

Annual Report Analysis (Consolidated)

Source: CRORES. All figures Crores. Pipeline: v5-Gemini — W1a → W3 → W1b+W2+W2F (parallel, notes-injected) → Merge.

Investor Snapshot

#	Analytical Point	Sentiment
1	<i>The business operates as a single-asset utility with 100% revenue concentration in MSEDCL, creating a high-stakes counterparty risk despite a record 82.3% PLF at the Amravati plant.</i>	☐
2	Top-line growth remains stagnant at 4% YoY (₹3,364 Cr), with limited diversification efforts beyond a nascent 28 MW merchant power sale on the IEX.	☐
3	<i>Operational profitability is insufficient to cover capital costs, evidenced by an ROCE of 8% which significantly trails the company's high cost of debt.</i>	☐
4	<i>Reported PAT of ₹8,897 Cr is a non-cash accounting mirage driven by a ₹10,635 Cr gain from subsidiary deconsolidation; the core business suffered a massive ₹1,738 Cr loss.</i>	☐
5	<i>While consolidated debt fell 67% via accounting derecognition, the balance sheet remains burdened by ₹2,048 Cr in related-party ICDs carrying usurious interest rates up to 20%.</i>	☐
6	Positive Free Cash Flow of ₹1,207 Cr was primarily fueled by one-time regulatory realizations of ₹876.84 Cr from "Change in Law" claims rather than sustainable operational improvements.	☐
7	<i>Capital expenditure surged 219% despite stagnant revenues, indicating a value-destructive cycle where cash is diverted to maintenance of a stressed asset.</i>	☐
8	<i>Earnings quality is critically low, with 68% of receivables currently disputed and a qualified audit opinion highlighting ₹6,652 Cr in unverified debt.</i>	☐
9	<i>Governance remains a primary concern (Rating: 2/10) due to the lack of a database-level audit trail and a ₹776 Cr discrepancy in lender confirmations.</i>	☐
10	<i>The company faces terminal insolvency risk via a Section 7 IBC application from REC Ltd for ₹28.72 Cr, which threatens a total equity wipeout for public shareholders.</i>	☐
11	The outlook is precarious, contingent on the dismissal of NCLT litigation and the aggressive recovery of ₹1,408 Cr in disputed receivables.	☐
12	Maintain a WATCH stance; the stock is a speculative call option on debt refinancing, with the REC Ltd litigation and interest coverage exceeding 1.0x as key monitorables.	☐

1. BUSINESS OVERVIEW (In Bullet Points)

- Business Segments:** The company operates primarily in the thermal power generation sector. Following the loss of control over its subsidiary Sinnar Thermal Power Ltd (STPL), the core business is now concentrated in the 1,350 MW Amravati Thermal Power Plant.
- Revenue Drivers:** Revenue is primarily driven by the sale of electricity under a long-term Power Purchase Agreement (PPA) with MSEDCL. A new secondary driver is the merchant sale of surplus power (28 MW) on the Indian Energy Exchange (IEX).

- **Cost Drivers:** Fuel costs (coal) are the dominant expense, accounting for 74% of manufacturing costs. Logistics (Road-cum-Rail mode) and finance costs on high-interest debt (up to 20%) are secondary drivers.
- **Industry Position:** Operates as a significant private power producer in Maharashtra. The Amravati plant achieved a record Plant Load Factor (PLF) of 82.3% in FY24, exceeding the normative level of 85% for full capacity charge recovery.
- **Expansion & Capacity:** The company has shifted from a multi-asset developer to a single-asset operator. Capacity remains at 1,350 MW at Amravati; however, the Sinnar project (1,350 MW) is now under CIRP and de-recognized.
- **Geographical Presence:** Highly concentrated in Maharashtra, India, with 100% of operational revenue derived from a single state utility (MSEDCL).
- **Fuel Security:** Secured 20% additional coal allocation via "RCR mode" to reduce dependency on expensive e-auctions, though Coal India Ltd (CIL) is expected to supply only 75% of committed quantities.

2. MANAGEMENT COMMENTARY & OUTLOOK

- Management has pivoted the strategic narrative from "survival and refinancing" to "operational excellence and growth," capitalizing on India's 8.2% GDP growth and 250 GW peak power demand.
- The company is pursuing a hybrid revenue model, supplementing its rigid PPA with merchant power sales on the IEX to capture peak-period pricing.
- A major strategic milestone was the "de-risking" of the balance sheet through the de-recognition of the distressed Sinnar (STPL) subsidiary, effectively removing ₹1,700 Cr of defaulted debt from the consolidated books.
- Management highlights the successful recovery of ₹47 Cr (and a total realization of ₹76.84 Cr) from MSEDCL following Supreme Court and APTEL orders regarding "Change in Law" claims, validating their regulatory asset strategy.
- The credit profile is reportedly improving, evidenced by a transition to mainstream lenders like Kotak Mahindra Bank and away from distressed debt specialists.
- Future focus is on maintaining plant availability above 85% to ensure full fixed-cost recovery and implementing mandatory Flue Gas Desulphurization (FGD) for environmental compliance.
- Management remains silent on the REC Ltd insolvency filing, maintaining that the application is "not maintainable" while focusing on the Amravati asset as a standalone "cash cow."
- **Management Tone:** *Optimistic but Selective.* Management is aggressively highlighting operational records and the massive accounting gain to project a "new company" image. However, the tone is conspicuously evasive regarding the high-level exits of the CFO and Company Secretary in April 2024 and the lingering legal threats from preference shareholders. The narrative suggests a "clean break" from past liabilities that the auditors and lenders have yet to fully confirm.

3. FINANCIAL ANALYSIS

3.1 Financial Statements

Source: Screener.in — all monetary values in Crores. Use these numbers directly.

P&L Statement (□Crores)

Line Item	Mar 2024	Mar 2023
Sales -	3,364.00	3,231.00
Sales Growth %	4.11	-0.87
Expenses -	2,718.00	2,493.00
Manufacturing Cost %	74.00	69.00
Employee Cost %	2.00	2.00
Other Cost %	5.00	6.00
Operating Profit	646.00	738.00
OPM %	19.00	23.00
Other Income -	10,976.00	328.00
Exceptional items	10,635.00	0.00
Other income normal	341.00	328.00
Interest	2,363.00	2,512.00
Depreciation	382.00	404.00
Profit before tax	8,876.00	-1,849.00
Tax %	0.00	1.00
Net Profit -	8,897.00	-1,870.00
Minority share	0.00	0.00
Exceptional items AT	10,635.00	0.00
Profit excl Excep	-1,738.00	-1,870.00
Profit for PE	-1,738.00	-1,870.00
Profit for EPS	8,897.00	-1,870.00
Profit Growth %	7.00	-21.00
EPS in Rs	16.57	-3.48
Dividend Payout %	0.00	0.00

Balance Sheet (₹ Crores)

Line Item	Mar 2024	Mar 2023
Equity Capital	5,370.00	5,370.00
Reserves	-1,006.00	-9,903.00
Borrowings -	3,562.00	11,018.00
Long term Borrowings	3,099.00	2,554.00
Short term Borrowings	438.00	8,431.00
Lease Liabilities	24.00	33.00
Preference Capital	377.00	377.00
Other Borrowings	-377.00	-377.00
Other Liabilities -	1,640.00	10,887.00
Non controlling int	0.00	0.00
Trade Payables	157.00	283.00
Advance from Customers	0.00	0.00
Other liability items	1,483.00	10,604.00
Total Liabilities	9,566.00	17,372.00
Fixed Assets -	6,412.00	13,051.00
Land	380.62	477.14
Building	319.27	490.71
Plant Machinery	7,261.53	14,688.37
Equipments	7.28	7.57
Computers	4.91	5.41
Furniture n fittings	3.49	5.54
Railway sidings	565.40	566.58
Vehicles	10.42	11.79
Intangible Assets	0.00	0.00
Other fixed assets	6.15	8.48
Gross Block	8,559.07	16,261.59
Accumulated Depreciation	2,147.18	3,211.02
CWIP	67.00	1,110.00
Investments	0.00	8.00
Other Assets -	3,087.00	3,203.00
Inventories	238.00	136.00
Trade receivables -	2,064.00	2,492.00
Receivables over 6m	1,248.00	1,606.00
Receivables under 6m	817.00	886.00
Prov for Doubtful	0.00	0.00
Cash Equivalents	462.00	234.00

Line Item	Mar 2024	Mar 2023
Loans n Advances	11.00	21.00
Other asset items	312.00	320.00
Total Assets	9,566.00	17,372.00

Cash Flow Statement (₹ Crores)

Line Item	Mar 2024	Mar 2023
Cash from Operating Activity -	1,306.00	1,015.00
Profit from operations	957.00	1,061.00
Receivables	414.00	17.00
Inventory	-111.00	-15.00
Payables	24.00	70.00
Loans Advances	0.00	0.00
Other WC items	30.00	-120.00
Working capital changes	356.00	-48.00
Direct taxes	-7.00	3.00
Cash from Investing Activity -	-462.00	-5.00
Fixed assets purchased	-99.00	-31.00
Fixed assets sold	0.00	0.00
Capital WIP	0.00	0.00
Investments purchased	0.00	-4.00
Investments sold	8.00	0.00
Interest received	27.00	12.00
Dividends received	0.00	0.00
Invest in subsidiaries	0.00	0.00
Redemp n Canc of Shares	0.00	0.00
Inter corporate deposits	0.00	0.00
Other investing items	-398.00	17.00
Cash from Financing Activity -	-902.00	-977.00
Proceeds from shares	0.00	0.00
Proceeds from borrowings	1,149.00	3.00
Repayment of borrowings	-1,692.00	-795.00
Proceeds from deposits	0.00	0.00
Interest paid fin	-351.00	-178.00
Financial liabilities	-8.00	-8.00
Other financing items	0.00	0.00
Net Cash Flow	-58.00	33.00
Free Cash Flow	1,207.00	985.00
CFO/OP	203.00	137.00

Key Ratios (₹ Crores)

Line Item	Mar 2024	Mar 2023
Debtor Days	224.00	282.00
Inventory Days	0.00	0.00
Days Payable	0.00	0.00
Cash Conversion Cycle	224.00	282.00
Working Capital Days	124.00	-1,757.00
ROCE %	8.00	9.00

3.2 Financial Analysis Summary

- **Revenue** grew by 4.11% to ₹3,364.00 Cr, yet remains critically dependent on a single customer, MSEDCL, which contributes 100% of **Revenue from Operations**, creating extreme counterparty risk.
- **Operating Profit** (EBITDA) declined by 12.47% to ₹646.00 Cr, with **OPM %** contracting from 23% to 19% as **Fuel Costs** (₹2,463.50 Cr) rose by 10.46%, significantly outstripping the 4.11% growth in **Sales**.
- **Net Profit** of ₹8,897.00 Cr is heavily distorted by a non-cash **Exceptional Item** gain of ₹10,635.08 Cr arising from the deconsolidation of subsidiary STPL, which allowed the derecognition of ₹7,118.49 Cr in **Borrowings**.
- Excluding exceptional gains, the company recorded a **Profit excl Excep** loss of ₹1,738.00 Cr, primarily due to a massive **Finance Cost** of ₹2,363.00 Cr (accrued) which results in a critical **Interest Coverage** ratio of 0.27.
- **Trade Receivables** stand at ₹2,064.00 Cr, representing 61% of annual **Revenue**, with 68.23% of these dues classified as "Disputed," including ₹430.62 Cr aged over 3 years, signaling severe liquidity risk.
- **Total Debt (Borrowings)** decreased sharply from ₹11,018.00 Cr to ₹3,562.00 Cr, primarily via the derecognition of STPL's liabilities; however, the company faces significant refinancing pressure with ₹1,450.00 Cr in bullet repayments due in December 2025.
- **Fixed Assets (Net Block)** nearly halved to ₹6,412.00 Cr due to the loss of control over STPL assets, while **CWIP** fell to ₹67.00 Cr following a ₹23.79 Cr impairment write-off for the Poena Power project.
- **CFO** of ₹1,306.00 Cr shows a healthy conversion from **Operating Profit**, aided by ₹876.84 Cr realized from "Change in Law" claims, which supported a **Free Cash Flow** of ₹1,207.00 Cr used primarily for **Repayment of borrowings** (₹1,692.00 Cr).
- **Inventory** nearly doubled to ₹238.00 Cr to ensure fuel security, acting as a ₹111.00 Cr drag on **CFO** in the **Cash Flow Statement**.
- **Other Non-current Liabilities** of ₹822.44 Cr remain high at 25% of **Revenue**, suggesting significant long-term statutory or regulatory obligations that could impact future **CFO**.
- **Other Expenses** increased by 11.7% to ₹208.71 Cr, outstripping revenue growth and further pressuring the **OPM %**.
- **ROE %** of 203.87% is an accounting anomaly driven by the massive exceptional gain and a depleted **Net Worth (Reserves** at -₹1,006.00 Cr), while **ROCE %** remained stagnant at 8.00%.
- The dominant financial theme of the year is an "**Accounting Divorce**," where a massive non-cash gain from subsidiary deconsolidation masked a loss-making core operation burdened by high-cost debt and extreme customer concentration.

3.3 Contingent Liabilities & Commitments

- **Insolvency Application (RPS):** REC Limited (holder of 0.001% Redeemable Preference Shares) has filed a Section 7 IBC application for ₹28.72 Cr plus interest. This poses a terminal risk to equity if admitted.
- **Service Tax Disputes:** ₹7.57 Cr pending at CESTAT.
- **Income Tax Additions:** ₹0.52 Cr under appeal.
- **Bank Guarantees:** Deposits of ₹340.65 Cr are pledged against bank guarantees, restricting immediate liquidity.
- **Capital Commitments:** Minimal ongoing capital expansion with capital advances at only ₹1.24 Cr.

3.9 Earnings Quality & Forensic Checks

#	Check	Impact	Status	Evidence	Notes Detail
1	PAT vs CFO trend	Profit ↑ — non-cash exceptional gain of ₹10,635 Cr inflates PAT without corresponding operating cash.	□	PAT ₹8,897 Cr vs CFO ₹1,306 Cr.	Exceptional gain from STPL deconsolidation distorts earnings quality; core operations remain cash-strained.
2	Receivables & channel-stuffing signal	Revenue ↑↓ — disputed receivables of ₹1,408 Cr risk future revenue reversals if settlements fail.	□	Receivables ₹2,064 Cr; Inventory ₹238 Cr (up 88%) vs Sales growth 4.11%.	68.23% of receivables are disputed; ₹430.62 Cr are aged over 3 years, indicating slow recovery.
3	Revenue timing	Revenue ↑ — aggressive recognition of "Change in Law" claims based on management estimates.	□	₹76.84 Cr Change in Law claims realized; ₹22.44 Cr other non-current liabilities.	Auditor KAM highlights estimation uncertainty in regulatory claims and Late Payment Surcharges (LPS).
4	Revenue from related parties %	Revenue ↑↓ — 100% revenue concentration with MSEDCL creates extreme counterparty and liquidity risk.	□	Sales ₹3,364 Cr; 100% from MSEDCL.	Single customer dependency in one geography (Maharashtra) makes the company vulnerable to discom health.
5	Inventory vs revenue growth	Profit ↓ — inventory growth of 88% significantly outpaces 4% sales growth, trapping cash.	□	Inventory ₹238 Cr (FY24) vs ₹136 Cr (FY23); Sales growth 4.11%.	Increase driven by coal stock (₹167.79 Cr) to mitigate supply chain risks, impacting working capital.
6	Inventory valuation method change	Neutral — consistent valuation method used; no policy change reported in the annual report.	□	Inventory valued at lower of cost or net realizable value.	Standard accounting policy for fuel and stores; no red flags identified in valuation methodology.
7	Exceptional items in operating profit	Profit ↑ — massive ₹10,635 Cr non-cash gain from subsidiary deconsolidation masks operational losses.	□	Exceptional gain ₹10,635.08 Cr; Profit excluding exceptions is -₹1,738 Cr.	Gain arises from derecognizing STPL liabilities after insolvency re-initiation; not a result of business performance.
8	Depreciation rate vs useful life policy	Profit ↑ — depreciation decreased by 5.4% despite stable operations, suggesting potential life extensions.	□	Depreciation ₹382 Cr (FY24) vs ₹404 Cr (FY23).	Uses SLM based on Schedule II; major overhauls depreciated over 6 years, standard for power sector.
9	Provision reversals boosting PAT	Profit ↑ — lack of doubtful debt provisioning despite ₹1,408 Cr in disputed receivables.	□	Provision for doubtful debts: ₹0.00 Cr.	Management remains "confident" of recovery despite 68% of book being disputed and aged.
10	Tax rate consistency + cash tax vs P&L tax	Profit ↑ — zero effective tax rate due to carried forward losses and exemptions.	□	Tax % is 0.00%; Direct taxes paid ₹ Cr.	Significant unabsorbed depreciation and business losses result in no current tax liability for the year.
11	CWIP age and stalling projects	Profit ↓ — impairment of ₹23.79 Cr for PDDL project due to non-execution of PPA.	□	CWIP reduced to ₹67 Cr from ₹1,110 Cr; ₹23.79 Cr write-off.	Large CWIP reduction primarily due to STPL deconsolidation; remaining CWIP relates to stalled or slow projects.
12	Deferred tax asset recognition adequacy	Neutral — no significant DTA recognized on the balance sheet despite massive historical losses.	□	Tax expense is negligible; Reserves remain negative at -₹1,006 Cr.	Prudent non-recognition of DTA given the history of losses and uncertainty of future taxable profits.

#	Check	Impact	Status	Evidence	Notes Detail
13	RPT quantum and trend	Profit ↓ — high interest burden from ₹2,048 Cr in related party inter-corporate deposits.	□	ICDs payable ₹78.04 Cr (Elevated) + others; Loans to subsidiaries ₹250 Cr.	Related party debt carries high costs; loans to subsidiaries have no stipulated repayment schedule.
14	Dividend paid vs FCF adequacy	Neutral — no dividends paid as the company prioritizes debt refinancing and operational survival.	□	Dividend Payout 0.00%; FCF ₹1,207 Cr (inflated by WC).	Positive FCF is driven by receivable liquidation (₹414 Cr) rather than sustainable core earnings.
15	Audit Trail Compliance	Neutral — Edit logs not enabled at database level for the Holding Company.	□	Auditor's Report (p.180).	Technical non-compliance with Companies (Accounts) Rules; risk of unauthorized data manipulation.
16	Auditor Confirmation Discrepancy	Profit ↑ — Discrepancy of ₹76 Cr between lender confirmations and books for de-recognized debt.	□	Qualified Opinion (p.180).	Auditor unable to verify ₹6,652.38 Cr of de-recognized liabilities; suggests potential legal contest of the "clean break."

4. MANAGEMENT & GOVERNANCE

A. Auditor Report & Key Audit Matters

- **Audit Opinion Type:** Qualified Opinion.
- **KAM 1: Revenue Recognition (Estimation of Regulatory Claims):** Significant judgment in estimating "Change in Law" claims and Late Payment Surcharge (LPS). Risk of material overstatement if final regulatory outcomes differ from management's aggressive accruals.
- **KAM 2: Litigation and Contingent Liabilities:** Complexity in applying Ind AS 37 to determine if an outflow is probable or possible. Risk of under-provisioning for numerous legal cases.
- **Emphasis of Matter 1: RPS Insolvency Application:** REC Limited filed a Section 7 IBC application for ₹28.72 Cr. Management claims it is not maintainable, but it poses a terminal insolvency risk.
- **Emphasis of Matter 2: STPL Impairment:** Following the loss of control of STPL, the company wrote off ₹1,211.82 Cr in investments and ₹33.32 Cr in loans.
- **Material Weaknesses:** The **Audit Trail (edit log) was not enabled at the database level** for the Holding Company, representing technical non-compliance.

B. Related Party Transactions

Party	Relationship	Nature	Amount (₹ Cr)	Concern
Related Parties (Group)	Promoters/ Group	Inter-Corporate Deposits (Payable)	2,048.12 Cr	High-cost debt (up to 20%) owed to insiders
Subsidiaries	Subsidiaries	Unsecured Loans Provided	250.00 Cr	Repayable on demand but no fixed schedule
Subsidiaries	Subsidiaries	Interest Income (Accrued)	76.76 Cr	Non-cash income recognized on stressed assets
Sinnar Thermal Power (STPL)	Stressed Subsidiary	Derecognized Liabilities	7,118.49 Cr	Forensic risk: Derecognition based on "loss of control"

- **% of Revenue:** 60.88% (ICDs Payable / Revenue) → **CRITICAL FLAG**
- **% of CFO:** 156.82% (ICDs Payable / CFO) → **CRITICAL FLAG**
- **RPT Verdict:** Governance Concern ☐ The company is effectively a vehicle for related-party debt with interest rates as high as 20%. The "gain" from deconsolidating STPL is a forensic red flag that cleanses the balance sheet of ₹18,272 Cr in liabilities without actual cash improvement.

C. Shareholding

Holder	Mar 2024 (%)	Mar 2023 (%)
Promoters	44.06	44.06
FIIs	0.14	0.14
DIIIs	0.04	0.04
Public	55.76	55.76

D. Board Composition + KMP Compensation

- **Total Directors:** 8 | **Independent %:** 62.50% | **Women Directors:** 1 (Pritika Poonia).
- **KMP Compensation:**
 - **Rajiv Rattan (Chairman):** ₹15.65 Cr (2.42% of EBITDA).
 - **Himanshu Mathur (WTD):** ₹2.15 Cr.
 - **Baliram Ratna Jadhav (WTD):** ₹1.13 Cr.
- **Analysis:** The Chairman's ratio to median employee pay is **130.47x**, extremely high for a company in technical insolvency. Median employee remuneration **decreased by 19.62%**, while managerial remuneration grew by 7.43%, indicating poor alignment.

F. Capital Allocation & Capex

Action	FY Current (₹Cr)	FY Prior (₹Cr)	% of CFO	Signal
<i>Interest Payments</i>	351.00 Cr	178.00 Cr	26.88%	□
<i>Repayment of Borrowings</i>	1,692.00 Cr	795.00 Cr	129.56%	□
Capex (Fixed Assets)	99.00 Cr	31.00 Cr	7.58%	□
<i>Impairments / Write-offs</i>	1,245.14 Cr	0.00 Cr	95.34%	□
<i>Debt Derecognition (Non-Cash)</i>	7,118.49 Cr	0.00 Cr	545.06%	□

• CAPEX Analytical Notes:

- CFO/Capex ratio is 13.19x. While CFO covers maintenance, it is insufficient for the **₹3,562 Cr** remaining debt.
- Nature of Capex is primarily maintenance and regulatory (FGD implementation).
- **The 219% increase in Capex (₹99 Cr vs ₹31 Cr) has not translated into revenue growth (only 4.11%), signaling low incremental capital efficiency.**

H. Risks

- **Customer Concentration:** 100% of revenue from MSEDCL. Total dependency on one state discom; any delay halts debt servicing. (Impact: □High)
- **Insolvency Litigation:** Section 7 IBC application by REC Ltd. Potential for total equity wipeout if admitted. (Impact: □High)
- **Regulatory Estimation:** 68% of receivables are "Disputed." Material write-downs if Supreme Court/MERC orders are unfavorable. (Impact: □High)
- **Audit Trail Failure:** Edit logs not enabled at database level. Risk of unauthorized data manipulation. (Impact: □Med)
- **Fuel Supply Gap:** CIL supplying only 75% of quantity. Higher costs for alternate coal may not be fully recoverable. (Impact: □Med)

5. SCORECARD & VERDICT

Part A: Scorecard

Dimension	Rating (1-5)	Delta	Key Evidence	One-line Rationale
Business Quality	2	→	100% Revenue from MSEDCCL; Single-asset concentration.	High counterparty risk and lack of diversification outweigh strong operational PLF.
Financial Health	2	↑	Interest Coverage 0.27; D/E 0.82 (post-derecognition).	Balance sheet improved via accounting artifact, but core interest servicing remains broken.
Earnings Quality	1	↓	119% of PAT from Exceptional Gain; 68% Receivables Disputed.	Reported profit is a non-cash mirage; core operations are loss-making.
Management & Governance	2	↓	Audit trail failure; Qualified opinion; High RPT debt (20%).	Significant transparency issues and high-cost related-party debt servicing.
Capital Allocation & Earnings Visibility	2	→	Capex ↑ 219% vs Revenue ↑ 4%; ROCE 8% < Cost of Debt.	Value-destructive cycle where cash is consumed by high-cost debt and maintenance.

BUSINESS POSITIVES (for this company this year) * **Record Operational Performance:** Achieved a record PLF of 82.3% at the Amravati plant, ensuring full capacity charge recovery. * **Regulatory Cash Realization:** Successfully realized **₹76.84 Cr** from "Change in Law" claims following favorable court orders. * **Debt De-risking:** Removed **₹7,118.49 Cr** of defaulted subsidiary debt from the consolidated balance sheet via deconsolidation. * **Revenue Diversification (Merchant):** Commenced sale of 28 MW surplus power on IEX to capture peak-demand pricing. * **Improved FCF:** Generated **Free Cash Flow of ₹1,207.00 Cr**, primarily driven by the liquidation of old regulatory receivables.

BUSINESS NEGATIVES / CONCERNS (for this company this year) * **Terminal Insolvency Risk:** Facing a Section 7 IBC application from REC Ltd for **₹28.72 Cr**, which could lead to an equity wipeout. * **Massive Operational Loss:** Excluding the non-cash accounting gain, the company suffered a core loss of **₹1,738.00 Cr**. * **Extreme Customer Concentration:** 100% of revenue depends on a single customer (MSEDCCL), creating a single point of failure. * **High-Cost RPT Debt:** Owed **₹2,048.12 Cr** in Inter-Corporate Deposits to related parties at interest rates as high as 20%. * **Audit Integrity Flags:** Auditor issued a qualified opinion due to unverified debt (₹6,652 Cr) and noted the lack of a database-level audit trail. * **Interest Burden:** Interest coverage ratio of **0.27** indicates the business cannot service its debt from operating profits.

OVERALL SCORECARD SUMMARY RattanIndia Power presents a classic "Accounting Mirage" where a massive **₹10,635 Cr** non-cash gain from subsidiary deconsolidation masks a deeply stressed operational core. While the Amravati plant is a high-performing asset, its cash flows are entirely consumed by high-cost related-party debt and legal disputes. Governance is a significant concern given the qualified audit opinion, the lack of an audit trail, and the pending insolvency application by a preference shareholder. The business is on a **stable but precarious** trajectory, where survival depends entirely on continued regulatory realizations and the outcome of the NCLT litigation.

Part B: Governance Check Matrix

#	Check	Status	Evidence
1	Audit opinion clean?	<input type="checkbox"/>	Qualified Opinion regarding STPL debt verification.
2	Promoter pledge = 0?	<input type="checkbox"/>	Not explicitly disclosed; likely high given technical insolvency.
3	KMP pay < 5% of PAT?	<input type="checkbox"/>	Chairman pay is 2.42% of EBITDA (PAT is distorted).
4	RPT quantum < 5% of revenue?	<input type="checkbox"/>	ICDs Payable are 60.88% of Revenue.
5	Board > 50% independent?	<input type="checkbox"/>	62.50% Independent (5 out of 8).
6	At least 1 woman director?	<input type="checkbox"/>	Pritika Poonia (Independent).
7	No statutory dues outstanding?	<input type="checkbox"/>	Other Non-current Liabilities of ₹22 Cr suggest pending dues.
8	No fraud reported?	<input type="checkbox"/>	No fraud reported by auditors.
9	Audit trail enabled?	<input type="checkbox"/>	Not enabled at the database level for the Holding Company.
10	Frequent Auditor change	<input type="checkbox"/>	No frequent change reported this year.

Total: 5/10 — Governance

Rating: 2

Part C: Investor Verdict

THESIS: A single-asset power recovery play where high operational efficiency is currently negated by a legacy debt trap and severe governance/legal overhangs. **OVERALL STANCE:** WATCH **RATIONALE:** The underlying Amravati asset is valuable, but the equity is a "call option" on the company surviving the REC Ltd insolvency filing and successfully refinancing its 20% interest debt. **RE-EVALUATE WHEN:** Interest Coverage Ratio exceeds 1.0x OR the REC Ltd Section 7 application is dismissed by NCLT. **BULL CASE:** Successful PPA renewal and refinancing of RPT debt at <12% could unlock significant FCF for equity holders. **BEAR CASE:** Admission of the REC Ltd insolvency application leads to CIRP and a total wipeout of existing public shareholders. **KEY MONITORABLE:** Disputed Receivables Recovery: ₹1,408 Cr → Watch for reduction below ₹800 Cr.

7. YEAR-OVER-YEAR ANALYSIS

7.1 Changes

Metric / Theme	Summary A Status	Summary B Status	Forensic Takeaway
Capital Allocation & Debt	Consolidated debt of ₹11,018 Cr including distressed subsidiary STPL.	Debt reduced to ₹3,562 Cr following the deconsolidation of STPL.	The massive debt reduction is an accounting derecognition of a bankrupt subsidiary rather than a cash-based deleveraging event.
Margin Trajectory	Net Loss of ₹1,870 Cr with OPM at 23%.	Reported PAT of ₹8,897 Cr with OPM contracting to 19%.	Exceptional gains from the "accounting divorce" mask a core operational loss of ₹1,738 Cr and deteriorating fuel-cost margins.
Working Capital Anomalies	Receivables at ₹2,492 Cr (77% of revenue) with 71% disputed.	Receivables at ₹2,064 Cr (61% of revenue) with 68% disputed.	While regulatory realizations improved cash flow, the balance sheet remains heavily inflated by contested claims and unprovided aged dues.
Management Tone	Focused on "Technical Insolvency" and survival amidst a debt trap.	Pivoted to "Operational Excellence" and "Growth," highlighting record PLF.	Management is aggressively rebranding the entity as a "clean" single-asset operator while remaining silent on high-level KMP exits.
Governance & Audit	Qualified opinion focused on the recoverability of STPL investments.	Qualified opinion on unverified debt (₹6,652 Cr) and audit trail non-compliance.	Governance risks have escalated from asset valuation concerns to fundamental data integrity and database-level transparency failures.
Insolvency Exposure	Subsidiary (STPL) in CIRP; parent company focused on refinancing.	Parent company facing a Section 7 IBC application from REC Ltd.	The insolvency threat has migrated from a subsidiary level to a terminal risk for the holding company's equity holders.

7.2 Persistent Patterns

- **Extreme Customer Concentration:** The company remains 100% dependent on a single customer (MSEDCL) for all operational revenue, maintaining a critical single point of failure.
- **Structural Interest Coverage Deficit:** Core operating profit consistently fails to cover interest obligations (Coverage < 0.30x in both periods), indicating a **permanent state of financial distress** regardless of accounting gains.
- **Aggressive Revenue Recognition:** Management continues to accrue "Change in Law" claims and Late Payment Surcharges based on estimates, despite significant auditor-highlighted uncertainty.
- **Zero Provisioning Policy:** A persistent refusal to provide for credit losses on aged, disputed receivables (>₹1,400 Cr) suggests **systemic overstatement of asset quality**.
- **Related Party Debt Trap:** The company remains a vehicle for high-cost related-party financing, with ICDs carrying interest rates as high as 20%.
- **Negative Equity Position:** Despite the accounting gain, **consolidated reserves remain negative**, keeping the company in a state of technical insolvency.
- **Operational Excellence vs. Financial Fragility:** The Amravati plant consistently delivers high PLF (77% to 82%), yet these operational gains are perpetually neutralized by the legacy debt structure.