, the Company announced buy-back of its shares from February 25, 2009 and bought-back 25,00,000 equity shares up to April 16, 2009.
7. Warrants converted into Equity shares at a price of ₹ 928.89 per share. The Company had on July 9, 2009 allotted 4,29,00,000 warrants of ₹ 928.89 (including a premium of ₹ 918.89) each on preferential basis to one of the promoter companies, AAA Project Ventures Private Limited (AAAPVP). The warrants were convertible into equity shares of ₹ 10 each at a premium of ₹ 918.89 per equity share on or before January 8, 2011. Out of 4,29,00,000 warrants, the warrant holder exercised its option to convert 1,96,00,000 warrants and it was allotted 1,96,00,000 equity shares of ₹ 10 each at a price of ₹ 928.89 (including a premium of ₹ 918.89) on March 31, 2010. Further on January 7, 2011, AAAPVP exercised its option to convert 2,25,50,000 warrants and it was allotted 2,25,50,000 equity shares of ₹ 10 each at a premium of ₹ 918.89 per equity share. The balance 7,50,000 warrants have been cancelled and the amount of ₹ 17,41,66,875 paid thereon has been forfeited by the Company. As on March 31, 2011, there were no warrants remaining outstanding.
8. Pursuant to the resolution passed by the Board of Directors on February 14, 2011, the Company announced buy-back of its shares from April 11, 2011 and bought-back 44,30,262 equity shares up to February 13, 2012.

Stock Price and Volume

2012-2013	BSE Limited			National Stock Exchange of India Limited			GDRs	
	High ₹	Low ₹	Volume (Nos.)	High ₹	Low ₹	Volume (Nos.)	High US $	Low US$
April, 2012	621.90	504.35	89,78,661	621.70	503.50	3,99,91,409	36.30	29.16
May, 2012	537.60	423.10	99,97,628	537.80	422.65	4,31,42,217	30.04	23.44
June, 2012	560.00	416.10	1,39,89,623	560.45	416.25	6,35,59,792	29.99	23.09
July, 2011	579.30	467.85	89,53,480	579.40	467.65	4,25,34,971	31.29	25.64
August, 2012	537.65	442.55	91,78,046	537.70	441.75	42,396,180	28.45	23.95
September, 2012	571.00	436.00	94,35,578	571.55	435.00	4,50,55,669	31.43	23.82
October, 2012	564.90	465.30	95,46,937	564.90	465.15	4,28,82,136	32.17	26.18
November, 2012	495.75	447.55	61,16,737	495.70	444.50	3,04,65,055	27.16	24.50
December, 2012	532.05	482.75	62,95,978	532.00	482.60	3,45,19,078	29.12	26.81
January, 2013	572.35	512.10	89,38,480	572.50	512.30	4,12,79,983	31.04	28.95
February, 2013	526.50	414.15	76,77,292	526.80	415.00	3,18,99,740	29.41	23.10
March, 2013	441.00	315.00	1,30,69,342	441.65	315.05	5,58,71,718	23.92	17.84

GDRs were issued on 8th March, 1996 and each GDR represents 3 equity shares. Issue Price per GDR US$ 14.40.
1US$ = ₹ 54.285. as on 31st March, 2013

Stock Exchange listings
The Company's equity shares are actively traded on BSE and NSE, the Indian Stock Exchanges.

Listings on Stock Exchanges
Equity Shares
BSE Limited (BSE)
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai 400 001
Website : www.bseindia.com

National Stock Exchange of India Limited (NSE)
Exchange Plaza
Plot No C /1, G Block
Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051
Website : www.nseindia.com

Stock Codes and ISIN :

	Stock Code	ISIN
BSE (Equity Shares)	500390	INE036A01016
NSE (Equity Shares)	RELINFRA	INE036A01016

An Index Scrip: Equity Shares of the Company are included in the indices viz. BSE-100, BSE-200, BSE-500, BSE-Power, S&P BSE GREENEX, BSE Dollex, CNX Infrastructure, CNX Service Sector, S&P CNX 500, S&P CNX Nifty Index, S&P CNX Defty.

Investor Information

Global Depositary Receipts (GDRs)

The London Stock Exchange (LSE)
10, Paternoster Square,
London EC4M 7 LS, United Kingdom
Telephone : 0044-020-7797 1000
Fax : 0044-020-7334 8954
e-mail : irinfo@londonstockexchange.com
Website : www.londonstockexchange.com

1. **Depositary**
   The Bank of New York Mellon Corporation
   101 Barclay Street 22nd Floor
   New York NY 10286 USA
2. **Domestic Custodian**
   ICICI Bank Limited
   Securities Market Services
   Empire Complex, F7/E7 1st Floor,
   414 Senapati Bapat Marg
   Lower Parel, Mumbai 400 013

Security Codes of GDRs

	Master Rule 144A GDRs	Master Regulation S GDRs
CUSIP	75945E109	Y09789119
ISIN	US75945E1091	USY097891193
Common Code	6099853	6099853

Note:

The GDRs of the Company are traded on the electronic screen based quotation system, the SEAQ (Securities Exchange Automated Quotation) International, on the portal system of the NASDAQ of the U.S.A. and also over the counter at London, New York and Hong Kong.

Outstanding GDRs of the Company, conversion date and likely impact on equity

Outstanding GDRs as on March 31, 2013 represents 14,79,146 equity shares constituting 0.56 per cent of the paid-up equity share capital of the Company.

Debt Securities

Following Debt Securities are listed on the Wholesale Debt Market (WDM) segment of NSE and F Group Instrument Segment of BSE.

Sr No	Debentures (in series)	ISIN	Date of Allotment	Date of Maturity	Total Issue Size (₹ crore)
1	6.70% Non Convertible Debentures – Series 3	INE036A07039	19.08.2003	19.08.2018	125
2	6.35% Non Convertible Debentures – Series 1	INE036A07021	28.07.2003	28.07.2013	250
3	5.95% Non Convertible Debentures – Series 2A	INE036A07047	28.07.2003	28.07.2013	100
4	5.60% Non Convertible Debentures – Series 2B	INE036A07054	28.07.2003	28.07.2013	150
5	11.55% Non Convertible Debentures – Series 4	INE036A07096	24.02.2009	24.02.2019	850
6	10.50% Non Convertible Debentures – Series 5	INE036A07104	27.01.2012	27.07.2018	585
7	10.25% Non Convertible Debentures – Series 6	INE036A07112	27.01.2012	27.01.2018	50
8	11.40 % Unsecured Non Convertible Debentures -Series 7	INE036A08052	29.03.2012	29.09.2013	300
9	11.15 % Secured Redeemable Non Convertible Debentures - Series 8	INE036A07120	30.03.2012	30.03.2016	121
10	11.15 % Secured Redeemable Non Convertible Debentures - Series 9	INE036A07138	30.03.2012	30.03.2017	120
11	11.15 % Secured Redeemable Non Convertible Debentures - Series 10	INE036A07146	30.03.2012	30.03.2018	124

Debenture Trustees

Axis Bank Limited
Axis House C-2, Wadia International Centre,
Pandurang Budhkar Marg Worli, Mumbai 400 025

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17,
R Kamani Marg Ballard Estate, Mumbai 400 001

Payment of Listing Fees and Depository Fees

Annual Listing fees for the year 2013-14 have been paid by the Company to the stock exchanges.

Annual Custody/Issuer fees for the year 2013-14 have been paid by the Company to NSDL and CDSL

Share Price Performance in comparison with broad based indices – BSE Sensex and NSE Nifty

	RInfra	Sensex BSE (per cent)	Nifty NSE (per cent)
FY 2012-13	- 44.72	8.23	7.31
2 years	– 52.80	– 3.13	– 2.59
3 years	– 67.48	7.46	8.26

Investor Information

Key Financial Reporting Dates for the Financial Year 2013-14

Unaudited results for the first quarter ending June 30, 2013	:	On or before August 14, 2013
Unaudited results for the second quarter/half year ending September 30, 2013	:	On or before November 14, 2013
Unaudited results for the third quarter/nine months ending December 31, 2013	:	On or before February 14, 2014
Audited results for the financial year 2013-14	:	On or before May 30, 2014

Depository services

For guidance on depository services, shareholders may write to the Registrar and Transfer Agent (RTA) of the Company or National Securities Depository Limited, Trade World, A Wing, 4th and 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai 400 013, website: www.nsdl.co.in or Central Depository Services (India) Limited, Phiroze Jeejeebhoy Towers, 16th Floor, Dalal Street, Mumbai 400 001 website: www.cdslindia.com

Communication to members

The quarterly financial results of the Company were announced within 45 days of the end of the respective quarter during the year under review. The Company's media releases and details of significant developments are made available on the Company's website: www.rinfra.com. These are also published in leading newspapers.

Reconciliation of share capital

The Securities and Exchange Board of India has directed that all issuer Companies shall submit a certificate reconciling the total shares held in both the depositories, viz. NSDL and CDSL and in physical form with the total issued / paid up capital. The said certificate, duly certified by a qualified Chartered Accountant is submitted to the stock exchanges where the securities of the Company are listed within 30 days of the end of each quarter and the certificate is also placed before the Board of Directors of the Company.

Investors' correspondence may be addressed to the Registrar and Transfer Agent of the Company.

Shareholders/Investors are requested to forward documents related to share transfer, dematerialisation requests (through their respective Depository Participant) and other related correspondences directly to Karvy Computershare Private Limited at the below mentioned address for speedy response:

Karvy Computershare Private Limited
Unit: Reliance Infrastructure Limited
Madhura Estate, Municipal No. 1-9/13/C
Plot No 13 & 13C, Madhapur Village
Hyderabad 500 081. Andhra Pradesh

Queries relating to financial statements of the Company may be addressed to:

The Chief Financial Officer

Reliance Infrastructure Limited

H Block, 1st Floor, Dhirubhai Ambani Knowledge City

Navi Mumbai 400 710

Telephone : +91 22 3009 8531

Fax : +91 22 3009 8528

Email : rinfra.investor@relianceada.com

Correspondence on investor services may be addressed to:

The Company Secretary

Reliance Infrastructure Limited

H Block, 1st Floor, Dhirubhai Ambani Knowledge City

Navi Mumbai 400 710

Telephone : +91 22 3009 8181

Fax : +91 22 3009 8128

Email : rinfra.investor@relianceada.com

Plant Locations

Dahanu Power Plant
BSES Nagar
Rajiv Gandhi Marg
Dahanu Road 401 602
Thane District
Maharashtra

Samalkot Power Plant
Industrial Devp. Area
Pedapuram
Samalkot 533 440
Andhra Pradesh

Goa Power Plant
Opp. Sancoale
Industrial Estate
Zuarinagar 403 726
Sancoale
Mormugao, Goa

Wind Farm
Near Aimangala
577 558
Chitradurga District
Karnataka

Independent Auditors' Report on the Financial Statements

To, the Members of Reliance Infrastructure Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of Reliance Infrastructure Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

   An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

   We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

4. In opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
   (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
   (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
   (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of matter

5. We draw attention to Note no. 35 of the financial statements regarding the Scheme of amalgamation between Reliance Infraprojects Limited (wholly owned subsidiary of the Company) and the Company, sanctioned by the Hon'ble High Court of Judicature at Bombay vide order dated March 30, 2011, wherein the Company, as determined by its Board of Directors, is permitted to adjust the exceptional items debited to the Statement of Profit and Loss by a corresponding withdrawal from 'Provision for Extraordinary and Exceptional items' created out of General Reserve, which override the relevant provisions of Accounting Standard 5 (AS-5) 'Net Profit or loss for the Period, Prior Period Items and Changes in Accounting Policies'. The Company has during the year identified exceptional items aggregating to ₹ 692.53 Crore, which has been debited to Statement of Profit and Loss and an equivalent amount has been withdrawn from the Provision for Extraordinary and Exceptional items and credited to Statement of Profit and Loss as per the Scheme. Had the Scheme not prescribed the above treatment, profit before tax would have been lower by ₹ 692.53 Crore and General Reserve would have been higher by equivalent amount. Our opinion is not qualified in respect of this matter.
6. We draw attention to Note no. 34 of the financial statements detailing the accounting treatment given to the Scheme of amalgamation between Reliance Bhavnagar Power Private Limited and Reliance Infrastructure Engineers Private Limited and Reliance Jamnagar Power Private Limited (wholly owned subsidiaries of the Company) and the Company, sanctioned by the Hon'ble High Court of Judicature at Bombay vide order dated February 22, 2013. Pursuant to the Scheme, all assets and liabilities (Net) amounting to ₹ 1,149.77 Crore, of the subsidiaries have been recorded in the books of the Company at their respective fair values, and corresponding equivalent amount is credited to the Capital Reserve and the Company has written off the investments held in these subsidiaries amounting to ₹ 1,147.32 Crore in the Statement of Profit and Loss and an equivalent amount has been withdrawn from General Reserve. Had the Scheme not prescribed the above treatment and the Company followed the accounting treatment prescribed under Accounting Standard 14 relating to 'Accounting for Amalgamations', General Reserve would have been higher by ₹ 1,147.32 Crore and Capital Reserve would have been lower by an equivalent amount. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

7. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. As required by section 227(3) of the Act, we report that:
   a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
   c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
   d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Act; as referred to in paragraph 5 above, the Company has exercised the option available as per court orders which overrides the relevant provisions of Accounting Standard 5 (AS-5).
   e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For Haribhakti & Co.	**For Pathak H. D. & Associates**
Chartered Accountants	Chartered Accountants
Firm Regn. No. 103523W	Firm Regn. No.107783W
Rakesh Rathi	**Vishal D. Shah**
Partner	Partner
Membership No. 45228	Membership No. 119303
Date : May 14, 2013	
Place : Mumbai	

Annexure referred to in paragraph 3 of the Auditors' Report of even date to the members of Reliance Infrastructure Limited on the financial statements for the year ended March 31, 2013

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of its fixed assets.

(b) As informed to us, the fixed assets are physically verified by the Management according to a phased program designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies between the book records and the physical inventory have been noticed. However, we are informed that distribution system being underground is not physically verifiable.

(c) In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the Company during the year.

(ii) (a) The inventory (excluding stocks with third parties) has been physically verified by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.

(b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.

(iii) The Company has neither granted nor taken any loan, secured or unsecured, from any company, firm or other party covered in the register maintained under Section 301 of the Act. Accordingly, provisions of clause 4(iii)(b)(c)(d)(f) and (g) of the Order are not applicable.

(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.

(v) According to the information and explanations given to us, there have been no contracts or arrangements referred to in Section 301 of the Act during the year to be entered in the register required to be maintained under that Section. Accordingly, the question of commenting on transactions made in pursuance of such contracts or arrangements does not arise.

(vi) The Company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA of the Act and the rules framed there under.

(vii) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

(viii) We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the Rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section (1) of Section 209 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

(ix) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of income-tax, sales-tax, wealth-tax, service-tax, customs duty, excise duty and cess as at March 31, 2013 which have not been deposited on account of a dispute are as follows:

Name of the statute	Nature of dues	Amount (₹ Crore)	Period to which the amount relates	Forum where the dispute is pending
Delhi Sales Tax Act, 1975	Sales Tax	129.96[1]*	2004-2005	Divisional Bench of Delhi High Court
Works Contract Act, 1999	Works Contract Tax	0.05	2004-2005	Deputy Commissioner (Appeal IV) of Sales Tax, New Delhi
Orissa Sales Tax Act, 1947	Sales Tax	3.46[2]	2001-2002	Sales Tax Tribunal, Cuttack
West Bengal Commercial Tax Act	Sales Tax	177.13	2009-2010	Calcutta High Court

Annexure referred to in paragraph 3 of the Auditors' Report of even date to the members of Reliance Infrastructure Limited on the financial statements for the year ended March 31, 2013

Name of the statute	Nature of dues	Amount (₹ Crore)	Period to which the amount relates	Forum where the dispute is pending
Madhya Pradesh Commercial Tax Act	Sales Tax	0.88[3]	2009-2010	Madhya Pradesh Commercial Tax Appellate Board, Bhopal
Madhya Pradesh Commercial Tax Act	Entry Tax	0.11[4]	2009-2010	Madhya Pradesh Commercial Tax Appellate Board, Bhopal
Uttar Pradesh Commercial Tax Act	Sales Tax	6.26	2005-2006	Assessing officer
Uttar Pradesh Commercial Tax Act	Sales Tax	3.93[5]	2006-2007	Dy. Commissioner, Khand-7, Lucknow
Uttar Pradesh Commercial Tax Act	Sales Tax	2.89[6]	2007-2008	Addl Commissioner, Trade Tax Dept, Lucknow
Uttar Pradesh Entry Tax Act	Sales Tax	0.01	2007-2008	Dy. Commissioner, Khand-7, Lucknow
Uttar Pradesh Commercial Tax Act	Sales Tax	18.05	2008-2009	Assessing officer
Uttar Pradesh Entry Tax Act	Sales Tax	0.17	2008-2009	Assessing officer
Uttar Pradesh Commercial Tax Act	Sales Tax	0.24	2009-2010	Jt. Commissioner, Trade Tax Dept
Finance Act, 1994	Service Tax	2.53	2004-2006	Customs, Excise and Service Tax Appellate Tribunal, New Delhi
Income Tax Act, 1961	Income Tax	668.30 (for which the tax authorities are the appellant)	A.Y. 1978-1979, 1988-1989 1996-1997, 1998-1999, 1999-2000, 2001-2002, 2002-2003, 2003-2004, 2004-2005, 2005-2006 and 2007-2008	Bombay High Court
Income Tax Act, 1961	Income Tax	382.16 (for which the tax authorities are the appellant)	A.Y 2006-2007 and 2008-2009	Income Tax Appellate Tribunal, Mumbai
Income Tax Act, 1961	Income Tax	144.53	A.Y. 2010-2011	CIT (Appeals), Mumbai
Income Tax Act, 1961	Income Tax	5.72	A.Y. 2008-2009, 2011-2012	CIT (Appeals), Mumbai
Income Tax Act, 1961	Income Tax	0.02	A.Y. 1999-2000	Income Tax Appellate Tribunal, Hyderabad
The Water (Prevention and Control Pollution) Cess Act, 1977	Water Cess	0.73	1998-1999	Bombay High Court

[1]₹ 7.63 Crore, [2] ₹ 1.36 Crore, [3] ₹ 0.92 Crore, [4] ₹ 0.09 Crore, [5] ₹ 0.63 Crore, [6] ₹ 0.09 Crore, includes amount paid under protest.
*As per the terms of the contract, the amount is recoverable from the customers.

(x) The Company has no accumulated losses as at March 31, 2013 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.

(xi) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.

(xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion, the Company is not a chit fund / nidhi / mutual benefit fund/ society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.

(xiv) In our opinion, the Company is not a dealer or trader in shares, securities, debentures and other investments. Therefore, the provisions of clause 4(xiv) of the Order are not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company, for loans taken by others from banks or financial institutions during the year, are not prejudicial to the interest of the Company.

Annexure referred to in paragraph 3 of the Auditors' Report of even date to the members of Reliance Infrastructure Limited on the financial statements for the year ended March 31, 2013

(xvi) In our opinion, and according to the information and explanations given to us, on an overall basis, the term loans have been applied for the purposes for which they were obtained.

(xvii) On the basis of an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanations given to us, there are no funds raised on short-term basis which have been used for long-term investment.

(xviii) During the year, the Company has not made any preferential allotment of shares to Companies covered in the register maintained under Section 301 of the Act.

(xix) The Company has created security or charge in respect of debentures issued and outstanding at the year-end.

(xx) The Company has not raised any money by public issues during the year.

(xxi) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management except in case of theft of electricity reported by the vigilance department of the Company, the amount of which, as informed to us, is not material.

For Haribhakti & Co.
Chartered Accountants
Firm Regn. No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Regn. No.107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

Balance Sheet as at March 31, 2013

	Note	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	263.03	263.03
Reserves and Surplus	3	19,972.62	18,387.40
		20,235.65	18,650.43
Non-current Liabilities			
Long term borrowings	4	3,881.04	4,599.38
Deferred tax liabilities (net)	5	554.52	449.52
Other long term liabilities	6	2,997.60	4,820.32
Long term provisions	7	401.30	380.00
		7,834.46	10,249.22
Current Liabilities			
Short term borrowings	8	6.407.29	4,548.35
Trade payables		3,783.96	3,824.62
Other current liabilities	9	5,657.17	5,879.70
Short term provisions	10	290.95	227.27
		16,139.37	14,479.94
TOTAL		44,209.48	43,379.59
ASSETS			
Non-current Assets			
Fixed assets	11		
Tangible assets		5,441.96	4,645.96
Intangible assets		1,434.77	2,426.01
Capital work in progress		472.75	681.91
Non current investments	12(A)	10,496.57	9,859.31
Long term loans and advances	13	572.65	1,655.69
Other non-current assets	14	4,048.13	3,996.92
		22,466.83	23,265.80
Current Assets			
Current investments	12(B)	2,804.86	2,925.75
Inventories	15	367.28	309.40
Trade receivables	16	3,249.25	4,565.59
Cash and bank balances	17	118.65	686.07
Short term loans and advances	18	13,056.69	10,141.49
Other current assets	19	2,145.92	1,485.49
		21,742.65	20,113.79
TOTAL		44,209.48	43,379.59
Significant Accounting Policies and Notes on Financial Statements	1 to 51		

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

For and on behalf of the Board

Anil D Ambani Chairman
S Seth Vice Chairman
R R Rai
S S Kohli
Dr V K Chaturvedi
K Ravikumar
Directors
Ramesh Shenoy Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

Statement of Profit and Loss for the year ended March 31, 2013

	Note	Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
Revenue from Operations	20	14,322.03	17,906.67
Other Income	21	1,082.82	708.68
Total Revenue		15,404.85	18,615.35
Expenses			
Cost of electrical energy purchased		2,468.25	2,459.17
Cost of fuel consumed		1,578.61	1,548.67
Construction Material Consumed and Sub-Contracting Charges		6,679.26	9,737.69
Employee benefit expenses	22	856.13	740.48
Finance costs	23	879.38	568.10
Depreciation and amortisation expense	11	453.87	304.61
Less: Transferred from Revaluation Reserve		51.79	29.71
Less: Transferred from Service Line Contribution		10.03	7.13
		392.05	267.77
Other expenses	24	1,973.60	1,782.71
Less : Transferred from General Reserve	34	1,147.32	987.00
		826.28	795.71
Total Expenditure		13,679.96	16,117.59
Profit before tax and exceptional items		1,724.89	2,497.76
Exceptional items – Income / (Expenses)			
Income	38	418.34	-
Expenses	35	(692.53)	(933.42)
Transferred from Provision for Extraordinary and Exceptional Items	35	692.53	933.42
		418.34	-
Profit before tax		2,143.23	2,497.76
Tax expense:			
Current tax		40.00	130.00
Deferred tax	5	367.04	478.37
Less : Net Tax Recoverable from Future Tariff Determination	5 & 32(b)	262.04	127.88
Income Tax for earlier years (net)		(1.29)	17.01
		143.71	497.50
Profit after tax		1,999.52	2,000.26
Earnings per equity share: (Face value of ₹ 10 per share)	25	Rupees	Rupees
Basic		76.03	75.70
Diluted		76.03	75.70
Significant Accounting Policies and Notes on Financial Statements	1 to 51		

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228
Date : May 14, 2013
Place : Mumbai

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

For and on behalf of the Board

Anil D Ambani	Chairman
S Seth	Vice Chairman
R R Rai **S S Kohli** **Dr V K Chaturvedi** **K Ravikumar**	Directors
Ramesh Shenoy	Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

Cash Flow Statement for the year ended March 31, 2013

		Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
A	**Net Increase / (Decrease) in Cash and Cash Equivalents**		
	Profit before Taxation	**2,143.23**	2,497.76
	Adjustments for :		
	Depreciation (Net of transfer from Reserves)	**392.05**	267.77
	Depreciation written back	**-**	(227.18)
	Interest and finance charges	**879.38**	568.10
	(Profit) / Loss on sale / disposal of fixed assets (Net)	**16.36**	6.74
	Provision for Impairment of assets	**39.64**	-
	Provision for diminution in value of investments	**0.07**	0.33
	Provision for doubtful debts, advances, deposits	**23.93**	95.03
	Provision for leave encashment and gratuity	**65.31**	(21.33)
	Interest income	**(862.58)**	(513.99)
	Dividend Income	**(107.51)**	(55.85)
	Premium on Redeemable Preference Shares	**(88.28)**	(51.72)
	Buy Back Expenses	**-**	1.76
	Realised loss on Exchange fluctuation (net) relating to borrowings	**-**	106.64
	(Gain) / Loss on exchange fluctuation (net)	**(14.72)**	11.43
	Loss on derivative Instruments (net)	**-**	49.95
	Effect of exchange differences on translation of foreign currency cash and cash equivalent	**8.67**	(11.50)
	Profit on sale / redemption of investments (net)	**(420.19)**	(35.81)
	Operating Profit before Working Capital Changes	**2,075.36**	2,688.13
	Adjustments for :		
	Trade and other receivables	**2,206.80**	(4,610.47)
	Inventories	**(57.88)**	(19.05)
	Trade and other payables	**(1,827.49)**	1,741.80
		2,396.79	(199.59)
	Income Taxes paid (net of refund)	**174.70**	(258.03)
	Net Cash generated from / (used in) Operating Activities	**2,571.49**	(457.62)
B	**Cash Flow from Investing Activities :**		
	Purchase/acquisition of fixed assets	**(1,019.52)**	(843.65)
	Sale of fixed assets	**5.52**	12.76
	Purchase of investments	**(18,521.78)**	(34,204.49)
	Advance against Investments in Subsidiaries / Associates	**(1200.03)**	(29.79)
	Sale / redemption of investments	**17,452.23**	36,622.35
	Inter Corporate Deposits	**(1,943.43)**	(5,223.81)
	Dividend Income	**107.51**	55.85
	Interest Income	**858.36**	513.25
	Net Cash used in Investing Activities	**(4,261.14)**	(3,097.53)
C	**Cash Flow from Financing Activities :**		
	Buy back of equity Shares (including Buy back expenses)	**-**	(236.64)
	Proceeds from Long term borrowings	**383.00**	2,402.53
	Repayment of Long Term borrowings	**(41.27)**	(1,820.34)
	Proceeds (net) from short term borrowings	**1,763.45**	4,244.71
	Loss on derivative instruments (net)	**21.40**	(108.63)
	Interest and finance charges	**(788.18)**	(403.28)
	Dividends paid on equity shares including tax	**(208.84)**	(219.77)
	Net Cash generated from Financing Activities	**1,129.56**	3,858.58
	Effect of exchange differences on translation of foreign currency cash and cash equivalents	**(8.67)**	11.50
	Net Increase / (Decrease) in cash and cash equivalents (A+B+C)	**(568.76)**	314.93
	Cash and cash equivalents as at the commencement of the year (Opening Balance)	**686.07**	371.06
	Cash and cash equivalents received on Scheme of Arrangement	**1.34**	0.08
	Cash and cash equivalents as at the end of the year (Closing Balance) *	**118.65**	686.07
	Net Increase / (Decrease) as disclosed above	**(568.76)**	314.93

* Including Margin Money of ₹ 4.16 Crore (₹ Nil), balances in unpaid dividend accounts ₹ 8.23 Crore (₹ 8.73 Crore) and fixed deposit of ₹ Nil (₹ 50 crore) held as security deposit with banks as at March 31, 2013.

Previous year figures have been regrouped / reclassified / rearranged wherever necessary to make them comparable to those for the current year.

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

For and on behalf of the Board

Anil D Ambani	Chairman
S Seth	Vice Chairman
R R Rai **S S Kohli** **Dr V K Chaturvedi** **K Ravikumar**	Directors
Ramesh Shenoy	Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

Notes annexed to and forming part of the Financial Statements

1. **Significant Accounting Policies:**

(a) Basis of preparation of financial statements:

The financial statements are prepared on an accrual basis of accounting and in accordance with the generally accepted accounting principles in India (Indian GAAP), the relevant provisions of the Companies Act, 1956 (the Act) and comply in material aspects with the Accounting Standards notified under Section 211 (3C) of the Act, read with Companies (Accounting Standards) Rules, 2006 (as amended). Assets and Liabilities created under applicable electricity laws continue to be depicted under appropriate heads.

(b) Financial Statements: Presentation and Disclosures:

Financial Statements have been prepared in accordance with the requirements of the information and disclosures mandated by Revised Schedule VI, applicable Accounting Standards, other applicable pronouncements and regulations.

(c) Use of Estimates:

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities and disclosures of contingent liabilities as on date of the financial statements and reported amount of revenue and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods. Difference between the actual results and estimates is recognised in the period in which the results are known / materialized.

(d) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Further, specific criteria for revenue recognition followed for different businesses are as under :

(i) **Electricity Business:**

Revenue from sale of electrical energy is accounted for on the basis of billing to consumers based on billing cycles followed by the Company which is inclusive of fuel adjustment charges (FAC) and includes unbilled revenue accrued upto end of accounting year. Generally all consumers are billed on the basis of recording of consumption of energy by installed meters. Where meters have stopped or are faulty, the billing is done based on the past consumption for such period.

Revenue from Transmission Charges are accounted on the basis of periodic billing to consumers / state transmission utility.

The Company determines revenue gaps (i.e. surplus/shortfall in actual returns over returns entitled) in respect of its regulated operations based on the principles laid down under the relevant Tariff Regulations/Tariff Orders notified by the Electricity Regulator and the actual or expected actions of the regulator under the applicable regulatory framework. Appropriate adjustments in respect of such revenue gaps are made in the revenue of the respective year for the amounts which are reasonably determinable and no significant uncertainty exists in such determination. These adjustments/ accruals representing revenue gaps are carried forward as Regulatory Assets / Regulatory Liabilities and are classified as Current / Non Current Assets / Liabilities, as the case may be, which would be recovered / refunded through future billing based on future tariff determination by the regulator in accordance with the electricity regulations.

(ii) **EPC and Contracts Business:**

In respect of construction contracts, revenue is recognised on the percentage of completion method based on the stage of completion of a contract upto the reporting date.

The stage of completion of a contract is determined as a proportion that the progress billings raised by the Company on the basis of joint measurement and works certified by the customers up to the reporting date as per the terms of the contract, bear to the total contract value.

Revenue from Construction Contract is recognised by adding the aggregate cost incurred on the contract till reporting period and the proportionate profit using the Percentage Completion Method. Profit proportionate to the value of work done upto reporting date is determined as a percentage of the Profit estimated to arise on completion of the entire contract, after deduction of Contingency.

Profit is recognised only when the outcome of the contract can be estimated reliably. When the construction contract is expected to result in a loss on completion of the entire contract, the entire loss is recognized as an expense immediately in the same reporting period.

Contract in progress is valued at cost plus recognised profit (less recognised losses) upto the reporting date.

In respect of operation and maintenance contracts, revenue proportionate to value of work done or the period elapsed as the case may be, is recognised.

(iii) **Others:**

Insurance and other claims are recognised as revenue on certainty of receipt on prudent basis.

Income on investments is recognised based on the terms of the investment. Income from mutual fund scheme having fixed maturity plans is accounted on declaration of dividend or on maturity of such investments. Interest income is recognised on a time proportion basis after taking into account the principal amount outstanding and the rate applicable. Dividend on investment is recognized when the right to receive the payment is established.

(e) Foreign Currency Transactions:

(i) Transactions denominated in foreign currencies are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Foreign currency monetary items (assets and liabilities) are restated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of the transaction. Gains and losses, if any, at the year-end in respect of monetary assets and monetary liabilities are recognised in the Statement of Profit and Loss except in case of gains or losses arising on long term foreign currency monetary items, the accounting treatment for which is as under:

In accordance with Government of India, Ministry of Corporate affairs notification (GSR No.914(E) dated December 29, 2011) in respect of accounting year commencing on or after April 1, 2011, the Company has exercised the option and foreign exchange gain / losses on long term foreign currency monetary items relating to the acquisition of depreciable assets are added to or deducted from the cost of such assets and in other cases, such gains or losses are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" to be amortised over the remaining life of the concerned monetary item.

(iii) In respect of integral foreign operations of the Company, its fixed assets are translated at the rate on the date of acquisition, monetary assets and monetary liabilities are translated at the rate on the date of the balance sheet and income and expenditure are translated at the average of month-end rates during the year.

(iv) In respect of derivative transactions, gains / losses are recognised in the Statement of Profit and Loss on settlement. On a reporting date, open derivative contracts are revalued at fair values and resulting losses on an overall basis (including reversal of losses for earlier periods), if any, are recognised in the Statement of Profit and Loss. Net gain, if any, is ignored.

(f) Fixed Assets:

Tangible Assets

(i) Cost comprises cost of acquisition or construction of assets (excluding revalued assets) including borrowing costs attributable to bringing the assets to their intended use.

(ii) All project related expenditure viz. civil works, machinery under erection, construction and erection materials, pre-operative expenditure incidental / attributable to the construction of project, borrowing cost incurred prior to the date of commercial operations and trial run expenditure are shown under Capital Work-In-Progress (CWIP). These expenses are net of recoveries and income (net of tax) from surplus funds arising out of project specific borrowings.

Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation / depletion. Acquisition cost of residual interest in the monthly cash flow of the toll road businesses have been accounted as intangible assets.

(g) Depreciation / Amortisation:

(i) **Electricity Business:**

Fixed assets are depreciated under the straight line method as per the rates and in the manner prescribed as per the Electricity Regulations relating to license business and other electricity business. The depreciation for the year has been shown after reducing the proportion of the amount of depreciation provided on assets created against the contributions received from consumers.

Depreciation on revalued assets is charged over the balance residual life of the assets considering the life prescribed as per the Electricity regulations.

(ii) **EPC and Contracts Business:**

Fixed assets of EPC Business have been depreciated under the reducing balance method at the rates and in the manner prescribed in Schedule XIV to the Act.

(iii) **Other Activities:**

Fixed assets of other activities have been depreciated under the straight line method at the rates and in the manner prescribed in Schedule XIV to the Act.

(iv) **Intangible Assets:**

(i) Softwares pertaining to the electricity business are amortized as per the rate and in the manner prescribed in the electricity regulations. Other softwares are amortised over a period of 3 years.

(ii) Intangible Assets representing acquisition of Residual Interest in Toll Businesses are amortised over a contract period ranging from 9 to 17 years, on the basis of projected revenue which reflects the pattern, which is beyond the maximum period of 10 years, as specified in the Accounting Standard 26 on Intangible Assets, as the economic benefits from the underlying assets would be available to the Company over such period as per the agreements entered.

(iii) The container trains license fee is amortised over 20 years being the life of the license which is beyond the maximum period of 10 years, as specified in the Accounting Standard 26 on Intangible Assets, as the economic benefits from the underlying assets would be available to the Company over such period.

(h) Investments:

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are recognised at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

(i) Inventories:

Inventories are stated at lower of cost and net realisable value. In case of fuel, stores and spares "cost" means weighted average cost. Unserviceable / damaged stores and spares are identified and written down based on technical evaluation.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(j) Allocation of Indirect Expenses:

(i) Electricity Business:

The allocation to capital and revenue is done consistently on the basis of a technical evaluation.

(ii) EPC and Contracts Business:

Common overheads are absorbed by various jobs in proportion to the prime cost of each job.

(k) Employee Benefits:

Contributions to defined contribution schemes such as provident fund, superannuation funds etc. are charged to Statement of Profit and Loss / Capital Work-in-Progress, as applicable. The Company also provides for retirement benefits in the form of gratuity and leave encashment. Such defined benefits are charged to Statement of Profit and Loss / Capital Work-in-Progress, as applicable, based on actuarial valuations, as at the balance sheet date, made by independent actuaries. Actuarial Gain and loss is recognised in the Statement of Profit and Loss / Capital Work-in-progress, as may be applicable.

(l) Borrowing Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

(m) Accounting for Taxes on Income:

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future. However, in respect of unabsorbed depreciation or carry forward loss, the deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the assets will be realised in future.

(n) Provisions:

Provisions are recognised when the Company has a present obligation, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

(o) Contingent Liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is probable that an outflow of resources will not be required to settle the obligation . However, if the possibility of outflow of resources, arising out of present obligation, is remote, it is not even disclosed as contingent liability. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the notes to financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

(p) Impairment of Assets:

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the assets. If the carrying amount of fixed assets / cash generating unit exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

(q) Cash and Cash Equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash on hand and demand deposits with bank.

(r) Accounting for Oil and Gas Activity:

The Company follows "successful efforts method" for accounting of oil and gas exploration activities as set out by the guidance note issued by the Institute of Chartered Accountants of India on 'Accounting for Oil and Gas Producing Activities'. The cost of survey and prospecting activities conducted in search of oil and gas are expensed out in the year in which the same are incurred.

(s) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule VI to the Act.

2. Share Capital:

Particulars			**As at March 31,2013 ₹ Crore**	As at March 31,2012 ₹ Crore
Authorised				
	45,00,60,000	(35,00,00,000) Equity Shares of ₹ 10 each-(Refer note 34)	**450.06**	350.00
	80,00,000	(80,00,000) Equity Shares of ₹ 10 each with differential rights	**8.00**	8.00
	155,00,00,000	(155,00,00,000) Redeemable Preference Shares of ₹ 10 each	**1,550.00**	1,550.00
	4,20,00,000	(4,20,00,000) Unclassified Shares of ₹ 10 each	**42.00**	42.00
			2,050.06	1,950.00
Issued				
	26,53,92,065	(26,98,22,327) Equity Shares of ₹ 10 each	**265.40**	269.83
Less:	NIL	(44,30,262) Shares bought back	**-**	4.43
			265.40	265.40
Subscribed and fully paid-up				
	26,29,90,000	(26,74,20,262) Equity Shares of ₹ 10 each fully paid up	**262.99**	267.42
Less:	NIL	(44,30,262) Shares bought back	**-**	4.43
			262.99	262.99
Add:	3,54,479	(3,54,479) Forfeited Shares- Amounts originally paid up	**0.04**	0.04
			263.03	263.03

Notes annexed to and forming part of the Financial Statements

2.1 Reconciliation of the Shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2013		As at March 31, 2012	
	No. of Shares	**₹ Crore**	No. of Shares	₹ Crore
At the beginning of the year	**26,29,90,000**	**262.99**	26,74,20,262	267.42
Bought back during the year	**-**	**-**	44,30,262	4.43
Outstanding at the end of the year	**26,29,90,000**	**262.99**	26,29,90,000	262.99

2.2 Details of Shareholders holding more than 5% shares:

Name of the Shareholders	As at March 31, 2013		As at March 31, 2012	
	No. of Shares	**% held**	No. of Shares	% held
AAA Project Ventures Private Limited	**10,61,48,937**	**40.36**	12,56,48,937	47.78
Life Insurance Corporation of India	**2,20,42,411**	**8.38**	2,20,42,411	8.38
Reliance Big Private Limited	**1,95,00,000**	**7.42**	-	-

2.3 Terms / Rights attached to equity shares:

(a) Voting

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

(b) Dividends

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended March 31, 2013, the amount of per share dividend recognised as distributions to equity shareholders was ₹ 7.40 (₹ 7.30)

(c) Liquidation

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

2.4 Buy-back of Equity Shares:

Aggregate number of shares bought back during the period of five years immediately preceding the reporting date – 1,56,90,262 (1,56,90,262)

3. Reserves and Surplus:

	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore
(a) Capital Reserves –		
1. Capital Reserve:		
Balance as per last Balance Sheet	**2,013.51**	800.91
Add : Transfer on Scheme of Arrangement (Refer Note 34)	**1,149.77**	1,212.60
	3,163.28	2,013.51
2. Service Line Contributions:		
Balance as per last Balance Sheet	**146.04**	131.27
Add : Contributions / Refunds (net) during the year	**16.92**	16.93
Less: Transfer to/ from Statement of Profit and Loss	**10.03**	2.16
	152.93	146.04
3. Sale proceeds of Fractional Equity Shares		
Certificates and Dividends thereon @ [₹ 37,953 (₹ 37,953)]	**@**	@
(b) Capital Redemption Reserve –		
Balance as per last Balance Sheet	**130.03**	125.60
Add : Transferred from General Reserve	**-**	4.43
	130.03	130.03

	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore
Reserves and Surplus(Contd.)		
Brought Forward		
(c) Securities Premium Account –		
Balance as per last Balance Sheet	**8,825.09**	9,055.54
Less: Premium on Equity Shares bought back	**-**	230.45
	8,825.09	8,825.09
(d) Debenture Redemption Reserve –		
Balance as per last Balance Sheet	**205.13**	156.37
Add: Transfer from Surplus as per Statement of Profit and Loss	**131.89**	48.76
	337.02	205.13
(e) Revaluation Reserve –		
Balance as per last Balance Sheet	**504.50**	481.88
Add: Revaluation during the year (Refer Note 37)	**495.69**	-
Less: Transfer to Statement of Profit and Loss	**51.79**	29.71
Less: Reversal on disposal of asset	**8.78**	-
Add : Transfer from Statement of Profit and Loss	**-**	52.33
	939.62	504.50
(f) Other Reserves –		
I. Statutory Reserves: (Under the Repealed Electricity (Supply Act), 1948 and Tariff Regulation)		
1. Contingencies Reserve Fund:		
Balance as per last Balance Sheet	**161.88**	150.75
Add: Transfer from Surplus as per Statement of Profit and Loss	**12.48**	11.13
	174.36	161.88
2. Development Reserve Account No.1 (Represents Development Rebate Reserve admissible under the Income-tax Act)	**1.69**	1.69
3. Development Reserve Account No.2 (Represents Development Rebate Reserve admissible under the Income-tax Act)	**18.97**	18.97
4. Debt Redemption Reserve	**2.30**	2.30
5. Rural Electrification Scheme Reserve	**0.11**	0.11
6. Reserve to augment production facilities	**0.04**	0.04
7. Reserve for Power Project	**100.00**	100.00
8. Development Reserve Account No. 3	**140.88**	140.88
II. Conversion Reserves	**-**	563.45
Less: Transfer to General Reserve	**-**	563.45
	-	-
III. General Reserve –		
Balance as per last Balance Sheet	**5,408.72**	5,270.12
Add: Transfer from Surplus as per Statement of Profit and Loss	**1,600.00**	1,500.00
Add: Transfer from Conversion Reserve	**-**	563.45
	7,008.72	7,333.57
Less: Transfer to Capital Redemption Reserve	**-**	4.43
Less: Transfer to Provision for Extraordinary & Exceptional Items (Refer Note 35)	**692.53**	933.42
Less: Transfer to Statement of Profit and Loss (Scheme of Arrangement) (Refer Note 34)	**1,147.32**	987.00
	5,168.87	5,408.72
(g) Foreign Currency Monetary Item Translation Difference Account–		
Balance as per last Balance Sheet	**109.55**	-
Add: Addition during the year	**61.38**	127.65
Less: Amortisation during the year	**14.71**	18.10
	156.22	109.55

Notes annexed to and forming part of the Financial Statements

	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore
Reserves and Surplus(Contd.)		
Brought Forward		
(h) Surplus as per the Statement of Profit and Loss :		
Balance as per last Balance Sheet	**618.96**	400.16
Add : Net Profit for the current year	**1,999.52**	2,000.26
Less : Transfer to General Reserve	**1,600.00**	1,500.00
Less : Proposed Dividend	**194.61**	191.98
Less : Tax on Dividend	**33.07**	31.14
Add : Dividend including Tax on Dividend written back for FY 11-12 on account of set off Dividend Distribution Tax	**14.78**	1.55
Less : Transfer to Contingency Reserve	**12.48**	11.13
Less : Transfer to Debenture Redemption Reserve	**131.89**	48.76
Net surplus as per the Statement of Profit and Loss	**661.21**	618.96
	19,972.62	18,387.40

4. Long Term Borrowings:

		As at March 31, 2013 ₹ Crore Non Current	As at March 31, 2013 ₹ Crore Current*	As at March 31, 2012 ₹ Crore Non Current	As at March 31, 2012 ₹ Crore Current
Secured					
Non Convertible Debentures (Redeemable at par)		**1,975.00**	**500.00**	2,475.00	-
Term Loans from Banks		**1,091.76**	**199.97**	908.73	41.27
	(A)	**3,066.76**	**699.97**	3,383.73	41.27
Unsecured					
Non Convertible Debentures (Redeemable at par)		**-**	**300.00**	300.00	-
External Commercial Borrowings in Foreign Currency		**814.28**	**-**	763.12	-
Buyers' Credit from Banks in Foreign Currency		**-**	**162.75**	152.53	-
	(B)	**814.28**	**462.75**	1,215.65	-
	(A + B)	**3,881.04**	**1,162.72**	4,599.38	41.27

*Current maturity of long term debt disclosed under Other Current Liabilities (Refer Note 9)

Security:

Non Convertible Debentures referred above to the extent of:

a. ₹ 625 Crore are secured by way of first charge, ranking pari-passu with the charges created in favour of the Company's existing and proposed Lenders on Company's fixed assets, both present and future, located at its plants situated at Goa and Samalkot and specific premises at Hyderabad.

b. ₹ 850 Crore are secured by way of first charge, ranking pari-passu with the charges created in favour of the Company's existing and proposed Lenders on Company's certain fixed assets, both present and future, located at its plant situated at Dahanu and on Company's specific premises in Mumbai.

c. ₹ 1,000 Crore are secured by way of first pari-passu charge on specific land and buildings and certain fixed assets of Mumbai Distribution Business of the Company.

The term loans of ₹ 1,291.73 Crore are secured as under:

a. ₹ 336 Crore from Central Bank of India is secured by way of first exclusive pari-passu charge on certain fixed assets of Mumbai Distribution Business.

b. ₹ 272.73 Crore from Central Bank of India is secured by way of first exclusive pari-passu charge on certain fixed assets of EPC business.

c. ₹ 300 Crore from South Indian Bank is secured by way of first pari-passu charge on certain fixed assets of Mumbai Transmission Business.

d. ₹ 68 Crore from Corporation Bank is secured by way of first pari-passu charge on certain fixed assets of Mumbai Transmission Business.

e. ₹ 65 Crore from State Bank of Hyderabad is secured by way of first pari-passu charge on certain fixed assets of Mumbai Transmission Business.

f. ₹ 250 Crore from Bank of Maharashtra is secured by way of first exclusive charge on certain fixed assets of Mumbai Transmission Business.

Maturity Profile and rate of interest of Non Convertible Debentures (NCD) & External Commercial Borrowings (ECB) are as under:

₹ Crore

Rate of Interest	Maturity profile				
	2013-14	2015-16	2016-17	2017-18	2018-19
Secured NCDs					
6.35 %	250.00	-	-	-	-
6.70 %	-	-	-	-	125.00
5.95 %	100.00	-	-	-	-
5.60 %	150.00	-	-	-	-
11.55 %	-	-	283.33	283.33	283.34
10.50 %	-	-	-	-	585.00
10.25 %	-	16.67	16.67	16.66	-
11.15 %	-	121.00	120.00	124.00	-
Unsecured NCDs 11.40 %	300.00	-	-	-	-
ECB in Foreign Currency – Unsecured- 6.63 %	-	-	814.28	-	-
Total	800.00	137.67	1,234.28	423.99	993.34

Maturity Profile of Secured Loans and Buyers' Credit is as under: ₹ Crore

Particulars	Maturity profile					
	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19
Secured Term Loans from Banks	199.97	315.59	261.04	206.50	255.63	53.00
Buyers' Credit from Banks in Foreign Currency	162.75	-	-	-	-	-
Total	362.72	315.59	261.04	206.50	255.63	53.00

5. Deferred Tax Liabilities (Net):

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Deferred Tax Liability on account of:		
Depreciation difference	**948.21**	793.08
Regulatory Income	**271.89**	82.47
	1,220.10	875.55
Deferred Tax Assets on account of:		
Provisions	**142.20**	164.72
Disallowance under section 40(a) of the Income Tax Act, 1961	**0.68**	0.65
	142.88	165.37
	1,077.22	710.18
Less : Net tax recoverable from future tariff determination (Refer Note 32(b))	**522.70**	260.66
	554.52	449.52

6. Other Long Term Liabilities:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
(a) Retention Payable to Creditors	**634.62**	1,121.15
(b) Others:		
Advances from Customers	**1,871.74**	3,216.78
Security Deposit – from Consumers	**263.91**	255.23
– Others	**0.33**	0.16
Other Liabilities (Refer Note 31(A))	**227.00**	227.00
	2,997.60	4,820.32

Notes annexed to and forming part of the Financial Statements

7. Long Term Provisions:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Provision for Employee Benefits:		
Provision for Gratuity (Refer Note 39)	**21.30**	-
Provision for Disputed Matters (Refer Note 42)	**380.00**	380.00
	401.30	380.00

8. Short Term Borrowings:

		As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Secured			
Working Capital Loans from banks		**748.16**	140.11
Buyers' Credit - In Foreign Currency from Banks		**3,624.29**	1,478.31
		4,372.45	1,618.42
Unsecured			
Term Loans from Banks		**150.00**	500.00
Buyers' Credit - In Foreign Currency from Banks		**612.84**	1,304.93
Commercial Paper		**1,200.00**	1,125.00
Inter Corporate Deposits received	- from Related Parties (Refer Note 29)	**47.00**	-
	- from Others	**25.00**	-
		2,034.84	2,929.93
		6,407.29	4,548.35

Security: Working Capital Loans and Buyers' Credit from Consortium Banks are secured by way of first pari passu charge on stock, book debts, other current assets and additionally secured by a specific immovable property of the Company;

Out of the above, Working Capital Loan of ₹ 300 Crore will be secured by way of first pari passu charge on all present and future non-current regulatory assets of the Company and additionally secured by exclusive charge on a specific immovable property of the Company.

9. Other Current Liabilities:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
(a) Current maturities of long-term debts (Refer Note 4)	**1,162.72**	41.27
(b) Interest accrued but not due on borrowings	**106.80**	97.23
(c) Unpaid dividends	**8.23**	8.73
(d) Other payables		
Deposits and Advances from Customers	**1,462.13**	1,307.67
Due to Customers for Contract work	**2,412.73**	2,451.24
Creditors for Capital Expenditure	**72.86**	1,500.55
Other Liabilities (Including statutory dues)	**431.70**	473.01
	5,657.17	5,879.70

10. Short Term Provisions:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Provision for employee benefits		
Provision for leave encashment (Refer Note 39)	**23.67**	4.15
Provision for Gratuity (Refer Note 39)	**24.49**	-
Others:		
Provision for Taxation (net of Advance Tax paid ₹ 934.04 Crore)	**15.11**	-
Proposed final dividend	**194.61**	191.98
Corporate Tax on Dividend (net)	**33.07**	31.14
Provision for extraordinary and exceptional items (Refer Note 35)		
Transferred from General Reserve	**692.53**	933.42
Less: Transferred to Statement of Profit and Loss	**692.53**	933.42
	-	-
	290.95	227.27

11. Fixed Assets:

₹ Crore

Particulars	Gross block (At cost)					Depreciation/ Amortisation						Impairment	Net block	
	As at April 1, 2012	Additions during the year	Acquired through business combinations	Deductions	**As at March 31, 2013**	As at April 1, 2012	Acquired through business combinations	For the year	Adjustment	Deductions	**Up to March 31, 2013**	**Impairment**	**As at March 31, 2013**	As at March 31, 2012
(A) Tangible Assets														
Freehold Land	53.63	102.61#	-	-	**156.24**	-	-	-	-	-	**-**	**-**	**156.24**	53.63
Leasehold Land	14.12	-	-	-	**14.12**	4.95	-	0.30	-	-	**5.25**	**-**	**8.87**	9.17
Buildings	531.84	87.88 #	-	0.29	**619.43**	115.97	-	19.03	-	0.06	**134.94**	**-**	**484.49**	415.87
Plant and Equipment	6,018.10	886.19#	-	67.70	**6,836.59**	3,273.19	-	255.04	-	40.15	**3,488.08**	**-**	**3,348.51**	2,744.91
Distribution Systems	1,978.71	114.49	-	2.00	**2,091.20**	661.48	-	89.79	-	0.95	**750.32**	**-**	**1,340.88**	1,317.23
Railway Siding	51.63	-	-	-	**51.63**	43.80	-	0.81	-	-	**44.61**	**-**	**7.02**	7.83
Furniture and Fixtures	26.95	2.64	-	-	**29.59**	14.97	-	1.49	-	-	**16.46**	**-**	**13.13**	11.98
Vehicles	42.00	8.51	-	3.41	**47.10**	23.01	-	3.35	-	1.68	**24.68**	**-**	**22.42**	18.99
Office Equipment	33.81	0.61	-	0.07	**34.35**	18.52	-	1.40	-	0.06	**19.86**	**-**	**14.49**	15.29
Computers	84.01	1.42	-	1.56	**83.87**	51.21	-	6.96	-	1.46	**56.71**	**-**	**27.16**	32.80
Electrical Installations	36.00	2.33	-	0.13	**38.20**	17.74	-	1.83	-	0.12	**19.45**	**-**	**18.75**	18.26
Total (A)	8,870.80	1,206.68	-	75.16	**10,002.32**	4,224.84	-	380.00	-	44.48	**4,560.36**	**-**	**5,441.96**	4,645.96
Previous Year	8,064.93	845.68	0.12	39.93	8,870.80	4,276.12	0.01	254.30	280.52	25.07	4,224.84	-	4,645.96	
(B) Intangible Assets@														
Computer Software	49.37	4.09	-	-	**53.46**	30.21	-	4.18	-	-	**34.39**	**-**	**19.07**	19.16
Toll Collection Rights	2,410.00	-	-	890.00	**1,520.00**	45.29	-	67.19	-	8.18	**104.30**	**-**	**1,415.70**	2,364.71
Container Trains License Fee	50.00	**-**	-	-	**50.00**	7.86	-	2.50	-	-	**10.36**	**39.64**	**-**	42.14
Total (B)	2,509.37	4.09	-	890.00	**1,623.46**	83.36	-	73.87	-	8.18	**149.05**	**39.64**	**1,434.77**	2,426.01
Previous Year	2,448.79	10.58	50.00	-	2,509.37	31.63	5.36	50.31	3.94	-	83.36	-	2,426.01	
Total- (A+B)	**11,380.17**	**1,210.77**	**-**	**965.16**	**11,625.78**	**4,308.20**	**-**	**453.87**	**-**	**52.66**	**4,709.41**	**39.64**	**6,876.73**	**7,071.97**
Previous Year	10,513.72	856.26	50.12	39.93	11,380.17	4,307.75	5.37	304.61	284.46	25.07	4,308.20	-	7,071.97	
(C) Capital Work In Progress	**-**	**-**	-	**-**	**-**	**-**	**-**		**-**	**-**	**-**	**-**	**472.75**	681.91
Total- (A+B+C)													**7,349.48**	7,753.88

Additions during the year to Building, Plant & Machinery and Capital Work in Progress include ₹ 13.87 Crore (₹ 6.87 Crore) being borrowing cost capitalised .

@ Other than internally generated

Includes Addition Due to Revaluation (Refer Note 37)

12 . Investments

	No. of Units	Face Value per unit ₹	As at March 31, 2013 ₹ Crore	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore	As at March 31, 2012 ₹ Crore
(A) Non-Current Investments (Non-trade):						
(Valued at cost, unless otherwise stated)						
(a) Investments in Equity Instruments						
(Fully Paid-up, unless otherwise stated)						
i) Subsidiary Companies						
Unquoted						
BSES Kerala Power Limited	127,760,000 (127,760,000)	10	**147.81**		147.81	
Reliance Power Transmission Limited	6,273,420 (5,472,820)	10	**622.39**		542.33	
Parbati Koldam Transmission Company Limited %	116,646,200 (61,146,200)	10	**116.65**		61.15	
Mumbai Metro One Private Limited	353,280,000 (353,280,000)	10	**353.28**		353.28	
Delhi Airport Metro Express Private Limited $	- (9,500)	10	**-**		0.01	
Reliance Sea Link One Private Limited	10,000 (10,000)	10	**0.01**		0.01	
DS Toll Road Limited %	5,210,000 (5,210,000)	10	**5.21**		5.21	
NK Toll Road Limited %	4,477,000 (4,477,000)	10	**4.48**		4.48	
TK Toll Road Private Limited	12,755,650 (12,755,650)	10	**146.47**		146.47	
TD Toll Road Private Limited	10,744,920 (10,744,920)	10	**107.46**		107.46	
SU Toll Road Private Limited	18,412,260 (18,302,060)	10	**212.28**		201.26	
GF Toll Road Private Limited	1,961,100 (1,961,100)	10	**195.12**		195.12	
KM Toll Road Private Limited	3,409,000 (1,015,000)	10	**34.00**		10.06	
PS Toll Road Private Limited	7,936 (7,936)	10	**0.01**		0.01	
DA Toll Road Private Limited	9,018,000 (9,018,000)	10	**90.09**		90.09	
HK Toll Road Private Limited	3,711,000 (1,635,000)	10	**37.02**		16.26	
Reliance Energy Trading Limited	20,650,000 (20,650,000)	10	**30.55**		30.55	
Noida Global SEZ Private Limited	- (6,896,000)	10	**-**		68.91	
Reliance Cement Company Private Limited	68,323,000 (68,323,000)	10	**515.91**		515.91	
Carried Forward			**2,618.74**		2,496.38	
Carried Forward				**-**		-

Notes annexed to and forming part of the Financial Statements

Note 12 : Investments (Continued)	No. of Units	Face Value per unit	As at March 31, 2013		As at March 31, 2012	
		₹	₹ Crore	₹ Crore	₹ Crore	₹ Crore
Brought Forward				-		-
Brought Forward			**2,618.74**		2,496.38	
CBD Tower Private Limited	169,178,760 (168,859,250)	10	**169.18**		168.86	
Tulip Realtech Private Limited	10,000 (10,000)	10	**0.01**		0.01	
Utility Infrastructure & Works Private Limited	694,000 (694,000)	10	**6.85**		6.85	
Reliance Infrastructure Engineers Private Limited^ [99,950,000 shares [₹ 1147.25 crore] allotted during the year]	– (50,000)	10	**-**		0.05	
Reliance Airport Developers Private Limited	7,139,665 (6,944,350)	10	**71.31**		69.35	
Baramati Airport Private Limited **	554,712 (554,712)	10	**5.52**		5.52	
Latur Airport Private Limited **	215,287 (212,297)	10	**2.13**		2.10	
Nanded Airport Private Limited **	741,308 (680,728)	10	**7.39**		6.78	
Osmanabad Airport Private Limited **	207,120 (207,120)	10	**2.05**		2.05	
Yavatmal Airport Private Limited **	87,107 (86,262)	10	**0.85**		0.84	
Reliance Bhavnagar Power Private Limited^ [10,000 shares [₹ 0.01 crore] acquired during the year]	– (–)	10	**-**		–	
Reliance Jamnagar Power Private Limited^ [10,000 shares [₹ 0.01 crore] acquired during the year]	– (–)	10	**-**		–	
Reliance Cement & Infra Private Limited*	20,000 (–)	10	**0.02**		–	
				2,884.05		2,758.79

$ Associate relationship during the year

* Subsidiary relationship during the year

** The Balance equity stake is held by another subsidiary Reliance Airport Developers Private Limited

^ Shares written off during the year (Refer Note 34)

Carried Forward		
Carried Forward	**2,884.05**	2,758.79

Note 12 : Investments (Continued)	No. of Units	Face Value per unit ₹	As at March 31, 2013 ₹ Crore	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore	As at March 31, 2012 ₹ Crore
Brought Forward				**2,884.05**		**2,758.79**
Brought Forward						
(ii) Associate Companies						
Quoted						
Reliance Power Limited	1,024,448,193 (1,077,500,000)	10	**1,635.31**		1,720.00	
Unquoted						
Urthing Sobla Hydro Power Private Limited @ Cost ₹ 20,000	2,000 (2,000)	10	**@**		@	
JR Toll Road Private Limited	5,138 (5,138)	10	**0.01**		0.01	
Mumbai Metro Transport Private Limited	24,000 (24,000)	10	**0.02**		0.02	
Metro One Operation Private Limited @ Cost ₹ 30,000	3,000 (3,000)	10	**@**		@	
Delhi Airport Metro Express Private Limited # @ Cost ₹ 30,000	3,000 (–)	10	**@**		–	
#Subsidiary relationship during the previous year						
				1,635.34		1,720.03
(iii) Joint Ventures						
Unquoted						
BSES Rajdhani Power Limited %	509,600,000 (509,600,000)	10	**509.60**		509.60	
BSES Yamuna Power Limited %	272,440,000 (272,440,000)	10	**272.44**		272.44	
Tamil Nadu Industries Captive Power Company Limited [₹ 5.35 paid up]	23,000,000 (23,000,000)	10	**-**		–	
Utility Powertech Limited	792,000 (792,000)	10	**0.40**		0.40	
				782.44		782.44
(iv) Other Companies						
Unquoted						
Western Electricity Supply Company of Orissa Limited (WESCO) @ Cost ₹ 1,000	100 (100)	10	**@**		@	
North Eastern Electricity Supply Company of Orissa Limited (NESCO) @ Cost ₹ 1,000	100 (100)	10	**@**		@	
Southern Electricity Supply Company of Orissa Limited (SOUTHCO) @ Cost ₹ 1,000	100 (100)	10	**@**		@	
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	409,795 (409,795)	10	**0.41**		0.41	
Reliance Tech Services Private Limited @ Cost ₹ 10,000	1,000 (1,000)	10	**@**		@	
Carried Forward			**0.41**		0.41	
Carried Forward				**5,301.83**		5,261.26

Notes annexed to and forming part of the Financial Statements

Note 12 : Investments (Continued)	No. of Units	Face Value per unit ₹	As at March 31, 2013 ₹ Crore	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore	As at March 31, 2012 ₹ Crore
Brought Forward				**5,301.83**		5,261.26
Brought Forward			**0.41**		0.41	
Indian Energy Exchange Limited	1,250,000 (1,250,000)	10	**1.25**		1.25	
Reliance Infra Projects International Limited *(USD 1)	10,000 (10,000)	*	**0.04**		0.04	
Rampia Coal Mine and Energy Private Limited	24,348,016 (19,130,584)	1	**2.43**		1.91	
Larimar Holdings Limited *(USD 1), @ Cost ₹ 4,909	111 (111)	*	**@**		@	
				4.13		3.61
(b) Investments in Preference Shares (Fully paid-up, Unquoted)						
(i) 8% Cumulative Non-Convertible Redeemable Preference Shares						
Reliance Infra Projects International Limited * (USD 1)	360,000 (360,000)	*	**1,954.26**		1,831.51	
(ii) 10% Non-Cumulative Non-Convertible Redeemable Preference Shares						
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	10,950,000 (10,950,000)	1	**1,095.00**		1,095.00	
(iii) 6% Non Cumulative Redeemable Preference Shares						
REL Utility Engineers Limited (Erstwhile Reliance Utility Engineers Private Limited)	2,000 (2,000)	10	**@**		@	
@ Cost ₹ 20,000			**3,049.26**		2,926.51	
(c) Investment in Government or Trust Securities - Quoted						
Contingencies Reserve Investments						
7.46% Central Government of India, 2017	500,000 (500,000)	100		**5.21**		5.26
(d) Investment in Bonds - Quoted						
Contingencies Reserve Investments						
6.85% India Infrastructure Finance Company Ltd. – Tax Free Bonds, 2014	– (8,586)	100000		**-**		85.86
(e) Other Non-current Investments (Unquoted)						
Sub-ordinate Debts						
DS Toll Road Limited			**46.80**		46.80	
NK Toll Road Limited			**40.29**		40.29	
DA Toll Road Private Limited			**201.05**		187.35	
HK Toll Road Private Limited			**105.43**		80.19	
KM Toll Road Private Limited			**93.85**		87.89	
Mumbai Metro Transport Private Limited			**57.66**		54.43	
Delhi Airport Metro Express Private Limited (Refer Note 33)			**1,047.72**		819.95	
Carried Forward			**1,592.80**		1,316.90	
Carried Forward				**8,360.43**		8,282.50

Note 12 : Investments (Continued)	No. of Units	Face Value per unit ₹	As at March 31, 2013 ₹ Crore	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore	As at March 31, 2012 ₹ Crore
Brought Forward				**8,360.43**		8,282.50
Brought Forward			**1,592.80**		1,316.90	
PS Toll Road Private Limited			**13.71**		259.91	
Reliance Cement Company Private Limited			**62.00**		-	
Mumbai Metro One Private Limited			**412.43**		-	
Reliance Power Transmission Limited			**55.20**		-	
				2,136.14		1,576.81
				10,496.57		9,859.31
Less : Diminution in the value of Investments @ ₹ 3,000				**@**		@
				10,496.57		9,859.31
			Market Value	**Book Value**	Market Value	Book Value
Aggregate value of Quoted Investments			**6,305.22**	**1,640.52**	12,718.70	1,811.12
Aggregate value of Unquoted Investments				**8,856.05**		8,048.19
				10,496.57		9,859.31

% 25,48,00,000 (Nil) shares of BSES Rajdhani Power Limited, 13,62,20,000, (Nil) shares of BSES Yamuna Power Limited, 26,57,100 (26,57,100) shares of DS Toll Road Limited, 22,83,270 (22,83,270) shares of NK Toll Road Limited & 8,03,91,300 (4,21,41,300) shares of Parbati Koldam Transmission Company Limited are pledged with the lenders of the respective investee Company.

	No. of Units	Face Value per unit ₹	As at March 31, 2013 ₹ Crore	As at March 31, 2013 ₹ Crore	As at March 31, 2012 ₹ Crore	As at March 31, 2012 ₹ Crore
(B) Current Investments (Non-trade): (Fully paid up, unless otherwise stated)						
(I) Current portion of Long Term Investments (valued at cost)						
(a) Investment in Government or Trust Securities - Quoted						
Contingencies Reserve Investments						
7.40% Central Government of India, 2012	- (1,694,600)	100		**-**		16.97
(b) Investment in Bonds - Quoted						
Contingencies Reserve Investments						
6.85% India Infrastructure Finance Company Limited – Tax Free Bonds, 2014	8,586 (-)	100000		**85.86**		-
(II) Current Investments (Valued at lower of cost and fair value, unless stated otherwise)						
(a) Investments in Preference Shares (Fully paid-up, Unquoted)						
10% Non-Cumulative Non-Convertible Redeemable Preference Shares						
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	2,500,000,000 (-)	10		**2,500.00**		-
Carried Forward						
Carried Forward				**2,585.86**		16.97

Notes annexed to and forming part of the Financial Statements

Note 12 : Investments (Continued)

Brought Forward				**2,585.86**		16.97
Brought Forward						
(b)Investment in Debentures – Unquoted						
10.50% Unsecured Redeemable Optionally Convertible Debentures						
REL Utility Engineers Limited (Erstwhile Reliance Utility Engineers Private Limited)	– (250,000,000)	100		**-**		2,500.00
(c) Investment in bonds – Quoted						
6.85% India Infrastructure Finance Company Limited – Tax Free Bonds, 2014	1,414 (1,414)	100000		**14.14**		14.14
(d) Investment in Mutual Fund Units - Quoted						
Reliance Money Manager Fund - Institutional - Growth	– (1,160,974)	1000	**-**		170.00	
Reliance Money Manager Fund - Direct - Growth	299,332 (–)	1000	**48.00**		-	
Reliance Liquidity Fund - Growth	– (61,919,505)	10	**-**		100.00	
Reliance Liquidity Fund – Direct - Growth	878,105 (–)	1000	**155.00**		-	
ICICI Prudential Money Market Fund Cash Option Daily Dividend	– (12,258,959)	100	**-**		122.60	
Reliance Liquid Fund - Treasury Plan – Retail Option - Growth	– (118,642)	10	**-**		0.30	
Blackrock ICS Institutional US Dollar Liquidity Fund - Heritage (Dis) * (USD 1)	342,604 (341,949)	*	**1.86**		1.74	
				204.86		394.64
				2,804.86		2,925.75
			Market Value	**Book Value**	Market Value	Book Value
Aggregate Value of Quoted Investments			**308.56**	**304.86**	426.62	425.75
Aggregate Value of Unquoted Investments				**2,500.00**		2,500.00
				2,804.86		2,925.75

13. Long Term Loans and Advances:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Unsecured, considered good; unless otherwise stated		
(a) Capital Advances	**1.65**	3.14
(b) Advances to related parties		
Advances against Securities (Refer Note 29)	**63.98**	86.18
(c) Other loans and advances		
Loans to Employees (Secured)	**28.06**	13.12
Advance against Securities	**0.03**	-
Advances to Employees	**3.20**	1.20
Advances to Vendors	**378.06**	1,528.36
Security Deposits-		
Considered good	**97.67**	23.69
Considered doubtful	**17.80**	21.40
	115.47	45.09
	590.45	1,677.09
Less : Provision for doubtful advances / deposits	**17.80**	21.40
	572.65	1,655.69

14. Other Non-current Assets:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Unsecured and considered good- unless otherwise stated		
Long Term Trade Receivables		
Regulatory Assets (Refer Note 32(a))	**2,460.29**	2,016.21
Retentions on Contract		
Due from related parties	**958.14**	1,211.32
Others	**223.70**	451.45
Premium receivable on redemption of Preference Shares	**394.08**	306.48
Interest Accrued on Loans to Employees- Secured	**11.92**	11.46
	4,048.13	3,996.92

15. Inventories:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Fuel (including in transit ₹ 33.20 Crore (₹ 4.21 Crore))	**218.34**	206.22
Stores and Spares	**148.94**	103.18
	367.28	309.40

(Inventories are stated at lower of cost and net realisable value.)

16. Trade Receivables:

(Unsecured unless otherwise stated *)

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Receivables outstanding for a period exceeding six months from the due date of payment		
Considered good	**1,915.99**	1,961.94
Considered doubtful	**128.90**	268.65
	2,044.89	2,230.59
Less: Provision for Doubtful Debts	**128.90**	268.65
	1,915.99	1,961.94
Other receivables - Considered good	**1,333.26**	2,603.65
	3,249.25	4,565.59

* Company holds security deposits of ₹ 263.91 Crore (₹ 255.23 Crore) in respect of electricity debtors.

17. Cash and Bank Balances:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Cash and cash equivalents		
Balances with banks in		
Current Account	**70.41**	294.18
Fixed Deposits *	**31.00**	380.00
Unpaid Dividend Account	**8.23**	8.73
Cheques, drafts on hand	**1.84**	1.06
Cash on hand	**3.01**	2.10
Other Bank balances		
Margin Money	**4.16**	-
	118.65	686.07

* ₹ Nil (₹ 50 Crore) is given as security to a bank against loan given to a subsidiary.

18. Short Term Loans and Advances:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
(Unsecured, Considered good unless otherwise stated)		
(a) Loans and advances to related parties (Refer Note 29)		
Inter-Corporate Deposits	**787.62**	153.23
Advances	**3.54**	16.52
Advances against Securities	**1,200.00**	-
(b) Others		
Advances to Vendors		
Considered good	**3,225.84**	4,238.73
Considered doubtful	**4.45**	4.45
Advances recoverable in cash or in kind or for value to be received		
Considered good	**794.71**	807.80
Considered doubtful	**22.24**	10.44
Advance income-tax &Tax deducted at source {Net of Provision of ₹ Nil (₹ 906.93 Crore)}	**-**	192.23
Income Tax refund receivable	**3.64**	9.65
Loans to Employees (Secured)	**3.86**	11.63
Advances to Employees	**3.80**	-
Security Deposits	**17.87**	53.21
Inter-Corporate Deposits	**7,015.81**	4,658.49
	13,083.38	10,156.38
Less: Provision for Doubtful Advances	**26.69**	14.89
	13,056.69	10,141.49

19. Other Current Assets:

	As at March 31,2013 ₹ Crore	As at March 31,2012 ₹ Crore
Interest accrued on Investments (Secured ₹ 0.50 Crore (₹ 0.82 Crore))	**6.36**	2.60
Premium receivable on redemption of Preference Shares	**0.68**	-
Due from Customers for Contract work (Refer Note 44)	**356.45**	502.52
Regulatory Assets (Refer Note 32(a))	**401.71**	300.00
Fuel Adjustment Charges Receivable	**113.70**	2.67
Retentions on contract		
Due from related parties	**1,115.18**	268.75
Others	**151.84**	408.95
	2,145.92	1,485.49

20. Revenue from Operations:

		Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
(a)	Income from Sale of Electricity and Transmission Charges	**5,961.07**	5,455.48
	Less - Discount for Prompt payment of Bills	**17.23**	20.07
		5,943.84	5,435.41
	Less - Tax on Sale of Electricity	**110.07**	114.02
		5,833.77	5,321.39
	Wheeling Charges Received	**259.81**	216.14
	Cross Subsidy Charges	**96.56**	49.74
	Miscellaneous Income	**81.93**	88.04
		6,272.07	5,675.31
(b)	Revenue from EPC and Contracts Business		
	Value of Contracts billed and Service Charges	**8,039.34**	11,432.80
	Increase in Work in progress		
	Work-in-progress at close	**356.45**	502.52
	Less: Work-in-progress at commencement	**502.52**	297.46
	Net increase in work-in-progress	**(146.07)**	205.06
	Miscellaneous Income	**30.98**	40.28
		7,924.25	11,678.14
(c)	Other Operating Income		
	Write back of Depreciation	**-**	227.18
	Write back of Contingency Provision	**-**	230.00
	Provisions / Liabilities written back	**63.11**	32.02
	Insurance Claims received	**11.49**	7.66
	Other Income	**51.11**	56.36
		125.71	553.22
		14,322.03	17,906.67

21. Other Income:

	Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
Interest received -		
On Inter Corporate Deposits	**521.37**	422.41
On Customer Dues	**14.48**	19.71
On Debentures	**261.82**	22.23
Others	**64.91**	49.64
Dividend received -		
Current Investments	**14.56**	54.54
Non-current Investments	**92.95**	1.31
Premium on Redemption of Preference Shares - Long Term Investments	**88.28**	51.72
Net gain on sale of Investments {includes ₹ Nil (₹ 0.10 Crore) in respect of Non-current Investments}	**1.85**	35.81
Provisions / Liabilities written back	**0.25**	10.92
Miscellaneous Income	**18.56**	26.12
Net gain on foreign currency translations or transactions	**-**	7.66
Profit on sale of Assets	**3.79**	6.61
	1,082.82	708.68

Notes annexed to and forming part of the Financial Statements

22. Employee Benefit Expenses:

	Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
Salaries, Wages and Bonus (Refer Note 39)	**639.09**	604.76
Contribution to Provident Fund and other Funds (Refer Note 39)	**51.54**	38.08
Contribution to Gratuity Fund (Refer Note 39)	**81.24**	10.73
Workmen and Staff Welfare Expenses	**84.26**	86.91
	856.13	740.48

23. Finance Costs:

	Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
Interest and Financing Charges on		
Debentures	**276.99**	149.54
External Commercial Borrowings and Commercial Paper	**184.08**	125.19
Working capital and other borrowings	**292.97**	149.09
Security Deposits from Consumers	**20.47**	13.93
Other finance Charges	**9.37**	8.79
Loss on foreign currency transactions and translation	**95.50**	121.56
	879.38	568.10

24. Other Expenses:

	Year ended March 31, 2013 ₹ Crore	Year ended March 31, 2012 ₹ Crore
Consumption of stores and spares	**67.63**	56.27
Less: Allocated to repairs and other relevant revenue accounts	**36.50**	31.12
	31.13	25.15
Rent	**53.72**	45.92
Repairs and Maintenance		
Buildings	**11.59**	10.36
Plant and Machinery (including Distribution Systems)	**253.88**	199.41
Other Assets	**7.25**	10.17
Insurance	**24.61**	23.48
Rates and Taxes	**25.85**	11.04
Community Development and Environment Monitoring Expenses	**4.68**	3.91
Legal and professional charges	**100.87**	84.75
Bad Debts {Net of Provision for Bad Debts written back ₹ 108.70 Crore (₹ Nil)}	**10.55**	-
Directors' fees	**0.14**	0.13
Miscellaneous expenses	**216.04**	222.73
Loss on derivative instruments (net) (Refer Note 35)	**-**	49.95
Net Loss on Foreign Currency Translations or transactions	**2.18**	-
Provision for Impairment of Assets	**39.64**	-
Investments written off (Refer Note 34)	**1,147.32**	987.00
Diminution in value of Investments	**0.07**	0.33
Loss on sale / disposal of unserviceable assets	**20.15**	13.35
Provision for doubtful debts / advances / deposits	**23.93**	95.03
	1,973.60	1,782.71

Notes annexed to and forming part of the Financial Statements

25. Earnings Per Equity Share:

		Year ended March 31, 2013	Year ended March 31, 2012
(i)	Profit for Basic and Diluted Earnings per Share (a) (₹ Crore)	**1,999.52**	2,000.26
(ii)	Weighted average number of Equity Shares		
	For Basic Earnings per share (b)	**26,29,90,000**	26,42,51,356
	For Diluted Earnings per share(c)	**26,29,90,000**	26,42,51,356
(iii)	Earnings per share (Face Value of ₹10 per share)	**Rupees**	Rupees
	Basic (a/b)	**76.03**	75.70
	Diluted (a/c)	**76.03**	75.70

26.

(a) Contingent Liabilities:Contingent Liabilities:

(i) Counter guarantees given to banks against guarantees issued by the banks on behalf of the jointly controlled operations aggregate to ₹ 0.55 Crore (₹ 9.58 Crore) and for subsidiaries and associates ₹ 368.91 Crore (₹ 382.30 Crore).

(ii) Corporate Guarantees given to banks and other parties aggregating ₹ 2,207.26 Crore (₹ 2,288.17 Crore) in respect of financing facilities granted to subsidiaries /associates/ other body corporates.

(iii) Claims against the Company not acknowledged as debts and under litigation aggregates to ₹ 1,459.48 Crore (₹ 1,948.59 Crore). These include claim from suppliers aggregating to ₹ 248.58 Crore (₹ 293.53 Crore), income tax claims ₹ 847.68 Crore (₹ 1,524.99 Crore), claims from sales tax authorities aggregating to ₹ 335.51 Crore (₹128.55 Crore) out of which claims of ₹ 122.33 crore (₹ 122.33 crore), if materialised, will be recovered from the customers and other claims ₹ 27.71 Crore (₹ 1.52 Crore).

(b) Capital and Other Commitments:

(i) Estimated amount of contracts remaining unexecuted on capital account and not provided for ₹ 237.56 Crore (₹ 299.81 Crore)

(ii) Uncalled liability on partly paid shares ₹ 10.70 Crore (₹ 10.70 Crore)

(iii) The Company has given equity / fund support for setting up of projects / cost overrun in respect of various infrastructure and power projects being set up by company's subsidiaries and associates; the amounts of which currently are not ascertainable.

27. Payment to Auditors:

₹ Crore

		2012-13	2011-12
(a)	As Auditors		
	Audit Fee	**1.09**	1.09
	Limited Review	**0.38**	0.38
(b)	For Other Services		
	Other Services (certification fees)	**0.16**	0.26
(c)	For Reimbursement of out-of-pocket expenses	**0.01**	0.01
		1.64	1.74

₹ Crore

		2012-13	2011-12
28. (a)	**C.I.F. Value of Imports:**		
(i)	Components and Spare parts	**0.56**	0.73
(ii)	Fuel-Coal	**352.38**	347.83
(iii)	Other Materials (including EPC & contract materials)	**2,567.59**	5,326.59
(iv)	Capital Goods	**92.50**	242.67
		3,013.03	5,917.82

(b) Expenditure in Foreign Currency (accrual basis):

₹ Crore

(i)	Professional and Consultation Fees	**123.74**	109.41
(ii)	Interest and Other Charges	**122.10**	117.20
(iii)	Derivative losses (net)	**17.72**	63.09
(iv)	Others	**59.50**	22.22
		323.06	311.92

(c) Value of components, stores and spare parts consumed:
(including cost of EPC & Contact materials and fuel consumed)

	2012-13		2011-12	
	Value ₹ Crore	**% to Total Consumption**	Value ₹ Crore	% to Total Consumption
Imported	**2,909.01**	**55.11**	5,697.58	61.75
Indigenous	**2,369.95**	**44.89**	3,528.97	38.25
	5,278.96	**100.00**	9,226.55	100.00

(d) The Company has made remittance in foreign currency on account of dividends to Non- Resident shareholders as per details given below:

Net Dividend remitted in Foreign Exchange :

	Year of remittance (Financial Year)	**2012-13**	2011-12
	Period to which it relates	**(Dividend for the Year 2011-12 on Equity Shares)**	(Dividend for the Year 2010-11 on Equity Shares)
(i)	Number of Non-Resident shareholders	**599**	788
(ii)	Number of shares held by them on which dividend was due	**48,328**	57,288
(iii)	Amount remitted	**₹ 0.04 Crore**	₹ 0.04 Crore

(e) Earnings in Foreign Currency (accrual basis):*

₹ Crore

Year of remittance (Financial Year)	**2012-13**	2011-12
Derivative Gain (Net) on commodity hedging	**-**	13.14
Other Income	**@**	0.16
@ ₹ 34,624	**@**	13.30

* Excluding amount received in Foreign Currency from Indian Customers

29. Related Party Disclosures:

As per Accounting Standard -18 as prescribed under the Companies (Accounting Standards) Rules, 2006, the Company's related parties and transactions are disclosed below:

(a) Parties where control exists

Subsidiaries (including step down subsidiaries)	(a)	Reliance Power Transmission Limited (RPTL)
	(b)	Western Region Transmission (Gujarat) Private Limited (WRTG)
	(c)	Western Region Transmission (Maharashtra) Private Limited (WRTM)
	(d)	Talcher – II Transmission Company Limited (TTCL)
	(e)	North Karanpura Transmission Company Limited (NKTCL)
	(f)	BSES Kerala Power Limited (BKPL)
	(g)	Noida Global SEZ Private Limited (NGSPL) upto March 30, 2013
	(h)	Reliance Energy Trading Limited (RETL)
	(i)	Mumbai Metro One Private Limited (MMOPL)
	(j)	Parbati Koldam Transmission Company Limited (PKTCL)
	(k)	CBD Tower Private Limited (CBDTPL)
	(l)	Tulip Realtech Private Limited (TRPL)
	(m)	DS Toll Road Limited (DSTL)
	(n)	NK Toll Road Limited (NKTL)
	(o)	SU Toll Road Private Limited (SUTL)
	(p)	TD Toll Road Private Limited (TDTL)
	(q)	TK Toll Road Private Limited (TKTL)
	(r)	GF Toll Road Private Limited (GFTL)
	(s)	KM Toll Road Private Limited (KMTL)
	(t)	PS Toll Road Private Limited (PSTL)
	(u)	HK Toll Road Private Limited (HKTL)
	(v)	DA Toll Road Private Limited (DATL)
	(w)	Reliance Cement Company Private Limited (RCPL)
	(x)	Reliance Cement and Infra Private Limited (RCIPL)
	(y)	Reliance Cement Corporation Private Limited (RCCPL)
	(z)	Reliance Cement Works Private Limited (RCWPL)
	(aa)	Utility Infrastructure & Works Private Limited (UIWPL)
	(bb)	Reliance Concrete Private Limited (RCoPL)
	(cc)	Reliance Airport Developers Private Limited (RADPL)
	(dd)	Latur Airport Private Limited (LAPL)
	(ee)	Baramati Airport Private Limited (BAPL)
	(ff)	Nanded Airport Private Limited (NAPL)
	(gg)	Yavatmal Airport Private Limited (YAPL)
	(hh)	Osmanabad Airport Private Limited (OAPL)
	(ii)	Reliance Sealink One Private Limited (RSOPL)
	(jj)	Reliance Infrastructure Engineers Private Limited (RIEPL) *
	(kk)	Reliance Jamnagar Power Private Limited (RJPPL) *
	(ll)	Reliance Bhavnagar Power Private Limited (RBPPL) *

Notes annexed to and forming part of the Financial Statements

(b) Other related parties where transactions have taken place during the year:

(i)	Associates (including subsidiaries of associates)	(a)	Reliance Power Limited (RePL)
		(b)	Urthing Sobla Hydro Power Private Limited (USHPPL)
		(c)	Rosa Power Supply Company Limited (ROSA)
		(d)	Sasan Power Limited (SPL)
		(e)	Vidarbha Industries Power Limited (VIPL)
		(f)	Chitrangi Power Private Limited (CPPL)
		(g)	Jharkhand Integrated Power Limited (JIPL)
		(h)	Coastal Andhra Power Limited (CAPL)
		(i)	Samalkot Power Limited (SaPoL)
		(j)	Rajasthan Sun Technique Energy Private Limited (RSTEPL)
		(k)	Dahanu Solar Power Private Limited (DSPPL)
		(l)	Reliance Clean Gen Limited (RCGL)
		(m)	JR Toll Road Private Limited (JRTL)
		(n)	Mumbai Metro Transport Private Limited (MMTPL)
		(o)	Metro One Operation Private Limited (MOOPL)
		(p)	Delhi Airport Metro Express Private Limited (DAMEPL) w.e.f April 1, 2012
(ii)	Joint Ventures	(a)	BSES Rajdhani Power Limited (BRPL)
		(b)	BSES Yamuna Power Limited (BYPL)
		(c)	Tamilnadu Industries Captive Power Company Limited (TICAPCO)
		(d)	Utility Powertech Limited (UPL)
(iii)	Investing Party		AAA Project Ventures Private Limited (AAAPVPL)
(iv)	Persons having control over investing party		Shri Anil D. Ambani
(v)	Key Management Personnel	(a)	Shri S.C.Gupta (Upto June 30, 2012)
		(b)	Shri Lalit Jalan
		(c)	Shri Ramesh Shenoy (w.e.f April 21, 2012)
(vi)	Enterprises over which person described in (iv) has significant influence	(a)	Reliance Communications Limited (RComm)
		(b)	Reliance Innoventures Private Limited(REIL)
		(c)	Reliance Life Insurance Company Limited (RLICL)
		(d)	Reliance General Insurance Company Limited (RGI)
		(e)	Reliance Capital Limited (RCap)
		(f)	Reliance Tech Services Private Limited (RTSPL)
		(g)	Reliance Infocomm Infrastructure Private Limited (RIIPL)
		(h)	Reliance Big Entertainment Private Limited (RBig)
		(i)	AAA Sons Private Limited (AAASPL)
		(j)	Reliance BPO Private Limited (RBPO)
		(k)	Reliance Securities Limited (RSL)
		(l)	Reliance Money Precious Metals Private Limited (RMPMPL)
* Merged with the Company (Refer Note 34)			

c) Details of transactions during the year and closing balances as at the end of the year:

₹ Crore

Particulars	Subsidiaries	Investing party, Associates and Joint Ventures	Enterprises over which person described in (iv) has significant influence	Key Managerial Personnel/ Persons having control over investing party
(a) Statement of Profit and Loss Heads:				
(I) Income:				
(i) Sale of Electricity	80.59	-	-	-
	150.42	-	-	-
(ii) Gross Revenue from EPC and Contracts Business	388.96	5,947.28	-	-
	830.05	*11,601.56*	-	-
(iii) Dividend Received	91.11	1.58	-	-
	-	*1.19*	-	-
(iv) Interest earned	4.75	6.19	-	-
	11.24	*5.57*	-	-
(v) Other Income	12.62	7.31	0.55	-
	-	*7.87*	*0.88*	-
(II) Expenses:				
(i) (a) Purchase of Electricity (Including Open Access Charges)	92.19	706.07	28.96	-
	61.53	*1.09*	*32.38*	-
(i) (b) Purchase of Electricity -Compensation Bills / IEX	164.48	-	-	-
	82.84	-	-	-
(ii) Purchase/Services of other items on revenue account	-	1.78	14.57	-
	0.39	*68.20*	*15.09*	-
(iii) Purchase of other items on Capital account	-	9.14	-	-
	0.05	-	-	-
(iv) Receiving of Services	0.42	17.87	3.72	-
	-	*1.97*	-	-
(v) Rent paid	0.01	-	2.89	-
	0.01	*0.77*	*4.16*	-
(vi) Dividend Paid	-	91.72	0.63	0.09
	-	*90.47*	*0.62*	*0.10*
(vii) Interest Paid	2.72	-	-	-
	-	-	-	-
(vii) Salaries, Commission and Other benefits	-	-	-	8.40
	-	-	-	*7.18*
(b) Balance Sheet Heads (Closing balances):				
(i) Trade payables, Advances received and other liabilities for receiving of services on revenue and capital account	0.55	1,461.75	27.59	-
	1,445.66	*2,152.83*	*28.29*	-
(ii) Investment in Equity Shares / Preference Shares	2,884.05	2,417.78	-	-
	2,758.80	*2,502.47*	-	-
(iii) ICDs Placed	771.51	16.11	-	-
	153.22	-	-	-
(iv) Subordinate Debts	1,030.76	1,105.38	-	-
	1,522.38	*54.43*	-	-
(v) Advance against Investments	-	1263.98	-	-
	22.20	*63.98*	-	-
(vi) Trade Receivables, Advance given and other receivables for rendering services	324.15	2,102.47	0.09	-
	209.35	*2,731.07*	*2.51*	-
(vii) Intangible Assets	1,415.71	-	-	-
	2,364.71	-	-	-
(viii) ICD Taken	47.00	-	-	-
	-	-	-	-

Notes annexed to and forming part of the Financial Statements

₹ Crore

Particulars	Subsidiaries	Investing party, Associates and Joint Ventures	Enterprises over which person described in (iv) has significant influence	Key Managerial Personnel/ Persons having control over investing party
(c) Contingent Liabilities (Closing balances):				
(i) Guarantee and Collaterals	1,429.57	717.26	–	–
	1,800.43	*484.00*	–	–
(d) Transactions During the Year:				
(i) Guarantees and Collaterals provided	963.09	–	–	–
	148.69	–	–	–
(ii) ICD Given to	1,428.20	16.11	–	–
	166.62	*99.32*	–	–
(iii) ICD Returned by	432.48	–	–	–
	1,013.96	*105.20*	–	–
(iv) Recoverable Expenses:-				
(a) incurred for related parties	5.56	25.24	0.43	–
	11.74	*2.50*	*0.01*	–
(b) incurred by related parties on our behalf	0.05	6.71	0.27	–
	0.16	*10.02*	*0.04*	–
(v) Investment in Equity Shares / Preference Shares	1,341.49	–	–	–
	1,140.55	*499.80*	–	–
(vi) Subordinate Debts given	219.30	231.00	–	–
	251.11	*8.43*	–	–
(vii) Subordinate Debts received back	246.20	–	–	–
	871.13	–	–	–
(viii) Advance against Investments	–	1,200.00	–	–
	22.50	*10.53*	–	–
(ix) Advance against Investments received back	–	–	–	–
	73.29	*17.15*	–	–
(x) Reduction / Cancellation of Investments	1,147.32	–	–	–
	54.30	*10.29*	–	–
(xi) Sale of Investment in Equity Shares	0.01	–	–	–
	–	–	–	–
(xii) EPC Advance received	0.98	40.77	–	–
	–	–	–	–
(xiii) Advance returned	0.14	1,228.37	–	–
	–	*100.00*	–	–
(xiv) Purchase of Fixed Assets	–	9.14	–	–
	0.05	–	–	–
(xv) ICD converted into Subordinate Debts	320.23	–	–	–
	–	–	–	–
(xvi) ICD Taken	47.00	–	–	–
	–	–	–	–

Figures in italics represent previous year

Note: The above disclosure does not include transactions with/as public utility service providers, viz, electricity, telecommunications, in the normal course of business.

(d) Details of Material Transactions with Related Parties

(i) Transactions during the year (Balance Sheet heads):

Guarantees and Collaterals provided to RCPL ₹ 435.25 Crore, NKTL ₹ 156 Crore and PSTL ₹ 298.90 Crore. ICD given to RPTL ₹ 426.70 Crore, MMOPL ₹ 277.70 Crore and RCIPL ₹ 600 Crore. ICD returned by RPTL ₹ 426.70 Crore. Recoverable Expenses incurred for SaPoL ₹ 5.52 Crore and RSTEPL ₹ 15.71 Crore. Recoverable Expenses incurred by SaPoL ₹ 6.64 Crore Investment in Equity Shares of RIEPL ₹ 1,147.25 Crore. Subordinate debt given to DAMEPL ₹ 227.77 Crore, RPTL ₹ 55.20 Crore and RCPL ₹ 62 Crore. Subordinate debt returned by PSTL ₹ 246.20 Crore. Advance against Investments paid to RePL ₹ 1,200 Crore. EPC Advance received from DSPPL ₹ 40.77 Crore. Advances returned to SPL ₹ 200 Crore, VIPL ₹ 140.37 Crore and CAPL ₹ 888.00 Crore. Purchase of Fixed assets from SPL ₹ 8.77 Crore. Reduction / cancellation of Investments RIEPL ₹ 1,147.30 Crore. ICD to MMOPL ₹ 320.23 Crore Converted to Sub Debts. ICD received from BKPL ₹ 47 Crore. Sale of Investments to TRPL ₹ 0.01 Crore.

(Previous Year: Guarantees and Collaterals provided to MMOPL ₹ 148.69 Crore. ICD given to RICL ₹ 99.32 Crore ,RSOPL ₹ 33.74 Crore and MMOPL ₹ 99.73 Crore. ICD returned by DATL ₹ 630.15 Crore and KMTL ₹ 193 Crore, and HKTL ₹ 177 Crore. Recoverable Expenses incurred for RCPL ₹ 2.21 Crore and NGSPL ₹ 3.98 Crore. Recoverable Expenses incurred by SPL ₹ 4.03 Crore and SaPoL ₹ 5.77 Crore. Investment in Equity Shares of RCPL ₹ 296.99 Crore, RPTL ₹ 165.73 Crore, BRPL ₹ 284.20 Crore, BYPL ₹ 215.60 Crore and RInvL ₹ 302.83 Crore. Subordinate debt given to DAMEPL ₹ 208 Crore. Subordinate debt received back from HKTL ₹ 181.41 Core, DATL ₹ 493.01 Crore and KMTL ₹ 196.71 Crore. Advance against Investments paid to JRTL ₹ 10.53 Crore and PKTCL ₹ 22.20 Crore. Advance against Investments received back from BYPL ₹ 17.15 Crore, PKTCL ₹ 22.20, RPTL ₹ 16.50 Crore and SUTL ₹ 11 Crore. Advances returned to JIPL ₹ 100 Crore. Purchase of Fixed assets from LAPL ₹ 0.05 Crore. Reduction / cancellation of Investments RIEPL ₹ 54.30 Crore and RICL* ₹ 10.29 Crore).*

(ii) Balance sheet heads (Closing balance):

Trade payables, Advances received and other liabilities for receiving of services on revenue and capital account CPPL ₹ 1214.82 Crore. ICD taken from BKPL ₹ 47 Crore. Investment in Equity RPTL ₹ 622.39 Crore and RePL ₹ 1635.31 Crore. ICDs placed RCIPL ₹ 600 Crore. Subordinate debt given to DAMEPL ₹ 1,047.72 Crore and MMOPL 412.43 Crore. Advance against Investments RePL ₹ 1,200 Crore. Trade Receivables, Advances given and other receivables for rendering services SaPoL ₹ 1,601.76 Crore. Interest receivable from RePL ₹ 6.12 Crore. Intangible Assets from DSTL ₹ 313.02 Crore, NKTL ₹ 255.79 Crore and PSTL ₹ 846.90 Crore.

(Previous Year: Trade payables, Advances received and other liabilities for receiving of services on revenue and capital account CPPL ₹ 1,214.47 Crore, PSTL ₹ 890 Crore and CAPL ₹ 726.38 Crore. Investment in Equity RPTL ₹ 542.33 Crore and RePL ₹ 1,720 Crore. ICDs placed RSOPL ₹ 33.74 Crore and MMOPL ₹ 99.73 Crore. Subordinate debt PSTL ₹ 259.91 Crore, DATL ₹ 187.35 Crore and DAMEPL ₹ 819.95 Crore. Advance against Investments JRTL ₹ 63.98 Crore and PKTCL ₹ 22.20 Crore. Trade Receivables, Advance given and other receivables for rendering services SaPoL ₹ 2,076.46 Crore and RPTL ₹ 11.83 Crore. and SAPL ₹ 529.73 Crore)

(iii) Contingent Liabilities (Closing Balance):

Guarantees and Collaterals provided to RePL ₹ 300 Crore, JRTL ₹ 346.27 Crore, MMOPL ₹ 235.63 Crore, RCPL ₹ 435.25 Crore and PSTL ₹ 298.90 Crore.

(Previous Year: Guarantees and Collaterals provided to RePL ₹ 300 Crore, JRTL ₹ 184 Crore, and MMOPL. 179.77 Crore)

(iv) Income heads:

Sale of Electricity from RETL ₹ 80.58 Crore. Gross Revenue of EPC and Contracts Division from SPL ₹ 3,665.72 Crore, SaPoL ₹ 690.61 Crore and RSTEPL ₹ 801.77 Crore. Dividend received from BKPL ₹ 76.65 Crore and RETL ₹ 14.45 Crore. Interest earned from RePL ₹ 6.12 Crore and WRTM ₹ 4.56 Crore. Other Income PSTL ₹ 3.95 Crore, HKTL ₹ 3.26 Crore and VIPL ₹ 4.70 Crore. *(Previous Year: Sale of Electricity from RETL ₹ 150.42 Crore. Gross Revenue of EPC and Contracts Division from SPL ₹ 4,269.15 Crore and SaPoL ₹ 5,652.57 Crore. Dividend received from UPL ₹ 1.19 Crore. Rent / lease rent earned from RComm ₹ 0.76 Crore. Interest earned from WRTG ₹ 5.76 Crore, WRTM ₹ 2.66 Crore , MMOPL ₹ 2.81 Crore and RICL* ₹ 5.57 Crore. Other Income RePL ₹ 6.89 Crore).*

(v) Expenses heads:

Purchase of electricity (including Open access charges) from RETL ₹ 92.19 Crore, DSPPL ₹ 107.62 Crore and VIPL ₹ 597.10 Crore. Purchase of Electricity- Compensation Bills/IEX from RETL ₹ 164.48 Crore. Purchase/Services on Revenue account from RGI ₹ 10.89 Crore, RLICL ₹ 1.96 Crore and RePL ₹ 1.78 Crore. Purchase of other items on Capital account from SPL ₹ 8.78 Crore. Receiving of Services from RBPO ₹ 3.70 Crore SPL ₹ 6.90 Crore, SaPoL ₹ 5.47 Crore, CAPL ₹ 2.63 Crore and UPL ₹ 2.86 Crore. Interest Paid to BKPL ₹ 2.72 Crore. Rent paid to RIIPL ₹ 2.88 Crore. Dividend paid AAAPVPL ₹ 91.72 Crore.
(Previous Year: Purchase of electricity (including Open access charges) from RETL ₹ 61.53 Crore and REIL ₹ 31.13 Crore. Purchase of Electricity- Compensation Bills/IEX from RETL ₹ 82.84 Crore. Purchase/Services on Revenue account from RGI ₹ 14.82 Crore and RePL ₹ 62.75 Crore. Purchase of other items on Capital account from LAPL ₹ 0.05 Crore. Receiving of Services from RICL ₹ 1.97 Crore. Rent paid to RICL* ₹ 0.77 Crore and RIIPL ₹ 4.16 Crore. Dividend paid AAAPVPL ₹ 90.47 Crore).*

(vi) Salaries, Commission and Other Benefits paid / payable to Shri Anil D Ambani ₹ 5.51 Crore (₹ 5.51 Crore), Shri S.C. Gupta ₹ 0.57 Crore (₹ 0.84 Crore), Shri Lalit Jalan ₹ 1.45 Crore (₹ 0.84 Crore) and Shri Ramesh Shenoy ₹ 0.87 Crore.

* RICL – Reliance Infrastructure and Consultants Limited is no more a related party in the current year.

30. Segment Reporting:

Basis of Preparation: The Company operates in two Business Segments: Electrical Energy and Engineering, Procurement, Construction (EPC) and Contracts. Business segments have been identified as reportable primary segments in accordance with Accounting Standard-17 Segment Reporting, as prescribed under Companies (Accounting Standards), Rules, 2006, taking into account the organisation and internal reporting structure as well as evaluation of risks and returns from these segments. The inter segment pricing is effected at cost. Segment accounting policies are in line with the accounting policies of the Company.

In the case of electrical energy, the Company operates a 500 MW Thermal Power Station at Dahanu, a 220 MW combined cycle power plant at Samalkot, a 48 MW combined cycle power plant at Mormugao, a 7.59 MW Windfarm at Chitradurga and also purchases power from third parties and supplies the power through the Company's own distribution grid. The Company supplies power to residential, industrial, commercial and other consumers. EPC and Contracts segment renders comprehensive value-added services in construction, erection and commissioning.

Geographical Segments: The Company's operations are mainly confined within India. The Company does not have material earnings from business segments outside India. As such there are no reportable geographical segments.

Information about Business Segments – Primary:

₹ **Crore**

Particulars	**2012-13**			2011-12		
	Electrical Energy	**EPC & Contracts**	**Total**	Electrical Energy	EPC & Contracts	Total
Revenue						
External Sales	**6,342.56**	**7,979.47**	**14,322.03**	6,217.80	11,688.87	17,906.67
Inter-segment sales	**-**	**-**	**-**	-	-	-
Total Revenue	**6,342.56**	**7,979.47**	**14,322.03**	6,217.80	11,688.87	17,906.67
Result						
Segment Result	**825.15**	**889.27**	**1,714.42**	1,063.25	1,480.82	2,544.07
Unallocated Income net of unallocable expenses			**445.61**			7.80
Interest Income [net of Interest Expense]			**(16.80)**			(54.11)
Profit before taxation			**2,143.23**			2,497.76
Taxes			**143.71**			497.50
Profit after Tax			**1,999.52**			2,000.26
Other Information						
Segment Assets	**9,977.18**	**11,024.89**	**21,002.07**	8,794.44	15,445.22	24,239.66
Unallocated Assets			**23,207.41**			19,139.93
Total Assets			**44,209.48**			43,379.59
Segment Liabilities	**1,845.91**	**9,446.12**	**11,292.03**	1,546.32	12,641.27	14,187.59
Unallocated Liabilities			**12,681.80**			10,541.57
Total Liabilities			**23,973.83**			24,729.16
Capital Expenditure *	**345.21**	**98.57**		561.10	246.32	
Depreciation *	**331.18**	**115.72**		235.92	61.77	
Non Cash expenses other than depreciation *	**12.13**	-		9.43	75.16	

(* Only pertaining to the segment)

31. (A) Standby Charges:

In the matter of liability of ₹ 515.60 Crore of standby charges with The Tata Power Company Limited (TPC) determined by MERC for the period April 1, 1998 to March 31, 2004, which the Company has fully accounted for, the Appellate Tribunal of Electricity (ATE) determined the total liability at ₹ 500 Crore and directed TPC to refund ₹ 354 Crore (inclusive of interest of ₹ 15 Crore upto March 31, 2004) to the Company plus interest @ 10% p.a. commencing from April 1, 2004 till the date of payment. Against the said order, TPC filed an appeal with the Supreme Court. The Hon'ble Supreme Court passed an interim order dated February 7, 2007 granting stay of the impugned order of the ATE subject to the condition that, TPC furnish a bank guarantee in the sum of ₹ 227 Crore and, in addition, deposit a sum of ₹ 227 Crore with the Registrar General of the Court which may be withdrawn by the Company subject to the Company giving an undertaking that in the event of the appeal being decided against the Company, wholly or in part, the amount as may be found refundable by the Company shall be refunded to TPC without demur together with interest as may be determined by the Court. The Company accordingly withdrew the amount of ₹ 227 Crore after complying with the conditions specified and has accounted the said amount as Other Liabilities pending final adjustment. Moreover, pending final order of the Hon'ble Supreme Court, the Company has not accounted for the reduction in standby charges liability of ₹ 15.60 Crore as well as interest amount determined by ATE as payable by TPC to the Company.

(B) Take or Pay and Additional Energy Charges:

Pursuant to the order passed by the MERC dated December 12, 2007, in case No. 7 of 2002, TPC has claimed an amount of ₹ 323.87 Crore towards the following:

Pursuant to the order passed by the Maharashtra Electricity Regulatory Commission (MERC) dated December 12, 2007 in case No. 7 of 2002, TPC has claimed an amount of ₹ 323.87 Crore

(a) Difference in the energy charge for energy supplied by TPC at 220 kV interconnection for the period March 2001 to May 2004 along with interest at 24% per annum up to December 31, 2007, and

(b) Minimum offtake charges for energy for the years 1998-99 to 1999-2000 along with interest at 24% per annum up to December 31, 2007.

In an appeal filed by the Company, ATE held that the amount in the matter (a) above is payable by the Company along with interest at State Bank of India prime lending rate for short term borrowings. The matter (b) is remanded to MERC for redetermination. The Company has filed an appeal against the said order before the Supreme Court, which while admitting the appeal, has restrained TPC from taking any coercive action in respect of the matter stated in (a) above and TPC has also filed an appeal against the said order. The Company has complied with the interim order directions of depositing ₹ 25 Crore with the Registrar of Supreme Court and providing a Bank Guarantee of ₹ 9.98 Crore. The said amount is disclosed under Contingent Liability in Note 26(a)(iii) above.

32. Revenue from Sale of Electrical Energy and Regulatory Matters:

a. Regulatory Assets

In accordance with accounting policy (Refer Note 1 (d) (i)), the Company has accrued ₹ 545.79 Crore (₹ 251.46 Crore) during the year as revenue gap under 'Income from Sale of Electricity' and the cumulative revenue gap as on March 31, 2013 of ₹ 2,862.00 Crore (₹ 2,316.21 Crore) has been shown as regulatory assets in the balance sheet. Based on management estimate, an amount of ₹ 401.71 Crore (₹ 300 Crore) being recoverable in the subsequent year has been included in Other Current Assets and the balance amount of ₹ 2,460.29 Crore (₹ 2,016.21 Crore) has been included in Other Non Current Assets.

b. In accordance with the MERC tariff regulation for determination of tariff, the income-tax paid is considered for tariff determination (truing up). Accordingly, the Company has considered ₹ 72.62 Crore (₹ 45.41 Crore) of deferred tax liability for the year arising out of differences in rates of depreciation between MERC and income-tax as "Net tax to be recovered in future tariff determination". Similarly, the deferred tax liability of ₹ 189.42 Crore (₹ 82.47 Crore) on account of timing difference on taxability of regulatory income accounted in the books is treated as "Net tax to be recovered in future tariff determination".

33. Investment in Delhi Airport Metro Express Private Limited:

As a result of transfers consequent to which 65% of the shares of Delhi Airport Metro Express Private Limited (DAMEPL) are held by Reliance Delhi Metro Trust for the benefit of the Company, DAMEPL has become an "Associate" and has ceased to be a subsidiary for the purposes of AS 23 (Accounting for Investments in Associates in Consolidated Financial Statements) and AS 21 (Consolidated Financial Statements) respectively. However, as required by the Concession and other applicable Agreements the Company continues to incur certain financial obligations and has during the year ended March 31, 2013 provided further financial assistance to DAMEPL of ₹ 227.77 Crore. The validity of the transfers and the consequential reclassification of DAMEPL as an Associate is confirmed by legal advice obtained by the Company.

Considering inter alia the claims of the DAMEPL against Delhi Metro Rail Corporation (DMRC) which are presently, the subject matter of arbitration proceedings, it is not considered necessary to provide for any diminution of the investment or loss in respect of Company's investments aggregating to ₹ 1,047.72 Crore (₹ 819.96 Crore) in equity shares and subordinated debt of DAMEPL.

34. Scheme of Amalgamation of three wholly owned subsidiaries with the Company:

Pursuant to the approval of the Board vide resolution dated August 14, 2012 and the sanction of Scheme of Amalgamation between Reliance Bhavnagar Power Private Limited (RBPPL) and Reliance Infrastructure Engineers Private Limited (RIEPL) and Reliance Jamnagar Power Private Limited (RJPPL) with the Company by the Hon'ble High Court of judicature at Bombay on February 22, 2013, the assets and liabilities of the erstwhile companies RBPPL, RIEPL and RJPPL, the wholly owned subsidiaries of the Company were transferred and vested in the Company with effect from the appointed date February 1, 2013.

In accordance with the scheme so sanctioned, the following accounting treatment, inter alia has been given to give effect to the Scheme:

a) All Assets and Liabilities (Net) amounting to ₹ 1,149.77 Crore, of the Subsidiaries have been recorded in the books of the Company at their respective fair values, and corresponding equivalent amount is credited to the Capital Reserve.

b) Investments in RBPPL, RIEPL and RJPPL amounting to ₹ 1,147.32 Crore have been written off and an equivalent amount has been withdrawn from the General Reserve. The Company has been legally advised that crediting of the said amount in Statement of Profit and Loss is in compliance with Revised Schedule VI to the Act.

Had the Scheme not prescribed this treatment and the Company followed the accounting treatment prescribed under Accounting Standard 14 relating to Accounting for amalgamations, General Reserve would have been higher and Capital Reserve would have been lower by ₹ 1,147.32 Crore.

There were no significant difference in the accounting policies followed between the erstwhile Companies and the Company as on the appointed date.

The figures for the previous year do not include figures for the erstwhile RBPPL, RIEPL and RJPPL and accordingly the current year figures are not comparable to those of the previous year.

Consequent upon the amalgamation, the authorized share capital of the Company has increased from ₹ 1,950 Crore to ₹ 2,050.06 Crore by way of increase in number of equity shares of ₹ 10 each from 35,00,00,000 to 45,00,60,000.

35. Provision for Extraordinary and Exceptional Items:

The Hon'ble High Court of Judicature of Bombay had sanctioned the Scheme of Amalgamation of Reliance Infraprojects Limited (RInfl) with the Company on March 30, 2011 with appointed date being April 01, 2010. The clause 2.3.8 of the Scheme states that the Board of Directors can withdraw an amount not exceeding ₹ 3,000 Crore out of the General Reserve and which may be reorganised as "Provision for Extraordinary & Exceptional Items" to meet up any extraordinary and exceptional items upto March 31, 2013. Any balance remaining in the said account shall be credited back to General Reserve.

During the year, the Company has identified certain Exceptional Items aggregating to ₹ 692.53 Crore consisting of Loss on sale of Investments in Noida Global SEZ Private Limited (NGSPL) of ₹ 70.67 Crore , Write off of Bad Debts of ₹ 604.14 Crore and Loss on Derivative transactions of ₹ 17.72 Crore, which have been debited in the Statement of Profit and Loss and pursuant to the above clause, an equivalent amount has been withdrawn from the "Provision for Extraordinary and Exceptional Items" created out of General Reserve and credited to Statement of Profit and Loss. The Company has been legally advised that crediting of the said amount in Statement of Profit and Loss is in compliance with Revised Schedule VI to the Act.

Had the scheme not prescribed the above treatment, the profit before tax for the year would have been lower by ₹ 692.53 Crore and the General Reserve would have been higher by an equivalent amount. The above treatment as prescribed by the Scheme overrides the relevant provisions of Accounting Standard 5 "Net profit or Loss for the period, Prior Period Items and Changes in Accounting Policies".

36. In line with the notification dated December 29, 2011 issued by the Ministry of Corporate Affairs, the Company has exercised the option given in the Paragraph 46A of the Accounting Standard-11 "The Effect of Change in Foreign Exchange Rates" of capitalising the foreign exchange loss/gain arising on long term foreign currency monetary items relating to acquisition of depreciable capital assets and depreciating the same over the balance life of such assets and in other cases amortising the foreign exchange loss/gain over the balance period of such long term foreign currency monetary items. Accordingly, the Company has carried forward the unamortised portion of net gain of ₹ 156.22 Crore (₹ 109.55 Crore) in "Foreign Currency Monetary Item Translation Difference Account" and the same is grouped under 'Reserves and Surplus".

37. During the year, based on the valuation made by the approved valuer, the Company revalued its freehold land, building and plant and machinery located at Goa, Samalkot and Chitradurg w.e.f. April 01. 2012 as per the replacement cost method and incremental value on revaluation amounting to ₹ 495.69 Crore has been added to Gross Block of Fixed assets and credited to Revaluation Reserve. Consequent to revaluation, there is an additional charge of depreciation of ₹ 26.05 Crore and equivalent amount has been withdrawn from the Revaluation Reserve, which has no impact on the profit for the year.

38. During the year, the Company has sold 5,30,51,807 equity shares of Reliance Power Limited (RPower), an associate Company, resulting in reduction of the Company's holding of RPower from 38.41% to 36.52%. The profit of ₹ 418.34 Crore on sale of these shares has been shown as exceptional item.

39. Disclosure under Accounting Standard 15 (revised 2005) "Employee Benefits":

The Company has classified various employee benefits as under:

(A) Defined contribution plans

(a) Provident fund

(b) Superannuation fund

(c) State defined contribution plans

- Employers' Contribution to Employees' State Insurance
- Employers' Contribution to Employees' Pension Scheme 1995

The provident fund and the state defined contribution plan are operated by the Regional Provident Fund Commissioner and the superannuation fund is administered by the trustees of the Reliance Infrastructure Limited Officer's Superannuation Scheme. Under the schemes, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. These funds are recognized by the Income tax authorities.

The Company has recognised the following amounts in the Statement of Profit and Loss for the year:

₹ Crore

Sr. No.	Particulars	2012-13	2011-12
(i)	Contribution to Provident Fund	**34.65**	24.03
(ii)	Contribution to Employee's Superannuation Fund	**6.23**	6.12
(iii)	Contribution to Employee's Pension Scheme 1995	**4.52**	4.93
(iv)	Contribution to Employees' State Insurance	**1.49**	1.25

(B) Defined Benefit Plans

(a) Provident Fund (Applicable to certain employees)

(b) Gratuity

(c) Leave Encashment

The guidance on implementing AS 15, Employee Benefits (revised 2005) issued by Accounting Standard Board states benefit involving employee established provident funds, which require interest shortfalls to be recompensed are to be considered as defined benefit plans. As per the audited accounts of Provident Fund Trust maintained by the Company, the shortfall arising in meeting the stipulated interest payment liability, if any, gets duly provided for. Leave encashment is payable to eligible employees who have earned leaves, during the employment and/or on separation as per the Company's policy.

Valuations in respect of Gratuity and Leave Encashment have been carried out by independent actuary, as at the Balance Sheet date, based on the following assumptions:

Sr. No.	Particulars	Gratuity		Leave Encashment	
		2012-13	2011-12	**2012-13**	2011-12
(i)	Discount Rate (Per annum)	**8.00%**	8.50%	**8.00%**	8.50%
(ii)	Rate of increase in Compensation levels	**7.50%**	7.50%	**7.50%**	7.50%
(iii)	Rate of Return on Plan Assets	**8.70%**	8.50%	**8.70%**	8.50%
(iv)	Expected Average remaining working lives of employees in number of years	**13**	15	**13**	15

₹ Crore

Sr. No.	Particulars	Gratuity		Leave Encashment	
		2012-13	2011-12	**2012-13**	2011-12
(i)	**Changes in present value of obligation**				
	Opening Balance of Present Value of Obligation	**178.26**	165.75	**141.54**	136.51
	Liability on transfer in / (out) of Employees (Net)	**(0.06)**	(0.85)	**(0.08)**	(0.78)
		178.20	164.90	**141.46**	135.73
	Interest Cost	**15.15**	13.67	**12.03**	11.26
	Current Service Cost	**9.96**	10.00	**4.83**	5.68
	Benefits Paid	**(15.33)**	(7.99)	**(15.03)**	(13.17)
	Actuarial (Gain) / Loss	**75.16**	(2.32)	**34.66**	2.04
	Closing Balance of Present Value of Obligation	**263.14**	178.26	**177.95**	141.54
(ii)	**Changes in Fair Value of plan assets**				
	Opening Balance of Present Value of Plan Assets	**178.97**	168.88	**137.39**	112.53
	Expected return on Plan assets	**15.21**	13.81	**11.68**	9.17
	Contributions	**34.74**	9.85	**17.03**	31.16
	Benefits Paid	**(15.33)**	(7.99)	**(15.03)**	(13.17)
	Actuarial Gain / (Loss) on Plan assets	**3.82**	(3.18)	**3.28**	(0.79)
	Closing Balance of Fair Value of Plan Assets	**217.41**	181.37	**154.35**	138.90
	Plan assets transfer / pending transfer	**(0.06)**	(2.40)	**(0.08)**	(1.51)
	Closing Balance of Fair Value of Plan Assets net of pending transfer	**217.35**	178.97	**154.27**	137.39
(iii)	**Percentage of each category of Plan assets to total fair value of Plan assets as at March 31, 2013**				
	Administered by Reliance Life Insurance Co. Limited / Life Insurance Corporation of India	**100%**	100%	**100%**	100%
(iv)	**Reconciliation of Present Value of Defined Present Obligations and the Fair Value of Assets**				
	Closing Balance of Present Value of Obligation	**263.14**	178.26	**177.95**	141.54
	Closing Balance of Fair Value of Plan Assets net of pending transfers	**217.35**	178.97	**154.27**	137.39
	(Asset) / Liability recognised in the Balance Sheet	**45.79**	(0.71)	**23.67**	4.15

Notes annexed to and forming part of the Financial Statements

₹ Crore

Sr. No.	Particulars	Gratuity		Leave Encashment	
		2012-13	2011-12	**2012-13**	2011-12
(v)	**Amounts recognised in the Balance Sheet**				
	Closing Balance of Present Value of Obligation	**263.14**	178.26	**177.95**	141.54
	Closing Balance of Fair Value of Plan Assets net of pending transfers	**217.35**	178.97	**154.27**	137.39
	Funded (Asset)/ Liability recognised in the Balance Sheet	**45.79**	(0.71)	**23.67**	4.15
(vi)	**Expenses recognised in the statement of Profit and Loss**				
	Current Service Cost	**9.96**	10.00	**4.83**	5.68
	Interest Cost	**15.15**	13.67	**12.03**	11.26
	Expected Return on Plan Assets	**(15.21)**	(13.81)	**(11.68)**	(9.17)
	Net Actuarial (Gain) / Loss	**71.34**	0.87	**31.38**	2.83
	Expenses recognised in the statement of Profit and Loss	**81.24**	10.73	**36.56**	10.60
(vii)	**Expected Employer's Contribution for the next year**	**13.03**	10.37	**15.00**	15.00

Disclosure as required under para 120(n): ₹ Crore

₹ Crore

Sr. No.	Particulars	Gratuity					Leave Encashment				
		2012-13	2011-12	2010-11	2009-10	2008-09	**2012-13**	2011-12	2010-11	2009-10	2008-09
(i)	Present Value of the Defined Benefit Obligation	**263.14**	178.26	165.75	146.43	113.86	**177.95**	141.54	136.51	107.76	94.98
(ii)	Fair Value of the Plan Assets	**217.35**	178.97	166.98	137.28	114.39	**154.27**	137.39	111.02	95.59	72.90
(iii)	Surplus/ (Deficit) in the Plan	**(45.79)**	0.71	1.23	(9.15)	0.53	**(23.67)**	(4.15)	(25.49)	(12.17)	(22.08)
(iv)	Experience adjustments on Plan Liabilities (Gain) / Loss	**62.90**	1.70	7.75	(1.43)	3.56	**30.91**	5.78	26.82	3.15	(2.48)
(v)	Experience adjustments on Plan Assets (Gain) / Loss	**(3.82)**	3.18	2.73	(4.02)	6.92	**(3.28)**	0.79	0.95	(2.22)	4.37

40. The Company has been legally advised that the Company is considered to be established with the object of providing infrastructural facilities and accordingly, Section 372A of the Act, is not applicable to the Company.

41. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

₹ Crore

Particulars	**As at March 31, 2013**	As at March 31, 2012
Principal amount due to suppliers under MSMED Act,2006	**-**	0.34
Interest accrued, due to suppliers under MSMED Act on the above amount, and unpaid	**-**	-
Payment made to suppliers(other than interest) beyond the appointed day/due date during the year	**0.07**	0.33
Interest paid to suppliers under MSMED Act(other than Section 16)	**-**	-
Interest paid to suppliers under MSMED Act(Section 16)	**-**	-
Interest due and payable towards suppliers under MSMED Act for payments already made	**0.01**	0.01
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act	**0.01**	0.01
Amount of further interest remaining due and payable in succeeding years	**-**	-

42. Provision for Disputed Matters:

₹ Crore

Particulars	As at March 31, 2013	As at March 31, 2012
Opening Balance	**380.00**	610.00
Less: Provision reversed	**-**	230.00
Closing Balance*	**380.00**	380.00

*Represents provision made for disputes in respect of electricity business and other corporate matters. No further information is given as the matters are sub-judice and may jeopardize the interest of the Company.

43. Disclosure of Loans and Advances in the nature of loans to Subsidiaries, Associates and Others (Pursuant to Clause 32 of the Listing Agreement):

₹ Crore

Sr. No.	Name of the Company	Amount Outstanding as at		Maximum amount Outstanding during the year	
		March 31, 2013	March 31, 2012	**March 31, 2013**	March 31, 2012
	Subsidiaries:				
1.	Reliance Power Transmission Limited	**-**	-	**426.70**	-
2.	BSES Kerala Power Limited #	**-**	-	**-**	0.41
3.	Mumbai Metro One Private Limited	**-**	99.73	**320.23**	99.73
4.	Reliance Cement and Infra Private Limited	**600.00**	-	**600.00**	-
5.	Reliance Sealink One Private Limited	**39.05**	33.74	**39.06**	33.74
6.	NK Toll Road Limited	**7.35**	-	**7.35**	1.35
7.	SU Toll Road Private Limited	**41.30**	-	**41.30**	-
8.	TD Toll Road Private Limited	**8.00**	4.00	**8.00**	4.00
9.	TK Toll Road Private Limited	**69.07**	14.50	**69.07**	14.50
10.	GF Toll Road Private Limited	**6.75**	1.26	**6.75**	1.26
11.	KM Toll Road Private Limited	**-**	-	**-**	193.00
12.	DA Toll Road Private Limited	**-**	-	**-**	627.00
13.	Reliance Airport Developers Private Limited	**-**	-	**-**	2.38
14.	Nanded Airport Private Limited	**-**	-	**0.12**	-
15.	Baramati Airport Private Limited	**-**	-	**0.05**	-
	Associates including Subsidiaries of Associates:				
16.	Reliance Infrastructure and Consultants Limited (upto March 19, 2012) #	**-**	62.52	**-**	105.20
17.	JR Toll Road Private Limited	**2.25**	-	**2.25**	-
18.	Chitrangi Power Private Limited #	**13.85**	-	**13.85**	-
	Others:				
19.	Space Trade Enterprises Private Limited	**20.40**	20.40	**20.40**	20.40
20.	Skyline Global Trade Private Limited	**0.02**	-	**0.02**	-

Except for these companies, all loans and advances stated above are interest free.

Loans to employees have been considered to be outside the purview of disclosure requirements.

As at the year-end, the Company-

(a) has no loans and advances in the nature of loans, wherein there is no repayment schedule or repayment is beyond seven years and

(b) has no loans and advances in the nature of loans to firms / companies in which directors are interested.

(c) The above amounts exclude subordinate debts.

44. Disclosures pursuant to Accounting Standard (AS) 7 (Revised) "Construction Contracts":

₹ Crore

Sr. No.	Particulars	2012-13	2011-12
1	Contract Revenue Recognised for the financial year	**7,781.43**	11,541.77
2	Aggregate amount of costs incurred and recognised profits (Less recognised losses) as at end of the financial year for all contracts in progress as at that date (including construction work in progress ₹ 356.45 Crore(Previous Year : ₹ 502.52 Crore))	**32,364.71**	24,628.96
3	Amount of customer advances outstanding for contracts in progress as at end of the financial year	**2,480.62**	4,413.79
4	Retention amount due from customers for contracts in progress as at end of the financial year	**2,448.85**	2,340.46
5	Gross amount due from customers for contract works as an asset	**356.45**	502.52

45. (a) Interest in Joint Ventures (other than Joint Ventures which are subsidiaries): Interest in Joint Ventures (other than Joint Ventures which are subsidiaries)

Name of the Company	Proportion of ownership interest as on	
	March 31, 2013	March 31,2012
Utility Powertech Limited	**19.80 %**	19.80 %
BSES Rajdhani Power Limited	**49.00 %**	49.00 %
BSES Yamuna Power Limited	**49.00 %**	49.00 %
Tamilnadu Industries Captive Power Company Limited	**33.70 %**	33.70 %

(b) The above joint venture companies are incorporated in India. The Company's share of the assets and liabilities as on March 31, 2013 and income and expenses based on financial statements audited by other independent Chartered Accountants for the year ended on that date are given below:

₹ Crore

Sr. No.	Particulars	March 31, 2013	March 31, 2012
A	**Assets**		
	Fixed Assets	**2,352.20**	2,286.22
	Non Current Investments	**9.19**	9.25
	Deferred Tax Asset (Net)	**0.45**	-
	Long Term Loans and Advances	**14.63**	16.28
	Other Non Current Assets	**5,473.40**	4,263.51
	Current Assets	**1,188.31**	1,318.31
	Total	**9,038.18**	7,893.57
B	**Liabilities**		
	Long Term Borrowings	**1,896.85**	1,595.99
	Long Term Provisions	**12.38**	4.55
	Other Long Term Liabilities	**563.54**	521.54
	Trade Payable	**2,999.62**	2,122.13
	Short Term Borrowings	**1,167.75**	1,237.76
	Other Current Liabilities	**1,069.30**	1,143.31
	Short Term Provisions	**55.83**	39.39
	Total	**7,765.27**	6,664.67
C	**Contingent Liabilities**	**204.43**	173.31
D	**Capital Commitments**	**101.31**	206.29
E	**Income**	**6,811.09**	6,358.80
F	**Expenses**	**6,773.96**	6,275.21

The above figures do not include the share of the assets, liabilities, income and expenses etc. pertaining to the share holding of the Company's associates / group companies.

46. Derivative Instruments:

(a) The Company has entered into contracts for derivative instruments, which are not intended for trading or speculative purposes. The details of the outstanding derivative instruments are as follows:

Sr. No.	Particulars	No. of instruments	Value (As at March 31, 2013)	
			US $ million	₹ Crore
1.	Currency Swap	15	101.31	550.00
2.	Forward Contracts	6	25.80	140.05

(b) Details of the outstanding derivative instruments as at March 31, 2012 are as follows:

Sr. No.	Particulars	No. of instruments	Value (As at March 31, 2012)	
			US $ million	₹ Crore
1.	Currency Swap	15	108.10	550.00
2.	Libor Based Callable Range Accrual	2	50.00	254.37

(c) Pursuant to the clarification issued by the Institute of Chartered Accountants of India on March 29, 2008 on accounting of derivatives, the Company has for the year ended March 31, 2013 provided / (reversed) unrealised loss of ₹ 39.12 Crore (Previous Year (₹ 58.68 Crore)) on account of revaluation of foreign exchange derivative instruments at fair values as at the reporting year end. The provision for mark to market losses towards the same as on March 31, 2013 amounts to ₹ 108.86 Crore (Previous Year ₹ 69.74 Crore). (Refer Note No.35)

(d) Net Foreign Currency exposures that are not covered by derivative instruments or otherwise are ₹ 923.22 Crore (Previous Year ₹1,416.56 Crore).

47. Interest in Jointly Controlled Operations:

The Company along with M/s. Geopetrol International Inc. and Reliance Natural Resources Limited *(the consortium) was allotted 4 Coal Bed Methane (CBM) blocks from Ministry of Petroleum and Natural Gas (Mo PNG) covering an acreage of 3,266 square kilometers in the States of Madhya Pradesh, Andhra Pradesh and Rajasthan. The consortium had entered into a production sharing agreement with Government of India for exploration and production of these four CBM blocks. The Company as part of the consortium has 45% share in each of the four blocks. M/s Geopetrol International Inc is the operator on behalf of the consortium for all the four CBM blocks.

Also the Company along with M/s. Geopetrol International Inc, Naftogaz India Private Limited and Reliance Natural Resources Limited *(the consortium) was allotted oil block from Ministry of Petroleum and Natural Gas (Mo PNG), in the State of Mizoram under the New Exploration Licensing Policy (NELP - VI) round, covering an acreage of 3,619 square kilometers and the consortium had signed an agreement with the Government of India for exploration and production of an Oil and Gas block. The Company as part of the consortium has 70% share in the block. M/s Naftogaz India Private Limited is the operator on behalf of the consortium for the block

Disclosure of the Company's share in Joint Venture operations:

Name of the Field in the Joint Venture	Location (Onshore Blocks)	Participating Interest (%) March 31, 2013
SP-(North) – CBM - 2005 / III	Sohagpur, Madhya Pradesh	45 %
KG(E) - CBM - 2005 / III	Kothagudem, Andhra Pradesh	45 % **
BS(4) - CBM - 2005 / III	Barmer, Rajasthan	45 %
BS(5) - CBM - 2005 / III	Barmer, Rajasthan	45%
MZ-ONN-2004 / 2	Mizoram	70 % ***

** Keeping in view various issues faced by the Consortium like inordinate delays in Government clearances, non receipt of Petroleum Exploration License (PEL) for more than 5 years, availability of scarce geologically effective fair way due to overlap with tribal land, reserve forest cover and Singarani Coal Mines, the Consortium has relinquished its rights in respect of the CBM Blocks KG (E) – CBM – 2005 / III at Kothgudem, Andhra Pradesh by passing a resolution in the 23rd Operating Committee meeting held on January 30, 2013. The decision has been conveyed to Government of India vide letter dated February 6, 2013 and the reply from the Government is awaited. Since the Petroleum Exploration Licence (PEL) has not been granted, there is no effective contract start date and the contract stands ineffective and null due to non-receipt of PEL. The consortium hence does not envisage any payment liability related to unfinished work programme.

*** The Company has received a notice from the Ministry of Petroleum and Natural Gas on October 11, 2012 for termination of the contract on the grounds of misrepresentation of facts by the Operator M/s Naftogaz India Private Limited. The Company has also received a notice dated October 18, 2012 from Directorate General of Hydrocarbons (DGH) for payment of unfulfilled work program penalty. The Company has contested the claims. Moreover the cost of unfinished work programme cannot be easily ascertained owing to lack of commensurate benchmarking in such inhospitable terrain. Though any liability which may arise on this relinquishment is presently not ascertainable, the Company, however, does not envisage any material claims in this regard.

Notes annexed to and forming part of the Financial Statements

The above joint ventures are unincorporated joint ventures carrying out jointly controlled operations. Based on the audited statement of accounts of the consortium forwarded by the Operator, except for Mizo Block, the Company's share in respect of assets and liabilities as at March 31, 2013 and expenditure for the year ended on that date has been accounted as under.

₹ **Crore**

Item	**2012-13**	2011-12 (Audited)
Expenses	**4.45**	10.05
Fixed Assets including Capital work-in-progress	**-**	-
Other Assets	**5.10**	3.77
Current Liabilities	**1.03**	2.20
Contingent Liability	**-**	-

(* Share of RNRL has since been demerged to 4 Subsidiary Companies of Reliance Power Limited).

48. Power Banking:

The cost of electricity purchased is net of cost incurred towards units purchased and banked with other parties and / or units banked by other parties with us, both on loan basis. Such transactions remaining unsettled at the year end, is carried forward under Short Term Loans and Advances at the value of purchase on the date of the transactions when the units are banked.

49. Disclosure as required under AS – 19 :

Disclosure as required under AS - 19 "Accounting for Leases" as prescribed under Companies (Accounting Standards) Rules, 2006 is given below:

(a) The Company has entered into cancellable / non-cancellable leasing agreement for office, residential and warehouse premises renewable by mutual consent on mutually agreeable terms.

(b) Future minimum lease payments under non-cancellable operating lease are as under:

₹ **Crore**

Particulars	**Lease Rental Debited to Statement of Profit and Loss (Cancellable and Non cancellable)**	**Future Minimum Lease Rentals**			**Period of Lease***
		Less Than 1 Year	**Between 1 to 5 Years**	**More than 5 Years**	
Office Premises and Warehouses	**53.72**	**7.96**	**4.26**	-	Various

*The Lease terms are renewable on a mutual consent of Lessor and Lessee.

The lease rentals have been included under the head "Rent" under Note no. "24 -Other Expenses".

50. The Ministry of Corporate Affairs, Government of India, vide General Circular No.2 and 3 dated February 08, 2011 and February 21, 2011 respectively has granted a general exemption from compliance with section 212 of the Act, subject to conditions stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption. Necessary information relating to the subsidiaries has been included in the Consolidated Financial Statements.

51. Figures for the previous year have been regrouped/reclassified/rearranged wherever necessary to make them comparable to those for the current year. Figures in bracket indicate previous year's figures. @' represents figures less than ₹ 50,000 which have been shown at actuals in brackets with @.

As per our attached Report of even date

For Haribhakti & Co.	**For Pathak H. D. & Associates**	For and on behalf of the Board	
Chartered Accountants	Chartered Accountants	**Anil D Ambani**	Chairman
Firm Registration No. 103523W	Firm Registration No. 107783W	**S Seth**	Vice Chairman
		R R Rai	Directors
		S S Kohli	Directors
Rakesh Rathi	**Vishal D. Shah**	**Dr V K Chaturvedi**	Directors
Partner	Partner	**K Ravikumar**	Directors
Membership No. 45228	Membership No. 119303	**Ramesh Shenoy**	Company Secretary and Manager
Date : May 14, 2013		Date : May 14, 2013	
Place : Mumbai		Place : Mumbai	

Independent Auditors' Report to the Board of Directors on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of Reliance Infrastructure Limited ("the Company") and its subsidiaries, jointly controlled entities and associate companies, hereinafter referred to as ("the Group"), which comprise the consolidated Balance Sheet as at March 31, 2013, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

2. Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

   An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the Consolidated Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

   We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

4. Based on our audit and on consideration of reports of other auditors on separate financial statements and on other financial information of the components of the Group as referred to in Other Matter below, and to the best of our information and according to the explanations given to us, in our opinion the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

   (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2013;

   (b) in the case of the consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and

   (c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

5. We draw attention to Note no. 33 of the consolidated financial statements regarding the Scheme of amalgamation between Reliance Infraprojects Limited (wholly owned subsidiary of the Company) and the Company, sanctioned by the Hon'ble High Court of Judicature at Bombay vide order dated March 30, 2011, wherein the Company, as determined by its Board of Directors, is permitted to adjust the exceptional items debited to the Statement of Profit and Loss by a corresponding withdrawal from 'Provision for Extraordinary and Exceptional items' created out of General Reserve, which override the relevant provisions of Accounting Standard 5 (AS-5) 'Net Profit or loss for the Period, Prior Period Items and Changes in Accounting Policies'. The Company has during the year identified exceptional items aggregating to ₹ 692.53 Crore, which has been debited to consolidated Statement of Profit and Loss and an equivalent amount has been withdrawn from the Provision for Extraordinary and Exceptional items and credited to consolidated Statement of Profit and Loss as per the Scheme. Had the Scheme not prescribed the above treatment, profit before tax would have been lower by ₹ 692.53 Crore and General Reserve would have been higher by equivalent amount. Our opinion is not qualified in respect of this matter.

6. We draw attention to Note no. 32(a) of the consolidated financial statements detailing the accounting treatment given to the Scheme of amalgamation between Reliance Bhavnagar Power Private Limited and Reliance Infrastructure Engineers Private Limited and Reliance Jamnagar Power Private Limited (wholly owned subsidiaries of the Company) and the Company, sanctioned by the Hon'ble High Court of Judicature at Bombay vide order dated February 22, 2013. Since the Scheme of Amalgamation is between wholly owned subsidiaries and the Company, there is no impact on consolidated financial statements on account of said amalgamation as these transactions get eliminated in the consolidated financial statements, except for increase in Capital Reserve of ₹ 1,140.37 Crore and reduction in General Reserve by ₹ 1,147.32 Crore and increase in Surplus as per consolidated Statement of Profit and Loss of ₹ 3.50 Crore (net of Goodwill ₹ 3.45 Crore) pursuant to accounting treatment followed as per the Scheme.

   Further with reference to the above Scheme, we draw attention to Note no. 32(b) of the consolidated financial statements wherein as per the Scheme, the Company is permitted to account for its Engineering, Procurement, Construction (EPC) and Contract activity without making any distinction based on the Principal for whom the Company is the contractor, whether associates and subsidiaries of associates or third parties. Accordingly, the Company has not eliminated any part of unrealised profits of ₹ 210.70 Crore on its EPC contracts with associates and subsidiaries of associates in its consolidated financial statements as permitted by the Scheme

Independent Auditors' Report to the Board of Directors on the Consolidated Financial Statements

which overrides the relevant provisions of Accounting Standard 23 (AS-23) 'Accounting for Investments in Associates in Consolidated Financial Statements'. Had the Scheme not prescribed the above treatment, profit before tax and carrying cost of investment in associate would have been lower by ₹ 210.70 Crore. Our opinion is not qualified in respect of this matter.

7. We draw attention to note no. 36 of the consolidated financial statements regarding the transfer of 65% of the shares held by the Company in Delhi Airport Metro Express Private Limited (DAMEPL) to Reliance Delhi Metro Trust for the benefit of the Company and consequent to which DAMEPL has become an associate company and ceased to be a subsidiary w.e.f. April 1, 2012 for the purposes of Accounting Standard 23 (AS–23) 'Accounting for Investments in Associates in Consolidated Financial Statements' and Accounting Standard 21 (AS-21) 'Consolidated Financial Statements' respectively. However, for reasons stated therein, the de-recognition of losses on transfer of shareholding in DAMEPL as required by the provisions of Accounting Standard 21 (AS-21) 'Consolidated Financial Statements' amounting ₹ 217.78 Crore has not been done in the consolidated financial statements. Had the losses been de-recognized, the profit before tax for the year would have been higher by ₹ 217.78 Crore and the share of loss of the Company in DAMEPL netted of against its Sub-ordinate Debts would have been lower ₹ 217.78 Crore. Our opinion is not qualified in respect of this matter.

Other Matter

8. The consolidated financial statements include amounts in respect of 14 subsidiaries and one jointly controlled entity whose financial statements reflect total assets of ₹ 3,257.77 Crore as at March 31, 2013, total revenue of ₹ 1,274.41 Crore and net cash outflow amounting to ₹ 4.27 Crore for the year then ended and one Associate Company included in these consolidated financial statements which constitute Group's share of net loss of ₹ 1,802 for the year then ended, which have been audited by one of the joint auditors and reliance has been placed by other auditor for the purpose of this report.

9. We did not audit the financial statements and other financial information of 23 subsidiaries (including 3 subsidiaries, which have been merged with the Company) and 3 jointly controlled entities included in these consolidated financial statements, whose financial statements together comprise total assets of ₹ 21,336.16 Crore as at March 31, 2013, total revenue of ₹ 7,230.11 Crore and net cash outflow amounting to ₹ 294.73 Crore for the year then ended and 5 Associate Companies included in these consolidated financial statements which constitute Group's share of net profit of ₹ 294.50 Crore for the year then ended. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our audit opinion on the consolidated financial statements, to the extent they have been derived from such financial statements is based solely on the reports of such auditors.

10. We have relied on the unaudited financial statements of subsidiary CBD Tower Private Limited whose financial statements reflect total assets of ₹ 696.46 Crore as at March 31, 2013 and total revenue of ₹ Nil and net cash outflow amounting to ₹ 0.01 Crore for the year then ended, as considered in the consolidated financial statements. These unaudited financial statements as approved by its Board of Directors of the Company have been furnished to us by the Management of the Company and our report in so far as it relates to the amounts included in respect of the subsidiary is based solely on such approved unaudited financial statements.

For Haribhakti & Co.
Firm Regn. No. 103523W
Chartered Accountants

Rakesh Rathi
Partner
Membership No. 45228
Date: May 14, 2013
Place : Mumbai

For Pathak H. D. & Associates
Firm Regn. No. 107783W
Chartered Accountants

Vishal D. Shah
Partner
Membership No. 119303
Date: May 14, 2013
Place : Mumbai

Consolidated Balance Sheet as at March 31, 2013

₹ Crore

	Note	As at March 31, 2013	As at March 31, 2012
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	263.03	263.03
Reserves and Surplus	3	25,857.98	23,981.18
		26,121.01	24,244.21
Minority Interest		231.22	205.66
Non-Current Liabilities			
Long term borrowings	4	12,635.71	11,700.30
Deferred tax liabilities (net)	5	565.23	451.09
Other long term liabilities	6	3,469.08	5,489.59
Long term provisions	7	418.41	389.60
		17,088.43	18,030.58
Current Liabilities			
Short term borrowings	8	7,978.47	6,416.09
Trade payables	9	6,812.64	5,990.64
Other current liabilities	10	7,913.45	6,250.82
Short term provisions	11	350.74	270.35
		23,055.30	18,927.90
TOTAL		66,495.96	61,408.35
ASSETS			
Non-Current Assets			
Fixed assets	12		
Tangible assets		8,415.08	7,505.33
Intangible assets		2,901.30	3,714.83
Capital work-in-progress		4,522.84	2,732.88
Intangible assets under development		5,417.87	4,751.10
		21,257.09	18,704.14
Non-current investments	13	10,033.95	9,247.80
Long term loans and advances	14	2,347.68	3,366.93
Other non-current assets	15	9,521.68	8,260.58
		43,160.40	39,579.45
Current Assets			
Current investments	16	2,934.28	3,053.71
Inventories	17	470.72	377.86
Trade receivables	18	3,757.88	4,894.10
Cash and bank balances	19	492.42	1,377.03
Short term loans and advances	20	13,295.05	10,438.44
Other current assets	21	2,385.21	1,687.76
		23,335.56	21,828.90
TOTAL		66,495.96	61,408.35
Significant Accounting Policies and Notes on Consolidated Financial Statements	1-52		

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

For and on behalf of the Board

Anil D Ambani Chairman
S Seth Vice Chairman
R R Rai
S S Kohli
Dr V K Chaturvedi
K Ravikumar
} Directors
Ramesh Shenoy Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

Consolidated Statement of Profit and Loss for the year ended March 31, 2013

₹ Crore

	Note	Year ended March 31, 2013	Year ended March 31, 2012
Revenue from operations	22	22,381.55	24,216.39
Other Income	23	1,051.43	814.42
Total Revenue		23,432.98	25,030.81
Expenses			
Cost of electrical energy purchased (including Share in Joint Ventures ₹ 5,419.81 Crore (₹ 5,136.73 Crore))		8,695.34	7,812.87
Cost of fuel consumed		1,725.35	1,593.40
Construction material consumed and Sub-Contracting charges (including Share in Joint Ventures ₹ 78.80 Crore (₹ 71.34 Crore))		6,533.31	9,718.86
Employee benefit expenses	24	1,141.94	1,028.50
Finance costs	25	1,687.43	1,335.94
Depreciation and amortisation expense		498.67	343.87
Less: Transferred from Revaluation Reserve		51.79	29.71
Less: Transferred from Service Line Contribution	12	10.03	7.13
Add: Share in Joint Ventures (net of amount transferred from reserves ₹ 19.81Crore (₹15.61 Crore))		114.25	86.54
		551.10	393.57
Other expenses	26	1,319.97	1,343.25
Total Expenses		21,654.44	23,226.39
Profit before tax and exceptional items		1,778.54	1,804.42
Exceptional items – Income / (Expenses)			
Income	35	379.12	-
Expenses	33	(688.85)	(879.11)
Transferred from Provision for Extraordinary and Exceptional Items	33	692.53	879.11
		382.80	-
Profit before tax		2,161.34	1,804.42
Tax expense			
Current tax		78.32	163.66
Deferred tax	5	376.26	480.45
Less : Net tax recoverable from future tariff determination	5 & 29(b)	262.04	127.88
Income tax for earlier years (net)		(1.29)	16.99
		191.25	535.22
Share in Joint Ventures			
Tax expense			
Current tax		10.98	11.13
Deferred tax	5	13.21	18.53
Less : Net tax recoverable from future tariff determination	5 & 29(b)	13.29	18.80
Income tax for earlier years (net)		0.49	0.08
		11.39	10.94
Profit after tax but before share in associates and minority interest		1,958.70	1,260.26
Share of Profit in Associates (net)		294.50	332.04
Minority interest		(6.37)	(5.49)
Profit for the year		2,246.83	1,586.81
Earnings per equity share: (face value of ₹ 10 per share)	27	₹	₹
Basic		85.42	60.05
Diluted		85.42	60.05
Significant Accounting Policies and Notes on Consolidated Financial Statements	1 - 52		

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

For and on behalf of the Board

Anil D Ambani	Chairman
S Seth	Vice Chairman
R R Rai **S S Kohli** **Dr V K Chaturvedi** **K Ravikumar**	Directors
Ramesh Shenoy	Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

Consolidated Cash Flow Statement for the year ended March 31, 2013

		Year ended March 31, 2013	Year ended March 31, 2012
			₹ Crore
A.	**Cash Flow from Operating Activities :**	**2,161.34**	1,804.42
	Profit before Taxation		
	Adjustments for :		
	Depreciation (net of transfer from reserves)	**551.10**	393.57
	Depreciation written back	**-**	(215.91)
	Interest and finance charges	**1,687.43**	1,335.94
	(Profit) / loss on sale / disposal of fixed assets (net)	**21.16**	8.48
	Provision for impairment of assets	**39.64**	-
	Diminution in value of investments	**0.07**	0.33
	Provision for doubtful debts, advances, deposits	**73.29**	129.65
	Provision for leave encashment and gratuity	**99.06**	(19.19)
	Interest income	**(921.35)**	(560.69)
	Dividend income	**(20.96)**	(64.82)
	Premium on Redeemable Preference Shares	**(88.28)**	(87.60)
	Buy Back expenses	**-**	1.76
	Realised loss on exchange fluctuation (net) relating to borrowings	**-**	100.29
	(Gain) / loss on exchange fluctuation (net)	**(14.72)**	(23.96)
	Loss on derivative instruments (net)	**-**	49.95
	Effect of exchange difference on translation of foreign currency cash and cash equivalent	**8.67**	(11.50)
	Profit on sale / redemption of investments (net)	**(393.85)**	(47.94)
	Operating Profit before Working Capital Changes	**3,202.60**	2,792.78
	Adjustments for :		
	Trade and other receivables	**163.11**	(7,097.48)
	Inventories	**(96.27)**	17.95
	Trade and other payables	**(758.55)**	3,178.99
		2,510.89	(1,107.76)
	Income taxes paid (net of refund)	**132.06**	(270.10)
	Net Cash generated from / (used in) Operating Activities	**2,642.95**	(1,377.86)
B.	**Cash Flow from Investing Activities :**		
	Purchase / acquisition of fixed assets	**(4,047.59)**	(1,188.22)
	Sale of fixed assets	**19.40**	26.57
	Purchase of investments	**(18,428.81)**	(33,159.92)
	Investment in fixed deposits including margin money	**(28.91)**	45.93
	Advance against investments	**(1,800.03)**	(10.53)
	Sale / redemption of investments	**18,053.65**	37,692.60
	Inter Corporate deposits	**(2,398.45)**	(6,364.63)
	Dividend income	**20.96**	64.82
	Interest income	**916.64**	466.84
	Net Cash used in Investing Activities	**(7,693.14)**	(2,426.54)
C.	**Cash Flow from Financing Activities :**		
	Proceeds of share capital from minority shareholders (including application money)	**19.15**	19.44
	Buy back of equity shares (including buy back expenses)	**-**	(236.64)
	Proceeds from long term borrowings	**6,044.55**	4,380.15
	Repayment of long Term borrowings	**(1,383.70)**	(2,680.55)
	Proceeds (net) from short term borrowings	**1,466.88**	4,738.65
	Proceeds from Grants / Capital contribution	**176.27**	233.15
	Loss on derivative instruments (net)	**21.40**	(108.63)
	Interest and finance charges	**(1,955.98)**	(1,544.32)
	Dividends paid on equity shares including tax	**(225.46)**	(221.14)
	Net Cash generated from Financing Activities	**4,163.11**	4,580.11
D.	**Effect of exchange difference on translation of foreign currency cash and cash equivalent**	**(8.67)**	11.50
	Net Increase / (Decrease) in cash and cash equivalents (A+B+C+D)	**(895.75)**	787.21
	Cash and cash equivalents as at the commencement of the year	**851.68**	424.69
	Add: Adjustment on acquisitions / disposals of subsidiaries (net)	**(13.83)**	-
	Add: Share in Joint Ventures	**457.24**	97.02
		1,295.09	521.71
	Cash and cash equivalents as at the end of the year *	**296.90**	851.68
	Add: Share in Joint Ventures	**102.44**	457.24
		399.34	1,308.92
	Net Increase / (Decrease) as disclosed above	**(895.75)**	787.21

* Including balances in unpaid dividend accounts ₹ 8.23 Crore (₹ 8.73 Crore), and fixed deposits of ₹ 0.68 Crore (₹ 50.30 Crore) held as security deposits with banks / authorities as at March 31, 2013.

Previous year figures have been regrouped / reclassified / rearranged wherever necessary to make them comparable to those for the current year.

As per our attached Report of even date

For Haribhakti & Co.	For Pathak H. D. & Associates
Chartered Accountants	Chartered Accountants
Firm Registration No. 103523W	Firm Registration No. 107783W
Rakesh Rathi	**Vishal D. Shah**
Partner	Partner
Membership No. 45228	Membership No. 119303
Date : May 14, 2013	
Place : Mumbai	

For and on behalf of the Board

Anil D Ambani	Chairman
S Seth	Vice Chairman
R R Rai	Directors
S S Kohli	Directors
Dr V K Chaturvedi	Directors
K Ravikumar	Directors
Ramesh Shenoy	Company Secretary and Manager
Date : May 14, 2013	
Place : Mumbai	

Notes annexed to and forming part of the Consolidated Financial Statements

1. Significant Accounting Policies:

(a) Basis of preparation of financial statements:

The consolidated financial statements are prepared on an accrual basis of accounting and in accordance with the generally accepted accounting principles in India (Indian GAAP), the relevant provisions of the Companies Act, 1956 (the Act) and comply in material aspects with the Accounting Standards notified under Section 211 (3C) of the Act, read with Companies (Accounting Standards) Rules, 2006 (as amended). Assets and liabilities created under applicable electricity laws continue to be depicted under appropriate heads. In case of BSES Rajdhani Power Limited (BRPL) and BSES Yamuna Power Limited (BYPL) provisions of the Delhi Electricity Reform (Transfer Scheme) Rules, 2001 (hereinafter referred to as 'Transfer Scheme') and other relevant documents / agreements have also been taken into account while preparing the consolidated financial statements.

(b) Financial Statements - Presentation and Disclosures:

Financial Statements have been prepared in accordance with the requirements of the information and disclosures mandated by Revised Schedule VI, applicable Accounting Standards, other applicable pronouncements and regulations.

(c) Use of Estimates:

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities and disclosures of contingent liabilities as on date of the financial statements and reported amount of revenue and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods. Difference between the actual results and estimates is recognised in the period in which the results are known/ materialised.

(d) Basis of Consolidation:

The consolidated financial statements relate to Reliance Infrastructure Limited (the Parent Company), its subsidiary companies, joint ventures and associates.

(i) Principles of Consolidation:

The consolidated financial statements have been prepared in accordance with Accounting Standard 21 (AS-21) - "Consolidated Financial Statements", Accounting Standard 23 (AS-23) - "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard 27 (AS-27) - "Financial Reporting of Interests in Joint Ventures" as prescribed under the Companies (Accounting Standards) Rules, 2006. The consolidated financial statements have been prepared on the following basis.

(a) The financial statements of the Parent Company and its subsidiary companies (together the "Group") have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions and resulting unrealised profits or losses.

(b) The consolidated financial statements include the interests of the Parent Company in joint ventures, which have been accounted for using the proportionate consolidation method of accounting and report the Parent Company's share of assets, liabilities, income and expenses of jointly controlled entities as a separate item after fully eliminating unrealised profits or losses on intra-group transactions.

(c) In case of Toll Roads business the Build, Operate & Transfer (BOT) contracts are governed by service concession agreements with government authorities (grantor). Under these agreements, the group companies (operators) don't own the roads, but get "toll collection rights" against the construction services rendered. Since the construction cost incurred by the operators is considered as exchange with the grantor against "toll collection rights", profit from such contracts is considered as realized. Accordingly, BOT contracts awarded to operators, where work is subcontracted to Parent Company, the intra group transactions on BOT contracts and the profits arising thereon are considered as realised and hence not eliminated.

(d) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Parent Company's separate financial statements. However, appropriate adjustments have been made in the financial statements of the subsidiaries / joint ventures / associates with respect to different accounting policies for like transaction and events in similar circumstances for the purpose of preparation of consolidated financial statements.

(e) Investments in associates have been accounted for under AS-23 using Equity Method whereby the investment is initially recorded at cost and adjusted thereafter for post acquisition changes in the Group's share of net assets.

On occasion, an associate company accounted for by the equity method may issue its shares to third parties as either a public offering or private placement at per share amounts in excess of or less than Parent Company's average per share carrying value. With respect to such transactions, the resulting gains / losses arising from the dilution of interest in the shareholding of the Parent Company are recorded as Capital Reserve / Goodwill. On occasion of sale of shares held in associates, proportionate Capital Reserve / Goodwill representing realised gains/ losses are recognised in Consolidated Statement of Profit and Loss.

(f) The excess of cost to the Parent Company of its investment in the subsidiary / joint venture over the Parent Company's portion of equity of the subsidiary / joint venture is recognised in the financial statements as Goodwill. This Goodwill is tested for impairment at the end of the financial year. The excess of Parent Company's portion of equity over the cost of investment as at the date of its investment is treated as Capital Reserve.

(g) The financial statements of the subsidiaries / joint ventures / associates used in consolidation are drawn upto the same reporting date as that of the Parent Company i.e. year ended March 31, 2013.

(h) Minority's share of net profit or loss, for the year, of consolidated subsidiaries is identified and adjusted against the income of the Group in order to arrive at the net income attributable to the equity shareholders of the Parent Company.

(i) Minority's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet as a separate item from liabilities and the shareholders' funds.

(ii) Subsidiary and joint venture companies considered in the consolidated financial statements:

Name of Company	**Proportion (%) of shareholding as on March 31, 2013**	Proportion (%) of shareholding as on March 31, 2012
Subsidiary Companies:		
BSES Kerala Power Limited (BKPL)	**100**	100
Reliance Power Transmission Limited (RPTL)	**100**	100
Mumbai Metro One Private Limited (MMOPL)	**69**	69
Noida Global SEZ Private Limited (NGSPL) upto March 30, 2013	**-**	99.93
Delhi Airport Metro Express Private Limited (DAMEPL) (became associate w.e.f. April 1, 2012)	**-**	95
Reliance Energy Trading Limited (RETL)	**100**	100
Parbati Koldam Transmission Company Limited (PKTCL)	**74**	74
DS Toll Road Limited (DSTL)	**100**	100
NK Toll Road Limited (NKTL)	**100**	100
SU Toll Road Private Limited (SUTL)	**100**	100
TD Toll Road Private Limited (TDTL)	**100**	100
TK Toll Road Private Limited (TKTL)	**100**	100
GF Toll Road Private Limited (GFTL)	**100**	100
KM Toll Road Private Limited (KMTL)	**100**	100
PS Toll Road Private Limited (PSTL)	**74**	74
HK Toll Road Private Limited (HKTL)	**100**	100
DA Toll Road Private Limited (DATL)	**100**	100
CBD Tower Private Limited (CBDTPL)	**89**	89
Tulip Realtech Private Limited (TRPL)	**100**	100
Reliance Cement Company Private Limited (RCPL)	**100**	100
Utility Infrastructure and Works Private Limited (UIWPL)	**100**	100
Reliance Sealink One Private Limited (RSOPL)	**90**	90
Reliance Airport Developers Private Limited (RADPL)	**100**	100
Reliance Infrastructure Engineers Private Limited (RIEPL)*	**100**	100
Reliance Bhavnagar Power Private Limited (RBPPL) w.e.f. August 10, 2012*	**100**	-
Reliance Jamnagar Power Private Limited (RJPPL) w.e.f. August 10, 2012*	**100**	-
Reliance Cement and Infra Private Limited (RCIPL) (was step-down subsidiary till March 29, 2013)	**100**	-

Name of Company	Proportion (%) of shareholding as on March 31, 2013	Proportion (%) of shareholding as on March 31, 2012
Step-down Subsidiaries:		
Western Region Transmission (Maharashtra) Private Limited (WRTM)	**100**	100
Western Region Transmission (Gujarat) Private Limited (WRTG)	**100**	100
North Karanpura Transmission Company Limited (NKTCL)	**100**	100
Talcher II Transmission Company Limited (TTCL)	**100**	100
Latur Airport Private Limited (LAPL)	**100**	100
Baramati Airport Private Limited (BAPL)	**100**	100
Nanded Airport Private Limited (NAPL)	**100**	100
Yavatmal Airport Private Limited (YAPL)	**100**	100
Osmanabad Airport Private Limited (OAPL)	**100**	100
Reliance Cement Corporation Private Limited (RCCPL)	**100**	100
Reliance Cement Works Private Limited (RCWPL)	**100**	100
Reliance Concrete Private Limited (RConPL)	**100**	100
Reliance Cement and Infra Private Limited (RCIPL) (became direct subsidiary w.e.f. March 30, 2013)	**-**	100
Joint Venture Companies:		
BSES Rajdhani Power Limited (BRPL)	**49**	49
BSES Yamuna Power Limited (BYPL)	**49**	49
Tamil Nadu Industries Captive Power Company Limited (TICAPCO)	**33.70**	33.70
Utility Powertech Limited (UPL)	**19.80**	19.80

* Subsidiaries have been merged with the Parent Company w.e.f. appointed date February 1, 2013 (Refer Note 32 (a))

Note: All Companies are incorporated in India

(iii) Investments in Associates:

Name of Company	Proportion (%) of shareholding as on March 31, 2013	Proportion (%) of shareholding as on March 31, 2012
Reliance Power Limited (RePL)	**36.52**	38.41
Urthing Sobla Hydro Power Private Limited (USHPPL)	**20**	20
Delhi Airport Metro Express Private Limited (DAMEPL) (was subsidiary till March 31, 2012)	**30**	-
Mumbai Metro Transport Private Limited (MMTPL)	**48**	48
JR Toll Road Private Limited (JRTL)	**48**	48
Metro One Operation Private Limited (MOOPL)	**30**	30

Note: All Companies are incorporated in India

(iv) Break-up of Investments in Associates: **₹ Crore**

Particulars	RePL	DAMEPL	MMTPL	USHPPL	JRTL	MOOPL
Number of Equity Shares	1,02,44,48,193	3,000	24,000	2,000	5,138	3,000
Percentage holding	36.52%	30%	48%	20%	48%	30%
Cost of Investment	1,635.31	(i)	0.02	(vi)	(viii)	(x)
Including Goodwill / (Capital Reserve)	0.04	-	-	-	-	-
Capital Reserve on dilution of stake/ adjustments on carrying cost of investments	3,724.12	-	-	-	31.28	-
Share in accumulated profits/ (losses) -						
As at April 1, 2012 (net of dividend received / eliminations)	525.64	-	(iii)	(vii)	(ix)	0.21
Less: Adjustment on shares sold during the year	39.22	-	-	-	-	-
Add: Share of profits/ (losses) for the year	378.35	(ii)	(iv)	-	-	0.10
As at March 31, 2013	864.81	(ii)	(v)	(vii)	(ix)	0.31
Carrying Cost	6,224.24	-	0.02	-	31.28	0.31

(i) ₹ 30,000 ; (ii) ₹ (30,000) Refer Note 36 ; (iii) ₹ (10,896) ; (iv) ₹ (1,802) ; (v) ₹ (12,698) ; (vi) ₹ 20,000 ; (vii) ₹ (20,000) ; (viii) ₹ 51,380 ; (ix) ₹ (51,380) ; (x) ₹ 30,000

(v) Effect of Acquisition / Disposal of Subsidiaries during the year:

₹ Crore

Name of Company	Acquired / Disposal	Goodwill / (Capital Reserve) on Consolidation	Effect on Group Profit / (Loss) after Minority Interest	Net Effect on Group Net Assets as at March 31, 2013
RJPPL	Acquired	-	(i)	-
RBPPL	Acquired	-	(ii)	-
NGSPL (Refer Note 33)	Disposal	-	(66.99)	(67.00)
DAMEPL (Refer Note 36)	Disposal	-	-	-

(i) ₹ 12,760; (ii) ₹ 53,304;

(e) Revenue Recognition:

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Further specific criteria for revenue recognition are followed for different businesses as under.

(i) Electricity Business:

Revenue from sale of electricity is accounted on the basis of billing to consumers based on billing cycles followed by the Group which is inclusive of fuel adjustment charges (FAC) and unbilled revenue accrued upto the end of accounting year. Generally all consumers are billed on the basis of recording of consumption of electricity by installed meters. Where meters have stopped or are faulty, the billing is done based on the past consumption for such period.

The Parent Company, BRPL and BYPL determine revenue gaps (i.e. surplus / shortfall in actual returns over returns entitled) in respect of their regulated operations based on the principles laid down under the relevant tariff regulations / tariff orders notified by the respective state electricity regulators and the actual or expected actions of the regulators under the applicable regulatory framework. Appropriate adjustments in respect of such revenue gaps are made in the revenue of the respective years for the amounts which are reasonably determinable and no significant uncertainty exists in such determination. These adjustments representing revenue gaps are carried forward as regulatory assets / regulatory liabilities and are classified as Current/ Non Current Assets / Liabilities, as the case may be, which would be recovered / refunded through future billing based on future tariff determination by the regulators in accordance with the respective electricity regulations.

In case of BKPL, revenue from sale of electricity is accounted for on the basis of billing to bulk customer as provided in the Power Purchase Agreement (PPA).

In case of RETL, revenue from sale of electricity and margin on power banking transactions is accounted for based on rates agreed with the customers on delivery of power. Compensation for deviation of electricity is accounted as sales and purchase of electricity, as the case may be, on its occurrence. The margin earned on sale or purchase of electricity through energy exchange is recognised on the date of transaction with the exchange.

In case of Transmission business, revenue is accounted on the basis of periodic billing to consumers / state transmission utility.

(ii) EPC and Contracts Business:

In respect of construction contracts, revenue is recognised as per "percentage of completion method" based on the stage of completion of a contract upto the reporting date.

The stage of completion of a contract is determined as a proportion that the progress billings raised, on the basis of joint measurement and works certified by the customers, up to the reporting date as per the terms of the contract bear to the total value of such contract.

Revenue from construction contracts is recognised by adding the aggregate costs incurred on the contract till reporting period and proportionate profit using "percentage of completion method". Profit proportionate to the value of work done upto reporting date is determined as a percentage of profit estimated to arise on completion of the entire contract, after deduction of contingency.

Profit is recognised only when the outcome of the contract can be estimated reliably. When the construction contract is expected to result in a loss on completion of the entire contract, the entire loss is recognized as an expense immediately in the same reporting period.

Contract in progress is valued at cost plus recognised profits (less recognised losses) upto the reporting date.

In respect of operation and maintenance contracts, revenue proportionate to the value of work done or the period elapsed as the case may be, is recognised.

(iii) Infrastructure Business:

In respect of Toll Roads, toll revenue from operations of the facility is accounted on receipt basis.

In respect of Airports, revenue is recognised on accrual basis when services are rendered and is net of service tax.

In respect of Metro Rail Transit System, revenue from fare collection is recognized on the basis of use of tokens, money value of actual usage in case of smart cards and other direct fare collection.

(iv) Others:

Insurance and other claims are recognised as revenue on certainty of receipt on prudent basis.

Income on investment is recognised based on the terms of the investment. Income from mutual fund scheme having fixed maturity plans is accounted on declaration of dividend or on maturity of such investments. Interest income is recognised on a time proportion basis after taking into account the principal amount outstanding and the rate applicable. Dividend on investment is recognized when the right to receive the payment is established.

(f) Foreign Currency Transactions:

(i) Transactions denominated in foreign currencies are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Foreign currency monetary items (assets and liabilities) are restated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of the transaction. Gains and losses, if any, at the end of the year in respect of monetary assets and monetary liabilities are recognised in the Consolidated Statement of Profit and Loss except in case of gains or losses arising on long term foreign currency monetary items, the accounting treatment is as under.

In accordance with the notification (GSR No.914(E) dated December 29, 2011) issued by the Ministry of Corporate Affairs, Government of India, in respect of accounting year commencing on or after April 1, 2011, the Group has exercised the option and foreign exchange gain / losses on long term foreign currency monetary items relating to the acquisition of depreciable assets are added to or deducted from the cost of such assets and in other cases, such gains or losses are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" to be amortised over the remaining life of the concerned monetary item.

(iii) In respect of integral foreign operations of the Group, fixed assets are translated at the rate on the date of acquisition, monetary assets and monetary liabilities are translated at the rate on the date of the Balance Sheet and income and expenditure are translated at the average of month-end rates during the year.

(iv) In respect of derivative transactions, gains / losses are recognised in the Consolidated Statement of Profit and Loss on settlement. On a reporting date, open derivative contracts are revalued at fair values and resulting losses on an overall basis (including reversal of losses for earlier periods), if any, are recognised in the Consolidated Statement of Profit and Loss. Net gain, if any, is ignored.

(g) Fixed Assets:

1) Tangible Assets:

Cost comprises cost of acquisition or construction of assets (excluding revalued assets) including borrowing costs attributable to bringing the assets to their intended use.

2) Intangible Assets:

(i) Toll collection rights, recognised as intangible assets, represent commercial rights in relation to toll roads to collect toll fee and have been accounted at the cost incurred on the project activity towards reconstruction, strengthening, widening and rehabilitation of the toll roads on build operate and transfer basis (BOT) including project related expenditure as mentioned in Note (1)(g)(3) below and obligations towards negative grant payable to regulatory authorities, if any.

(ii) Airport Concessionaire Rights, recognised as intangible assets, represent amounts in the nature of upfront fee and other costs paid to various regulatory authorities pursuant to the terms and conditions of the contracts.

(iii) Metro Rail Concessionaire Rights, recognised as intangible assets, represent rights in relation to operation and maintenance of metro rail lines and have been accounted based on the date of completion of construction for the completed portion of the project at the cost incurred on the project activity towards construction, design, installation and commissioning of the metro rail lines including project related expenditure as mentioned in Note (1)(g)(3) below. Cost incurred on the project which is incomplete as on balance sheet date has been shown as Intangible Assets under Development.

(iv) Other Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation / depletion.

3) Capital Work-in progress (CWIP) and Intangible Assets under Development:

All project related expenditure viz. civil works, machinery under erection, construction and erection materials, pre-operative expenditure incidental / attributable to the construction of projects, borrowing cost incurred prior to the date of commercial operations and trial run expenditure are shown under CWIP and Intangible Assets under Development. These expenses are net of recoveries and income (net of tax) from surplus funds arising out of project specific borrowings.

(h) Depreciation / Amortisation:

(i) Tangible Assets:

Electricity Business –

Fixed assets relating to license business and other electricity business are depreciated under the straight line method as per the rates and in the manner prescribed as per the Electricity Regulations or as per the rates and in the manner specifically approved by Central Government. However, where management estimate of useful life of assets is shorter than those prescribed above, fixed assets are depreciated at the rates derived there from. The depreciation for the year has been disclosed after reducing the proportion of the amount of depreciation provided on assets created against the contributions received from consumers. Depreciation on revalued assets is charged over the balance residual life of the assets considering the life prescribed as per the Electricity Regulations.

EPC and Contracts Business –

Fixed assets of EPC and Contracts business have been depreciated under the reducing balance method at the rates and in the manner prescribed in Schedule XIV to the Act.

Other Activities –

Fixed assets of other activities have been depreciated under the straight line method at the rates and in the manner prescribed in Schedule XIV to the Act.

(ii) Intangible Assets:

Goodwill arising on consolidation is not amortised but tested for impairment.

Toll Collection Rights are amortised over the concession period on the basis of projected toll revenue which reflects the pattern in which the assets' economic benefits are consumed. The projected total toll revenue is based on the independent traffic volume projections. Amortisation is revised in case of any material change in the expected pattern of economic benefits.

In case of Airports, amounts in the nature of upfront fee and other costs paid to various regulatory authorities, are amortised on a straight line method over the period of the license.

Metro Rail Concessionaire Rights are amortised over the concession period on the basis of projected revenue which reflects the pattern in which the assets' economic benefits are consumed. The projected total revenue is based on the independent traffic volume projections. Amortisation is revised in case of any material change in the expected pattern of economic benefits.

The container trains license fee is amortised over 20 years being the life of the license.

Intangible assets representing toll collection rights, airport concessionaire rights, metro rail concessionaire rights and container trains license fee are amortised over the concession period ranging from 17-30 years, 95 years, 27 years and 20 years respectively, which are beyond the maximum period of 10 years as specified in the Accounting Standard 26 - (AS-26) "Intangible Assets", as the economic benefits from the underlying assets would be available to the Group over such period as per the respective concessionaire agreements.

Softwares pertaining to the electricity business are amortized as per the rates and in the manner prescribed as per the electricity regulations. Other softwares are amortised over a period of 3 years.

(i) Investments:

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. On initial recognition, all investments are recognised at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Consolidated Statement of Profit and Loss.

(j) Inventories:

Inventories are stated at lower of cost and net realisable value. "Cost" of finished goods includes material, cost of conversion and other costs. "Cost" is determined on FIFO basis in case of raw material and finished goods and weighted average basis in case of fuel, stores and spares. Unserviceable / damaged stores and spares are identified and written down based on technical evaluation.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(k) Allocation of Indirect Expenses:

(i) Electricity Business:
The allocation to capital and revenue is done consistently on the basis of a technical evaluation.

(ii) EPC and Contracts Business:
Common overheads are absorbed by various jobs in proportion to the prime cost of each job.

(l) Employee Benefits:

Contribution to defined contribution schemes such as provident fund, superannuation funds etc. are charged to the Consolidated Statement of Profit and Loss / Capital Work-in-Progress/ Intangible Assets under development, as applicable. The Group also provides for retirement benefits in the form of gratuity and leave encashment. Such defined benefits are charged to the Consolidated Statement of Profit and Loss / Capital Work-in-Progress/ Intangible Assets under development, as applicable, based on actuarial valuations, as at the Balance Sheet date, made by independent actuaries. Actuarial Gain and loss is recognised in the Consolidated Statement of Profit and Loss / Capital Work-in-progress/ Intangible Assets under development, as may be applicable. However in case of employees of erstwhile Delhi Vidyut Board (DVB)(presently employees of BRPL and BYPL) in accordance with the stipulation made by the Government of National Capital Territory of Delhi (GoNCTD), in its notification dated January 16, 2001 the contributions on account of the general provident fund, pension, gratuity and earned leave as per the Financial Rules and Service Rules applicable in respect of the employees of the erstwhile DVB, is accounted for on due basis and are paid to the Delhi Vidyut Board – Employees Terminal Benefit Fund 2002 (DVB ETBF 2002). Further the retirement benefits are guaranteed by GoNCTD. All such payments made to the DVB ETBF 2002 are charged off to the Consolidated Statement of Profit and Loss.

(m) Borrowing Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur.

(n) Accounting for Taxes on Income:

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future. However, in respect of unabsorbed depreciation or carry forward loss, the deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the assets will be realised in future.

(o) Provisions:

Provisions are recognised when the Group has a present obligation, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

(p) Contingent Liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is probable that an outflow of resources will not be required to settle the obligation. However, if the possibility of outflow of resources, arising out of present obligation, is remote, it is not even disclosed as contingent liability. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in notes to the consolidated financial statements. Contingent assets are neither recognized nor disclosed in the consolidated financial statements.

(q) Impairment of Assets:

The Group assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the assets. If the carrying amount of fixed assets / cash generating unit exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

(r) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise of cash on hand and demand deposits with banks.

(s) Accounting for Oil and Gas Activity:

The Group follows "Successful Efforts Method" for accounting of oil and gas exploration activities as set out by the guidance note issued by the Institute of Chartered Accountants of India on 'Accounting for Oil and Gas Producing Activities'. The cost of survey and prospecting activities conducted in search of oil and gas are expensed out in the year in which the same are incurred.

(t) Grants / Capital Contribution:

Grants / Capital contribution received from government authorities as promoter's contribution towards meeting the capital cost of the project are treated as capital reserve, in compliance with Accounting Standard -12 (AS-12) - "Accounting for Government Grants". Grant from government authorities which are not in the nature of promoters' contribution are credited to Reserves and Surplus and are gradually recognised in the Consolidated Statement of Profit and Loss in the same proportion as the depreciation written off on the assets purchased out of the grants. Grants / capital contributions are recognised in the financial statements when there is a reasonable assurance that the underlying conditions have been complied and grants will be received.

Grants towards operation and maintenance of toll roads, are treated as revenue grants and are recognized in the Consolidated Statement of Profit and Loss from the date the same are due on time proportion basis

(u) All assets and liabilities have been classified as current or non-current as per respective company's normal operating cycle and other criteria set out in the Revised Schedule VI to the Act.

2. Share Capital: **₹ Crore**

			As at March 31,2013	As at March 31,2012
Authorised-				
	45,00,60,000	(35,00,00,000) Equity Shares of ₹ 10 each (Refer Note 32 (a))	**450.06**	350.00
	80,00,000	(80,00,000) Equity Shares of ₹ 10 each with differential rights	**8.00**	8.00
	155,00,00,000	(155,00,00,000) Redeemable Preference Shares of ₹ 10 each	**1,550.00**	1,550.00
	4,20,00,000	(4,20,00,000) Unclassified Shares of ₹ 10 each	**42.00**	42.00
			2,050.06	1,950.00
Issued-				
	26,53,92,065	(26,98,22,327) Equity Shares of ₹ 10 each	**265.40**	269.83
Less:	Nil	(44,30,262) Shares bought back	**-**	4.43
			265.40	265.40
Subscribed and fully paid-up-				
	26,29,90,000	(26,74,20,262) Equity Shares of ₹ 10 each fully paid up	**262.99**	267.42
Less:	Nil	(44,30,262) Shares bought back	**-**	4.43
			262.99	262.99
Add:	3,54,479	(3,54,479) Forfeited Shares- amounts originally paid up	**0.04**	0.04
			263.03	263.03

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year:

	As at March 31, 2013		As at March 31, 2012	
Equity Shares -	**No. of Shares**	**₹ Crore**	No. of Shares	₹ Crore
At the beginning of the year	**26,29,90,000**	**262.99**	26,74,20,262	267.42
Bought back during the year	**-**	**-**	44,30,262	4.43
Outstanding at the end of the year	**26,29,90,000**	**262.99**	26,29,90,000	262.99

(b) Details of shareholders holding more than 5% of total equity shares of the Parent Company:

Name of the Shareholders	**As at March 31, 2013**		As at March 31, 2012	
	No. of Shares	**% held**	No. of Shares	% held
AAA Project Ventures Private Limited	**10,61,48,937**	**40.36**	12,56,48,937	47.78
Life Insurance Corporation of India	**2,20,42,411**	**8.38**	2,20,42,411	8.38
Reliance Big Private Limited	**1,95,00,000**	**7.42**	-	-

(c) Terms / Rights attached to equity shares:

Voting-

The Parent Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

Dividends-

Respective companies declare and pay dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended March 31, 2013, the amount of per share dividend recognised as distributions to equity shareholders was ₹ 7.40 (₹ 7.30)

Liquidation-

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

(d) Buy-back of Equity Shares:

Aggregate number of shares bought back during the period of five years immediately preceding the reporting date – 1,56,90,262 (1,56,90,262)

3. Reserves and Surplus:

₹ Crore

	As at March 31, 2013	As at March 31, 2012
(a) Capital Reserves -		
1) Capital Reserve-		
Balance as per last Balance Sheet	**2,022.91**	800.91
Add : Transfer on Scheme of Arrangement (Refer Note 32 (a))	**1,140.37**	1,222.00
	3,163.28	2,022.91
2) Service Line Contributions-		
Balance as per last Balance Sheet	**146.04**	131.27
Add : Contributions / refunds (net) during the year	**16.92**	16.93
Less: Transfer to Consolidated Statement of Profit and Loss (net)	**10.03**	2.16
	152.93	146.04
3) Capital Reserve on Consolidation -		
Balance as per last Balance Sheet	**3,964.92**	4,023.46
Less : Adjustment in carrying cost of associates (net)	**161.58**	58.51
Less : Adjustment on Scheme of Arrangement	**-**	0.03
	3,803.34	3,964.92
4) Sale proceeds of fractional Equity Shares Certificates and dividends thereon @ [₹ 37,953 (₹ 37,953)]	**@**	@
5) Grants / Capital Contribution-		
Balance as per last Balance Sheet	**879.07**	645.88
Add : Received during the year	**176.27**	233.19
	1,055.34	879.07
	8,174.89	7,012.94
(b) Capital Redemption Reserve -		
Balance as per last Balance Sheet	**130.03**	125.60
Add : Transferred from General Reserve	**-**	4.43
	130.03	130.03
(c) Securities Premium Account -		
Balance as per last Balance Sheet	**8,825.09**	9,055.54
Less: Premium on Equity Shares bought back	**-**	230.45
	8,825.09	8,825.09
(d) Debenture Redemption Reserve -		
Balance as per last Balance Sheet	**205.13**	156.37
Add: Transfer from Surplus as per Consolidated Statement of Profit and Loss	**131.89**	48.76
	337.02	205.13
(e) Revaluation Reserve -		
Balance as per last Balance Sheet	**504.50**	481.88
Add : Revaluation during the year (Refer Note 31)	**495.69**	-
Less: Transferred to Consolidated Statement of Profit and Loss	**51.79**	29.71
Less: Reversal on disposal of asset	**8.78**	-
Add : Revalued portion of depreciation written back	**-**	52.33
	939.62	504.50

		As at March 31, 2013	₹ Crore As at March 31, 2012
	Reserves and Surplus (Continued)		
(f)	**Other Reserves –**		
	(1) Statutory Reserves –		
	(Under the Repealed Electricity (Supply Act), 1948 and Tariff Regulations)		
	(a) Contingencies Reserve Fund –		
	Balance as per last Balance Sheet	**161.88**	150.75
	Add: Transfer from Surplus as per Consolidated Statement of Profit and Loss	**12.48**	11.13
		174.36	161.88
	(b) Development Reserve Account No.1 (Represents Development Rebate Reserve admissible under the Income-tax Act)	**1.69**	1.69
	(c) Development Reserve Account No.2 (Represents Development Rebate Reserve admissible under the Income-tax Act)	**18.97**	18.97
	(d) Debt Redemption Reserve	**2.30**	2.30
	(e) Rural Electrification Scheme Reserve	**0.11**	0.11
	(f) Reserve to augment production facilities	**0.04**	0.04
	(g) Reserve for Power Project	**100.00**	100.00
	(h) Development Reserve Account No. 3	**140.88**	140.88
		438.35	425.87
	(2) Conversion Reserves-	**-**	563.45
	Less: Transfer to General Reserve	**-**	563.45
		-	-
	(3) General Reserve –		
	Balance as per last Balance Sheet	**5,408.75**	5,270.12
	Add: Adjustment on Scheme of Arrangement	**-**	0.03
	Add: Transferred from Surplus as per Consolidated Statement of Profit and Loss	**1,600.00**	1,500.00
	Add: Transfer from Conversion Reserve	**-**	563.45
		7,008.75	7,333.60
	Less: Transfer to Capital Redemption Reserve	**-**	4.43
	Less: Transfer to Provision for Extraordinary and Exceptional items (Refer Note 33)	**692.53**	879.11
	Less: Transferred on Scheme of Amalgamation (Refer Note 32 (a))	**1,147.32**	1,041.31
		5,168.90	5,408.75
		5,607.25	5,834.62
(g)	**Foreign Currency Monetary Item Translation Difference Account (Refer Note 34) –**		
	Balance as per last Balance Sheet	**109.55**	-
	Add: Addition during the year	**61.38**	127.65
	Less: Amortisation during the year	**14.71**	18.10
		156.22	109.55
(h)	**Surplus as per Consolidated Statement of Profit and Loss –**		
	Balance as per last Balance Sheet	**732.03**	1,252.34
	Add : Profit for the year	**2,219.39**	1,441.84
	Add : Dividend including tax on dividend written back for previous year on account of buy-back of shares	**-**	1.55
	Less : Transferred on Scheme of Amalgamation (Refer Note 32 (a))	**(3.50)**	180.69
	Less : Transferred to General Reserve	**1,600.00**	1,500.00
	Less : Proposed Dividend	**194.61**	191.98
	Less : Tax on Dividend	**33.07**	31.14
	Less : Transferred to Contingency Reserve	**12.48**	11.13
	Less : Transferred to Debenture Redemption Reserve	**131.89**	48.76
	Net Surplus as per Consolidated Statement of Profit and Loss	**982.87**	732.03
(i)	**Share in Joint Ventures**	**704.99**	627.29
		25,857.98	23,981.18

4. Long Term Borrowings:

	As at March 31, 2013		As at March 31, 2012	
₹ Crore	**Non Current**	**Current***	Non Current	Current*
Secured-				
Non Convertible Debentures (NCD) (redeemable at par)	**1,975.00**	**500.00**	2,475.00	-
Convertible Debentures	**159.09**	**-**	159.13	-
External Commercial Borrowings in foreign currency	**503.22**	**30.80**	354.58	19.51
Term Loans from banks	**5,531.17**	**351.55**	4,521.86	145.59
Foreign Currency Loans from banks	**-**	**-**	263.66	1.82
Term Loans from financial institutions	**1,621.93**	**16.90**	450.96	5.70
Foreign Currency Loans from financial institutions	**-**	**-**	274.86	0.69
Buyers' Credit from banks in foreign currency	**-**	**-**	389.50	-
Share in Joint Ventures	**1,895.76**	**671.57**	1,595.10	839.32
	11,686.17	**1,570.82**	10,484.65	1,012.63
Unsecured-				
Non Convertible Debentures (NCD) (redeemable at par)	**-**	**300.00**	300.00	-
External Commercial Borrowings in foreign currency	**949.54**	**-**	763.12	-
Buyers' Credit from banks in foreign currency	**-**	**162.75**	152.53	-
	949.54	**462.75**	1,215.65	-
	12,635.71	**2,033.57**	11,700.30	1,012.63

* Current maturities of long term debt disclosed under Other Current Liabilities (Refer Note 10)

(i) Security:

(a) Non Convertible Debentures referred above to the extent of -

- ₹ 625 Crore are secured by way of first charge, ranking pari passu with the charges created in favour of the Parent Company's existing and proposed lenders, on Parent Company's fixed assets, both present and future, located at its plants situated at Goa and Samalkot and specific premises at Hyderabad.
- ₹ 850 Crore are secured by way of first charge, ranking pari passu with the charges created in favour of the Parent Company's existing and proposed Lenders on Parent Company's certain fixed assets, both present and future, located at its plant situated at Dahanu and on Parent Company's specific premises in Mumbai.
- ₹ 1,000 Crore are secured by way of first pari passu charge on specific land and buildings and certain fixed assets of Mumbai Distribution Business of the Parent Company.

(b) Convertible debentures -

CBDTPL had entered into a Debenture Subscription Agreement dated May 28, 2008 with Andhra Pradesh Industrial Infrastructure Corporation Limited (APIIC) for the issue of 12% fully convertible debentures of ₹ 10 each aggregating to ₹ 179.99 Crore (outstanding ₹ 159.09 Crore as at March 31, 2013) for a consideration other than cash, secured against a first charge created on the land till the date of execution of the financing documents and thereafter APIIC will cede the first charge in favour of the lenders and shall continue to have a second charge till the debentures are fully converted into equity shares of CBDTPL. The debentures shall be convertible into equity shares of CBDTPL to maintain the minority equity holding of APIIC at 11% in CBDTPL till the debentures are fully converted into equity shares. The debentures shall be entitled to a coupon of 12% per annum compounded annually pending the conversion into equity shares. Pursuant to the restructuring of the project (Refer Note 46), the coupon rate for interest on debentures has been reduced to 2% p.a. for the period April 1, 2010 to March 31, 2014.

(c) External Commercial Borrowings in Foreign Currency -

- ₹ 258.40 Crore, in case of WRTG, are secured by first charge on transmission towers, plant and machinery and all other immovable properties forming part of transmission network.
- ₹ 275.62 Crore, in case of MMOPL, are secured by first charge on the immovable / movable properties, machinery and its spares, equipments, tools and accessories, vehicles, all other movable assets and intangible assets both present and future except the Project assets. The same are also secured by way of assignment of book debts, escrow account balances, and revenues of whatsoever nature, both present and future. The same are also secured by negative lien of 51% of its Equity Share Capital.

(d) Term loans & Foreign Currency Loans from Banks & Financial Institutions and Buyer's Credit from Banks –

- ₹ 336 Crore is secured by way of first exclusive pari passu charge on certain fixed assets of Mumbai Distribution business of the Parent Company.
- ₹ 272.73 Crore is secured by way of first exclusive pari passu charge on certain fixed assets of EPC and Contracts business of the Parent Company.

- ₹ 683 Crore is secured by way of first / first exclusive pari passu charge on certain fixed assets of Mumbai Transmission business of the Parent Company.
- ₹ 1,005.25 Crore, in case of Metro Rail Concessionaire Rights, is secured by first charge on the immovable / movable properties, machinery and its spares, equipments, tools and accessories, vehicles and all other movable assets both present and future, save and except the project assets. The same are also secured by way of assignment of book debts, escrow account balances, operating cash flows, commission and revenues of whatsoever nature, both present and future. The same are also secured by negative lien of 51% of MMOPL's equity share capital.
- ₹ 3,106.28 Crore, in case of Toll Collection Rights, is secured by first charge on all immovable properties, movable assets, intangible assets, receivables, book debts, cash and cash equivalents, escrow account balances, present and future, save and except the project assets. The same are also secured by first charge on government approvals, insurance policies, uncalled capital, project documents, guarantees, letter of credit, performance warranties, indemnities and securities given to the project company. The same are also secured by negative lien of 51% of the respective toll companies' equity share capital. In case of PSTL, the same are secured by first pari-passu charge / security interest over all present & future non-current regulatory assets of the Parent Company.
- ₹ 927.53 Crore, in case of Transmission business, is secured by first charge / first pari-passu charge on immovable properties, movable assets and receivables and also secured over trust and retention accounts, other bank accounts together with authorized investment, uncalled capital, intangibles, insurance contracts and insurance proceeds, rights over the project documents, both present and future and pledge of promoter's equity interest representing at least 51% of the project equity capital. In case of PKTCL the same are secured by, first pari-passu charge on guarantees, letter of credits and performance bond indemnities.
- ₹ 1,185.72 Crore, in case of Cement business, is secured by first charge on all immovable assets of the project, both present and future, in such form and manner as may be required by lead banker, second charge on all the current assets, both present and future, negative lien to the extent of 51% of the equity share capital of RCPL and residual charge over immovable assets located at specific project locations.
- ₹ 5.04 Crore, in case of BKPL, is secured by first charge on all immovable properties and movable properties save and except stocks and receivables, both present and future and a floating charge on all receivables and other rights.

(e) Long Term Borrowings, in case of Joint Ventures, are secured by way of first charge on the fixed assets & regulatory assets and residual charge on other receivables of the Joint Venture companies on pari passu basis and pledge of at least 30% shares of the companies in certain specific borrowings.

(ii) Maturity Profile of long term borrowings: ₹ **Crore**

Particulars	**2013-14**	**2014-15**	**2015-16**	**2016-17**	**2017-18**	**2018-19**	**2019-20**	**Beyond 2019-20**
Secured -								
NCDs - 6.35 %	250.00							
6.70 %						125.00		
5.95 %	100.00							
5.60 %	150.00							
11.55 %				283.33	283.33	283.34		
10.50 %						585.00		
10.25 %			16.67	16.67	16.66			
11.15 %			121.00	120.00	124.00			
External Commercial Borrowings in Foreign Currency – (3.76% to 4.15%)	30.80	31.21	51.57	50.49	51.16	153.36	25.65	139.78
Term Loans from Banks	351.55	415.10	630.15	708.86	851.06	590.46	346.86	1,988.68
Term Loans from Financial Institutions	16.90	82.38	81.90	105.05	120.52	135.29	154.82	941.97
Share in Joint Ventures	671.57	552.25	499.78	405.78	301.73	112.33	13.35	10.54
Unsecured -								
NCDs - 11.40 %	300.00							
External Commercial Borrowings in Foreign Currency – (2.19% to 6.63 %)	-	8.69	17.37	831.65	17.37	17.37	17.37	39.72
Buyers' Credit from Banks in Foreign Currency	162.75							

5. Deferred Tax Liabilities (net):

₹ Crore

	As at March 31,2013	As at March 31,2012
Deferred tax liability on account of-		
Depreciation difference (including Share in Joint Ventures ₹ 211.75 Crore (₹ 198.45 Crore))	**1,209.46**	1,004.83
Regulatory Income	**271.89**	82.47
	1,481.35	1,087.30
Deferred tax assets on account of-		
Unabsorbed losses	**37.92**	11.08
Provisions (including Share in Joint Ventures ₹ 0.56 Crore (₹ 0.46 Crore))	**143.18**	165.47
Disallowances under section 40(a) of the Income Tax Act, 1961	**0.68**	0.65
	181.78	177.20
	1,299.57	910.10
Less : Net tax recoverable from future tariff determination (including Share in Joint Ventures ₹ 211.64 Crore (₹ 198.35 Crore)) (Refer Note 29 (b))	**734.34**	459.01
	565.23	451.09

6. Other Long Term Liabilities:

₹ Crore

	As at March 31,2013	As at March 31,2012
Retentions payable	**699.55**	1,370.55
Others -		
Advances from customers	**1,871.74**	3,216.78
Security deposits - from consumers	**263.91**	255.23
- from others	**0.46**	6.32
Interest accrued but not due	**-**	32.50
Other liabilities (Refer Note 43 (a))	**227.00**	227.00
	3,062.66	5,108.38
Share in Joint Ventures	**406.42**	381.21
	3,469.08	5,489.59

7. Long Term Provisions:

₹ Crore

	As at March 31,2013	As at March 31,2012
Provision for employee benefits -		
Provision for leave encashment (Refer Note 37)	**3.61**	3.61
Provision for gratuity (Refer Note 37)	**21.31**	-
Others -		
Provision for disputed matters (Refer Note 42)	**380.00**	380.00
Other provisions	**-**	0.55
	404.92	384.16
Share in Joint Ventures	**13.49**	5.44
	418.41	389.60

8. Short Term Borrowings:

₹ Crore

	As at March 31,2013	As at March 31,2012
Secured –		
Working Capital Loans from banks	**796.79**	150.34
Term Loans from financial institutions	**1.05**	608.00
Buyers' Credit – in foreign currency from banks	**3,684.28**	1,490.06
	4,482.12	2,248.40
Unsecured –		
Term Loans from banks	**306.00**	500.00
Buyers' Credit – in foreign currency from banks	**782.89**	1,304.93
Commercial Paper	**1,200.00**	1,125.00
Inter Corporate Deposits from others	**25.00**	-
	2,313.89	2,929.93
Share in Joint Ventures	**1,182.46**	1,237.76
	7,978.47	6,416.09

Security:

(a) Working Capital Loans are secured by first charge / first pari passu charge on stock, book debts, other current assets and additionally secured by a specific immovable property of the Parent Company.

Out of the above, Working Capital Loan of ₹ 300 Crore, will be secured by way of first pari passu charge on all present and future non-current regulatory assets of the Parent Company and additionally secured by exclusive charge on a specific immovable property of the Parent Company.

(b) Term loans from financial institutions, in case of Toll Collection Rights, are secured by corporate guarantee of the Parent Company and first charge on all immovable properties, movable assets, cash flows, receivables, all intangibles including goodwill and uncalled capital except project assets, present and future. They are also secured by negative lien of 51% of the Equity Share Capital of the project companies.

(c) Buyers' Credit in foreign currency from banks

(i) ₹ 3,624.29 Crore, in case of Parent Company, is secured by way of first pari passu charge on stock, book debts, other current assets and additionally secured by it's specific immovable property.

(ii) ₹ 59.99 Crore, in case of MMOPL, is secured by first charge on the immovable / movable properties, machinery and its spares, equipments, tools and accessories, vehicles and all other movable assets both present and future, save and except the project assets. The same are also secured by way of assignment of book debts, escrow account balances, operating cash flows, commission and revenues of whatsoever nature, both present and future. The same are also secured by negative lien of 51% of its Equity Share Capital.

(d) In case of Joint Ventures, working capital loans are secured by first pari passu charge on stores and spares, second pari passu charge on receivables and second pari passu charge on fixed assets as collateral security. Term Loans are secured against the pledge of 50% shares of the Joint Venture companies out of which, 30% shares have been pledged as at the year end. Short term loans are secured by first pari passu charge on the fixed assets and residual charge on receivables. .

9. Trade Payables:

₹ Crore

	As at March 31,2013	As at March 31,2012
Trade Payables	**3,828.03**	3,862.06
Share in Joint Ventures	**2,984.61**	2,128.58
	6,812.64	5,990.64

Notes annexed to and forming part of the Consolidated Financial Statements

10. Other Current Liabilities:

₹ Crore

	As at March 31,2013	As at March 31,2012
Current maturities of long-term debt (Refer Note 4)	**1,362.00**	173.31
Interest accrued but not due on borrowings	**157.93**	106.04
Unpaid dividends	**8.23**	8.73
Other payables -		
Deposits and advances from customers	**1,450.64**	1,305.72
Due to customers for contract work	**2,412.73**	2,451.24
Creditors for capital expenditure	**953.51**	558.82
Other liabilities (including statutory dues)	**513.80**	503.66
	6,858.84	5,107.52
Share in Joint Ventures	**1,054.61**	1,143.30
	7,913.45	6,250.82

11. Short Term Provisions:

₹ Crore

	As at March 31,2013	As at March 31,2012
Provision for employee benefits -		
Provision for leave encashment (Refer Note 37)	**26.93**	6.86
Provision for Gratuity (Refer Note 37)	**24.49**	-
Others -		
Provision for taxation (net of advance tax paid)	**15.82**	0.92
Proposed final dividend	**194.61**	191.98
Corporate tax on dividend (net)	**33.07**	31.14
Provision for Extraordinary and Exceptional Items (Refer Note 33) -		
Transferred from General Reserve	**692.53**	879.11
Less: Transferred to Consolidated Statement of Profit and Loss	**692.53**	879.11
	-	-
Other provisions	**-**	0.05
	294.92	230.95
Share in Joint Ventures	**55.82**	39.40
	350.74	270.35

12. Fixed Assets:

₹ Crore

Particulars	Gross Block (at cost or valuation)					Depreciation/ Amortisation						Impairment	Net block	
	As at April 1, 2012	Additions during the year *	Acquired / (disposed) through business combinations %	Deductions	**As at March 31, 2013**	As at April 1, 2012	For the year $	Acquired / (disposed) through business combinations %	Adjustment	Deductions	**Up to March 31, 2013**		**As at March 31, 2013**	As at March 31, 2012
(A) Tangible Assets														
Freehold Land	186.55	140.24#	-	-	**326.79**	-	-	-	-	-	**-**	-	**326.79**	186.55
Leasehold Land	27.39	2.53	-	-	**29.92**	4.95	0.30	-	-	-	**5.25**	-	**24.67**	22.44
Buildings	563.54	97.69#	-	0.29	**660.94**	126.06	25.61	-	-	0.06	**151.61**	-	**509.33**	437.48
Plant and Equipment	7,038.81	974.33#	-	67.70	**7,945.44**	3,687.46	322.66	-	-	40.23	**3,969.89**	-	**3,975.55**	3,351.35
Distribution Systems	1,978.71	114.49	-	2.00	**2,091.20**	661.47	89.79	-	-	0.95	**750.31**	-	**1,340.89**	1,317.24
Railway Siding	51.63	-	-	-	**51.63**	43.80	0.81	-	-	-	**44.61**	-	**7.02**	7.83
Furniture and Fixtures	38.98	5.05	(8.31)	-	**35.72**	18.94	2.08	(2.48)	-	-	**18.54**	-	**17.18**	20.04
Vehicles	44.63	8.89	(0.09)	3.56	**49.87**	23.44	3.60	(0.01)	-	1.72	**25.31**	-	**24.56**	21.19
Office Equipment	43.69	3.54	(1.36)	0.07	**45.80**	20.27	2.62	(0.16)	-	0.07	**22.66**	-	**23.14**	23.42
Computers	90.49	18.95	(3.22)	1.56	**104.66**	52.91	7.63	(0.91)	-	1.46	**58.17**	-	**46.49**	37.58
Electrical Installations	36.59	2.33	-	0.13	**38.79**	17.93	1.86	-	-	0.12	**19.67**	-	**19.12**	18.66
Total	10,101.01	1,368.04	(12.98)	75.31	**11,380.76**	4,657.23	456.96	(3.56)	-	44.61	**5,066.02**	-	**6,314.74**	5,443.78
Share in Joint Ventures	3,146.76	180.15	-	28.31	**3,298.60**	1,085.21	132.27	-	-	19.22	**1,198.26**	-	**2,100.34**	2,061.55
Total (A)	13,247.77	1,548.19	(12.98)	103.62	**14,679.36**	5,742.44	589.23	(3.56)	-	63.83	**6,264.28**	-	**8,415.08**	7,505.33
(B) Intangible Assets@														
Goodwill on Consolidation	78.25	-	(3.45) ^	-	**74.80**	-	-	-	-	-	**-**	-	**74.80**	78.25
Computer Software	51.53	6.27	(0.04)	-	**57.76**	30.94	5.15	(0.05)	-	-	**36.04**	-	**21.72**	20.59
Toll Collection Rights	1,310.01	1,496.27	-	-	**2,806.28**	38.34	34.84	-	-	-	**73.18**	-	**2,733.10**	1,271.67
Airport Concessionaire Rights	65.37	-	-	-	**65.37**	1.72	1.59	-	-	-	**3.31**	-	**62.06**	63.65
Container Trains Licence Fee	50.00	-	-	-	**50.00**	7.86	2.50	-	-	-	**10.36**	39.64	**-**	42.14
Metro Rail Concessionaire Rights	2,236.70	**-**	(2,236.70)	-	**-**	2.45	-	(2.45)	-	-	**-**	-	**-**	2,234.25
Total	3,791.86	1,502.54	(2,240.19)	-	**3,054.21**	81.31	44.08	(2.50)	-	-	**122.89**	39.64	**2,891.68**	3,710.55
Share in Joint Ventures	5.44	7.13	-	-	**12.57**	1.16	1.79	-	-	-	**2.95**	-	**9.62**	4.28
Total (B)	3,797.30	1,509.67	(2,240.19)	-	**3,066.78**	82.47	45.87	(2.50)	-	-	**125.84**	39.64	**2,901.30**	3,714.83
Grand Total (A+B)	17,045.07	3,057.86	(2,253.17)	103.62	**17,746.14**	5,824.91	635.10	(6.06)	-	63.83	**6,390.12**	39.64	**11,316.38**	11,220.16
Previous Year	*14,460.60*	*2,673.85*	-	*89.38*	*17,045.07*	*5,714.66*	*447.80*	-	*274.70*	*62.85*	*5,824.91*	-	*11,220.16*	
(C) Capital work in progress (including share in Joint Ventures ₹ 206.07 Crore (₹ 218.89 Crore)) (Refer Note 49)													**4,522.84**	2,732.88
(D) Intangible assets under development (Refer Note 49)													**5,417.87**	4,751.10
Total- (A+B+C+D)													**21,257.09**	18,704.14

* Includes borrowing cost capitalised in building ₹ 1.86 Crore, Plant & Machinery ₹ 48.70 Crore, Toll Collection Rights ₹ 188.16 Crore and Share in Joint Ventures ₹ 6.24 Crore and Exchange rate variations of foreign currency loans capitalised in Plant & Machinery ₹ 3.96 Crore ; @ Other than internally generated ; # Includes additions due to Revaluation (Refer Note 31) ; $ Includes deprecation of ₹ 2.37 Crore (₹ 1.78 Crore) transferred to "Expenditure pending allocation / capitalisation" (Refer Note 49) ; % On divestment of DAMEPL (Refer Note 36) ; ^ On merger of RIEPL (Refer Note 32(a)).

Notes annexed to and forming part of the Consolidated Financial Statements

13. Non-Current Investments:

	No. of units	Face value per unit ₹	**As at March 31, 2013**	As at March 31, 2012
				₹ Crore
Non-Current Investments (Non-trade) -				
(Valued at cost, unless otherwise stated)				
(a) Equity Instruments (fully paid-up, unless otherwise stated)-				
(i) Associate Companies (valued as per equity method) -				
Quoted				
Reliance Power Limited	1,02,44,48,193 (1,07,75,00,000)	10	**6,224.24**	6,162.64
Unquoted				
Urthing Sobla Hydro Power Private Limited	2,000	10	**-**	-
JR Toll Road Private Limited	5,138	10	**31.28**	-
Mumbai Metro Transport Private Limited	24,000	10	**0.02**	0.02
Metro One Operation Private Limited	3,000	10	**0.31**	0.21
Delhi Airport Metro Express Private Limited (Associate relationship during the year)	3,000	10	**-**	-
			6,255.85	6,162.87
(ii) Other Companies – Unquoted -				
Western Electricity Supply Company of Orissa Limited @ (Cost ₹ 2,000)	200	10	**@**	@
North Eastern Electricity Supply Company of Orissa Limited @ (Cost ₹ 2,000)	200	10	**@**	@
Southern Electricity Supply Company of Orissa Limited @ (Cost ₹ 2,000)	200	10	**@**	@
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	4,09,795	10	**0.41**	0.41
Larimar Holdings Limited * (USD 1), @ (Cost ₹ 4,909)	111	*	**@**	@
Reliance Tech Service Private Limited @ (Cost ₹10,000)	1,000	10	**@**	@
Indian Energy Exchange Limited	12,50,000	10	**1.25**	1.25
Reliance Infra Projects International Limited *(USD 1)	10,000	*	**0.04**	0.04
Rampia Coal Mine and Energy Private Limited	2,43,48,016 (1,91,30,584)	1	**2.43**	1.91
			4.13	3.61
			6,259.98	6,166.48
(b) Preference Shares (fully paid-up, unquoted) -				
(i) 8% Cumulative Non-Convertible Redeemable Preference Shares				
Reliance Infra Projects International Limited * (USD 1)	3,60,000	*	**1,954.26**	1,831.50
(ii) 10% Non-Convertible Non-Cumulative Redeemable Preference Shares				
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	1,09,50,000	1	**1,095.00**	1,095.00
(iii) 6% Non Cumulative Redeemable Preference Shares				
REL Utility Engineers Limited (Erstwhile Reliance Utility Engineers Private Limited) @ Cost ₹ 20,000	2,000	10	**@**	@
			3,049.26	2,926.50

Non-Current Investments (Continued) ₹ Crore

	No. of units	Face value per unit ₹	**As at March 31, 2013**	As at March 31, 2012
(c) Government or Trust Securities -				
Contingencies Reserve Investments - Quoted				
7.46% Central Government of India, 2017	5,00,000	100	**5.21**	5.26
(d) Bonds -				
Contingencies Reserve Investments - Quoted				
6.85% India Infrastructure Finance Company Limited -Tax Free Bonds, 2014	- (8,586)	1,00,000	**-**	85.86
(e) Other Non-Current Investments -				
Sub-ordinate debts				
Mumbai Metro Transport Private Limited			**57.66**	54.43
Delhi Airport Metro Express Private Limited			**1,047.72**	-
Less: Share of Loss (Refer Note 36)			**(395.08)**	-
			710.30	54.43
			10,024.75	9,238.53
Less : Diminution in the value of Investments @ ₹ 6,000			**@**	@
			10,024.75	9,238.53
Share in Joint Ventures - Quoted			**9.20**	9.27
			10,033.95	9,247.80

	Market Value	**Book Value**	Market Value	Book Value
Aggregate value of Quoted Investments	**6,314.64**	**6,238.65**	12,728.12	6,263.03
Aggregate value of Unquoted Investments		**3,795.30**		2,984.77
		10,033.95		9,247.80

14. Long Term Loans and Advances: ₹ Crore

	As at March 31,2013	As at March 31,2012
Unsecured, considered good; unless otherwise stated -		
Capital Advances	**1,125.00**	1,674.28
Advances to related parties (Refer Note 39) -		
Advances against Securities	**663.98**	63.98
Other loans and advances -		
Loans to Employees (Secured)	**28.06**	13.13
Advance to Employees	**3.20**	1.20
Advance to Vendors	**378.06**	1,528.36
Advance against securities	**0.03**	-
Advances recoverable in cash or in kind or for value to be received	**34.13**	37.12
Security Deposits -		
Considered good	**102.55**	32.58
Considered doubtful	**17.80**	21.40
	2,352.81	3,372.05
Less : Provision for doubtful advances / deposits	**17.80**	21.40
	2,335.01	3,350.65
Share in Joint Ventures	**12.67**	16.28
	2,347.68	3,366.93

15. Other Non-Current Assets:

	As at March 31,2013 (₹ Crore)	As at March 31,2012 (₹ Crore)
Unsecured and considered good- unless otherwise stated		
Long Term Trade Receivables-		
Regulatory Assets (Refer Note 29(a))	**2,460.29**	2,016.21
Retentions on Contract-		
Due from related parties	**958.14**	1,211.32
Others	**223.70**	451.45
Claim receivable	**0.15**	0.15
Premium receivable on redemption of Preference Shares	**394.08**	306.48
Interest accrued on loans to employees (secured)	**11.92**	11.46
	4,048.28	3,997.07
Share in Joint Ventures	**5,473.40**	4,263.51
	9,521.68	8,260.58

16. Current Investments:

₹ Crore

	No. of units	Face value per unit ₹	As at March 31, 2013	As at March 31, 2012
(a) Current portion of Long Term Investments (valued at cost)				
(i) Government or Trust Securities - Quoted -				
Contingencies Reserve Investments -				
7.40% Central Government of India, 2012	- (16,94,600)	100	**-**	16.97
(ii) Bonds - Quoted -				
Contingencies Reserve Investments -				
6.85% India Infrastructure Finance Company Limited -Tax Free Bonds, 2014	8,586	1,00,000	**85.86**	-
			85.86	16.97
(b) Current Investments (non trade - fully paid up)				
(Valued at lower of cost and fair value, unless stated otherwise)				
(i) Preference Shares - Unquoted -				
10% Non-Cumulative Non-Convertible Redeemable Preference Shares				
REL Utility Engineers Limited (Erstwhile Sonata Investments Limited)	2,50,00,00,000 (-)	10	**2,500.00**	-
(ii) Debentures - Unquoted -				
10.50% Unsecured Redeemable Optionally Convertible Debentures				
REL Utility Engineers Limited (Erstwhile Reliance Utility Engineers Private Limited)	- (25,00,00,000)	100	**-**	2,500.00
(iii) Bonds - Quoted				
6.85% India Infrastructure Finance Company Limited -Tax Free Bonds, 2014	1,414	1,00,000	**14.14**	14.14
(iv) Mutual Fund Units - Quoted -				
Reliance Regular Saving Fund - Growth Option	11,86,381 (2,08,55,366)	10	**1.71**	30.00
Reliance Liquidity Fund - Treasury Plan - Direct Plan - Growth Plan	196 (-)	1,000	**0.06**	-
Reliance Liquidity Fund – Growth Option	- (8,21,73,801)	10	**-**	132.72

Current Investments (Continued)

	No. of units	Face value per unit ₹	**As at March 31, 2013**	As at March 31, 2012
				₹ Crore
Reliance Liquidity Fund – Direct Growth	14,57,974 (–)	1,000	**257.39**	-
Reliance Liquidity Fund - Institutional - Daily Dividend Reinvestment Plan	378 (20,66,393)	10	**0.04**	3.15
Reliance Liquid Fund-Treasury Plan-Institutional Plan-Daily Dividend Plan	– (1,57,125)	10	**-**	0.24
Reliance Liquid Fund - Growth Plan	66,313 (–)	10	**12.54**	-
Reliance Liquid Fund - Cash Plan - Growth Option	– (75,68,271)	10	**-**	13.14
Reliance Liquid Fund - Treasury Plan - Retail Option – Growth	– (3,19,742)	10	**-**	0.82
Reliance Money Manager Fund - Daily Dividend Plan @ ₹ 29,819	10 (54)	1,000	**@**	0.01
Reliance Money Manager Fund - Institutional - Growth	– (13,45,789)	1,000	**-**	192.74
Reliance Money Manager Fund - Direct - Growth	2,99,332 (–)	1,000	**48.00**	-
Reliance Floating Rate Fund - Growth Plan	6,77,563 (95,79,154)	10	**1.19**	15.67
Reliance Short Term Fund - Retail Plan - Growth	– (22,94,276)	10	**-**	4.50
Reliance Dynamic Bond Fund – Growth Plan	31,80,359 (–)	10	**4.99**	-
ICICI Prudential Money Market Fund - Cash Option - Daily Dividend	– (1,22,58,959)	100	**-**	122.60
SBI Premier Liquid Fund - Regular Plan - Daily Dividend	64,843 (–)	1,000	**6.50**	-
SBI Premier Liquid Fund - Super Institutional - Growth	– (7,445)	1,000	**-**	1.25
Blackrock ICS Institutional US Dollar Liquidity Fund - Heritage (Dis) * USD 1	3,42,604 (3,41,949)	*	**1.86**	1.74
			334.28	518.58
			2,934.28	3,049.69
Share in Joint Ventures - Quoted			**-**	4.02
			2,934.28	3,053.71

	Market Value	**Book Value**	Market Value	Book Value
Aggregate value of Quoted Investments	**438.27**	**434.28**	559.90	553.71
Aggregate value of Unquoted Investments		**2,500.00**		2,500.00
		2,934.28		3,053.71

17. Inventories:

₹ Crore

	As at March 31,2013	As at March 31,2012
Raw Materials	**5.17**	-
Fuel (including in transit ₹ 33.20 Crore (₹ 4.21 Crore))	**244.58**	234.86
Finished Goods	**1.50**	-
Stores and Spares	**158.71**	115.33
	409.96	350.19
Share in Joint Ventures	**60.76**	27.67
	470.72	377.86

(Inventories are stated at lower of cost and net realisable value.)

18. Trade Receivables:

(Unsecured unless otherwise stated *)

₹ Crore

	As at March 31,2013	As at March 31,2012
Receivables outstanding for a period exceeding six months from the due date of payment –		
Secured – considered good	**-**	0.10
Unsecured –		
Considered good	**1,834.66**	1,932.45
Considered doubtful	**128.90**	268.65
	1,963.56	2,201.20
Less: Provision for doubtful debts	**128.90**	268.65
	1,834.66	1,932.55
Other receivables – considered good		
Secured	**45.93**	4.10
Unsecured	**1,349.79**	2,617.03
	3,230.38	4,553.68
Share in Joint Ventures	**527.50**	340.42
	3,757.88	4,894.10

* The Group holds security deposits of ₹ 669.67 Crore (₹ 635.73 Crore) in respect of electricity debtors .

19. Cash and Bank Balances:

₹ Crore

	As at March 31,2013	As at March 31,2012
(A) Cash and cash equivalents –		
Balances with banks in –		
Current Account	**191.68**	434.25
Fixed Deposits Account*	**54.86**	403.87
Unpaid Dividend Account	**8.23**	8.73
Cheques, drafts on hand	**34.14**	1.06
Cash on hand	**7.99**	3.77
	296.90	851.68
Share in Joint Ventures *	**102.44**	457.24
Sub-total (A)	**399.34**	1,308.92
(B) Other bank balances –		
Margin Money	**4.16**	3.95
Deposit with original maturity of more than 3 months but less than 12 months *	**25.95**	18.00
Deposit with original maturity of more than 12 months	**0.70**	-
	30.81	21.95
Share in Joint Ventures *	**62.27**	46.16
Sub-total (B)	**93.08**	68.11
Total (A+B)	**492.42**	1,377.03

* ₹ 23.71 Crore (₹ 50.29 Crore) is given as security to banks/authorities.

20. Short Term Loans and Advances:

₹ Crore

	As at March 31,2013	As at March 31,2012
Unsecured, Considered good unless otherwise stated		
Loans and advances to related parties (Refer Note 39) -		
Inter-Corporate Deposits	**19.16**	3.04
Advances	**0.67**	16.86
Advance against securities	**1,200.00**	-
Others -		
Advances to Vendors -		
Considered good	**3,246.31**	4,256.01
Considered doubtful	**4.45**	4.45
Advances recoverable in cash or in kind or for value to be received -		
Considered good	**1,560.84**	1,074.39
Considered doubtful	**22.24**	10.44
Advance Income Tax & Tax deducted at source (net of Provision for tax)	**12.58**	160.63
Income Tax refund receivable	**3.64**	9.65
Loans to Employees (Secured)	**4.86**	11.93
Advances to Employees	**4.00**	-
Security Deposits	**103.41**	148.36
Inter-Corporate Deposits	**7,040.81**	4,658.49
	13,222.97	10,354.25
Less: Provision for Doubtful Advances	**26.69**	14.89
	13,196.28	10,339.36
Share in Joint Ventures	**98.77**	99.08
	13,295.05	10,438.44

21. Other Current Assets:

₹ Crore

	As at March 31,2013	As at March 31,2012
Interest accrued but not due (Secured ₹ 0.50 Crore (₹ 0.82 Crore))	**7.31**	3.40
Premium receivable on redemption of Preference Shares	**0.68**	-
Due from Customers for Contract work (Refer Note 28)	**356.45**	502.52
Regulatory Assets (Refer Note 29 (a))	**401.71**	300.00
Fuel Adjustment Charges Receivable	**113.70**	2.67
Retentions on contract -		
Due from related parties (Refer Note 39)	**979.45**	143.75
Others	**151.83**	408.95
Claims Receivable	**48.35**	26.10
	2,059.48	1,387.39
Share in Joint Ventures	**325.73**	300.37
	2,385.21	1,687.76

Notes annexed to and forming part of the Consolidated Financial Statements

22. Revenue from Operations:

	Year ended March 31, 2013	Year ended March 31, 2012
	₹ Crore	
Revenue from Electricity Business –		
Income from sale of electricity and transmission charges	**7,110.11**	5,865.49
Less: Discount for prompt payment of bills	**17.23**	20.07
Less: Tax on sale of electricity	**110.07**	114.02
	6,982.81	5,731.40
Wheeling charges	**259.81**	216.14
Cross subsidy charges	**96.56**	49.74
Miscellaneous income	**81.93**	88.04
	7,421.11	6,085.32
Revenue from EPC and Contracts Business –		
Value of contracts billed and service charges	**7,688.38**	10,712.95
Increase in work in progress –		
Work-in-progress at close	**356.45**	502.52
Less: Work-in-progress at commencement	**502.52**	297.46
Net (decrease) / increase in work-in-progress	**(146.07)**	205.06
Miscellaneous income	**30.98**	40.28
	7,573.29	10,958.29
Revenue from Infrastructure Business –		
Income from Toll business	**476.40**	283.68
Grants received	**36.11**	-
Miscellaneous income	**3.16**	35.88
	515.67	319.56
Other Operating Income –		
Depreciation written back (net)	**-**	147.71
Contingency provision written back	**-**	230.00
Provisions / liabilities written back	**63.12**	32.02
Insurance claim received	**11.49**	7.66
Other income	**54.38**	56.14
	128.99	473.53
	15,639.06	17,836.70
Share in Joint Ventures	**6,742.49**	6,379.69
	22,381.55	24,216.39

23. Other Income:

	Year ended March 31, 2013	Year ended March 31, 2012
	₹ Crore	
Interest –		
On Inter Corporate deposits	**521.37**	419.76
On Debentures	**261.82**	22.23
On customer dues	**14.48**	19.71
Others	**122.98**	98.39
	920.65	560.09
Dividend –		
Current Investments	**19.13**	63.51
Non- current Investments	**1.83**	1.31
Premium on Redemption of Preference Shares – Long term Investments	**88.28**	87.60
Net gain on sale of Investments (includes ₹ Nil (₹ 0.10 Crore) in respect of Non-current Investments)	**11.05**	47.94
Provisions / liabilities written back	**0.56**	11.38
Net gain on foreign currency translations or transactions	**-**	7.85
Profit on sale of assets	**3.81**	6.61
Miscellaneous income	**5.11**	27.53
	1,050.42	813.82
Share in Joint Ventures	**1.01**	0.60
	1,051.43	814.42

Notes annexed to and forming part of the Consolidated Financial Statements

24. Employee Benefit Expenses:

₹ Crore

	Year ended March 31, 2013	Year ended March 31, 2012
Salaries, wages and bonus (Refer Note 37)	**664.57**	642.97
Contribution to provident fund and other funds (Refer Note 37)	**52.48**	39.67
Contribution to gratuity fund (Refer Note 37)	**81.56**	10.75
Workmen and staff welfare expenses	**87.04**	91.77
	885.65	785.16
Share in Joint Ventures	**256.29**	243.34
	1,141.94	1,028.50

25. Finance Costs:

₹ Crore

	Year ended March 31, 2013	Year ended March 31, 2012
Interest and financing charges on –		
Debentures	**276.99**	149.54
External Commercial Borrowings and Commercial Paper	**184.08**	125.19
Term Loans from banks	**150.94**	173.48
Term Loans from financial institutions	**77.50**	77.57
Working capital and other borrowings	**292.97**	149.09
Security deposits from consumers	**20.47**	13.93
Other finance charges	**11.93**	25.68
Loss on foreign currency transactions and translations	**95.50**	156.94
	1,110.38	871.42
Share in Joint Ventures	**577.05**	464.52
	1,687.43	1,335.94

26. Other Expenses:

₹ Crore

	Year ended March 31, 2013	Year ended March 31, 2012
Consumption of stores and spares	**69.18**	60.59
Less: Allocated to repairs and other relevant revenue accounts	**36.50**	31.12
	32.68	29.47
Rent	**54.24**	49.51
Repairs and maintenance –		
Buildings	**11.84**	10.83
Plant and machinery (including distribution systems)	**255.65**	210.95
Other assets	**26.96**	17.93
Insurance	**30.72**	34.65
Rates and taxes	**26.48**	11.68
Community development and environment monitoring expenses	**4.68**	3.91
Legal and professional charges	**109.22**	95.21
Bad debts (net of provision for bad debts written back ₹ 108.70 Crore (₹ Nil))	**10.55**	–
Directors' fees	**0.14**	0.13
Miscellaneous expenses	**239.19**	344.17
Upfront premium on toll collection	**170.33**	147.87
Net loss on foreign currency transactions and translations	**4.83**	6.35
Loss on derivative instruments (net) (Refer Note 33)	**–**	49.95
Loss on sale / disposal of unserviceable assets	**20.15**	13.36
Provision for doubtful debts / advances / deposits	**24.09**	95.03
Diminution in value of investments	**0.07**	0.33
Provision for impairment of assets	**39.64**	–
	1,061.46	1,121.33
Share in Joint Ventures	**258.51**	221.92
	1,319.97	1,343.25

27. Earnings Per Equity Share:

	Year ended March 31, 2013	Year ended March 31, 2012
Profit for Basic and Diluted Earnings per Share (a) ₹ Crore	**2,246.83**	1,586.81
Weighted average number of Equity Shares –		
For Basic Earnings per share (b)	**26,29,90,000**	26,42,51,356
For Diluted Earnings per share (c)	**26,29,90,000**	26,42,51,356
Earnings per share (face value of ₹ 10 per share) –	₹	₹
Basic (a/b)	**85.42**	60.05
Diluted (a/c)	**85.42**	60.05

28. Construction Contracts:

Disclosures pursuant to Accounting Standard (AS) 7 (Revised) "Construction Contracts" (as per separate financial statements of the Parent Company):

₹ Crore

Sr. No.	Particulars	**2012-13**	2011-12
1	Contract Revenue recognised for the financial year	**7,781.43**	11,541.77
2	Aggregate amount of costs incurred and recognised profits (less recognised losses) as at end of the financial year for all contracts in progress as at that date (including construction work in progress ₹ 356.45 Crore (₹ 502.52 Crore)	**32,364.71**	24,628.96
3	Amount of customer advances outstanding for contracts in progress as at end of the financial year	**2,480.62**	4,413.79
4	Retention amount due from customers for contracts in progress as at end of the financial year	**2,448.85**	2340.46
5	Gross amount due from customers for contract works as an asset	**356.45**	502.52

29. Revenue from Sale of Electrical Energy and Regulatory Matters:

(a) Regulatory Assets:

In accordance with accounting policy (refer note 1 (e) (i)) the Parent Company has accrued ₹ 545.79 Crore (₹ 251.46 Crore) during the year as revenue gap under 'Income from Sale of Electricity' and the cumulative revenue gap as on March 31, 2013 of ₹ 2,862 Crore (₹ 2,316.21 Crore) has been shown as regulatory assets in the Balance Sheet. Based on management estimate, an amount of ₹ 401.71 Crore (₹ 300 Crore) being recoverable in the subsequent year has been included in Other Current Assets and the balance amount of ₹ 2,460.29 Crore (₹ 2,016.21 Crore) has been included in Other Non Current Assets.

Accordingly, BRPL and BYPL have also accrued ₹ 571.60 Crore (₹ 1,224.26 Crore) and ₹ 636.61 Crore (₹ 830.91 Crore) respectively, during the year as revenue gap under 'Income from Sale of Electricity' and the cumulative revenue gap as on March 31, 2013 of ₹ 5,471.65 Crore (₹ 4,263.44 Crore) has been included in Other Non Current Assets in the Balance Sheet. The amount given above represents Parent Company's share in joint ventures.

(b) In accordance with the MERC tariff regulation for determination of tariff, the income tax paid is considered for tariff determination (truing up). Accordingly, the Parent Company has considered ₹ 72.62 Crore (₹ 45.41 Crore) of deferred tax liability for the year arising out of differences in rates of depreciation between MERC and income tax as "Net tax to be recovered in future tariff determination". Similarly, the deferred tax liability of ₹ 189.42 Crore (₹ 82.47 Crore) for the year on account of timing difference on taxability of regulatory income accounted in the books is treated as "Net tax to be recovered in future tariff determination".

Similarly, BRPL & BYPL have considered ₹ 14.17 Crore (₹ 16.10 Crore) and ₹ 0.88 Crore (₹ 2.70 Crore) of deferred tax liability for the year, respectively, arising out of differences in rates of depreciation between DERC and income tax as "Net tax recoverable from future tariff determination". The amount given above represents Parent Company's share in joint ventures.

30. Derivative Instruments:

(a) The Group has entered into contracts for derivative instruments, which are not intended for trading or speculative purposes. The details of the derivative instruments are as follows:

Sr. No.	Particulars	No. of instruments	Value (As at March 31, 2013)	
			US $ million	₹ Crore
1.	Currency Swap / Interest Rate Swap	25	148.91	808.40
2.	Forward Contracts	6	25.80	140.05

Details of the contracts for derivative instruments of previous year were as under:

Sr. No.	Particulars	No. of instruments	Value (As at March 31, 2012)	
			US $ million	₹ Crore
1.	Currency Swap	15	108.10	550.00
2.	Libor Based Callable Range Accrual	2	50.00	254.37

(b) Pursuant to the clarification issued by the Institute of Chartered Accountants of India on March 29, 2008 on accounting of derivatives, the Group has for the year ended March 31, 2013 provided / (reversed) unrealised loss of ₹ 45.68 Crore (previous year ₹ 58.68 Crore) on account of revaluation of foreign exchange derivative instruments at the fair values as at the end of the reporting year. The provision for mark to market losses towards the same as on March 31, 2013 amounts to ₹ 115.42 Crore (previous year ₹ 69.74 Crore) (also Refer Note 33).

(c) Net Foreign Currency exposures of the Group that are not covered by derivative instruments or otherwise are ₹ 1,562.39 Crore (₹ 2,732.93 Crore).

31. Revaluation of Tangible Assets:

During the year, the Parent Company, based on the valuation made by the approved valuer, revalued its freehold land, building and plant and machinery located at Goa, Samalkot and Chitradurg. w.e.f. April 01, 2012 as per the replacement cost method and incremental value on revaluation amounting to ₹ 495.69 Crore has been added to the gross block of fixed assets and credited to revaluation reserve. Consequent to revaluation, there is an additional charge of depreciation of ₹ 26.05 Crore and an equivalent amount has been withdrawn from the revaluation reserve, which has no impact on the profit for the year.

32. Scheme of Amalgamation of three wholly owned subsidiaries with the Parent Company:

(**a**) Pursuant to the approval of the Board vide resolution dated August 14, 2012 and the sanction of Scheme of Amalgamation between Reliance Bhavnagar Power Private Limited (RBPPL), Reliance Infrastructure Engineers Private Limited (RIEPL) and Reliance Jamnagar Power Private Limited (RJPPL), the wholly owned subsidiaries of the Parent Company with the Parent Company, by the Hon'ble High Court of judicature at Bombay on February 22, 2013, the assets and liabilities of the erstwhile wholly owned subsidiaries were transferred and vested in the Parent Company with effect from the appointed date February 1, 2013 at their respective fair values.

Since the book values of transferor companies were considered to be the fair values and the transferor companies already being wholly owned subsidiaries of the Parent Company, there is no impact on consolidated financial statements on account of following the accounting treatment prescribed in the Scheme as the transactions get eliminated, except for decrease in General Reserve by ₹ 1,147.32 Crore, increase in Capital Reserve by ₹ 1,140.37 Crore and increase in Surplus as per Consolidated Statement of Profit and Loss of ₹ 3.50 Crore (net of Goodwill ₹ 3.45 Crore).

Consequent to the amalgamation, the authorized share capital of the Parent Company has increased from ₹ 1,950 Crore to ₹ 2,050.06 Crore by way of increase in number of equity shares of ₹ 10 each from 35,00,00,000 to 45,00,60,000.

(**b**) One of the principal businesses of the Parent Company is that of Engineering, Procurement and Construction (EPC) contractors. This activity is undertaken for both associates and subsidiaries of associates which develop infrastructure such as power plants, transmission lines, etc and for third parties engaged in similar development. The Hon'ble Bombay High Court has permitted the Parent Company to account for this business activity without making any distinction based on the Principal for whom the Parent Company is the contractor, whether associates and subsidiaries of associates or third parties, the direction being contained in the above Scheme. The Parent Company considers that the permitted accounting treatment leads to a more accurate reflection of the results of the working of the Parent Company. Accordingly, the Parent Company has not eliminated any part of the unrealized profits of ₹ 210.70 Crore on EPC contracts with associates and subsidiaries of associates in the Consolidated Financial Statements as permitted by the Scheme which overrides the relevant provisions of Accounting Standard 23 (AS-23) "Accounting for Investments in Associates in Consolidated Financial Statements". Had the Parent Company not adopted the above accounting treatment, the profit before tax for the year and carrying cost of investment in associates would have been lower by ₹ 210.70 Crore.

33. Provision for Extraordinary and Exceptional Items:

The Hon'ble High Court of Judicature of Bombay had sanctioned the Scheme of Amalgamation of Reliance Infraprojects Limited (RInfl) with the Parent Company on March 30, 2011 with appointed date being April 1, 2010. The clause 2.3.8 of the Scheme states that the Board of Directors can withdraw an amount not exceeding ₹ 3,000 Crore out of the General Reserve and which may be reorganised as "Provision for Extraordinary and Exceptional Items" to meet up any extraordinary and exceptional items upto March 31, 2013. Any balance remaining in the said account shall be credited back to General Reserve.

During the year, the Parent Company has identified certain Exceptional Items aggregating to ₹ 692.53 * Crore consisting of loss on disposal of subsidiary, Noida Global SEZ Private Limited (NGSPL), of ₹ 70.67 Crore, write off of bad debts of ₹ 604.14 Crore and loss on derivative transactions of ₹ 17.72 Crore, which have been debited to the Consolidated Statement of Profit and Loss and pursuant to the above clause, an equivalent amount has been withdrawn from the "Provision for Extraordinary and Exceptional Items" created out of General Reserve and credited to Consolidated Statement of Profit and Loss. The Parent Company has been legally advised that crediting of the said amount in Consolidated Statement of Profit and Loss is in compliance with Revised Schedule VI to the Act.

* Actual amount debited in Consolidated Statement of Profit and Loss is ₹ 688.85 Crore which is net of consolidation adjustments of ₹ 3.68 Crore pertaining to disposal of subsidiary, NGSPL.

Had the Scheme not prescribed the above treatment, the profit before tax for the year would have been lower by ₹ 692.53 Crore and the General Reserve would have been higher by ₹ 692.53 Crore. The above treatment as prescribed by the Scheme overrides the relevant provisions of Accounting Standard 5 - "Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies".

34. Effects of Changes in Foreign Exchange Rates (AS-11):

In line with the notification dated December 29, 2011 issued by the Ministry of Corporate Affairs, the Group has exercised the option given in the paragraph 46A of the Accounting Standard -11 (AS-11) - "The Effects of Changes in Foreign Exchange Rates" of capitalising the foreign exchange loss / gain arising on long term foreign currency monetary items relating to acquisition of depreciable capital assets and depreciating the same over the balance life of such assets and in other cases amortising the foreign exchange loss / gain over the balance period of such long term foreign currency monetary items. Accordingly, the Group has capitalised foreign exchange loss arising on long term foreign currency monetary items relating to acquisition of depreciable capital assets of ₹ 3.96 Crore (₹ 55.04 Crore) during the year. In other cases the Group has carried forward unamortised portion of net gain of ₹ 156.22 Crore (₹ 109.55 Crore) in "Foreign Currency Monetary Item Translation Difference Account" and the same is grouped under "Reserves and Surplus".

35. Reduction in shareholding of Reliance Power Limited, an associate:

During the year, the Parent Company has sold 5,30,51,807 equity shares of Reliance Power Limited (RePL), an associate company, resulting in reduction of Parent Company's interest in RePL from 38.41% to 36.52%. The exceptional items represent profit of ₹ 379.12 Crore on sale of these shares. The increase in the carrying amount of Parent Company's investment in RePL consequent upon changes in the equity of RePL from items not included in the Consolidated Statement of Profit and Loss of RePL were reflected as "Capital Reserve on Consolidation" in the consolidated financial statements. The profit of ₹ 379.12 Crore includes ₹ 192.86 Crore being proportionate realised gains now transferred from such Capital Reserve.

36. Divestment in Delhi Airport Metro Express Private Limited:

As a result of transfers consequent to which 65% of the shares of Delhi Airport Metro Express Private Ltd. (DAMEPL) are held by Reliance Delhi Metro Trust for the benefit of the Parent Company, DAMEPL has become an "Associate" and has ceased to be a subsidiary for the purposes of Accounting Standard 23 - "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard 21 - "Consolidated Financial Statements" respectively. The validity of the transfers and the consequential reclassification of DAMEPL as an Associate, is confirmed by legal advice obtained by the Parent Company. However, as required by the Concession and other applicable agreements, the Parent Company continues to incur certain financial obligations and has during the year provided further financial assistance of ₹ 227.77 Crore to DAMEPL.

Considering inter alia the claims of DAMEPL against Delhi Metro Rail Corporation (DMRC) which are presently, the subject matter of arbitration proceedings, it is not considered necessary to provide for any diminution of the investment or loss, in respect of Parent Company's investments aggregating to ₹ 1,047.72 Crore (₹ 819.95 Crore) in equity shares and subordinated debts of DAMEPL.

However, as a measure of abundant precaution, the de-recognition of losses on transfer of shareholding in DAMEPL as required by the provisions of Accounting Standard 21 - "Consolidated Financial Statements" amounting to ₹ 217.78 Crore, has not been done. Had the losses been de-recognized, the profit before tax for the year would have been higher by ₹ 217.78 Crore and the share of loss of Parent Company in DAMEPL, as stated below, would have been lower by ₹ 217.78 Crore.

The share of loss of Parent Company in DAMEPL amounting to ₹ 311.13 Crore up to the year ended March 31, 2012 and ₹ 83.95 Crore for the year ended March 31, 2013, aggregating to ₹ 395.08 Core, has been netted of against the Sub-ordinate Debts disclosed under Non-current investments.

37. Disclosure under Accounting Standard 15 (revised 2005) "Employee Benefits":

The Group has classified various employee benefits as under:

(a) Defined contribution plans

(i) Provident fund

(ii) Superannuation fund

(iii) State defined contribution plans

- Employers' Contribution to Employees' State Insurance
- Employers' Contribution to Employees' Pension Scheme 1995

The provident fund and the state defined contribution plan are operated by the regional provident fund commissioner and the superannuation fund is administered by the Trustees of respective schemes of the companies. Under the schemes, respective companies are required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. These funds are recognized by the Income tax authorities. However in case of employees of erstwhile DVB (presently employees of BRPL and BYPL) in accordance with the stipulation made by GoNCTD, in its notification dated January 16, 2001 the contributions on account of the general provident fund, pension, gratuity and earned leave as per the Financial Rules and Service Rules applicable in respect of the employees of the erstwhile DVB, is accounted for on due basis and are paid to the DVB -ETBF 2002.

The Group has recognised the following amounts in the consolidated financial statements for the year:

₹ Crore

Sr. No.	Particulars	2012-2013	2011-2012
(i)	Contribution to Provident Fund	**39.45**	28.50
(ii)	Contribution to Employees Superannuation Fund	**7.12**	6.89
(iii)	Contribution to Employees Pension Scheme, 1995	**17.66**	18.47
(iv)	Contribution to Employees State Insurance	**1.51**	1.27

(b) Defined Benefit Plans

(i) Provident Fund (Applicable to certain employees of the Parent Company)

(ii) Gratuity

(iii) Leave Encashment

The guidance on implementing AS 15, Employee Benefits (revised 2005) issued by Accounting Standard Board states benefit involving employee established provident funds, which require interest shortfalls to be recompensed are to be considered as defined benefit plans. As per the audited accounts of Provident Fund Trust maintained by the Parent Company, the shortfall arising in meeting the stipulated interest payment liability, if any, gets duly provided for.

Leave encashment is payable to eligible employees who have earned leaves, during the employment and/or on separation as per the Group's policy.

Valuations in respect of Gratuity and Leave Encashment have been carried out by independent actuary, as at the Balance Sheet date, based on the following assumptions:

Sr. No.	Particulars	Gratuity		Leave Encashment	
		2012-2013	2011-2012	2012-2013	2011-2012
(i)	Discount Rate (Per annum)	**8% - 8.50%**	8% - 8.75%	**8% - 8.50%**	8% - 8.75%
(ii)	Rate of increase in Compensation levels	**5.50% - 7.50%**	5.50% - 8.00%	**5.50% - 7.50%**	5.50% - 8.00%
(iii)	Rate of Return on Plan Assets	**8% - 9.25%**	8% - 9.25%	**8.70%**	8.50%

Notes annexed to and forming part of the Consolidated Financial Statements

₹ Crore

Sr. No.	Particulars	Gratuity		Leave Encashment	
		2012-2013	2011-2012	**2012-2013**	2011-2012
(i)	**Changes in present value of obligation**				
	Opening Balance of Present Value of Obligation	**185.51**	170.87	**159.15**	144.31
	On acquisition/disposal of subsidiary	**(0.51)**	-	**(0.64)**	-
	Liability on transfer in / (out) of Employees (net)	**0.06**	(0.99)	**0.04**	(0.72)
		185.06	169.88	**158.55**	143.59
	Interest Cost	**15.78**	14.14	**13.58**	12.59
	Current Service Cost	**11.82**	11.73	**8.29**	16.55
	Benefits Paid	**(15.64)**	(8.10)	**(16.10)**	(14.23)
	Actuarial (Gains) / Loss	**75.52**	(2.14)	**33.82**	0.65
	Closing Balance of Present Value of Obligation	**272.54**	185.51	**198.14**	159.15
(ii)	**Changes in Fair Value of plan assets**				
	Opening Balance of Present Value of Plan Assets	**185.84**	173.79	**137.40**	112.54
	On acquisition/disposal of subsidiary	**(0.69)**	-	**-**	-
	Planned Assets on transfer of employees (net)	**0.03**	(0.01)	**-**	-
		185.18	173.78	**137.40**	112.54
	Expected return on Plan assets	**15.74**	14.18	**11.68**	9.16
	Contributions	**36.92**	11.57	**17.44**	32.23
	Benefits Paid	**(15.59)**	(8.09)	**(15.44)**	(14.23)
	Actuarial Gain / (Loss) on Plan assets	**3.88**	(3.21)	**3.28**	(0.79)
	Closing Balance of Fair Value of Plan Assets	**226.13**	188.23	**154.36**	138.91
	Plan assets pending Transfer	**(0.06)**	(2.39)	**(0.08)**	(1.51)
	Closing Balance of Fair Value of Plan Assets net of pending transfer	**226.07**	185.84	**154.28**	137.40
(iii)	**Percentage of each category of Plan assets to total fair value of Plan assets as at the year end**				
	Administered by various insurance companies	**100%**	100%	**100%**	100%
(iv)	**Reconciliation of Present Value of Defined Present Obligations and the Fair Value of Assets**				
	Closing Balance of Present Value of Obligation	**272.54**	185.51	**198.14**	159.15
	Closing Balance of Fair Value of Plan Assets net of pending transfers	**226.07**	185.84	**154.28**	137.40
	Amount not recognised as an asset (limit in para 59(b))	**(0.04)**	(0.03)	**-**	-
	(Asset) / Liability recognised in the Consolidated Balance Sheet	**46.51**	(0.30)	**43.86**	21.75
(v)	**Amounts recognised in the Consolidated Balance Sheet**				
	Closing Balance of Present Value of Obligation	**272.54**	185.51	**198.14**	159.15
	Closing Balance of Fair Value of Plan Assets net of pending transfers	**226.07**	185.84	**154.28**	137.40
	Amount not recognised as an asset (limit in para 59(b))	**(0.04)**	(0.03)	**-**	-
	Funded (Asset)/Liability recognised in the Consolidated Balance Sheet	**46.51**	(0.30)	**23.67**	4.14
	Unfunded Liability recognised in the Consolidated Balance Sheet	**-**	-	**20.19**	17.61
(vi)	**Expenses recognised in the Consolidated Statement of Profit and Loss / Capital work in progress / Intangible assets under development**				
	Current Service Cost	**11.82**	11.73	**8.29**	16.55
	Interest Cost	**15.78**	14.14	**13.58**	12.59
	Expected Return on Plan Assets	**(15.74)**	(14.18)	**(11.68)**	(9.16)
	Net Actuarial (Gain) / Loss	**71.64**	1.07	**30.54**	1.43
	Amount not recognised as an asset (limit in para 59(b))	**0.02**	0.03	**-**	-
	Total Expenses recognised in the Consolidated Statement of Profit and Loss / Capital work in progress / Intangible assets under development	**83.52**	12.79	**40.73**	21.41

Disclosure as required under para 120(n): **₹ Crore**

Particulars	**2012-13**	2011-12	2010-11	2009-10	2008-09
Gratuity					
Present Value of the Defined Benefit Obligation	**272.54**	185.51	170.87	149.87	115.81
Fair Value of the Plan Assets	**226.07**	185.84	171.89	140.97	115.60
Surplus/ (Deficit) in the Plan	**(46.47)**	0.33	1.02	(8.90)	(0.21)
Experience adjustments On Plan Liabilities (Gain) / Loss	**63.13**	2.00	8.01	(1.57)	3.61
Experience adjustments On Plan Assets (Gain) / Loss	**(3.88)**	3.21	2.77	(3.84)	6.90
Leave Encashment					
Present Value of the Defined Benefit Obligation	**198.14**	159.15	144.31	113.50	97.48
Fair Value of the Plan Assets	**154.28**	137.40	111.03	95.60	72.91
Surplus/ (Deficit) in the Plan	**(43.86)**	(21.75)	(33.28)	(17.90)	(24.57)
Experience adjustments On Plan Liabilities (Gain) / Loss	**29.91**	4.39	26.61	3.20	(1.83)
Experience adjustments On Plan Assets (Gain) / Loss	**(3.28)**	0.79	0.95	(2.23)	4.37

38. Segment Reporting:

Basis of Preparation: The Group has identified three business segments as reportable viz. 'Electrical Energy', 'Engineering, Procurement and Construction (EPC) and Contracts' and 'Infrastructure'. Business segments have been identified as reportable primary segments in accordance with Accounting Standard -17 (AS-17) - "Segment Reporting" as prescribed under the Companies (Accounting Standards) Rules, 2006, taking into account the organisation and internal reporting structure as well as evaluation of risks and returns from these segments. The inter segment pricing is effected at cost. Segment accounting policies are in line with the accounting policies of the Group.

The electrical energy segment is engaged in generation, transmission and distribution of electrical power at various locations. The Parent Company operates a 500 MW Thermal Power Station at Dahanu, a 220 MW Combined Cycle Power Plant at Samalkot, a 48 MW Combined Cycle Power Plant at Mormugao, a 7.59 MW Wind-farm at Chitradurga and also purchases power from third parties and supplies the power through the Parent Company's own distribution grid in suburbs of Mumbai. BRPL and BYPL distribute the power in the city of Delhi. BKPL operates a 165 MW combined cycle power plant at Kochi. The segment also includes operations from trading of electricity. EPC and Contracts segment (of Parent company and UPL) renders comprehensive value added services in construction, erection, commissioning and contracting. Infrastructure segment includes businesses with respect to development, operation and maintenance of toll roads, metro rail transit system and airports. This segment also includes construction of cement plant and development of real estate projects.

Geographical Segments: All the operations are mainly confined within India. There are no material earnings from outside India. As such there are no reportable geographical segments.

Information about Business Segments - Primary:

₹ Crore

Particulars	**2012-13**				2011-12			
	Electrical Energy	**EPC and Contracts**	**Infrastructure**	**Total**	Electrical Energy	EPC and Contracts	Infrastructure	Total
Revenue:								
External Revenue	**14,150.17**	**7,706.37**	**525.01**	**22,381.55**	12,848.29	11,047.77	320.33	24,216.39
Inter-segment Revenue	**-**	**-**	**-**	**-**	-	-	-	-
Total Revenue	**14,150.17**	**7,706.37**	**525.01**	**22,381.55**	12,848.29	11,047.77	320.33	24,216.39
Result:								
Segment Result	**1,528.12**	**836.20**	**243.47**	**2,607.79**	1,650.90	916.79	(61.50)	2506.19
Unallocated Income net of unallocable expenses				**319.63**				73.48
Interest Income (net of Interest Expense)				**(766.08)**				(775.25)
Profit before taxation				**2,161.34**				1,804.42
Taxes				**202.64**				544.16
Profit after Tax				**1,958.70**				1,260.26
Share in Profit of Associates (net)				**294.50**				332.04
Minority Interest				**(6.37)**				(5.49)
Profit after tax, Share in Associates and Minority Interest				**2,246.83**				1,586.81

₹ Crore

Particulars	2012-13				2011-12			
	Electrical Energy	**EPC and Contracts**	**Infrastructure**	**Total**	Electrical Energy	EPC and Contracts	Infrastructure	Total
Other Information:								
Segment Assets	**21,271.47**	**9,645.82**	**12,848.24**	**43,765.53**	18,277.18	11,675.69	12,897.90	42,850.77
Unallocated Assets				**22,730.43**				18,557.58
Total Assets				**66,495.96**				61,408.35
Segment Liabilities	**5,797.95**	**8,081.35**	**2,256.22**	**16,135.52**	4,442.93	8,859.12	3,177.87	16,479.92
Unallocated Liabilities				**24,239.43**				20,684.22
Total Liabilities				**40,374.95**				37,164.14
Capital Expenditure *	**972.41**	**245.97**	**3,190.92**		1,161.23	247.63	2,565.25	
Depreciation *	**537.35**	**48.63**	**39.48**		397.08	17.45	24.58	
Non Cash expenses other than depreciation *	**62.07**	**-**	**0.16**		57.86	75.16	-	

* pertaining to the segment only.

39. Related Party Disclosures:

As per Accounting Standard -18 (AS-18) "Related Party Disclosures" as prescribed under the Companies (Accounting Standards) Rules, 2006, the Group's related parties and transactions are disclosed below:

(a) Parties where control exists: None

(b) Other related parties where transactions have taken place during the year:

(i)	Associates (including subsidiaries of associates)	(a)	Reliance Power Limited (RePL)
		(b)	Urthing Sobla Hydro Power Private Limited (USHPPL)
		(c)	Rosa Power Supply Company Limited (ROSA)
		(d)	Sasan Power Limited (SPL)
		(e)	Vidarbha Industries Power Limited (VIPL)
		(f)	Chitrangi Power Private Limited (CPPL)
		(g)	Jharkhand Integrated Power Limited (JIPL)
		(h)	Coastal Andhra Power Limited (CAPL)
		(i)	Samalkot Power Limited (SaPoL)
		(j)	Rajasthan Sun Technique Energy Private Limited (RSTEPL)
		(k)	Dahanu Solar Power Private Limited (DSPPL)
		(l)	Reliance Clean Gen Limited (RCGL)
		(m)	JR Toll Road Private Limited (JRTL)
		(n)	Mumbai Metro Transport Private Limited (MMTPL)
		(o)	Metro One Operation Private Limited(MOOPL)
		(p)	Delhi Airport Metro Express Private Limited (DAMEPL) w.e.f. April 1, 2012
(ii)	Joint Ventures	(a)	BSES Rajdhani Power Limited (BRPL)
		(b)	BSES Yamuna Power Limited (BYPL)
		(c)	Tamilnadu Industries Captive Power Company Limited (TICAPCO)
		(d)	Utility Powertech Limited (UPL)
(iii)	Investing party		AAA Project Ventures Private Limited (AAAPVPL)
(iv)	Persons having control over investing party		Shri Anil D. Ambani
(v)	Key Management Personnel	(a)	Shri S.C.Gupta (upto June 30, 2012)
		(b)	Shri Lalit Jalan
		(c)	Shri Ramesh Shenoy (w.e.f. April 21, 2012)

(vi)	Enterprises over which person described in (iv) has significant influence	(a)	Reliance Communications Limited (RComm)
		(b)	Reliance Innoventures Private Limited(REIL)
		(c)	Reliance Life Insurance Company Limited (RLICL)
		(d)	Reliance General Insurance Company Limited (RGI)
		(e)	Reliance Capital Limited (RCap)
		(f)	Reliance Tech Services Private Limited (RTSPL)
		(g)	Reliance Infocomm Infrastructure Private Limited (RIIPL)
		(h)	Reliance Big Entertainment Private Limited (RBig)
		(i)	AAA Sons Private Limited (AAASPL)
		(j)	Reliance BPO Private Limited (RBPO)
		(k)	Reliance Securities Limited (RSL)
		(l)	Reliance Money Precious Metals Private Limited (RMPMPL)
		(m)	ADA Enterprises and Ventures Private Limited (AEVPL)
		(n)	Reliance Communications Infrastructure Limited (RCoIL)
		(o)	Reliance Enterprises and Ventures Private Limited (REVPL)

(c) Details of transactions during the year and closing balances as at the end of the year:

₹ Crore

	Particulars	Investing party, Associates and Joint Ventures	Enterprises over which person described in (iv), has significant influence	Key Managerial Personnel/ Persons having control over investing party
(a)	**Consolidated Statement of Profit and Loss heads:**			
(I)	**Income:**			
	(i) Sale of electricity	388.05 *10.75*	- -	- -
	(ii) Gross revenue from EPC and Contracts business	5,947.28 *11,601.56*	- -	- -
	(iii) Dividend received	1.58 *1.19*	- -	- -
	(iv) Interest earned	6.19 *5.57*	- -	- -
	(v) Other Income	18.72 *11.75*	0.55 *4.13*	- -
(II)	**Expenses:**			
	(i) Purchase of electricity (including open access charges)	773.60 *1.09*	28.96 *32.38*	- -
	(ii) Purchase / Services on revenue account	1.78 *68.20*	14.57 *19.60*	- -
	(iii) Purchase of other items on capital account	37.48 *15.58*	- -	- -
	(iv) Receiving of services	17.87 *1.97*	3.72 -	- -
	(v) Rent paid	- *2.07*	2.89 *5.72*	- -
	(vi) Dividend paid	91.72 *90.47*	0.63 *0.62*	0.09 *0.10*
	(vii) Salaries, commission and other benefits	- -	- -	8.40 7.19

Notes annexed to and forming part of the Consolidated Financial Statements

₹ Crore

	Particulars	Investing party, Associates and Joint Ventures	Enterprises over which person described in (iv), has significant influence	Key Managerial Personnel/ Persons having control over investing party
(b)	**Balance Sheet heads (Closing balances):**			
	(i) Trade payables, advances received and other liabilities for receiving of services on revenue and capital account	1,483.82 *2,157.11*	27.59 *32.66*	– –
	(ii) Investment in Equity Shares / Preference Shares	2,417.78 *2,502.47*	– –	– –
	(iii) ICDs placed	16.11 –	3.05 *3.04*	– –
	(iv) Sub-ordinate debts	1,105.38 *54.43*	– –	– –
	(v) Advance against securities	1,263.98 *63.98*	600.00 –	– –
	(vi) Trade receivables, advances given and other receivables for rendering services	2,143.49 *2,731.13*	0.09 *4.22*	– –
	(vii) Intangible Assets	– –	0.24 –	– –
(c)	**Contingent Liabilities (Closing balances):**			
	Guarantees and Collaterals	717.26 *484.00*	– –	– –
(d)	**Transactions during the year:**			
	(i) ICDs given to	16.11 *99.32*	0.02 *3.04*	– –
	(ii) ICDs returned by	– *105.20*	– –	– –
	(iii) Recoverable expenses:-			
	(a) incurred for related parties	25.29 *2.52*	0.43 *0.01*	– –
	(b) incurred by related parties on our behalf	6.71 *10.02*	0.27 *0.04*	– –
	(iv) Investment in Equity Shares / Preference Shares	– *499.80*	– –	– –
	(v) Sub-ordinate debts	231.00 *8.43*	– –	– –
	(vi) Advances against securities	1,200.00 *10.53*	600.00 –	– –
	(vii) Advances against securities received back	– *17.15*	– –	– –
	(viii) Advances refunded	1,228.37 *100.00*	– –	– –
	(ix) Purchase of fixed assets	9.14 –	0.24 –	– –
	(x) Reduction / cancellation of investments	– 10.29	– –	– –
	(xi) Advances received	40.77 –	– –	– –

Figures in italics represent previous year

Note: The above disclosure does not include transactions with/as public utility service providers, viz, electricity, telecommunications, in the normal course of business.

(d) Details of Material Transactions with Related Parties:

(i) Transactions during the year (Balance Sheet heads):

Advance against securities to REVPL ₹ 600 Crore, RePL ₹ 1,200 Crore. Purchased fixed assets from SPL ₹ 8.78 Crore. Advance received from DSPPL ₹ 40.77 Crore. Advance refunded to SPL ₹ 200 Crore, CAPL ₹ 888 Crore and VIPL ₹ 140.37 Crore. Recoverable expenses incurred for SaPol ₹ 5.52 Crore, RSTEPL ₹ 15.71 Crore Recoverable expenses incurred by SaPol ₹ 6.64 Crore. ICDs given to CPPL ₹ 13.86 Crore and JRTL ₹ 2.25 Crore. Sub-ordinate debt given to DAMEPL ₹ 227.77 Crore.

(Previous Year: ICDs given to RICL ₹ 99.32 Crore. ICDs returned by RICL* ₹ 105.20 Crore. Recoverable expenses incurred for RePL ₹ 0.81 Crore, CAPL ₹ 1.08 Crore and BYPL ₹ 0.43 Crore. Recoverable expenses incurred by SPL ₹ 4.03 Crore and SaPoL ₹ 5.77 Crore. Investment in Equity Shares of BRPL ₹ 284.20 Crore and BYPL ₹ 215.60 Crore. Deposit given to AEVPL ₹ 3.04 Crore. Sub-ordinate debt given to MMTPL ₹ 8.43 Crore. Advance against securities to JRTL ₹ 10.53 Crore. Advance against securities received back from BYPL ₹ 17.15 Crore. Sale of Investment in Equity Shares of RICL* ₹ 10.29 Crore. Advances returned to JIPL ₹ 100 Crore)*

(ii) Balance Sheet heads (Closing balance):

Trade payables, advances received and other liabilities for receiving services on revenue and capital account, CPPL ₹ 1,214.82 Crore, Investment in Equity Shares of RePL ₹ 1,635.31 Crore, BRPL ₹ 509.60 Crore and BYPL ₹ 272.44 Crore. ICDs placed to AEVPL ₹ 3.05 Crore, CPPL ₹ 13.86 Crore and JRTL ₹ 2.25 Crore. Sub-ordinate debt given to DAMEPL ₹ 1,047.72 Crore. Advance against securities in REVPL ₹ 600 Crore and RePL ₹ 1,200 Crore. Trade receivables, advances given and other receivables for rendering services SPL ₹ 234.72 Crore, VIPL ₹ 220.17 Crore and SaPoL ₹ 1,603.23 Crore. Intangible assets from RComm ₹ 0.24 Crore.

(Previous Year: Trade payables, advances received and other liabilities for receiving services on revenue and capital account, CPPL ₹ 1,214.47 Crore and CAPL ₹ 726.38 Crore. Investment in Equity Shares of RePL ₹ 1,720 Crore, BRPL ₹ 509.60 Crore and BYPL ₹ 272.44 Crore. ICDs placed to AEVPL ₹ 3.04 Crore. Sub-ordinate debt given to MMTPL ₹ 54.43 Crore. Advance against securities in JRTL ₹ 63.98 Crore. Trade receivables, advances given and other receivables for rendering services SPL ₹ 529.73 Crore and SaPoL ₹ 2,076.46 Crore)

(iii) Contingent Liabilities (Closing balance):

Guarantees and Collaterals provided to RePL ₹ 300 Crore and JRTL ₹ 346.27 Crore.

(Previous Year: Guarantees and Collaterals provided to RePL ₹ 300 Crore and JRTL ₹ 184 Crore)

(iv) Income heads:

Sale of electricity to VIPL ₹ 388.05 Crore. Gross revenue from EPC and Contracts business from SPL ₹ 3,665.72 Crore, RSTEPL ₹ 801.77 Crore and SaPoL ₹ 690.61 Crore. Dividend received from UPL ₹ 1.58 Crore. Interest earned from RePL ₹ 6.12 Crore. Other Income from VIPL ₹ 8.35 Crore, BYPL ₹ 6.30 Crore and BRPL ₹ 2.25 Crore.

(Previous Year: Sale of electricity to BRPL ₹ 8.36 Crore and BYPL ₹ 2.39 Crore. Gross revenue from EPC and Contracts business from SPL ₹ 4,269.15 Crore and SaPoL ₹ 5,652.57 Crore. Dividend received from UPL ₹ 1.19 Crore. Rent / Lease rent earned from RComm ₹ 0.76 Crore. Interest earned from RICL ₹ 5.57 Crore. Other Income from RePL ₹ 6.89 Crore, RComm ₹ 3.25 Crore and BRPL ₹ 2.77 Crore)*

(v) Expense heads:

Purchase of electricity (including open access charges) from DSPPL ₹ 107.62 Crore and VIPL ₹ 597.10 Crore. Purchase / Services on revenue account from RGI ₹ 10.89 Crore, RLICL ₹ 1.96 Crore and RePL ₹ 1.78 Crore. Purchase of other items on capital account from MOOPL ₹ 28.34 Crore and SPL ₹ 8.78 Crore. Services received from RBPO ₹ 3.70 Crore, SPL ₹ 6.90 Crore, SaPoL ₹ 5.47 Crore, CAPL ₹ 2.63 Crore and UPL ₹ 2.86 Crore. Rent paid to RIIPL ₹ 2.88 Crore. Dividend paid to AAAPVPL ₹ 91.72 Crore.

(Previous Year: Purchase of electricity from REIL ₹ 31.13 Crore. Purchase / Services on revenue account from RePL ₹ 62.75 Crore and RGI ₹ 14.82 Crore. Purchase of other items on capital account from MMOPL ₹ 15.58 Crore. Services received from RICL ₹ 1.97 Crore. Rent paid to RIIPL ₹ 5.72 Crore and UPL ₹ 1.30 Crore. Dividend paid to AAAPVPL ₹ 90.47 Crore)*

(vi) Salaries, commission and other benefits paid / payable to Shri Anil D Ambani ₹ 5.51 Crore (₹5.51 Crore), Shri S.C. Gupta ₹ 0.57Crore (₹ 0.84 Crore) and Shri Lalit Jalan ₹ 1.45 Crore (₹ 0.84 Crore) and Shri Ramesh Shenoy ₹ 0.87 Crore.

* RICL – Reliance Infrastructure and Consultants Limited is no more a related party in the current year.

40. Leases:

Disclosure as required under Accounting Standard - 19 (AS-19) - "Accounting for Leases" as prescribed under Companies (Accounting Standards) Rules, 2006 for the Group is given below:

(a) The Group has entered into cancellable / non-cancellable leasing agreement for office, residential and warehouse premises renewable by mutual consent on mutually agreeable terms.

(b) Future minimum lease payments under non-cancellable operating lease are as under:

₹ Crore

Particulars	Lease Rentals Debited to Consolidated Statement of Profit and Loss / CWIP /Intangible assets under development (Cancellable and Non-cancellable)	Future Minimum Lease Rentals			Period of Lease*
		Less Than 1 Year	Between 1 to 5 Years	More than 5 Years	
Office Premises and Warehouses	61.95	7.96	4.26	-	Various

* The Lease terms are renewable on a mutual consent of Lessor and Lessee.

The lease rentals have been included under the head "Rent" under Note 26 "Other Expenses", and Note 49 "Expenditure pending allocation / capitalisation".

41. Interest in Jointly Controlled Operations (Parent Company):

The Parent Company along with M/s. Geopetrol International Inc. and Reliance Natural Resources Limited *(the consortium) was allotted 4 Coal Bed Methane (CBM) blocks from Ministry of Petroleum and Natural Gas (Mo PNG) covering an acreage of 3,266 square kilometers in the States of Madhya Pradesh, Andhra Pradesh and Rajasthan. The consortium had entered into a production sharing agreement with Government of India for exploration and production of these four CBM blocks. The Parent Company as part of the consortium has 45% share in each of the four blocks. M/s Geopetrol International Inc is the operator on behalf of the consortium for all the four CBM blocks.

Also the Parent Company along with M/s. Geopetrol International Inc, Naftogaz India Private Limited and Reliance Natural Resources Limited *(the consortium) was allotted oil block from Ministry of Petroleum and Natural Gas (Mo PNG), in the State of Mizoram under the New Exploration Licensing Policy (NELP - VI) round, covering an acreage of 3,619 square kilometers and the consortium had signed an agreement with the Government of India for exploration and production of an Oil and Gas block. The Parent Company as part of the consortium has 70% share in the block. M/s Naftogaz India Private Limited is the operator on behalf of the consortium for the block

Disclosure of the Parent Company's share in Joint Venture operations:

Name of the Field in the Joint Venture	Location (Onshore Blocks)	Participating Interest (%) As at March 31, 2013
SP-(North) - CBM - 2005 / III	Sohagpur, Madhya Pradesh	45 %
KG(E) - CBM – 2005 / III	Kothagudem, Andhra Pradesh	45 % **
BS(4) - CBM - 2005 / III	Barmer, Rajasthan	45 %
BS(5) - CBM - 2005 / III	Barmer, Rajasthan	45 %
MZ-ONN-2004 / 2	Mizoram	70 % ***

** Keeping in view various issues faced by the Consortium like inordinate delays in Government clearances, non receipt of Petroleum Exploration License (PEL) for more than 5 years, availability of scarce geologically effective fair way due to overlap with tribal land, reserve forest cover and Singarani Coal Mines, the Consortium has relinquished its rights in respect of the CBM Blocks KG (E) – CBM – 2005 / III at Kothagudem, Andhra Pradesh by passing a resolution in the 23rd Operating Committee meeting held on January 30, 2013. The decision has been conveyed to Government of India vide letter dated February 6, 2013 and the reply from the Government is awaited. Since the Petroleum Exploration Licence (PEL) has not been granted, there is no effective contract start date and the contract stands ineffective and null due to non-receipt of PEL. The consortium hence does not envisage any payment liability related to unfinished work programme.

*** The Parent Company has received a notice from the Ministry of Petroleum and Natural Gas on October 11, 2012 for termination of the contract on the grounds of misrepresentation of facts by the operator M/s Naftogaz India Private Limited. The Parent Company has also received a notice dated October18, 2012 from Directorate General of Hydrocarbons (DGH) for payment of unfulfilled work program penalty. The Parent Company has contested the claims. Moreover the cost of unfinished work programme cannot be easily ascertained owing to lack of commensurate benchmarking in such inhospitable terrain. Though any liability which may arise on this relinquishment is presently not ascertainable, the Parent Company, however, does not envisage any material claims in this regard.

The above joint ventures are unincorporated joint ventures carrying out jointly controlled operations. Based on the audited statement of accounts of the consortium forwarded by the Operator, except for Mizo block, the Parent Company's share in respect of assets and liabilities as at March 31, 2013 and expenditure for the year ended on that date has been accounted as under:

₹ Crore

Item	2012-13	2011-12 (Audited)
Expenses	**4.45**	10.05
Fixed Assets including Capital work-in-progress	**-**	-
Other Assets	**5.10**	3.77
Current Liabilities	**1.03**	2.20
Contingent Liability	**-**	-

(* share of RNRL has since been demerged to 4 Subsidiary Companies of Reliance Power Limited).

42. Provision for Disputed matters:

₹ Crore

Particulars	Parent Company (Refer note (a) below)	Share of Joint Ventures (Refer note (b) below)	Total
Opening Balance	380.00	27.97	407.97
Add: Provision made	-	5.64	5.64
Less: Provision reversed	-	8.86	8.86
Closing Balance	**380.00**	**24.75**	**404.75**

(a) represents provision made for disputes in respect of electricity business and other corporate matters. No further information is given as the matters are sub-judice and may jeopardize the interest of the Parent Company.

(b) represents consumer claims logged of ₹ 2.99 Crore against BYPL, provision for other claims of ₹ 1.95 Crore in BRPL and provision for retirement of fixed assets of ₹ 16.53 Crore in BRPL and ₹ 3.28 Crore in BYPL.

43. (a) Standby Charges (Parent Company):

In the matter of liability of ₹ 515.60 Crore of standby charges with The Tata Power Company Limited (TPC) determined by MERC for the period April 1, 1998 to March 31, 2004, which the Parent Company has fully accounted for, the Appellate Tribunal of Electricity (ATE) determined the total liability at ₹ 500 Crore and directed TPC to refund ₹ 354 Crore (inclusive of interest of ₹ 15 Crore upto March 31, 2004) to the Parent Company plus interest @ 10% p.a. commencing from April 1, 2004 till the date of payment. Against the said order, TPC filed an appeal with the Supreme Court. The Hon'ble Supreme Court passed an interim order dated February 7, 2007 granting stay of the impugned order of the ATE subject to the condition that, TPC furnish a bank guarantee in the sum of ₹ 227 Crore and, in addition, deposit a sum of ₹ 227 Crore with the Registrar General of the Court which may be withdrawn by the Parent Company subject to the Parent Company giving an undertaking that in the event of the appeal being decided against the Parent Company, wholly or in part, the amount as may be found refundable by the Parent Company shall be refunded to TPC without demur together with interest as may be determined by the Court. The Parent Company accordingly withdrew the amount of ₹ 227 Crore after complying with the conditions specified and has accounted the said amount as other liabilities pending final adjustment. Moreover, pending final order of the Hon'ble Supreme Court, the Parent Company has not accounted for the reduction in standby charges liability of ₹ 15.60 Crore as well as interest amount determined by ATE as payable by TPC to the Parent Company.

(b) Take or Pay and Additional Energy Charges (Parent Company):

Pursuant to the order passed by MERC dated December 12, 2007, in case No. 7 of 2002, TPC has claimed an amount of ₹ 323.87 Crore towards the following:

(i) Difference in the energy charge for energy supplied by TPC at 220 kV interconnection for the period March 2001 to May 2004 along with interest at 24% per annum up to December 31, 2007, and

(ii) Minimum off-take charges for energy for the years 1998-99 to 1999-2000 along with interest at 24% per annum up to December 31, 2007.

In an appeal filed by the Parent Company, ATE held that the amount in the matter (a) above is payable by the Parent Company along with interest at State Bank of India prime lending rate for short term borrowings. The matter (b) is remanded to MERC for redetermination. The Parent Company has filed an appeal against the said order before the Supreme Court, which while admitting the appeal, has restrained TPC from taking any coercive action in respect of the matter stated in (a) above and TPC has also filed an appeal against the said order. The Parent Company has complied with the interim order directions of depositing ₹ 25 Crore with the Registrar of Supreme Court and providing a Bank Guarantee of ₹ 9.98 Crore. The said amount is disclosed under Contingent Liability in Note 50(a)(iii).

44. The Parent Company has been legally advised that it is considered to be established with the object of providing infrastructural facilities and accordingly, Section 372A of the Act is not applicable to the Parent Company.

45. Notes related to BRPL and BYPL (as per respective financial statements):

(a) Both the Companies have conducted physical verification of its major fixed assets as per its policies. Necessary adjustments for retirement would be carried out after reconciliation and obtaining the approval of DERC. Accordingly, in case of BRPL an amount of ₹ 33.74 Crore (₹ 31.65 Crore) and in case of BYPL ₹ 6.70 Crore (₹15 Crore) is lying under provision for retirement of fixed assets.

(b) Transfer Schemes:

(i) The amount of Consumer Security Deposit (CSD) transferred to both the companies by virtue of Part II of Schedule E of the Transfer Scheme was ₹ 11 Crore in case of BRPL and ₹ 8 Crore in case of BYPL. The Transfer Scheme as well as erstwhile DVB did not furnish the consumer wise details of the amount transferred to it as CSD. Both the Companies have compiled from the consumer records the amount of CSD as on June 30, 2002, which works out to ₹ 90.43 Crore in case of BRPL and ₹ 35.38 Crore in case of BYPL. The management of both the Companies are of the opinion that its liability towards CSD is limited to ₹ 11 Crore in case of BRPL and ₹ 8 Crore in case of BYPL, as per the Transfer Scheme. Therefore the liability towards refund of consumer deposits in excess of ₹ 11 Crore in case of BRPL and ₹ 8 Crore in case of BYPL and interest thereon has not been accounted for in the books of the respective companies. They have also filed a writ petition with the High court of Delhi during the year 2004-05 with the DERC to deal with the actual amount of CSD as on the date of transfer. DERC during the year 2007-08 had advised the GoNCTD to transfer ₹ 97.48 Crore and ₹ 70.90 Crore to BRPL and BYPL respectively. However GoNCTD did not abide by the advice and hence both the companies have filed writ petition and the case is pending before High Court of Delhi. In the last hearing during the year the matter was placed in the category of 'Rule' matters and the case shall get listed in due course.

(ii) As per notification dated April 18, 2007 issued by DERC, interest @ 6% per annum is payable on CSD received from all consumers. In view of the pending litigation, as explained above, BRPL and BYPL have provided for interest only to the extent of amount transferred as per the transfer scheme i.e. ₹ 11 Crore in case of BRPL and ₹ 8 Crore in case of BYPL. The Companies are of the view that the interest on CSD in excess of the amount as per the Transfer Scheme would be recoverable from Delhi Power Company Limited (DPCL) if the contention is upheld by the High Court of Delhi.

(iii) The liabilities arising out of litigation, suits, claims etc. pending on the date of transfer and / or arising due to events prior to the date of transfer shall be borne by BRPL and BYPL subject to a maximum of ₹ 1 Crore per annum. Any amount above this shall be to the account of DPCL in the event of DERC not allowing the amount to be included in the ARR of the respective companies.

46. Project Restructuring in case of CBD Tower Private Limited (CBDTPL):

In case of CBDTPL, the Company had signed a development agreement dated May 28, 2008 with Andhra Pradesh Industrial Infrastructure Limited (APIIC) for the development of trade tower and business district in Hyderabad, which the Company, after development intends to lease out to the intended users. To mitigate the risk of the project due to economic slowdown, recession and uncertainty in real estate market, the Board of Directors of the Company approved and submitted a plan to APIIC to restructure the project in three categories - financial restructuring, restructuring of project development framework and restructuring of project implementation. Material proposals approved by APIIC includes waiver of development premium payable @12% p.a. on the unpaid balance towards cost of land up to March 31, 2012 and decrease in the rate of interest on debentures to 2% p.a. up to March 31, 2014. Further applications have been made to extend waiver of development premium payable till March 31, 2014 and decrease in the rate of interest on debentures to 2% p.a. up to March 31, 2016. Pending decision by APIIC on Company's application for the above mentioned reliefs, provision for such development premium and interest on debentures has been made for the year ended March 31, 2013.

Certain consequential issues, like effective date being date of signing of amended agreement and similar mechanism for land transfer for trade tower, arising out of the main approved terms, are in advanced stages of getting approval from APIIC. As per the current applicable terms of development agreement, although certain part payments have been made, the title with respect to land, amounting to ₹ 555.01 Crore, would be transferred only on payment of full amount and on compliance of all terms of development agreement. Till then the land has been disclosed under Capital Work in Progress.

47. Power Banking:

The cost of electricity purchased is net of cost incurred towards units purchased and banked with other parties and / or units banked by other parties with us, both on loan basis. Such transactions remaining unsettled at the end of the year, is carried forward under Short term loans and advances / Trade payables at the value of purchase / sale on the date of the transactions when the units are banked.

48. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of information available with the Group and relied upon by the auditors.

₹ Crore

Particulars	As at March 31, 2013	As at March 31, 2012
Principal amount due to suppliers under MSMED Act	**2.54**	2.07
Interest accrued due to suppliers under MSMED Act on the above amount and unpaid	**-**	-
Payment made to suppliers(other than interest) beyond the appointed day/due date during the year	**0.07**	0.33
Interest paid to suppliers under MSMED Act (other than Section 16)	**-**	-
Interest paid to suppliers under MSMED Act (Section 16)	**0.14**	0.14
Interest due and payable towards suppliers under MSMED Act for payments already made	**0.01**	0.01
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act	**0.01**	0.01
Amount of further interest remaining due and payable in succeeding years	**-**	-

49. Expenditure pending allocation / capitalisation:

Capital work-in progress / Intangible assets under development includes expenditure incidental / attributable to construction of the project classified as expenditure pending allocation / capitalisation which will be apportioned to the fixed assets on the completion of the respective projects. Necessary details have been disclosed below:

₹ Crore

Particulars	As at April 1, 2012	Incurred during the year	Capitalisation / Adjustment	As at March 31, 2013
Advertisement Expenses	0.64	0.02	-	**0.66**
Interest and Finance Charges / Corporate Guarantee Charges	641.42	463.25 *	(277.80)	**826.87**
Depreciation	3.78	2.37	(0.32)	**5.83**
Right of Way Charges	63.31	7.07	-	**70.38**
Electricity Expenses	2.85	1.13	(0.07)	**3.91**
Printing and Stationery	1.71	0.70	(0.11)	**2.30**
Legal and Professional Charges	264.11	82.75	(10.03)	**336.83**
Rent, Rates and Taxes	85.96	11.06	(0.46)	**96.56**
Repairs and Maintenance	3.58	2.60	(0.18)	**6.00**
Employees' Cost	196.59	89.04	(16.92)	**268.71**
Insurance	27.17	12.52	(6.11)	**33.58**
Development Expenditure	52.32	36.90	(8.49)	**80.73**
Telephone Expenses	3.08	1.60	(0.24)	**4.44**
Travelling and Conveyance	22.89	10.43	(2.06)	**31.26**
Vehicle Hire Charges	5.73	2.96	(1.48)	**7.21**
Fringe Benefit Tax	0.56	-	(0.04)	**0.52**
Project Execution Support Services	-	6.78	-	**6.78**
Loss/(gain) in foreign exchange fluctuation (net)	15.22	18.67	-	**33.89**
Miscellaneous Expenses	21.93	15.61	(2.09)	**35.45**
	1,412.85	**765.46**	**(326.40)**	**1,851.91**
Less:				
Tender Fees Received	2.05	1.42	(1.69)	**1.78**
Dividend Income on Current Investments	26.13	9.37	(6.71)	**28.79**
Interest Income on Bank Term Deposits (net of tax)	3.12	3.65	(0.03)	**6.74**
Total	**1,381.55**	**751.02**	**(317.97)**	**1,814.60**

* Out of the above, borrowing costs as per Accounting Standard -16 (AS-16) "Borrowing Costs" is ₹ 438.15 Crore.

Further, borrowing costs directly capitalised to fixed assets during the year is ₹ 24.26 Crore.

50. (a) Contingent Liabilities:

₹ Crore

		As at March 31, 2013	As at March 31,2012
(i)	Counter guarantees given to banks against guarantees issued by the banks on behalf of the Group	**373.74**	396.16
(ii)	Corporate guarantees given to banks and other parties in respect of financing facilities granted to other body corporate	**1,282.11**	2,288.17
(iii)	Claims against the Group not acknowledged as debts and under litigation	**1,717.34**	2,155.56
	These include:-		
	a) Claims from suppliers	**297.33**	293.53
	b) Income tax claims	**865.28**	1,525.03
	c) Sales tax claims	**335.60**	128.55
	d) Claims from consumers	**44.88**	50.75
	e) Other claims	**174.25**	157.70
	Including Share in Joint Ventures	**132.62**	93.80

(iv) BRPL and BYPL had announced Special Voluntary Retirement Scheme (SVRS). The Companies had taken a stand that terminal benefit to SVRS retirees was the responsibility of Delhi Vidyut Board (DVB) Employees Terminal Benefits Fund - 2002 Trust (DVB ETBF - 2002) and the amount was not payable by the companies, which however was contended by DVB ETBF 2002. The Companies filed a writ petition in High Court of Delhi which provided two options. Both Companies had taken the option that DVB ETF Trust to pay the terminal benefits of the SVRS optees on reimbursement by Discoms of 'Additional Contribution' required on account of premature payout by the Trust which shall be computed by an Arbitral Tribunal of Actuaries whereas the liability to pay residual pension i.e. monthly pension be borne by respective Companies. Pending computation of the additional contribution, if any, by the Arbitral Tribunal of Actuaries and the final decision in the matter by the Hon'ble High Court of Delhi both companies have paid leave encashment, gratuity and commuted pension amounting to ₹ 64.71 Crore and ₹ 45.20 Crore, respectively. The interest amounting to ₹ 20.20 Crore and ₹ 14.33 Crore on the delayed payment has also been paid during the year 2008-09. The net recoverable amount has been shown under Long Term / Short Term Loans and Advances. DERC has approved the aforesaid retiral pension in its Annual Revenue Requirement (ARR) and the same has been charged to Statement of Profit and Loss. The final impact on the financial statements in addition to the aforesaid amounts will be determined when the final order is received.

(b) Capital and other Commitments:

₹ Crore

Particulars	**As at March 31, 2013**	As at March 31,2012
Estimated amount of contracts remaining unexecuted on capital account and not provided for	**5,248.12**	9,312.91
- including share in joint ventures	**101.31**	206.29
Uncalled liability on partly paid shares	**10.70**	10.70

The Parent Company has given equity / fund support for setting up of projects / cost overrun in respect of various infrastructure and power projects being set up by the Group, the amounts of which currently are not ascertainable.

(c) Proportionate share of claims not acknowledged as debt and other contingent liabilities in respect of associate companies amounts to ₹ 940.08 Crore (₹ 1,004.09 Crore) and share of capital and other commitments amounts to ₹ 17,879.92 Crore (₹ 20,252.84 Crore).

Notes annexed to and forming part of the Consolidated Financial Statements

51. In terms of Section 212(8) of the Act read with General Circular No. 2 / 2011 dated February 8, 2011 issued by the Ministry of Corporate Affairs, the Parent Company has not attached the Financial Statements and Auditors' Reports of the individual subsidiaries. The same are available for inspection by the shareholders at the registered office. However, the information in aggregate on share capital, reserves and surplus, total assets, total liabilities, details of investments, turnover, profit before taxation, provision for taxation, profit after taxation and proposed dividend for each subsidiary is as follows:

₹ Crore

Sr. No.	Name of the Subsidiary	Share Capital *	Reserves and Surplus	Total Assets **	Total Liabilities #	Investment		Turnover ##	Profit / (Loss) before Taxation	Provision for Taxation	Profit / (Loss) after Taxation	Proposed Dividend
						In Mutual Fund at cost (Quoted)	In Shares at cost (Unquoted) $					
1	BKPL	127.76	49.92	246.63	68.95	7.89	-	249.66	56.05	11.17	44.88	-
2	PKTCL	157.63	(1.47)	610.15	453.99	-	-	0.22	0.14	0.07	0.07	-
3	RETL	20.65	53.24	174.08	100.19	8.96	-	845.58	14.71	4.03	10.68	-
4	RPTL	6.27	606.75	672.18	59.16	0.06	-	0.55	(0.16)	0.17	(0.32)	-
5	MMOPL	512.00	549.49	3,044.41	1,982.92	0.04	-	-	-	-	-	-
6	CBDTPL	190.09	(3.88)	696.46	510.25	-	-	-	-	-	-	-
7	TRPL	0.01	(0.02)	0.01	0.01	-	-	0.01	(0.01)	-	(0.01)	-
8	DSTL	5.21	11.30	734.18	717.66	6.88	-	111.10	4.65	-	4.65	-
9	NKTL	4.48	(8.10)	581.70	585.32	-	-	64.84	(2.32)	-	(2.32)	-
10	SUTL	18.41	399.59	1,101.04	683.04	-	-	40.25	(0.11)	-	(0.11)	-
11	TDTL	10.74	202.35	539.15	326.05	-	-	48.95	3.25	0.51	2.74	-
12	TKTL	12.76	267.79	786.18	505.63	-	-	-	-	-	-	-
13	GFTL	1.96	160.41	783.51	621.14	-	-	34.68	(32.67)	-	(32.67)	-
14	KMTL	3.41	37.01	470.72	430.31	1.08	-	@	@	@	@	-
15	PSTL	0.01	47.46	1,286.55	1,239.07	-	-	189.80	30.45	6.05	24.40	-
16	HKTL	3.71	59.24	454.19	391.24	4.41	-	90.15	12.34	2.39	9.96	-
17	DATL	9.02	137.48	358.72	212.23	-	-	62.10	47.89	10.00	37.89	-
18	RCPL	68.32	415.85	2,110.13	1,625.96	93.43	-	1.58	(0.06)	-	(0.06)	-
19	RCIPL	0.02	(0.02)	600.00	600.00	-	-	-	@	-	@	-
20	RADPL	7.14	63.93	71.09	0.02	-	-	-	(0.02)	-	(0.02)	-
21	RSOPL	0.01	(0.04)	40.75	40.78	-	-	-	-	-	-	-
22	UIWPL	0.69	6.13	6.82	@	-	-	-	(0.01)	-	(0.01)	-
Step-down Subsidiaries:												
23	RCCPL	0.08	(0.08)	@	@	-	-	-	@	-	@	-
24	RCWPL	0.02	(0.02)	@	@	-	-	-	@	-	@	-
25	LAPL	0.83	4.20	6.94	1.91	-	-	0.35	(0.04)	-	(0.04)	-
26	BAPL	2.13	17.62	27.16	7.40	0.16	-	0.46	(0.24)	-	(0.24)	-
27	NAPL	2.85	12.24	24.27	9.18	-	-	1.06	(5.15)	-	(5.15)	-
28	YAPL	0.34	2.36	3.64	0.94	-	-	0.06	(0.15)	-	(0.15)	-
29	OAPL	0.80	6.51	9.99	2.69	-	-	0.15	(0.12)	-	(0.12)	-
30	WRTM	18.01	165.82	1,032.27	848.44	6.51	-	56.73	6.77	3.78	2.99	-
31	WRTG	14.26	131.63	595.20	449.32	-	-	41.26	12.51	9.37	3.14	-
32	NKTCL	0.64	5.29	25.55	19.62	-	-	0.01	0.01	@	@	-
33	TTCL	0.74	6.17	25.93	19.01	-	-	0.02	0.02	@	@	-
34	RConPL	0.01	(0.01)	@	@	-	-	-	@	-	@	-

* including share application money ; ** Non Current Assets + Current Assets ; # Non Current Liabilities + Current Liabilities

$ Other than Investment in Subsidiary ; ## includes other income ; @ represent figures below ₹ 50,000

52. Figures for the previous year have been regrouped / reclassified / rearranged wherever necessary to make them comparable to those for the current year. Figures in bracket indicate Previous Year's figures. '@'- represents figures less than ₹ 50,000 which have been shown at actuals in brackets with @.

As per our attached Report of even date

For Haribhakti & Co.
Chartered Accountants
Firm Registration No. 103523W

Rakesh Rathi
Partner
Membership No. 45228

For Pathak H. D. & Associates
Chartered Accountants
Firm Registration No. 107783W

Vishal D. Shah
Partner
Membership No. 119303

Date : May 14, 2013
Place : Mumbai

For and on behalf of the Board

Anil D Ambani Chairman
S Seth Vice Chairman
R R Rai
S S Kohli
Dr V K Chaturvedi
K Ravikumar
} Director
Ramesh Shenoy Company Secretary and Manager

Date : May 14, 2013
Place : Mumbai

ATTENDANCE SLIP

Reliance Infrastructure Limited

Registered Office: H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.
Joint shareholders may obtain additional attendance slip at the venue.

DP. Id*			**Folio No.**	
Client Id*			**No. of Share(s) held**	

NAME AND ADDRESS OF THE SHAREHOLDER

I/We hereby record my/our presence at the **84th ANNUAL GENERAL MEETING** of the Company held on Tuesday, August 27, 2013 at 4.00 p.m. or soon after conclusion of the annual general meeting of Reliance Power Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020.

*Applicable for investors holding share(s) in electronic form.

Signature of the shareholder or proxy

.... TEAR HERE ....

PROXY FORM

Reliance Infrastructure Limited

Registered Office: H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710

DP. Id*			**Folio No.**	
Client Id*			**No. of Share(s) held**	

I/We... of
.... in the district of .... being a member/members of Reliance Infrastructure Limited hereby appoint .... of
.... in the district of ....
or failing him/her ....of ....
in the district of .... as my/our proxy to vote for me/us and on my/our behalf at the 84th Annual General Meeting of the Company to be held on Tuesday, August 27, 2013 at 4.00 p.m. or soon after conclusion of the annual general meeting of Reliance Power Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020 or at any adjournment thereof.

Affix
₹ 1/-
revenue
stamp

Signed this .... day of .... 2013.

*** Applicable for investors holding shares in electronic form.**

NOTES:
1. The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.
2. Members holding shares under more than one folio may use photocopy of this Proxy Form for other folios. The Company shall provide additional forms on request.

To

If undelivered please return to :

Karvy Computershare Private Limited
(Unit: Reliance Infrastructure Limited)
Madhura Estate, Municipal No. 1-9/13/C
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Hyderabad 500 081
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Fax : + 91 40 2342 0859
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