

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL INFORMATION AND REVIEW OF HALF YEARLY CONSOLIDATED FINANCIAL INFORMATION

TO THE BOARD OF DIRECTORS OF SUSTAINABLE ENERGY INFRA INVESTMENT MANAGERS PRIVATE LIMITED

(ACTING IN CAPACITY AS THE INVESTMENT MANAGER OF SUSTAINABLE ENERGY INFRA TRUST)

Opinion and Conclusion

We have (a) audited the Annual Consolidated Financial Information for the period from July 20, 2023 to March 31, 2024 and (b) reviewed the Consolidated Financial Information for the half year ended March 31, 2024 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Consolidated Financial Information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024" of **Sustainable Energy Infra Trust** ("the Parent") and its subsidiaries (together referred to as "the Group"), consisting of the Consolidated Balance Sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Unitholders' Equity, Consolidated Statement of Cashflows, Consolidated Statement of Net Assets at Fair Value, Consolidated Statement of Total Returns at Fair Value and explanatory notes thereto and the additional disclosures as required by SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular"), ("the Statement"), being submitted by the Trust pursuant to the requirements of Regulation 23 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, read with the SEBI Circular ("the InvIT Regulations").

(a) Opinion on Annual Consolidated Financial Information

In our opinion and to the best of our information and according to the explanations given to us, the Consolidated Financial Information for the period from July 20, 2023 to March 31, 2024:

(i) includes the financial information of the following entities:

Sr No	Particulars
	Parent
	Sustainable Energy Infra Trust
	Subsidiaries
1	Megasolis Renewables Private Limited ("MRPL"), (formerly known as Mahindra Renewables Private Limited) (w.e.f. January 10, 2024)
2	Mega Suryaurja Private Limited ("MSUPL") (w.e.f. January 10, 2024)
3	Emergent Solren Private Limited ("ESPL") (w.e.f. January 10, 2024)
4	Astra Solren Private Limited ("ASPL") (w.e.f. January 10, 2024)
5	Neo Solren Private Limited ("NSPL") (w.e.f. January 10, 2024)
6	Brightsolar Renewables Energy Private Limited ("BREPL") (w.e.f. January 10, 2024)

- (ii) is presented in accordance with the requirements of InvIT regulations in the manner so required; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT regulations, of the consolidated net profit (including other comprehensive income), its consolidated net assets at fair value as at March 31, 2024, consolidated total returns at fair value and consolidated net distributable cash flows for the period from July 20, 2023 to March 31, 2024 and other financial information of the Trust.

(b) Conclusion on Unaudited Consolidated Financial Information for the half year ended March 31, 2024

With respect to the Consolidated Financial Information for half year ended March 31, 2024, based on our review conducted and procedures performed as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Consolidated Financial information for the half year ended March 31, 2024, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT regulations, has not disclosed the information required to be disclosed in terms of InvIT regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Consolidated Financial Information for the period from July 20, 2023 to March 31, 2024

We conducted our audit in accordance with the Standards on Auditing ("SAs") issued by the Institute of Chartered Accountants of India ("the ICAI"). Our responsibilities under those Standards are further described in paragraph (a) of the 'Auditors' Responsibilities' section below. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred in Other Matter section below, is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

We draw attention to Note A(4) of the statements, which describes the presentation of "Unit Capital" as "Equity" to comply with InvIT Regulations. Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Information is the responsibility of the Board of Directors of Investment Manager (the "Board") and has been approved by them for the issuance. The Statement has been compiled from the related audited consolidated financial statements for the period from July 20, 2023 to March 31, 2024. This responsibility includes the preparation and presentation of the Consolidated Financial Information for the period from Jul 20, 2023 to March 31, 2024 that give a true and fair view of the consolidated net profit (including other comprehensive income), its net assets at fair value as at March 31, 2024, total return at fair value and net distributable cash flows for the period from July 20, 2023 to March 31, 2024 and other information of the group in accordance with the InvIT Regulations; recognition and measurement principles laid down in Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Information that give a true and fair view and is free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial information by the Board of the Investment Manager, as aforesaid.

In preparing the Consolidated Financial Information, the respective Board of Directors of the Investment Manager and subsidiaries of the Trust are responsible for assessing the ability of the Trust and its subsidiaries to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors of Investment Manager and subsidiaries of the Trust either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Investment Manager and subsidiaries of the Trust included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities

(a) Audit of the Consolidated Financial Information for the Period ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Information for the period from July 20, 2023 to March 31, 2024 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Consolidated Financial Information.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Consolidated Financial Information, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosure made by the Board.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board in terms of the requirements specified under InvIT regulations.
- Conclude on the appropriateness of the Board's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Information, including the disclosures, and whether the Annual Consolidated Financial Information represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Information of the subsidiaries within the Group to express an opinion on the Annual Consolidated Financial Information. We are responsible for the direction, supervision and performance of the audit of financial information of such subsidiaries included in the Annual Consolidated Financial Information of which we are the independent auditors. For the other subsidiaries included in the Annual Consolidated Financial Information, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Information that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Consolidated Financial Information may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Consolidated Financial Information.

We communicate with those charged with governance of the Trust and such other entities included in the consolidated financial information of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Consolidated Financial Information for the Half year ended March 31, 2024

We conducted our review of the Consolidated Financial Information for the half year ended March 31, 2024 in accordance with the Standard on Review Engagements (SRE) 2410 on 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs issued by the ICAI and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Other Matters

- The Statement includes the information for the half year ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the unaudited / unreviewed year to date figures up to the period ended on September 30, 2023.

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- We did not audit the Financial Information of 4 Subsidiaries included in consolidated financial information reflects total asset of Rs. 20,290.05 million as at March 31, 2024 and total revenue of Rs. 631.66 million and Rs. 631.66 millions for the half year ended March 31, 2024 and for the period from July 20, 2023 to March 31, 2024 respectively, total net profit / (loss) after tax of Rs. (225.23) million and Rs. (225.23) million for the for the half year ended March 31, 2024 and for the period from July 20, 2023 to March 31, 2024, respectively and total comprehensive income / (loss) of Rs. Rs. (225.23) million and Rs. (225.23) million for the for the half year ended March 31, 2024 and for the period from July 20, 2023 to March 31, 2024, respectively and net cash outflows of Rs. 24.17 million for the period from July 20, 2023 to March 31, 2024, as considered in the Statement. These financial information have been audited/ reviewed, as applicable, by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our report on the Statement is not modified in respect of these matters.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

Mehul
Rajanikant
Parekh

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Mehul Rajanikant
Parekh
Date: 2024.05.24
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Mehul Parekh
(Partner)

(Membership No. 121513)
(UDIN: 24121513BKEPGC6318)

Place: Mumbai
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Principal place of business: Mahindra Towers, Pandurang Budhkar Marg, Near Doordarshan Kendra, Worli, Mumbai 400018

Website: <https://www.seit.co.in>; Email: compliance@seit.co.in; Phone: +91 22 6209 7900

SEBI Registration Number: IN/InvIT/23-24/0027

Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

I. Statement of Consolidated Balance Sheet as at March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	As at March 31, 2024 Audited
ASSETS	
Non-current assets	
Property, plant and equipment	53,313.45
Capital work-in-progress	77.41
Right-of-use asset	1,095.20
Goodwill	643.30
Others intangible assets	12,723.88
<u>Financial assets</u>	
Other financial assets	2,787.42
Income tax asset (net)	73.81
Other non-current assets	4.48
	70,718.95
Current assets	
<u>Financial assets</u>	
Trade receivables	632.33
Cash and cash equivalents	374.96
Other bank balances	1,872.28
Other financial assets	1,725.57
Other current assets	100.07
	4,705.21
Total assets	75,424.16
EQUITY AND LIABILITIES	
Equity	
Unit capital	32,400.00
Other equity	177.44
Total equity	32,577.44
Non-current liabilities	
<u>Financial liabilities</u>	
Borrowings	32,678.44
Lease liabilities	588.09
Provisions	0.07
Deferred tax liabilities (net)	5,734.09
Other non-current liabilities	2,501.96
	41,502.65

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

I. Statement of Consolidated Balance Sheet as at March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	As at March 31, 2024 Audited
Current liabilities	
<u>Financial liabilities</u>	
Borrowings	984.27
Lease liabilities	22.09
Trade and other payables	
- Total outstanding dues of micro enterprises and small enterprises	11.67
- Total outstanding dues of creditors other than micro enterprises & small enterprises	160.78
Other financial liabilities	27.57
Income tax liabilities (net)	0.05
Other current liabilities	137.64
	1,344.07
Total liabilities	42,846.72
Total equity and liabilities	75,424.16

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

II. Consolidated statement of profit and loss for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to September 30, 2023	For the period from July 20, 2023 to March 31, 2024
	Refer note 8	Unreviewed	Audited
Income			
Revenue from operations	1,749.58	-	1,749.58
Other income	125.00	-	125.00
Total income	1,874.58	-	1,874.58
Expenses			
Project management fees	4.47	-	4.47
Investment management fees	97.20	3.38	100.58
Employee benefits expense	0.99	-	0.99
Insurance and security expenses	22.68	-	22.68
Trustee fees	0.71	1.18	1.89
Valuation expenses	2.81	0.55	3.36
Audit fees	7.74	7.24	14.98
Repairs and maintenance	103.77	-	103.77
Finance cost	660.06	-	660.06
Depreciation and amortisation expense	662.91	-	662.91
Registration fees	0.38	1.33	1.71
Custodian fees	0.32	0.17	0.49
Other expenses	133.55	72.94	206.49
Total expenses	1,697.59	86.79	1,784.38
Profit / (Loss) before tax	176.99	(86.79)	90.20
Tax expense			
Current tax expense/(credit)	8.27	-	8.27
Deferred tax expense/(credit)	(53.83)	-	(53.83)
	(45.56)	-	(45.56)
Profit / (Loss) for the period after tax	222.55	(86.79)	135.76
Other comprehensive income			
A. Items that will not be reclassified to profit or loss	-	-	-
B. Items that may be reclassified to profit or loss	-	-	-
Total other comprehensive income (A+B)	-	-	-
Total comprehensive income for the period	222.55	(86.79)	135.76

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

III. Consolidated Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
A. Cash flows from operating activities	
Profit before tax for the period	90.20
Adjustments for:	
Depreciation and amortisation expense	662.91
Interest income	(93.81)
Allowance for expected credit loss	3.01
Amortization of deferred income on safeguard duty and goods and service tax	(97.19)
Amortization of deferred income on viability gap funding	(4.06)
Amortization of deferred income on multi circuit tower	(0.32)
Unwinding of security deposit	(0.26)
Foreign exchange gain or loss	(7.82)
Finance cost	660.06
Operating cash flows before working capital changes	1,212.70
Movements in working capital:	
(Increase) in trade receivables and unbilled revenue	(346.01)
(Increase) in other financial assets	43.87
(Increase) in other assets	(27.07)
Increase in trade payables	(11.11)
Increase in other financial liabilities	(1.54)
Increase in provisions	0.07
Increase in other liabilities	12.07
Cash flows from operations	882.98
Direct taxes paid (net of refunds)	(11.05)
Net cash generated by operating activities (A)	871.93
B. Cash flows from investing activities	
Purchase of property, plant, equipment and capital work-in-progress	(55.09)
Interest received	117.32
Investment in fixed deposit	(1,324.28)
Net cash used in investing activities (B)	(1,262.05)

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III. Consolidated Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
C. Cash flows from financing activities	
Proceeds of borrowings	34,000.00
Repayment of borrowings	(45,346.58)
Repayment of lease liability	(14.73)
Finance costs paid	(2,443.77)
Payment of upfront fees on long term borrowings	(133.81)
Unit issue expenses	(308.67)
Issue of unit capital (refer note (iii))	13,650.00
Net cash used in financing activities (C)	(597.56)
Net decrease in cash and cash equivalents (A+B+C)	(987.67)
Cash and cash equivalents at the beginning of the period	-
Cash and cash equivalents on account of acquisition of subsidiaries	1,362.63
Cash and cash equivalents at the end of the period	374.96

Components of cash and cash equivalents at the end of the period

Particulars	As at March 31, 2024
Balances with banks	50.06
Fixed deposit with original maturity of less than three months	324.90
Total cash and cash equivalents	374.96

Notes:

(i) The above Consolidated statement of cash flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'

(ii) The above cash flow excludes proceeds received in the cash escrow account amounting to INR 8,978.00 million on account of offer for sale made by Mahindra Susten Private Limited (selling unitholder). These funds were remitted to selling unitholder.

Non-cash transaction:

(iii) The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of subsidiaries aggregating to INR 18,750.00 million. The same has not been reflected in statement of cash flow.(refer note 5.)

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

IV. Consolidated Statement of Changes in Unitholders Equity for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

A. Unit capital	No. of units	Amount
As at July 20, 2023	-	-
Units issued during the period	32,40,00,000	32,400.00
As at March 31, 2024	32,40,00,000	32,400.00

B. Other equity	Attributable to unitholders		Total
	Capital reserve	Retained earnings	
As at July 20, 2023	-	-	-
Profit for the period	-	135.76	135.76
Other comprehensive income	-	-	-
Total comprehensive income for the period	-	135.76	135.76
On account of business combination (refer note 5)	350.35	-	350.35
Less: Unit issue expense (refer note 7)	-	(308.67)	(308.67)
As at March 31, 2024	350.35	(172.91)	177.44

Since, the Trust was registered pursuant to a trust deed dated July 20, 2023, the consolidated statement of changes in unit holder's equity has been prepared for the period from July 20, 2023 to March 31, 2024.

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

Disclosures as required by SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, issued under the InvIT Regulation.

V. Consolidated Statement of net assets at fair value:

Particulars	As at March 31, 2024	
	Book Value	Fair Value
A. Total assets	75,424.16	80,300.01
B. Total Liabilities (at book value)	42,846.72	42,846.72
C. Net Assets (A-B)	32,577.44	37,453.29
D. Number of units (in million)	324.00	324.00
E. NAV (C/D) (amount in INR)	100.55	115.60

Notes:**1. Project-wise breakup of fair value of total assets**

Particulars	As at March 31, 2024
Megasolis Renewables Private Limited ("MRPL") (formerly known as, Mahindra Renewables Private Limited)	
Rewa project	14,816.00
ISTS project	15,839.00
Emergent Solren Private Limited ("ESPL")	
Goyalri project	4,793.00
SECI project	11,473.00
Mega Suryaurja Private Limited ("MSUPL")	16,052.00
Astra Solren Private Limited ("ASPL")	4,309.00
Neo Solren Private Limited ("NSPL")	2,885.00
Brightsolar Renewable Energy Private Limited ("BREPL")	930.00
Other assets of the Trust	35.22
Consolidation adjustments (net)	9,167.79
Total assets	80,300.01

Consolidated statement of total returns at fair value :

Particulars	For the period from July 20, 2023 to March 31, 2024
Total comprehensive income (as per the consolidated statement of profit and loss)	135.76
Add: Other changes in fair value not recognized in total comprehensive income	4,917.53
Total Return	5,053.29

Note: Total Assets includes the fair value of the assets attributable to the Trust as at reporting date. Total assets values and total returns as disclosed for the period are derived based on the valuation report issued by independent valuer appointed under the SEBI InvIT Regulations and relied on by the Statutory Auditors. Total return has been determined basis the increment to net assets value as on March 31, 2024 compared to the unit capital issued during the period amounting to INR 32,400.00 million.

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

VI. Statement of Net Distributable Cash Flows (NDCFs) of Sustainable Energy Infra Trust for the period from July 20, 2023 to March 31, 2024**I. Calculation of net distributable cash flows at the Trust level :**

All amounts in INR million unless otherwise stated

	Particulars	For the period from July 20, 2023 to March 31, 2024
1	Cashflows from operating activities of the Trust (refer footnote 1(a))	(210.38)
2	Add: Cash flows received from SPV's / Investment entities which represent distributions of NDCF computed as per relevant framework (refer footnote 2)	827.73
2a	Add: Cash flows received from SPV's out of the cash surplus balance available in that SPV on its acquisition by the Trust (refer footnote 1(b))	69.91
3	Add: Treasury income / income from investing activities of the Trust (interest income received from FD, any investment entities as defined in Regulation 18(5), tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	2.77
4	Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs/ Holdcos or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-
5	Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs/ Hold cos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-
6	Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account of the Trust (refer footnote 1(a))	(669.85)
7	Less: Debt repayment at Trust level (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt in any form or funds raised through issuance of units)	(205.15)
8	Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: <ul style="list-style-type: none"> (i). loan agreement entered with financial institution, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the Trust operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called), or (v). statutory, judicial, regulatory, or governmental stipulations; 	-
9	Less: any capital expenditure on existing assets owned / leased by the InvIT, to the extent not funded by debt / equity or from contractual reserves created in the earlier years	-
	Net Distributable Cash Flows at Trust level (Distributable Income)	(184.97)

Sustainable Energy Infra Trust (SEIT)**Principal place of business: Mahindra Towers, Pandurang Budhkar Marg, Near Doordarshan Kendra, Worli, Mumbai 400018****Website: <https://www.seit.co.in>; Email: compliance@seit.co.in; Phone: +91 22 6209 7900****SEBI Registration Number: IN/InvIT/23-24/0027****Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024****Footnotes:****1. Calculation of the total distributable cashflows:**

	Particulars	For the period from July 20, 2023 to March 31, 2024
i.	Net Distributable Cash Flows at Trust level (Distributable Income) as per above	(184.97)
ii.	Adjustment: Expenses incurred out of the offer proceeds but included in the NDCF above (refer footnote 1(a))	591.33
iii.	Adjustment for funds received from the SPV out of the cash surplus balance available in that SPV on its acquisition and retained in the Trust (refer footnote 1(b))	(69.91)
	Total Distributable Cash Flows	336.45

1(a): NDCF has been computed after considering the expenses amounting to INR 591.33 million incurred by the Trust out of the offer proceeds raised towards offer expenses and general corporate purposes. In the absence of specific adjustment for such items in the format of computation of NDCF, the same has been adjusted in note 1 above while determining the total distribution by the Trust.

1(b): During the period, cash flow of INR 69.91 million was received by the Trust from one of the SPVs out of the cash surplus balance which was available in that SPV on its acquisition by the Trust. In accordance with note 5 of the SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD/P/CIR/2023/184 dated December 06, 2023, the Trust have exercised its option to retain the said cash surplus balance and accordingly the aforesaid amount have not been considered for distribution.

2. Includes actual cashflows received from SPVs to the Trust aggregating to INR 496.70 million until March 31, 2024 and the balance INR 400.94 million in the subsequent period.

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

II. Calculation of net distributable cash flows at the SPVs level for the period January 10, 2024 to March 31, 2024 (refer footnote 3)

All amounts in INR million unless otherwise stated

Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
1 Cash flow from operating activities as per Cash Flow Statement of HoldCo/ SPV	76.24	64.61	74.30	354.66	255.41	245.59
2 Add: Cash Flows received from SPV's which represent distributions of NDCF computed as per relevant framework (relevant in case of HoldCos)	-	-	-	46.53	-	-
3 Add: Treasury income / income from investing activities (interest income received from FD, tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	1.02	0.43	0.18	55.01	24.35	33.55
4 Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-	-	-	9.17	-	-
5 Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs or Investment Entity not distributed pursuant to an earlier plan to reinvest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-
6 Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account and any shareholder debt / loan from Trust	(23.80)	(29.46)	(6.34)	(931.87)	(713.32)	(195.57)
7 Less: Debt repayment (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt, in any form or equity raise as well as repayment of any shareholder debt / loan from Trust)	-	-	-	(82.32)	(2.23)	-

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Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
8 Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: (i). loan agreement entered with banks / financial institution from whom the Trust or any of its SPVs/ HoldCos have availed debt, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the SPV/ HoldCo operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called); or (v). statutory, judicial, regulatory, or governmental stipulations;	-	-	-	-	-	(935.00)
9 Less: any capital expenditure on existing assets owned / leased by the SPV or Holdco, to the extent not funded by debt / equity or from reserves created in the earlier years	(17.82)	(1.50)	(12.22)	(22.59)	(15.67)	-
Net Distributable Cash Flows for HoldCo/SPV's	35.64	34.08	55.92	(571.41)	(451.46)	(851.43)
10 Distribution out of the opening surplus cash acquired on acquisition of new SPVs	-	-	-	-	-	69.91
Net Distributable Cash Flows for HoldCo/SPV's	35.64	34.08	55.92	(571.41)	(451.46)	(781.52)

Footnotes:

1 Calculation of the total distribution by SPVs

Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
i. Net Distributable Cash Flows as per above	35.64	34.08	55.92	(571.41)	(451.46)	(781.52)
Adjustment for DSRAs created out of the opening surplus cash balance available in the SPV on the date of acquisition instead out of cash generated in the SPV during the period	-	-	-	-	-	935.00
ii. Adjustment: Finance cost included in sr. no. 6 of NDCF table above but paid out of the loan proceeds from Trust #	22.32	27.78	5.98	901.28	703.53	27.02
Total Distributable Cash Flows	57.96	61.86	61.90	329.87	252.07	180.50

During the period, the Trust received offer proceeds of INR 13,650.00 million. Of the same, as per the permitted usage of the offer proceeds, the Trust have provided loans amounting to INR 12,750.00 million to SPVs for repayment/pre-payment of the subsisting debt (including interest accrued) of the SPVs. Further, Trust had availed a loan facility of INR 34,000.00 million during the period for the purpose of on-lending to the SPVs. Accordingly, aggregate amount of INR 46,750.00 million which were on-lent to the SPVs were utilized by the SPVs for payment of interest and repayment/pre-payment of loans by the SPVs as per the details mentioned in the below table.

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	Total	NSPL	ASPL	BREPL	MIRPL	MSUPL	ESPL
Funds received from the Trust which have been utilized to pay interest and principal repayment:							
i. Interest payment made out of the loan received from Trust (included in Sr. no. 6)	1,687.91	22.32	27.78	5.98	901.28	703.53	27.02
ii. Principal repayment made out of the loan received from Trust (netted from Sr. no. 7)	45,062.09	1,695.00	2,110.00	476.28	18,920.17	12,099.73	9,760.91
Total	46,750.00	1,717.32	2,137.78	482.26	19,821.45	12,803.26	9,787.93

2. Break up of the Net Distributable Cash Flows for HoldCo/SPV's calculated above:

Particulars	Total	NSPL	ASPL	BREPL	MIRPL	MSUPL	ESPL
i. Distributable to Trust	897.64	51.43	61.86	21.90	329.87	252.07	180.50
ii. Distributable to MIRPL (Hold Co.)	46.53	6.53	-	40.00	-	-	-
Total	944.17	57.96	61.86	61.90	329.87	252.07	180.50

3. The Trust has acquired subsidiaries with effective date from January 10, 2024 (refer note 5) hence the statement of net distributable cash flows (NDCF) of holdCo./ subsidiaries is prepared for the period from January 10, 2024 to March 31, 2024.

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Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

A. Notes to Consolidated Financial Information for the period ended March 31, 2024

- The audited consolidated financial information of Sustainable Energy Infra Trust ("the Trust") comprises of consolidated Balance Sheet, consolidated Statement of Profit and Loss, consolidated Statement of Changes in Unitholders' Equity, consolidated Statement of Cashflows, consolidated Statement of Net Assets at Fair Value, consolidated Statement of Total Returns at Fair Value, Statement of net distributable cash flows, explanatory notes thereto and additional disclosures as required in SEBI Circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular") of Sustainable Energy Infrastructure Trust for the period from July 20, 2023 to March 31, 2024 ("consolidated financial information"). The statement has been prepared in accordance with SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), as amended from time to time, read with the SEBI Circular, the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) and/or any addendum thereto as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India except presentation of "Unit Capital" as "Equity" instead of compound financial instruments under Ind AS 32 - Financial Instruments: Presentation (Refer Note A(4)).
- The audited consolidated financial information of the Trust have been reviewed and approved by the Audit Committee and Board of Directors of Sustainable Energy Infra Investment Managers Private Limited ("Investment Manager") at their respective meetings held on May 24, 2024. The statutory auditors have carried out the audit of Consolidated Financial Information for period from July 20, 2023 to period ended March 31, 2024.
- The Trust was set up on July 20, 2023 as a contributory irrevocable trust, pursuant to the trust deed, under the provisions of the Indian Trusts Act, 1882. SEIT was registered with SEBI on August 11, 2023 as an Infrastructure Investment Trust (InvIT) under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/23- 24/0027. Hence, the financial information is presented for the period from July 20, 2023 to March 31, 2024 and comparative periods are not presented. 2726522 Ontario Limited and Mahindra Susten Private Limited are the Sponsors of the Trust. The trustee to the Trust is Axis Trustee Services Limited (the "Trustee").
- Under the provisions of the SEBI InvIT Regulations, the Trust is required to distribute to Unitholders not less than 90% of the net distributable cash flows of the Trust for each financial year. Accordingly, a portion of unit capital contains a contractual obligation of the Trust to pay to its unitholders cash distributions. Hence, the Unit Capital is a compound financial instrument which contains equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the SEBI InvIT Regulations, issued under the SEBI InvIT Regulations, the Unitholder fund have been presented as "Equity" in order to comply with the minimum presentation and disclosure requirements of key financial statements. Consistent with Unit Capital being classified as equity, the distribution to Unitholders is also presented in Statement of Changes in Unitholders' Equity when the distributions are approved by the Board of Directors of the Investment Manager.
- Pursuant to the share purchase agreement dated December 14, 2023, Sustainable Energy Infra Trust (SEIT) acquired on January 10, 2024 ('effective acquisition date') entire equity share capital and control of the following Subsidiaries for an aggregate purchase consideration of INR 18,750.00 million in exchange of issuance of 187,500,000 units of the Trust of INR 100 per unit.
 - Megasolis Renewables Private Limited (MRPL) formerly known as Mahindra Renewables Private Limited. MRPL holds 100% equity stake in its three subsidiaries (namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL))
 - Emergent Solren Private Limited (ESPL)
 - Mega Suryaurja Private Limited (MSUPL)

Trust has accounted for the acquisition as business combination as per Ind AS 103 and accordingly, the Trust has carried out a fair valuation of the net assets of the subsidiaries and accordingly the goodwill/capital reserve has been recorded in the consolidated financial statements.

Assets acquired and liabilities recognised on the effective acquisition date is as follows:

Particulars	MRPL*	ESPL	MSUPL	Total
Property, plant and equipment	28,464.90	12,933.50	12,219.10	53,617.51
Capital work-in-progress	158.46	-	81.24	239.70
Right-of-use assets	1,108.78	-	-	1,108.78
Other intangible asset (Customer contract)	7,353.67	2,430.31	3,081.36	12,865.34
Income tax assets (net)	67.41	-	3.62	71.03
Financial assets				-
Trade receivables	640.40	94.00	95.45	829.85
Cash and cash equivalents	1,138.30	192.75	31.58	1,362.63
Other bank balances	-	1,098.83	-	1,098.83
Earmarked balances with banks (DSRA) (not included below)	706.61	-	500.00	1,206.61
Other financial assets	1,393.50	76.29	48.56	1,518.35
Other assets	60.83	14.16	13.05	88.04
Total assets (a)	41,092.86	16,839.84	16,073.96	74,006.66

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Liabilities				
Financial liabilities				
Borrowings	23,283.76	9,761.39	12,101.96	45,147.12
Lease liabilities	614.73	-	-	614.73
Other financial liabilities	955.50	185.37	710.06	1,850.93
Deferred tax liabilities (net)	2,599.61	2,499.10	689.19	5,787.90
Trade and other payables	96.10	78.03	9.48	183.61
Other liabilities	1,932.80	-	32.52	1,965.32
Total liabilities (b)	29,482.51	12,523.89	13,543.22	55,549.61
Net assets (c)=(a)-(b)	11,610.35	4,315.95	2,530.75	18,457.05
Purchase Consideration (d)	11,260.00	4,900.00	2,590.00	18,750.00
(Capital reserve) (d)-(c)	(350.35)	-	-	(350.35)
Goodwill (d)-(c)	-	584.05	59.25	643.30

* Represents consolidated numbers for MRPL and its subsidiaries.

6. During the period ended March 31, 2024, the Trust has taken a secured rupee term loan facility ("Facility") of INR 34,000.00 million from banks and financial institution for the purpose of granting loans and advances to its subsidiaries for repayment of their existing facilities (including sponsor - promoter debt).
7. Unit issue expenses mainly pertains to professional charges, audit fees, legal advisory fees and other related expenses incurred for listing of units on the National Stock Exchange.
8. The consolidated financial information for the half year ended March 31, 2024 are the derived figures between the audited figures in respect of the period from July 20, 2023 to March 31, 2024 and unaudited figures from July 20, 2023 to September 30, 2023 which have been approved by the Board of Directors of Investment Manager but have not been subjected to limited review by the Statutory Auditors.
9. The Trust acquired subsidiaries w.e.f. January 10, 2024, the audited consolidated financial information for the half year ended March 31, 2024 furnished by the Trust is not comparable with period from July 20, 2023 to September 30, 2023.
10. Group's activities comprise of owning and operating renewable energy projects in India to generate cashflow for distribution to the unitholders. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment and accordingly the disclosures of Ind AS -108 have not been separately given. All the business operations of the Trust and its subsidiaries are in India and hence, there is only one geographic segment.
11. Investors can view the consolidated financial information of the Sustainable Energy Infra Trust on the Trust's website <https://www.seit.co.in>
12. The Board of Directors of the Investment Manager approved a distribution of INR 1.0384 per unit for the period from July 20, 2023 to March 31, 2024 to be paid on or before 15 days from the date of declaration (i.e. May 24, 2024).

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All amounts in INR million unless otherwise stated

B. Additional Disclosures as required by Clause 4.6 of Chapter 4, Section A of the SEBI Circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024**a. Project management fees and investment management fees**

Details of fees paid to project manager and investment manager as required pursuant to SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 are as under:

Project management fees

Pursuant to the Project Implementation and Management Agreement dated December 12 2023 , Project Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of cost (plus taxes as applicable) which is allocated to the Subsidiaries in such proportion as may be determined from time to time.

Consolidated statement of profit and loss for the period ended March 31 2024, includes amount of INR 4.47 million towards Project Management fees. There are no changes during the period in the methodology for computation of fees paid to Project Manager.

Investment management fees

Investment Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of the cost (plus taxes as applicable) which is allocated to the Trust and the subsidiaries in such proportion as may be determined from time to time.

Investment management fees for the period ended March 31, 2024 is INR 183.33 million out of which INR 100.58 million has been charged to consolidated statement of profit and loss and remaining amount for INR 82.75 million has been charged to other equity under retained earnings which relates to unit issue expenses. For fees for the period from July 20, 2024 to March 31, 2024 (refer note D).

During the period, certain amendments to the original Investment Management Agreement was made in relation to the fee payable to the Investment Manager in consideration for the services rendered by it through an amended and restated Investment Management Agreement which was executed on September 15, 2023.

b. Statement of Earnings per unit ('EPU'):

Particulars	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to March 31, 2024
Profit after tax as per consolidated statement of profit and loss attributable to unitholder (Amount in INR million)	222.54	135.75
Weighted average number of Units used in the calculation of basic and diluted earnings per unit (Nos.)	14,62,04,918	10,45,13,672
Earning Per Unit -		
-Basic (INR/Per Unit)	1.52	1.30
-Diluted (INR/Per Unit)*	1.52	1.30

*There were no dilutive units for the period from July 20, 2023 to March 31, 2024.

Trust issued units on January 09, 2024 and January 10, 2024 and hence Earnings per unit for the period from July 20, 2023 to September 30, 2023 has not been disclosed.

c. Contingent liabilities and commitments

Particulars	As at March 31, 2024
a) Claims against the company not acknowledged as debt	
- Towards Building and Other Construction Workers (BOCW) (refer note 1)	120.90
- Others (refer note 2)	260.24
b) Income tax disputed demands	41.29
Total	422.43

Note :

1. During the previous years, demand for BOCW cess amounting to INR 120.90 million was raised on one of the Subsidiary by the Labour Department claiming BOCW on full contract price instead of construction cost of the project. The company has filed appeal before MP High Court for questioning of this demand.

2. In FY 2019-20 and 2020-21, MRPL had disposed of 100% of its interest in Cleansolar Renewable Energy Private Limited (CREPL) and Divine Solren Private Limited (DSPL) to CLP India Private Limited (CLP). In accordance with the share purchase agreement dated February 20, 2020 executed by MRPL with CLP, MRPL has agreed to indemnify CLP for any losses, payable arising out of certain tax litigations on CREPL and DSPL. This indemnity is valid till settlement of said litigation.

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d. Related Party Disclosures

I. List of related parties as per the requirements of Ind AS-24-Related party disclosure

(a) Subsidiaries (SPVs) (w.e.f January 10, 2024 refer note A(5))

Megasolis Renewables Private Limited (formely known as Mahindra Renewables Private Limited)
Neo Solren Private Limited
Astra Solren Private Limited
Brightsolar Renewable Energy Private Limited
Mega Suryaurja Private Limited
Emergent solren Private Limited

(b) Other related parties under Ind AS-24 with whom transactions have taken place during the period

2726522 Ontario Limited (Sponsor)
Mahindra Susten Private Limited (Sponsor)
2452991 Ontario Limited (Sponsor Group)
Mahindra and Mahindra Limited (Sponsor Group)
Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
Green Energy Infra Project Managers Private Limited (Project Manager)

II. Other related parties*

Mahindra Teqo Private Limited
Mahindra Integrated Business Solutions

III. List of related parties as per Regulation 2(1)(zv) of the InvIT Regulations

(a) Parties to the InvIT

2726522 Ontario Limited (Sponsor)
Mahindra Susten Private Limited (Sponsor)
Ontario Teachers' Pension Plan Board (Sponsor Group)
2452991 Ontario Limited (Sponsor Group)
Mahindra and Mahindra Limited (Sponsor Group)
Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
Green Energy Infra Project Managers Private Limited (Project Manager)
Axis Trustee Services Limited (Trustee)

* Disclosed voluntary although not covered under the definition of Related Parties as per Ind AS 24, Related party disclosures, following the best corporate governance practices.

(b) Promoters, Directors and Partners of the persons mentioned in clause II.(a) above

Particulars	2452991 Ontario Limited	Mahindra Susten Private Limited	Mahindra and Mahindra Limited	2726522 Ontario Limited
Promoters	Ontario Teachers' Pension Plan Board	Mahindra Holdings Limited	Anand Mahindra	Ontario Teachers' Pension Plan Board
Directors	Jeffrey Davis Ahren Estabrooks	Ramesh Iyer Manoj Bhatt Amit Kumar Sinha Puneet Renjhen Deepak Thakur Anjali Gupta Diwakar Gupta Debapratim Hajara Bruce Ross Crane	Anand Mahindra Dr. Anish Shah Rajesh Jejurikar Vikram Singh Mehta T. N. Manoharan Shikha Sharma Haigreve Khaitan Vishakha N Desai Nisaba Godrej Muthiah Murugappan	Bruce Ross Crane

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Particulars	Ontario Teachers' Pension Plan Board	Sustainable Energy Infra Investment Managers Private Limited	Green Energy Infra Project Managers Private Limited	Axis Trustee Services Limited
Promoters	NA	2726522 Ontario Limited	2726522 Ontario Limited	Axis Bank Limited
Directors	Cathryn (Cathy) Cranston	Priya Subbaraman (w.e.f August 02, 2023)	Bharat Goenka (w.e.f August 30, 2023)	Rajesh Kumar Dahiya (untill January 15, 2024)
	Patti Croft	Sadashiv S. Rao (w.e.f August 02, 2023)	Puneet Renjhen (untill August 31, 2023)	Ganesh Sankaran (untill January 15, 2024)
	Monika Federau	Sumit Dayal (w.e.f August 02, 2023)	Bruce Ross Crane	Sumit Bali (w.e.f January 16, 2024)
	Cindy Forbes	Bruce Ross Crane	Debapratim Hajara	Prashant Joshi (w.e.f January 16, 2024)
	Tim Hodgson	Debapratim Hajara		Deepa Rath
	Gene Lewis	Puneet Renjhen		
	M. George Lewis			
	Steve McGirr			
	Tom Wellner			
	Debbie Stein			
	Martine Irman			

(c) Key Managerial Personnel and Senior Management Personnel of Investment Manager

Avinash P Rao (Chief Executive Officer w.e.f September 25, 2023)

Gaurav Malhotra (Chief Financial Officer w.e.f November 17, 2023)

Devjeet Ghosh (Compliance Officer w.e.f August 2, 2023)

Ankit Dewan (Company Secretary w.e.f November 17, 2023)

III. Related Party Transactions:-

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Investment Management Fees Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	183.33
Project Management Fees Green Energy Infra Project Managers Private Limited	Project Manager	4.47
Reimbursement of expenses incurred on behalf of the Trust Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	21.96
Mahindra Susten Private Limited	Sponsor	145.14
Trustee Fees including application, registration and Annual fees Axis Trustee Limited	Trustee	1.89
Unit application money received including proceeds for offer for sale Mahindra and Mahindra Limited	Sponsor Group	449.00
2452991 Ontario Limited	Sponsor Group	9,000.00
2727622 Ontario Limited	Sponsor	679.00
Issue proceeds for offer for sale received in Escrow account and transferred to MSPL Mahindra Susten Private Limited	Sponsor	8,978.00

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Sustainable Energy Infra Trust (SEIT)

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SEBI Registration Number: IN/InvIT/23-24/0027

Statement of Consolidated financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Related Party Transactions:-

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Issuance and allotment of unit capital		
Mahindra and Mahindra Limited	Sponsor Group	449.00
2452991 Ontario Limited	Sponsor Group	9,000.00
2727622 Ontario Limited	Sponsor	679.00
Issuance of units in exchange of purchase of equity shares of Emergent Solren Private Limited		
2452991 Ontario Limited	Sponsor Group	1,959.51
Mahindra and Mahindra Limited	Sponsor Group	2,940.49
Issuance of units in exchange of purchase of equity shares of Mega Suryaurja Private Limited		
Mahindra Susten Private Limited	Sponsor	2,590.00
Issuance of units in exchange of purchase of equity shares of Megasolis Renewables Private Limited		
Mahindra Susten Private Limited	Sponsor	11,260.00
Long term borrowings availed		
Axis Bank Limited	Promoter of Trustee	17,000.00
Repayment of Long term borrowings		
Axis Bank Limited	Promoter of Trustee	102.02
Interest cost		
Axis Bank Limited	Promoter of Trustee	268.44
Upfront fees paid on loan availed		
Axis Bank Limited	Promoter of Trustee	60.18
Receiving of services/supplies		
Mahindra Susten Private Limited	Sponsor	18.61
Mahindra Integrated Business Solutions	Other related party	0.19
Mahindra Teqo Private Limited	Other related party	88.89
Loan repaid		
Mahindra Susten Private Limited	Sponsor	12,878.05
Interest paid		
Mahindra Susten Private Limited	Sponsor	1,711.12
Purchase of property, plant and equipment/CWIP		
Mahindra Teqo Private Limited	Other related party	6.15
Advance given		
Mahindra Susten Private Limited	Sponsor	11.23

The following transactions have been entered into for the period from July 20, 2023 to September 30, 2023 and for the period October 1, 2023 to March 31, 2024

Particulars	Relationship of the related party	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to September 30, 2023
Investment Management Fees (refer note A)*			
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	167.76	15.57
Trustee Fees including application, registration and annual fees			
Axis Trustee Limited	Trustee	0.71	1.18

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*(i) Of the INR 167.76 million for the half year ended from October 01, 2023 to March 31, 2024, INR 97.20 million has been charged to consolidated statement of profit and loss and remaining amount for INR 70.56 million has been charged to other equity under retained earnings which relates to unit issue expenses

(ii) Of the INR 15.57 million for the half year ended from July 20, 2023 to September 30, 2023, INR 3.38 million has been charged to consolidated statement of profit and loss and remaining amount for INR 12.19 million has been charged to other equity under retained earnings which relates to unit issue expenses.

IV. Related party balances:-

Particulars	Relationship of the related party	As at March 31, 2024
Long term borrowings		
Axis Bank Limited*	Promoter of Trustee	16,897.98
Trade payables		
Mahindra Teqo Private Limited	Other related party	35.37
Mahindra Susten Private Limited	Sponsor	62.49
Mahindra Integrated Business Solutions	Other related party	0.19
Green Energy Infra Project Managers Private Limited	Project Manager	2.37
Axis Trustee Limited	Trustee	0.55
Advances towards services		
Mahindra Susten Private Limited	Sponsor	11.23
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	55.74
Trade receivable		
Mahindra and Mahindra Limited	Sponsor	0.17

Note: All the above amounts are including taxes

*The Trust has entered into banking transactions in the normal course of business with Axis Bank Limited in professional capacity which are not included above.

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During the period, the Trust has acquired Megasolis Renewables Private Limited (MRPL) including its three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)], Emergent Solren Private Limited (ESPL) and Mega Suryaerja Private Limited (MSUPL) from sponsor and sponsor group.

The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of INR 18,750.00 million (refer note 5)

(a) Summary of valuation report

Particulars	MRPL	ESPL	MSUPL
Enterprise value (gross of cash and cash equivalents)	38,750.04	16,757.47	15,888.09
Method of valuation	Discounted Cash Flow	Discounted Cash Flow	Discounted Cash Flow
Discount Rate (WACC)	8.98%	9.15%	9.44%

Enterprise value disclosed above are adjusted enterprise value based solely on the fair valuation report dated December 12, 2023, of the independent valuer appointed by the Investment manager under the InvIT Regulations.

(b) There are no material conditions or obligations in relation to the said transaction.

(c) No external financing has been obtained for the acquisition of the entities mentioned in the above table and no fees or commission were received/to be received by any associate of the related party in relation to the transaction except fees amounting to INR 63.68 million in relation to offer issuance paid to Axis Capital Limited which is fellow subsidiary of Trustee.

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPR
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by DEBAPRATIM
HAJARA
Date: 2024.05.24
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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

DEVJEET
GHOSH
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by DEVJEET
GHOSH
Date: 2024.05.24
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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

AVINASH
H P RAO
Digitally signed
by AVINASH P
RAO
Date: 2024.05.24
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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV
MALHOTRA
RA
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by GAURAV
MALHOTRA
Date: 2024.05.24
14:46:41 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL INFORMATION AND REVIEW OF HALF YEARLY STANDALONE FINANCIAL INFORMATION

TO THE BOARD OF DIRECTORS OF SUSTAINABLE ENERGY INFRA INVESTMENT MANAGERS PRIVATE LIMITED (ACTING IN CAPACITY AS THE INVESTMENT MANAGER OF SUSTAINABLE ENERGY INFRA TRUST)

Opinion and Conclusion

- i. We have (a) audited the Annual Standalone Financial information for the period from July 20, 2023 to March 31, 2024 and (b) reviewed the Standalone Financial information for the half year ended March 31, 2024 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Standalone Financial Information for the half year ended March 31, 2024 and period from July 20, 2023 to March 31, 2024" of **Sustainable Energy Infra Trust** ("the Trust"), consisting of the Standalone Balance Sheet, Standalone Statement of Profit and Loss, Standalone Statement of Changes in Unitholders' Equity, Standalone Statement of Cashflows, Standalone Statement of Net Assets at Fair Value, Standalone Statement of Total Returns at Fair Value and explanatory notes thereto and the additional disclosures as required by SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular"), ("the Statement"), being submitted by the Trust pursuant to the requirements of Regulation 23 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, read with the SEBI Circular ("the InvIT Regulations").

(a) Opinion on Annual Standalone Financial Information

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Information for the period from July 20, 2023 to March 31, 2024:

- ii. is presented in accordance with the requirements of InvIT Regulations in manner so required; and
- iii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, to the extent not inconsistent with InvIT regulations, of the standalone net profit (including other comprehensive income), its standalone net assets at fair value as at March 31, 2024, standalone total return at fair value and standalone net distributable cash flows for the period from July 20, 2023 to March 31, 2024 and other information of the trust.

(b) Conclusion on Unaudited Standalone Financial Information for the half year ended March 31, 2024

With respect to the Standalone Financial Information for the half ended March 31, 2024, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Information for the half year ended March 31, 2024, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, to the extent not inconsistent with InvIT regulations, has not disclosed the information required to be disclosed in terms of InvIT regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis for Opinion on the Audited Annual Standalone Financial Information for the period from July 20, 2023 to March 31, 2024

We conducted our audit in accordance with the Standards on Auditing ("SAs") issued by the Institute of Chartered Accountants of India ("the ICAI"). Our responsibilities under those Standards are further described in paragraph (a) of the 'Auditors' Responsibilities' section below. We are independent of the Trust in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note A(4) of the statements, which describes the presentation of "Unit Capital" as "Equity" to comply with InvIT Regulations. Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Statement

This Statement which includes the Standalone Financial Information is the responsibility of the Board of Directors of Investment manager (the "Board") and has been approved by them for the issuance. The Statement has been compiled from the related audited standalone financial statements for the period from July 20, 2023 to March 31, 2024. This responsibility includes the preparation and presentation of the Standalone Financial Information for the period from Jul 20, 2023 to March 31, 2024 that give a true and fair view of the net profit (including other comprehensive income), its net assets at fair value as at March 31, 2024, total return at fair value and net distributable cash flows for the period from July 20, 2023 to March 31, 2024 and other information of the trust in accordance with the InvIT Regulations; recognition and measurement principles laid down in Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Information that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Information, the Board of Directors are responsible for assessing the Trust's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Trust or to cease operations, or has no realistic alternative but to do so.

The Board is also responsible for overseeing the financial reporting process of the Trust.

Auditor's Responsibilities

(a) Audit of the Standalone Financial Information for the year ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Information for the period from July 20, 2023 to March 31, 2024 as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone Financial Information.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Standalone Financial Information, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under the InvIT Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Trust to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Trust to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Annual Standalone Financial Information, including the disclosures, and whether the Annual Standalone Financial Information represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Annual Standalone Financial Information that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Standalone Financial Information may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Standalone Financial Information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Standalone Financial Information for the half year ended March 31, 2024

We conducted our review of the Standalone Financial Information for the half year ended March 31, 2024 in accordance with the Standard on Review Engagements ("SRE") 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the ICAI. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with SAs issued by the Institute of Chartered Accountants of India (ICAI) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Deloitte Haskins & Sells LLP

Other Matters

The Statement includes the information for the half year ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the unaudited / unreviewed year to date figures up to period ended on September 30, 2023.

Our report on the Statement is not modified in respect of this matter.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

Mehul
Rajanikant
Parekh



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Mehul Rajanikant
Parekh
Date: 2024.05.24
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Mehul Parekh
(Partner)
(Membership No. 121513)
(UDIN: 24121513BKEPGA8466)

Place: Mumbai
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

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(SEBI Registration Number: IN/InvIT/23-24/0027)

Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

I. Statement of Standalone Balance Sheet as at March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	As at March 31, 2024 Audited
ASSETS	
Non-current assets	
<u>Financial assets</u>	
Investment	18,750.00
Loans	46,750.00
Other financial assets	785.68
	66,285.68
Current assets	
<u>Financial assets</u>	
Cash and cash equivalents	5.42
Other current assets	29.80
	35.22
Total assets	66,320.90
EQUITY AND LIABILITIES	
Equity	
Unit capital	32,400.00
Other equity	241.97
Total equity	32,641.97
Non-current liabilities	
<u>Financial liabilities</u>	
Borrowings	32,678.42
	32,678.42
Current liabilities	
<u>Financial liabilities</u>	
Borrowings	984.27
Trade and other payables	
- Total outstanding dues of micro enterprises and small enterprises	1.24
- Total outstanding dues of creditors other than micro enterprises and small enterprises	13.22
Income tax liabilities (net)	0.03
Other current liabilities	1.75
	1,000.51
Total liabilities	33,678.93
Total equity and liabilities	66,320.90

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

II. Standalone statement of profit and loss for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to September 30, 2023	For the period from July 20, 2023 to March 31, 2024
	Refer note 7	Unreviewed	Audited
Income			
Other income	1,285.15	-	1,285.15
Total income	1,285.15	-	1,285.15
Expenses			
Investment management fees	42.89	3.38	46.27
Trustee fees	0.71	1.18	1.89
Valuation expenses	2.81	0.55	3.36
Audit fees	6.50	7.24	13.74
Finance cost	537.69	-	537.69
Registration fees	0.38	1.33	1.71
Custodian fees	0.32	0.17	0.49
Other expenses	55.24	72.94	128.18
Total expenses	646.54	86.79	733.33
Profit/(Loss) before tax	638.61	(86.79)	551.82
Tax expense			
Current tax expense	1.18	-	1.18
Deferred tax expense	-	-	-
	1.18	-	1.18
Profit/(Loss) for the period after tax	637.43	(86.79)	550.64
Other comprehensive income			
i. Items that will not be reclassified to profit or loss	-	-	-
ii. Items that may be reclassified to profit or loss	-	-	-
Total other comprehensive income (i) + (ii)	-	-	-
Total comprehensive income/(loss) for the period	637.43	(86.79)	550.64

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

III. Standalone Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
A. Cash flows from operating activities	
Profit before tax	551.82
Adjustments for:	
Finance cost	537.69
Interest income on loans given to subsidiaries	(1,282.38)
Interest income on investment in fixed deposits	(2.77)
Operating cash flows before working capital changes	(195.64)
Movements in working capital:	
(Increase) in other assets	(29.80)
Increase in trade payables	14.46
Increase in other liabilities	1.75
Cash (used in) operations	(209.23)
Direct taxes paid	(1.15)
Net cash used in operating activities (A)	(210.38)
B. Cash flows from investing activities	
Loans given to subsidiaries	(46,750.00)
Interest received on loans given to subsidiaries	496.70
Interest received on investment in fixed deposits	2.77
Net cash used in investing activities (B)	(46,250.53)
C. Cash flows from financing activities	
Proceeds of long term borrowings	34,000.00
Repayment of long term borrowings	(205.15)
Payment of upfront fees on long term borrowings	(133.81)
Finance costs paid	(536.04)
Issue of unit capital (refer note (iii))	13,650.00
Unit issue expense	(308.67)
Net cash generated from financing activities (C)	46,466.33
Net increase in cash and cash equivalents (A+B+C)	5.42
Cash and cash equivalents at the beginning of the period	-
Cash and cash equivalents at the end of the period	5.42

Components of cash and cash equivalents at the end of the period

Particulars	As at March 31, 2024
Balances with banks	5.42
Total cash and cash equivalents	5.42

(i) The above Standalone statement of cash flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

(ii) The above cash flow excludes proceeds received in the cash escrow account amounting to INR 8,978.00 million on account of offer for sale made by Mahindra Susten Private Limited (selling unitholder). These funds were remitted to selling unitholder.

Non-cash transaction:

(iii) The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of subsidiaries aggregating to INR 18,750.00 million.

Sustainable Energy Infra Trust (SEIT)

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

IV. Standalone Statement of Changes in Unitholders' Equity for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

A. Unit capital

Particulars	No. of units	INR million
As at July 20, 2023	-	-
Units issued during the period	32,40,00,000	32,400.00
As at March 31, 2024	32,40,00,000	32,400.00

B. Other equity	Attributable to unitholders	
	Retained earnings	
As at July 20, 2023		-
Profit for the period		550.64
Other comprehensive income		-
Total comprehensive income for the period		550.64
Less: Unit issue expenses*		(308.67)
As at March 31, 2024		241.97

Since, the Trust was registered pursuant to a trust deed dated July 20, 2023 the Standalone Statement of Changes in Unit holder's equity has been prepared from July 20, 2023 to March 31, 2024.

* Expenses allocable towards issuance of the Units have been reduced from the other equity in accordance with Ind AS 32 Financial Instruments: Presentation.

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

V. Statement of Net Distributable Cash Flows (NDCFs) of Trust for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Calculation of net distributable cash flows at the Trust level :

	Particulars	For the period from July 20, 2023 to March 31, 2024
1	Cashflows from operating activities of the Trust (refer footnote 1(a))	(210.38)
2	Add: Cash flows received from SPV's / Investment entities which represent distributions of NDCF computed as per relevant framework (refer footnote 2)	827.73
2a	Add: Cash flows received from SPV's out of the cash surplus balance available in that SPV on its acquisition by the Trust (refer footnote 1(b))	69.91
3	Add: Treasury income / income from investing activities of the Trust (interest income received from FD, any investment entities as defined in Regulation 18(5), tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	2.77
4	Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs/ Holdcos or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-
5	Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs/ Hold cos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-
6	Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account of the Trust (refer footnote 1(a))	(669.85)
7	Less: Debt repayment at Trust level (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt in any form or funds raised through issuance of units)	(205.15)
8	Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: <ul style="list-style-type: none"> (i). loan agreement entered with financial institution, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the Trust operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called), or (v). statutory, judicial, regulatory, or governmental stipulations; 	-
9	Less: any capital expenditure on existing assets owned / leased by the InvIT, to the extent not funded by debt / equity or from contractual reserves created in the earlier years	-
	Net Distributable Cash Flows at Trust level (Distributable Income)	(184.97)

Sustainable Energy Infra Trust (SEIT)**Principal place of business: Mahindra Towers, Pandurang Budhkar Marg, Near Doordarshan Kendra, Worli, Mumbai 400018, India****Website: <https://www.seit.co.in>; Email: compliance@seit.co.in; Phone: +91 22 6209 7900****(SEBI Registration Number: IN/InvIT/23-24/0027)****Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024****Footnotes:****1 Calculation of the total distributable Cashflows**

	Particulars	For the period from July 20, 2023 to March 31, 2024
(i)	Net Distributable Cash Flows at Trust level (Distributable Income) as per above	(184.97)
(ii)	Adjustment for expenses incurred out of the offer proceeds but included in the NDCF above (refer footnote 1(a))	591.33
(iii)	Adjustment for funds received from the SPV out of the cash surplus balance available in that SPV on its acquisition and retained in the Trust (refer footnote 1(b))	(69.91)
	Total Distributable Cash Flows	336.45

1(a): NDCF has been computed after considering the expenses amounting to INR 591.33 million incurred by the Trust out of the offer proceeds raised towards offer expenses and general corporate purposes. In the absence of specific adjustment for such items in the format of computation of NDCF, the same has been adjusted in note 1 above while determining the total distribution by the Trust.

1(b): During the period, cash flow of INR 69.91 million was received by the Trust from one of the SPVs out of the cash surplus balance which was available in that SPV on its acquisition by the Trust. In accordance with note 5 of the SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD/P/CIR/2023/184 dated December 06, 2023, the Trust have exercised its option to retain the said cash surplus balance and accordingly the aforesaid amount have not been considered for distribution.

2. Includes actual cashflows received from SPVs to the Trust aggregating to INR 496.70 million until March 31, 2024 and the balance INR 400.94 million in the subsequent period.

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Disclosures as required by SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, issued under the InvIT Regulation.

VI. Standalone Statement of net assets at fair value:

Particulars	As at March 31, 2024	
	Book Value	Fair Value
A. Total assets	66,320.90	71,132.22
B. Total Liabilities (at book value)	33,678.93	33,678.93
C. Net Assets (A-B)	32,641.97	37,453.29
D. Number of units (In million)	324.00	324.00
E. NAV (C/D) (Amount in INR)	100.75	115.60

Project-wise breakup of fair value of total assets	As at March 31, 2024
Megasolis Renewables Private Limited ("MRPL")	
Rewa project	14,816.00
ISTS project	15,839.00
Emergent Solren Private Limited ("ESPL")	
Goyalri project	4,793.00
SECI project	11,473.00
Mega Suryaurja Private Limited ("MSUPL")	16,052.00
Astra Solren Private Limited ("ASPL")	4,309.00
Neo Solren Private Limited ("NSPL")	2,885.00
Brightsolar Renewable Energy Private Limited ("BREPL")	930.00
Other assets of the Trust	35.22
Total Assets	71,132.22

Standalone statement of total returns at fair value :

Particulars	For the period from July 20, 2023 to March 31, 2024
Total comprehensive income (as per the standalone statement of profit and loss)	550.64
Add/Less: Other changes in fair value not recognized in total comprehensive income	4,502.65
Total Return	5,053.29

Note: Total Assets includes the fair value of the assets attributable to the Trust as at reporting date. Total assets values and total returns as disclosed for the period are derived based on the valuation report issued by independent valuer appointed under the SEBI InvIT Regulations and relied on by the Statutory Auditors. Total return has been determined basis the increment to net assets value as on March 31, 2024 compared to the unit capital issued during the period amounting to INR 32,400.00 million.

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

A. Notes to Standalone Financial Information for the period ended March 31, 2024

1. The audited standalone financial information of Sustainable Energy Infra Trust ("the Trust") comprises of Standalone Balance Sheet, Standalone Statement of Profit and Loss, Statement of Changes in Unitholders' Equity, Standalone Statement of Cashflows, Standalone Statement of Net Assets at Fair Value, Standalone Statement of Total Returns at Fair Value, Standalone Statement of net distributable cash flows, explanatory notes thereto and additional disclosures as required in SEBI Circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular") of Sustainable Energy Infrastructure Trust for the period from July 20, 2023 to March 31, 2024 ("Standalone financial information"). The Standalone Financial Information has been prepared in accordance with SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), as amended from time to time, read with the SEBI Circular, the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India except presentation of "Unit Capital" as "Equity" instead of compound financial instruments under Ind AS 32 - Financial Instruments: Presentation (Refer Note A(4)).
2. The audited standalone financial information of the Trust have been reviewed and approved by the Audit Committee and Board of Directors of Sustainable Energy Infra Investment Managers Private Limited ("Investment Manager") at their respective meetings held on May 24, 2024. The statutory auditors have carried out the audit of Standalone Financial Information for period from July 20, 2023 to period ended March 31, 2024.
3. The Trust was set up on July 20, 2023 as a contributory irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882. SEIT was registered with SEBI on August 11, 2023 as an Infrastructure Investment Trust (InvIT) under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/23- 24/0027. Hence, the financial information is presented for the period July 20, 2023 to March 31, 2024 and comparative periods are not presented. 2726522 Ontario Limited and Mahindra Susten Private Limited are the Sponsors of the Trust. The Trustee to the Trust is Axis Trustee Services Limited (the "Trustee").
4. Under the provisions of the SEBI InvIT Regulations, the Trust is required to distribute to unitholders not less than 90% of the net distributable cash flows of the Trust for each financial year. Accordingly, a portion of unit capital contains a contractual obligation of the Trust to pay to its unitholders cash distributions. Hence, the unit capital is a compound financial instrument which contains equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the SEBI InvIT Regulations, issued under the SEBI InvIT Regulations, the unitholders' fund have been presented as "Equity" in order to comply with the minimum presentation and disclosure requirements of key financial statements. Consistent with unit capital being classified as equity, the distribution to unitholders is also presented in statement of changes in unitholders' equity when the distributions are approved by the Board of Directors of the Investment Manager.
5. On January 10, 2024 (effective acquisition date), the Trust has acquired entire share capital and control of the following subsidiaries pursuant to the share purchase agreement dated December 14, 2023 for an aggregate purchase consideration of INR 18,750.00 million against issuance of 187,500,000 units of the Trust of INR 100 per unit.
 - a) Megasolis Renewables Private Limited (MRPL) formerly known as Mahindra Renewables Private Limited. MRPL holds 100% equity stake in its three subsidiaries (namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL))
 - b) Emergent Solren Private Limited (ESPL)
 - c) Mega Suryaurja Private Limited (MSUPL)
6. During the period, the Trust has availed a secured rupee term loan facility ("Facility") of INR 34,000.00 million from banks and financial institution for the purpose of granting loans and advance to its subsidiaries for repayment/prepayments of their outstanding obligations on existing debt facilities (including sponsor-promoter debt).
7. The standalone financial information for the half year ended March 31, 2024 are the derived figures between the audited figures in respect of the period from July 20, 2023 to March 31, 2024 and unaudited figures up from July 20, 2023 to September 30, 2023 which have been approved by the Board of Directors of Investment Manager but have not been subjected to limited review by the Statutory Auditors.
8. The Trust activities comprise of owning and investing in SPVs operating in renewable energy project in India to generate cashflow for distribution to the unitholders. Based on guiding principles given in Ind AS 108 "Operating Segment" this activity falls within a single operating segment and accordingly the disclosures of Ind AS 108 have not been provided separately. All operations of the Trust are in India and hence, there is only one geographic segment.
9. Investors can view the standalone financial information of the Sustainable Energy Infra Trust on the Trust's website <https://www.seit.co.in>
10. The Board of Directors of the Investment Manager approved a distribution of INR 1.0384 per unit for the period from July 20, 2023 to March 31, 2024 to be paid on or before 15 days from the date of declaration (i.e May 24, 2024).

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

B. Additional Disclosures as required by Clause 4.6 of Chapter 4, Section A of the SEBI Circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024**a. Project management fees and investment management fees**

Details of fees paid to project manager and investment manager as required pursuant to SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44, dated May 15, 2024 issued under the InvIT Regulation:

Investment management fees

Investment Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of the cost (plus taxes as applicable) which is allocated to the Trust and the SPVs in such proportion as maybe determined from time to time.

Investment management fees for the period ended March 31, 2024 is INR 129.02 million out of which INR 46.27 million has been charged to standalone statement of profit and loss and remaining amount for INR 82.75 million has been charged to other equity under retained earnings which relates to unit issue expenses.

During the year, certain amendments to the original Investment Management Agreement was made in relation to the fee payable to the Investment Manager in consideration for the services rendered by it through an amended and restated Investment Management Agreement which was executed on September 15, 2023.

Project management fees

Project management fees are paid by the SPVs to the Project Manager. There is no fees charged to standalone statement of profit and loss of the Trust.

b. Statement of Earnings per unit:

Particulars	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to March 31, 2024
Profit after tax as per standalone statement of profit and loss attributable to unitholder (Amount in INR million)	637.43	550.64
Weighted average number of units used in the calculation of basic and diluted earnings per unit (Nos.)	14,62,04,918	10,45,13,672
Earning Per Unit -		
-Basic (INR/Per Unit)	4.36	5.27
-Diluted (INR/Per Unit)*	4.36	5.27

*There were no dilutive units for the period from July 20, 2023 to March 31, 2024.

Note: Trust issued units on January 09, 2024 and January 10, 2024 and hence Earnings per unit for the period July 20, 2023 to September 30, 2023 has not been disclosed.

c. Contingent liabilities and commitments

As on March 31, 2024 - Nil

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d. Related Party Disclosures

As per SEBI InvIT Regulations and as per Ind AS 24, related parties with whom Trust has entered into any transactions have been disclosed below:

I. List of related parties as per the requirements of Ind AS-24-Related party disclosure

(a) Subsidiaries (SPVs) (w.e.f January 10, 2024, refer note A(5))

Megasolis Renewables Private Limited (formerly known as Mahindra Renewables Private Limited)
Neo Solren Private Limited
Astra Solren Private Limited
Brightsolar Renewable Energy Private Limited
Mega Suryaurja Private Limited
Emergent solren Private Limited

(b) Other related parties under Ind AS-24 with whom transactions have taken place during the period

2726522 Ontario Limited (Sponsor)
Mahindra Susten Private Limited (Sponsor)
2452991 Ontario Limited (Sponsor Group)
Mahindra and Mahindra Limited (Sponsor Group)
Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
Green Energy Infra Project Managers Private Limited (Project Manager)

II. List of related parties as per Regulation 2(1)(zv) of the InvIT Regulations

(a) Parties to the InvIT

2726522 Ontario Limited (Sponsor)
Mahindra Susten Private Limited (Sponsor)
Ontario Teachers' Pension Plan Board (Sponsor Group)
2452991 Ontario Limited (Sponsor Group)
Mahindra and Mahindra Limited (Sponsor Group)
Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
Green Energy Infra Project Managers Private Limited (Project Manager)
Axis Trustee Services Limited (Trustee)

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

(b) Promoters, Directors and Partners of the persons mentioned in clause II.(a) above

Particulars	2452991 Ontario Limited	Mahindra Susten Private Limited	Mahindra and Mahindra Limited	2726522 Ontario Limited
Promoters	Ontario Teachers' Pension Plan Board	Mahindra Holdings Limited	Anand Mahindra	Ontario Teachers' Pension Plan Board
Directors	Jeffrey Davis Ahren Estabrooks	Ramesh Iyer Manoj Bhatt Amit Kumar Sinha Puneet Renjhen Deepak Thakur Anjali Gupta Diwakar Gupta Debapratim Hajara Bruce Ross Crane	Anand G. Mahindra Dr. Anish Shah Rajesh Jejurikar Vikram Singh Mehta T. N. Manoharan Shikha Sharma Haigreve Khaitan Vishakha N Desai Nisaba Godrej Muthiah Murugappan	Bruce Ross Crane

Particulars	Ontario Teachers' Pension Plan Board	Sustainable Energy Infra Investment Managers Private Limited	Green Energy Infra Project Managers Private Limited	Axis Trustee Services Limited
Promoters	NA	2726522 Ontario Limited	2726522 Ontario Limited	Axis Bank Limited
Directors	Cathryn (Cathy) Cranston Patti Croft Monika Federau Cindy Forbes Tim Hodgson Gene Lewis M. George Lewis Steve McGirr Tom Wellner Debbie Stein Martine Irman	Priya Subbaraman (w.e.f August 02, 2023) Sadashiv S. Rao (w.e.f August 02, 2023) Sumit Dayal (w.e.f August 02, 2023) Bruce Ross Crane Debapratim Hajara Puneet Renjhen	Bharat Goenka (w.e.f August 30, 2023) Debapratim Hajara Bruce Ross Crane Puneet Renjhen (until August 31, 2023)	Deepa Rath Rajesh Kumar Dahiya (until January 15, 2024) Ganesh Sankaran (until January 15, 2024) Sumit Bali (w.e.f January 16, 2024) Prashant Joshi (w.e.f January 16, 2024)

(c) Key Managerial Personnel and Senior Management Personnel of Investment Manager

Avinash P Rao (Chief Executive Officer w.e.f September 25, 2023)

Gaurav Malhotra (Chief Financial Officer w.e.f November 17, 2023)

Devjeet Ghosh (Compliance Officer w.e.f August 2, 2023)

Ankit Dewan (Company Secretary w.e.f November 17, 2023)

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Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

III. Related Party Transactions:-

INR in million

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Investment Management Fees (refer note B(a)) Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	129.02
Reimbursement of expenses incurred on behalf of the Trust Sustainable Energy Infra Investment Managers Private Limited Mahindra Susten Private Limited	Investment Manager Sponsor	21.96 145.14
Trustee Fees including application, registration and annual fees Axis Trustee Limited	Trustee	1.89
Issue proceeds for offer for sale received in Escrow account and transferred to MSPL Mahindra Susten Private Limited	Sponsor	8,978.00
Unit application money received including proceeds for offer for sale Mahindra and Mahindra Limited 2452991 Ontario Limited 2727622 Ontario Limited	Sponsor Group Sponsor Group Sponsor	449.00 9,000.00 679.00
Issuance and allotment of unit capital Mahindra and Mahindra Limited 2452991 Ontario Limited 2727622 Ontario Limited	Sponsor Group Sponsor Group Sponsor	449.00 9,000.00 679.00

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III. Related Party Transactions:-

INR in million

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Issuance of units in exchange of purchase of equity shares of Emergent Solren Private Limited		
2452991 Ontario Limited	Sponsor Group	1,959.51
Mahindra and Mahindra Limited	Sponsor Group	2,940.49
Issuance of units in exchange of purchase of equity shares of Mega Suryaurja Private Limited		
Mahindra Susten Private Limited	Sponsor	2,590.00
Issuance of units in exchange of purchase of equity shares of Megasolis Renewables Private Limited		
Mahindra Susten Private Limited	Sponsor	11,260.00
Long term borrowings availed		
Axis Bank Limited	Holding company of Trustee	17,000.00
Repayment of Long term borrowings		
Axis Bank Limited	Holding company of Trustee	102.02
Interest cost		
Axis Bank Limited	Holding company of Trustee	268.44
Upfront fees paid on loan availed		
Axis Bank Limited	Holding company of Trustee	60.18
Secured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	14,844.36
Neo Solren Private Limited	Subsidiary	1,077.32
Astra Solren Private Limited	Subsidiary	1,337.78
Brightsolar Renewable Energy Private Limited	Subsidiary	302.27
Mega SuryaUrja Private Limited	Subsidiary	8,878.98
Emergent solren Private Limited	Subsidiary	7,559.30
Unsecured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	4,977.09
Neo Solren Private Limited	Subsidiary	640.00
Astra Solren Private Limited	Subsidiary	800.00
Brightsolar Renewable Energy Private Limited	Subsidiary	180.00
Mega SuryaUrja Private Limited	Subsidiary	3,924.28
Emergent solren Private Limited	Subsidiary	2,228.63
Interest income on loans given to subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	541.16
Neo Solren Private Limited	Subsidiary	51.43
Astra Solren Private Limited	Subsidiary	61.96
Brightsolar Renewable Energy Private Limited	Subsidiary	13.96
Mega SuryaUrja Private Limited	Subsidiary	334.73
Emergent solren Private Limited	Subsidiary	279.14
Interest received on loans given to subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	175.00
Brightsolar Renewable Energy Private Limited	Subsidiary	11.20
Mega Suryaurja Private Limited	Subsidiary	130.00
Emergent solren Private Limited	Subsidiary	180.50

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III. Related Party Transactions:-

Further, the following related party transactions have been entered into for the period from July 20, 2023 to September 30, 2023 and for the period October 1, 2023 to March 31, 2024.

Particulars	Relationship of the related party	Half year ended from October 01, 2023 to March 31, 2024	For the period from July 20, 2023 to September 30, 2023
Investment Management Fees* Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	113.45	15.57
Trustee Fees including application, registration and annual fees Axis Trustee Limited	Trustee	0.71	1.18

*(i) Of the INR 113.45 million for the half year ended from October 01, 2023 to March 31, 2024, INR 42.89 million has been charged to standalone statement of profit and loss and remaining amount for INR 70.56 million has been charged to other equity under retained earnings which relates to unit issue expenses.

(ii) Of the INR 15.57 million for the half year ended from July 20, 2023 to September 30, 2023, INR 3.38 million has been charged to standalone statement of profit and loss and remaining amount for INR 12.19 million has been charged to other equity under retained earnings which relates to unit issue expenses.

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IV. Related Party Balances

INR in million

Particulars	Relationship of the related party	As at March 31, 2024
Secured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	14,844.36
Neo Solren Private Limited	Subsidiary	1,077.32
Astra Solren Private Limited	Subsidiary	1,337.78
Brightsolar Renewable Energy Private Limited	Subsidiary	302.27
Mega SuryaUrja Private Limited	Subsidiary	8,878.98
Emergent solren Private Limited	Subsidiary	7,559.30
Unsecured loan given to Subsidiaries		
Mega SuryaUrja Private Limited	Subsidiary	3,924.28
Megasolis Renewables Private Limited	Subsidiary	4,977.09
Neo Solren Private Limited	Subsidiary	640.00
Astra Solren Private Limited	Subsidiary	800.00
Emergent solren Private Limited	Subsidiary	2,228.63
Brightsolar Renewable Energy Private Limited	Subsidiary	180.00
Interest receivable on secured loan given to Subsidiaries		
Mega SuryaUrja Private Limited	Subsidiary	84.62
Emergent solren Private Limited	Subsidiary	81.86
Megasolis Renewables Private Limited	Subsidiary	227.34
Neo Solren Private Limited	Subsidiary	31.66
Astra Solren Private Limited	Subsidiary	37.24
Brightsolar Renewable Energy Private Limited	Subsidiary	0.57
Fees to Trustee payable		
Axis Trustee Limited	Trustee	0.55
Interest receivable on unsecured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	138.82
Neo Solren Private Limited	Subsidiary	19.77
Astra Solren Private Limited	Subsidiary	24.71
Brightsolar Renewable Energy Private Limited	Subsidiary	2.19
Mega SuryaUrja Private Limited	Subsidiary	120.11
Emergent solren Private Limited	Subsidiary	16.79
Advances towards services		
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	28.37
Long term borrowings		
Axis Bank Limited *	Holding company of Trustee	16,897.98

Note: All the above amounts are including taxes

*The Trust has entered into banking transactions in the normal course of business with Axis Bank Limited in professional capacity which are not included above.

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(SEBI Registration Number: IN/InvIT/23-24/0027)

Statement of Standalone financial information for the half year ended March 31, 2024 and the period from July 20, 2023 to March 31, 2024

Details in respect of related party transactions involving acquisition of InvIT assets as required by Para 3.4.4(b)(iv) to SEBI Circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 are as follow:

For the period ended March 31, 2024

During the period, the Trust has acquired Megasolis Renewables Private Limited (MRPL) including its three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)], Emergent Solren Private Limited (ESPL) and Mega Suryaurja Private Limited (MSUPL) from sponsor and sponsor group.

The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of INR 18,750.00 million (refer note 5)

(a) Summary of valuation report

Particulars	MRPL	ESPL	MSUPL
Enterprise value (gross of cash and bank balance) (INR in million)	38,750.04	16,757.47	15,888.09
Method of valuation	Discounted Cash Flow	Discounted Cash Flow	Discounted Cash Flow
Discount Rate (WACC)	8.98%	9.15%	9.44%

Enterprise value as disclosed above is adjusted Enterprise value based solely on the fair valuation report dated December 12, 2023, of the independent valuer appointed by the Investment manager under the InvIT Regulations.

(b) There are no material conditions or obligations in relation to the said transaction.

(c) No external financing has been obtained for the acquisition of the entities mentioned in the above table and no fees or commission were received/to be received by any associate of the related party in relation to the transaction except fees amounting to INR 63.68 million in relation to offer issuance paid to Axis Capital Limited which is fellow subsidiary of Trustee.

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

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Date: 2024.05.24
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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH
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RAO
Date: 2024.05.24
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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

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GAURAV MALHOTRA
Date: 2024.05.24
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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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GHOSH
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GHOSH
Date: 2024.05.24
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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

INDEPENDENT AUDITOR'S REPORT

To The Unitholders of Sustainable Energy Infra Trust Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of Sustainable Energy Infra Trust ("the Trust") and its subsidiaries (the trust and its subsidiaries together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Unitholders' Equity, Consolidated Statement of Cashflows for the period from July 20, 2023 to March 31, 2024, Consolidated Statement of Net Assets at Fair Value as at March 31, 2024, Consolidated Statement of Total Returns at Fair Value and Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024 and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, including any guidelines and circulars issued thereunder read with the SEBI circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 (together referred to as the "InvIT Regulations") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations, of the consolidated state of affairs of the Group as at March 31, 2024, and their consolidated profit including other comprehensive income, their consolidated changes in unitholders' equity, their consolidated cashflows for the period from July 20, 2023 to March 31, 2024, their consolidated net assets at fair value as at March 31, 2024, their consolidated total returns at fair value and its net distributable cashflows for the period from July 20, 2023 to March 31, 2024.

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) and other pronouncements issued by the Institute of Chartered Accountants of India (ICAI). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

EMPHASIS OF MATTER

We draw attention to Note 2.2 (d) of the Consolidated financial statements, which describes the presentation of "Unit Capital" as "Equity" to comply with InvIT Regulations. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr No	Key Audit Matter	Audit Procedures
1	<p>Fair Value of Net Assets of the Trust:</p> <p>In accordance with InvIT Regulations, the Trust discloses Statement of Net Assets at Fair Value which requires fair valuation of net assets.</p> <p>The fair value of net assets of the Trust is determined basis valuation by an independent valuer using discounted cash flow method.</p> <p>While there are several assumptions that are required to determine the fair value of net assets of the Trust, assumptions with the highest degree of estimate, subjectivity and impact on fair value are the valuation methodology used in determining the fair value, future cashflows estimated by the Management, relating to solar power generating plants, cost of debt, cost of equity and discount rate. Auditing these assumptions required a high degree of auditor judgment as the estimates made by the Management and the independent external valuer contain significant measurement uncertainty.</p> <p>Refer Statement of Net assets at fair value in the consolidated financial statements</p>	<p>Principal audit procedures performed among others</p> <p>Our audit procedures relating to the determination of the fair value of net assets included the following, among others:</p> <ul style="list-style-type: none"> • Tested design, implementation and operating effectiveness of the internal control related to determination of fair value of assets. • Reviewed the independent external valuer’s valuation reports to understand the method used, valuation techniques, assumptions and estimates. • Tested the reasonableness of the future cash flows shared by Management with external valuer by comparing it to source information used in preparing the forecasts and actual performance to support any significant expected future changes to the business. • Evaluated the Trust’s independent external valuer’s competence to perform the valuation. • Involved our internal fair valuation specialists to independently determine fair value of the Net Assets of the Trust as at the balance sheet date, which included assessment of reasonableness of the discount rate used by Management in valuation and the methodology to determine the fair value. • Compared the fair value determined based on report by the independent external valuer with that determined by our internal fair valuation specialist to assess the reasonableness of the fair valuation. • Tested the arithmetical accuracy of computation in the Consolidated Statement of Net Assets at Fair Value and evaluated adequacy of disclosures in the Consolidated Financial Statements as per requirement of InvIT Regulation.
2	<p>Acquisition of SPV’s during the year:</p> <p>The Group acquired 100% equity stake in solar power companies (SPV’s) on January 10, 2024. The Group has accounted for this acquisition as a business combination</p>	<ul style="list-style-type: none"> • We evaluated the design, implementation and operating effectiveness of the controls relating to 1) identification of assets acquired (including intangible assets) and liabilities assumed 2) purchase price allocation to identifiable assets and liabilities, 3) valuation methodology adopted to determine fair value.

<p>as per Ind AS 103 'Business Combination'.</p> <p>Accounting for the acquisition has involved judgement in order to:</p> <ul style="list-style-type: none"> • determine whether the acquisition constitutes a business and the date on which control is established; • determine the fair value of consideration; • identify and measure the fair value of the identifiable assets acquired and liabilities assumed (including contingent liabilities if any); • allocate the purchase consideration between identifiable assets, liabilities and goodwill. <p>This is a material acquisition for the Group and given the level of estimation and judgement required, we considered it to be a Key Audit Matter.</p> <p>The most significant judgements relate to the identification and valuation of intangible assets acquired. The identifiable intangible assets are customer contracts. This includes complex valuation considerations and requires the use of specialist.</p> <p>Refer note 31 to the Consolidated Financial Statements.</p>	<ul style="list-style-type: none"> • We examined the terms and conditions of the share purchase agreements in order to evaluate the Group's assessment of whether the acquisition comprises a business, whether the Group obtained the control of acquiree and the date for satisfaction of the closing conditions to determine the acquisition date. • We have checked the purchase price paid with share purchase agreement. • We have assessed the Group's determinations of fair values for assets acquired and liabilities assumed and the methods used to fair value the said identifiable assets by: <ul style="list-style-type: none"> - Reviewing the valuation report prepared by the valuation specialists appointed by Management which includes fair value of tangible and intangible assets. - Evaluating the competence, objectivity and integrity of the valuation specialists appointed by Management. - Involving our internal valuation specialists in evaluation of the appropriateness of the valuation model used to determine the fair values of tangible assets and identified intangible asset, reasonableness of the discount rates used in their valuation and testing the mathematical accuracy of the calculation. • We have checked allocation of the purchase price to identifiable assets acquired and liabilities assumed (including contingent liabilities) with the valuation report prepared by the valuation specialist appointed by the Management. • Evaluated adequacy of disclosures in the Consolidated Financial Statements as per requirement of Ind AS 103 'Business Combination'.
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Information Other than the Financial Statements and Auditor's Report Thereon

- Sustainable Energy Infra Investment Managers Private Limited ('Investment Manager') acting in its capacity as an Investment Manager of the Trust is responsible for the other information. The other information comprises the information and disclosures included in the Annual Report but does not include the consolidated financial statements, the standalone financial statements, and our auditor's reports thereon.
- Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by other auditors.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Management of Investment Manager (“the 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 including other comprehensive income, consolidated changes in unitholders’ equity, consolidated cashflows of the Group for the period from July 20, 2023 to March 31, 2024, consolidated statement of net assets at fair value as at March 31, 2024, total returns at fair value and net distributable cash flows for the period from July 20, 2023 to March 31, 2024 of the Trust and its subsidiaries in accordance with the InvIT Regulations, Ind AS and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.

The respective Board of Directors of the Investment Manager and of the subsidiaries included in the Group are responsible for maintenance of adequate accounting records for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Investment Manager of the Trust, as aforesaid.

In preparing the consolidated financial statements, the Management and respective Board of Directors of the subsidiaries included in the Group are responsible for assessing the Trust’s and subsidiaries ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Management and respective Board of Directors of the subsidiaries either intends to liquidate the Trust and subsidiaries or to cease operations, or has no realistic alternative but to do so.

The Management and respective Board of Directors of the subsidiaries included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor’s Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such subsidiaries included in the Consolidated Financial Statements of which we are the independent auditors. For the other subsidiaries included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated financial statements.

We communicate with those charged with governance of the Trust and subsidiaries included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of 4 subsidiaries, whose financial statements reflect total assets of Rs. 20,290.05 million as at March 31, 2024, total revenues of Rs. 631.66 million and net cash outflows amounting to Rs. 24.17 million for the period from July 20, 2023 to March 31, 2024, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statement is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

Based on our audit and as required by InvIT Regulations, 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) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Unitholders' Equity, Consolidated Statement of Cashflows, dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of consolidated financial statements;
- c) In our opinion, the aforesaid Consolidated Financial Statements comply with Ind AS, and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.
- d) There were no amounts which were required to be transferred to the Investor Protection and Education Fund by the Trust and its subsidiaries.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

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Parekh

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Parekh
Date: 2024.05.24
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Mehul Parekh
(Partner)

(Membership No. 121513)
(UDIN: 24121513BKEPGB3556)

Place: Mumbai
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Consolidated Balance Sheet as at March 31, 2024
All amounts in INR million unless otherwise stated

Particulars	Note No.	As at March 31, 2024
ASSETS		
Non-current assets		
Property, plant and equipment	3	53,313.45
Capital work-in-progress	3A	77.41
Right-of-use asset	3B	1,095.20
Goodwill	4B	643.30
Others intangible assets	4A	12,723.88
<u>Financial assets</u>		
Other financial assets	5	2,787.42
Income tax asset (net)	6A	73.81
Other non-current assets	8	4.48
		70,718.95
Current assets		
<u>Financial assets</u>		
Trade receivables	9	632.33
Cash and cash equivalents	10	374.96
Other bank balances	10A	1,872.28
Other financial assets	5	1,725.57
Other current assets	8	100.07
		4,705.21
Total assets		75,424.16
EQUITY AND LIABILITIES		
Equity		
Unit capital	11	32,400.00
Other equity	11A	177.44
Total equity		32,577.44
Non-current liabilities		
<u>Financial liabilities</u>		
Borrowings	12	32,678.44
Lease liabilities	3C	588.09
Provisions	15	0.07
Deferred tax liabilities (net)	7	5,734.09
Other non-current liabilities	16	2,501.96
		41,502.65

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Sustainable Energy Infra Trust (SEIT)

Consolidated Balance Sheet as at March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Note No.	As at March 31, 2024
Current liabilities		
<u>Financial liabilities</u>		
Borrowings	12	984.27
Lease liabilities	3C	22.09
Trade and other payables	13	
- Total outstanding dues of micro enterprises and small enterprises		11.67
- Total outstanding dues of creditors other than micro enterprises and small enterprises		160.78
Other financial liabilities	14	27.57
Income tax liabilities (net)	6B	0.05
Other current liabilities	16	137.64
		1,344.07
Total liabilities		42,846.72
Total equity and liabilities		75,424.16
Summary of material accounting policies	2	

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikan t Parekh
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Date: 2024.05.24 15:30:56 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPR ATIM HAJARA
Digitally signed by DEBAPRATIM HAJARA
Date: 2024.05.24 16:37:04 +08'00'

Debapatrim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
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Date: 2024.05.24 14:48:11 +05'30'

Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV MALHOTRA
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Date: 2024.05.24 14:44:45 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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Date: 2024.05.24 14:51:51 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of Profit and Loss for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Note No.	For the period from July 20, 2023 to March 31, 2024
Income		
Revenue from operations	17	1,749.58
Other income	18	125.00
Total income		1,874.58
Expenses		
Project management fees	34	4.47
Investment management fees	34	100.58
Employee benefits expense	19	0.99
Insurance and security expenses		22.68
Trustee fees		1.89
Valuation expenses		3.36
Audit fees	20	14.98
Repairs and maintenance		103.77
Finance cost	21	660.06
Depreciation and amortisation expense	22	662.91
Registration fees		1.71
Custodian fees		0.49
Other expenses	23	206.49
Total expenses		1,784.38
Profit before tax		90.20
Tax expense		
Current tax expense/(credit)	7	8.27
Deferred tax expense/(credit)		(53.83)
		(45.56)
Profit for the period after tax		135.76

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Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of Profit and Loss for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Note No.	For the period from July 20, 2023 to March 31, 2024
Other comprehensive income		
A. Items that will not be reclassified to profit or loss		-
B. Items that may be reclassified to profit or loss		-
Total other comprehensive income (A+B)		-
Total comprehensive income for the period		135.76
Earnings Per Unit:		
Basic and Diluted (in INR)	29	1.30
Summary of material accounting policies	2	

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
 Chartered Accountants

Mehul Rajanikan t Parekh
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 Date: 2024.05.24 15:32:14 +05'30'

Mehul Parekh
 Partner

Place: Mumbai
 Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
 (Investment Manager of Sustainable Energy Infra Trust)

DEBAPR ATIM HAJARA
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 Date: 2024.05.24 16:38:08 +08'00'

Debapratim Hajara
 Director
 DIN: 09804007

Place: Singapore
 Date: May 24, 2024

AVINAS H P RAO
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 Date: 2024.05.24 14:48:45 +05'30'

Avinash Rao
 Chief Executive Officer

Place: Mumbai
 Date: May 24, 2024

GAURAV MALHOTRA
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 Date: 2024.05.24 14:44:04 +05'30'

Gaurav Malhotra
 Chief Financial Officer

Place: Mumbai
 Date: May 24, 2024

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 Date: 2024.05.24 14:52:25 +05'30'

Devjeet Ghosh
 Compliance Officer

Place: Noida
 Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
A. Cash flows from operating activities	
Profit before tax	90.20
Adjustments for:	
Depreciation and amortisation expense	662.91
Interest income	(93.81)
Allowance for expected credit loss	3.01
Amortization of deferred income on safeguard duty and goods and service tax	(97.19)
Amortization of deferred income on viability gap funding	(4.06)
Amortization of deferred income on multi circuit tower	(0.32)
Unwinding of security deposit	(0.26)
Foreign exchange gain	(7.82)
Finance cost	660.06
Operating cash flows before working capital changes	1,212.70
Movements in working capital:	
(Increase) in trade receivables and unbilled revenue	(346.01)
(Increase) in other financial assets	43.87
(Increase) in other assets	(27.07)
Increase in trade payables	(11.11)
Increase in other financial liabilities	(1.54)
Increase in provisions	0.07
Increase in other liabilities	12.07
Cash flows from operations	882.98
Direct taxes paid (net of refunds)	(11.05)
Net cash generated by operating activities (A)	871.93
B. Cash flows from investing activities	
Purchase of property, plant & equipment and capital work-in-progress	(55.09)
Interest received	117.32
Investment in fixed deposit	(1,324.28)
Net cash used in investing activities (B)	(1,262.05)

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Sustainable Energy Infra Trust (SEIT)**Consolidated Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
C. Cash flows from financing activities	
Proceeds of borrowings	34,000.00
Repayment of borrowings	(45,346.58)
Payment of lease liability	(14.73)
Finance costs paid	(2,443.77)
Payment of upfront fees on long term borrowings	(133.81)
Unit issue expenses	(308.67)
Issue of unit capital (refer note (ii))	13,650.00
Net cash used in financing activities (C)	(597.56)
Net decrease in cash and cash equivalents (A+B+C)	(987.67)
Cash and cash equivalents at the beginning of the period	-
Cash and cash equivalents on account of acquisition of subsidiaries	1,362.63
Cash and cash equivalents at the end of the period	374.96

Components of cash and cash equivalents at the end of the period

Particulars	As at March 31, 2024
Balances with banks	50.06
Fixed deposit with original maturity of less than three months	324.90
Total cash and cash equivalents	374.96

Notes:

(i) The above consolidated statement of cash flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'

Non-cash transaction:

(ii) The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of subsidiaries aggregating to INR 18,750.00 million. The same has not been reflected in statement of cash flow. (refer note 11)

Details of assets and liabilities acquired in business combination is given below:

Fair value of assets and liabilities acquired (refer note 31)	18,457.05
Goodwill recognised	643.30
Capital reserve recognised	(350.35)
Purchase consideration	18,750.00

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Sustainable Energy Infra Trust (SEIT)
Consolidated Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

(iii) Reconciliation between opening and closing balances for liabilities arising from financing activities (including current maturities)

Particulars	Lease liabilities	Long term borrowings (including current maturities)
Opening balance as at July 20, 2023		-
Acquired on account of business combination	614.73	45,147.12
Interest payable on account of business combination	-	1,795.54
Proceeds of long term borrowings	-	34,000.00
Finance charge for the period	10.18	648.23
Amortisation of upfront fees	-	1.65
Lease payments	(14.73)	-
Repayment of long term borrowings	-	(45,346.58)
Impact on account of derivative financial instrument and foreign currency translation	-	(5.67)
Payment of upfront fees on long term borrowings	-	(133.81)
Finance cost paid	-	(2,443.77)
Closing balance as at March 31, 2024	610.18	33,662.71

(iv) The above cash flow excludes proceeds received in the cash escrow account amounting to INR 8,978.00 million on account of offer for sale made by Mahindra Susten Private Limited (selling unitholder) (refer note 11). These funds were remitted to selling unitholder.

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikant Parekh
Digitally signed by Mehul Rajanikant Parekh
Date: 2024.05.24 15:33:39 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA TIM HAJARA
Digitally signed by DEBAPRATIM HAJARA
Date: 2024.05.24 16:39:13 +08'00'

Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
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Date: 2024.05.24 14:49:22 +05'30'

Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV MALHOTRA RA
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Date: 2024.05.24 14:43:34 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

DEVJEET GHOSH
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Date: 2024.05.24 14:52:56 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of changes in unitholders equity for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

A. Unit capital

Particulars	No. of units	Amount
As at July 20, 2023	-	-
Units issued during the period	32,40,00,000	32,400.00
As at March 31, 2024	32,40,00,000	32,400.00

B. Other equity

Particulars	Attributable to unitholders		
	Capital reserve	Retained earnings	Total
As at July 20, 2023	-	-	-
Profit for the period	-	135.76	135.76
Other comprehensive income	-	-	-
Total comprehensive income for the period	-	135.76	135.76
On account of business combination (refer note 31)	350.35	-	350.35
Less: Unit issue expense (refer note 38)	-	(308.67)	(308.67)
As at March 31, 2024	350.35	(172.91)	177.44

Since, the Trust was registered pursuant to a trust deed dated July 20, 2023, the consolidated statement of changes in unit holder's equity has been prepared from the period July 20, 2023 to March 31, 2024.

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
 Chartered Accountants

Mehul Rajanika Parekh
 Digitally signed by Mehul Rajanika Parekh
 Date: 2024.05.24 15:34:57 +05'30'

Mehul Parekh
 Partner

Place: Mumbai
 Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
 (Investment Manager of Sustainable Energy Infra Trust)

DEBAPR ATIM HAJARA
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Debapratim Hajara
 Director
 DIN: 09804007

Place: Singapore
 Date: May 24, 2024

AVINASH H P RAO
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 Date: 2024.05.24 14:28:29 +05'30'

Avinash Rao
 Chief Executive Officer

Place: Mumbai
 Date: May 24, 2024

GAURAV MALHOTRA
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Gaurav Malhotra
 Chief Financial Officer

Place: Mumbai
 Date: May 24, 2024

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Devjeet Ghosh
 Compliance Officer

Place: Noida
 Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Statement of Net Assets at Fair Value as at March 31, 2024
All amounts in INR million unless otherwise stated

Disclosures as required by SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, issued under the InvIT Regulation.

A. Statement of net assets at fair value:

Particulars	As at March 31, 2024	
	Book Value	Fair Value
A. Total assets	75,424.16	80,300.01
B. Total Liabilities (at book value)	42,846.72	42,846.72
C. Net Assets (A-B)	32,577.44	37,453.29
D. Number of units (in million)	324.00	324.00
E. NAV (C/D) (amount in INR)	100.55	115.60

Project wise break up of fair value of total assets:

Name of Project	As at March 31, 2024
Megasolis Renewables Private Limited ("MRPL")	
Rewa project	14,816.00
ISTS project	15,839.00
Emergent Solren Private Limited ("ESPL")	
Goyalri project	4,793.00
SECI project	11,473.00
Mega Suryaurja Private Limited ("MSUPL")	16,052.00
Astra Solren Private Limited ("ASPL")	4,309.00
Neo Solren Private Limited ("NSPL")	2,885.00
Brightsolar Renewable Energy Private Limited ("BREPL")	930.00
Other assets of the Trust	35.22
Consolidation adjustments (net)	9,167.79
Total assets	80,300.01

B. Consolidated statement of total returns at fair value :

Particulars	For the period from July 20, 2023 to March 31, 2024
Total comprehensive income (as per the consolidated statement of profit and loss)	135.76
Add: Other changes in fair value not recognized in total comprehensive income	4,917.53
Total Return	5,053.29

Note: Total Assets includes the fair value of the assets attributable to the Trust as at reporting date. Total assets values and total returns as disclosed for the period are derived based on the valuation report issued by independent valuer appointed under the SEBI InvIT Regulations and relied on by the Statutory Auditors. Total return has been determined basis the increment to net assets value as on March 31, 2024 compared to the unit capital issued during the period amounting to INR 32,400.00 million.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikant Parekh
Digitally signed by Mehul Rajanikant Parekh
Date: 2024.05.24 15:36:19 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA TIM HAJARA
Digitally signed by DEBAPRA TIM HAJARA
Date: 2024.05.24 16:40:16 +08'00'

Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
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Date: 2024.05.24 14:28:57 +05'30'

Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV MALHOTRA
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Date: 2024.05.24 14:42:43 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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Date: 2024.05.24 14:53:54 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

I. Statement of Net Distributable Cash Flows (NDCFs) of Sustainable Energy Infra Trust for the period from July 20, 2023 to March 31, 2024

Calculation of net distributable cash flows at the Trust level :

	Particulars	For the period from July 20, 2023 to March 31, 2024
1	Cashflows from operating activities of the Trust (refer footnote 1(a))	(210.38)
2	Add: Cash flows received from SPV's / Investment entities which represent distributions of NDCF computed as per relevant framework (refer footnote 2)	827.73
2a	Add: Cash flows received from SPV's out of the cash surplus balance available in that SPV on its acquisition by the Trust (refer footnote 1(b))	69.91
3	Add: Treasury income / income from investing activities of the Trust (interest income received from FD, any investment entities as defined in Regulation 18(5), tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	2.77
4	Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs/ Holdcos or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-
5	Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs/ Hold cos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-
6	Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account of the Trust (refer footnote 1(a))	(669.85)
7	Less: Debt repayment at Trust level (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt in any form or funds raised through issuance of units)	(205.15)
8	Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: <ul style="list-style-type: none"> (i). loan agreement entered with financial institution, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the Trust operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called), or (v). statutory, judicial, regulatory, or governmental stipulations; 	-
9	Less: any capital expenditure on existing assets owned / leased by the InvIT, to the extent not funded by debt / equity or from contractual reserves created in the earlier years	-
	Net Distributable Cash Flows at Trust level (Distributable Income)	(184.97)

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Sustainable Energy Infra Trust (SEIT)**Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

I. Statement of Net Distributable Cash Flows (NDCFs) of Sustainable Energy Infra Trust for the period from July 20, 2023 to March 31, 2024**Footnotes:****1. Calculation of the total distributable cashflows:**

	Particulars	For the period from July 20, 2023 to March 31, 2024
i.	Net Distributable Cash Flows at Trust level (Distributable Income) as per above	(184.97)
ii.	Adjustment for expenses incurred out of the offer proceeds but included in the NDCF above (refer footnote 1(a))	591.33
iii.	Adjustment for funds received from the SPV out of the cash surplus balance available in that SPV on its acquisition and retained in the Trust (refer footnote 1(b))	(69.91)
	Total Distributable Cash Flows	336.45

1(a): NDCF has been computed after considering the expenses amounting to INR 591.33 million incurred by the Trust out of the offer proceeds raised towards offer expenses and general corporate purposes. In the absence of specific adjustment for such items in the format of computation of NDCF, the same has been adjusted in note 1 above while determining the total distribution by the Trust.

1(b): During the period, cash flow of INR 69.91 million was received by the Trust from one of the SPVs out of the cash surplus balance which was available in that SPV on its acquisition by the Trust. In accordance with note 5 of the SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD/P/CIR/2023/184 dated December 06, 2023, the Trust have exercised its option to retain the said cash surplus balance and accordingly the aforesaid amount have not been considered for distribution.

2. Includes actual cashflows received from SPVs to the Trust aggregating to INR 496.70 million until March 31, 2024 and the balance INR 400.94 million in the subsequent period.

Sustainable Energy Infra Trust (SEIT)
Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

II. Statement of Net Distributable Cash Flows (NDCFs) of HoldCo. / SPVs

Calculation of net distributable cash flows at the SPVs level for the period from January 10, 2024 to March 31, 2024 (refer note 2):

Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
1 Cash flow from operating activities as per Cash Flow Statement of HoldCo/ SPV	76.24	64.61	74.30	354.66	255.41	245.59
2 Add: Cash Flows received from SPV's which represent distributions of NDCF computed as per relevant framework (relevant in case of HoldCos)	-	-	-	46.53	-	-
3 Add: Treasury income / income from investing activities (interest income received from FD, tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	1.02	0.43	0.18	55.01	24.35	33.55
4 Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-	-	-	9.17	-	-
5 Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs or Investment Entity not distributed pursuant to an earlier plan to reinvest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-
6 Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account and any shareholder debt / loan from Trust	(23.80)	(29.46)	(6.34)	(931.87)	(713.32)	(195.57)
7 Less: Debt repayment (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt, in any form or equity raise as well as repayment of any shareholder debt / loan from Trust)	-	-	-	(82.32)	(2.23)	-

Sustainable Energy Infra Trust (SEIT)

Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

II. Statement of Net Distributable Cash Flows (NDCFs) of HoldCo. / SPVs

Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
8 Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: (i). loan agreement entered with banks / financial institution from whom the Trust or any of its SPVs/ HoldCos have availed debt, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the SPV/ HoldCo operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called); or (v). statutory, judicial, regulatory, or governmental stipulations;	-	-	-	-	-	(935.00)
9 Less: any capital expenditure on existing assets owned / leased by the SPV or Holdco, to the extent not funded by debt / equity or from reserves created in the earlier years	(17.82)	(1.50)	(12.22)	(22.59)	(15.67)	-
Net Distributable Cash Flows for HoldCo/SPV's for the period from January 10, 2024 to March 31, 2024	35.64	34.08	55.92	(571.41)	(451.46)	(851.43)
10 Distribution out of the opening surplus cash acquired on acquisition of new SPVs	-	-	-	-	-	69.91
Net Distributable Cash Flows for HoldCo/SPV's for the period from January 10, 2024 to March 31, 2024	35.64	34.08	55.92	(571.41)	(451.46)	(781.52)

Footnotes:

1 Calculation of the total distribution by SPVs

Particulars	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
i. Net Distributable Cash Flows as per above	35.64	34.08	55.92	(571.41)	(451.46)	(781.52)
ii. Adjustment for DSRAs created out of the opening surplus cash balance available in the SPV on the date of acquisition instead out of cash generated in the SPV during the period	-	-	-	-	-	935.00
iii. Adjustment: Finance cost included in sr. no. 6 of NDCF table above but paid out of the loan proceeds from Trust #	22.32	27.78	5.98	901.28	703.53	27.02
Total Distributable Cash Flows	57.96	61.86	61.90	329.87	252.07	180.50

**Sustainable Energy Infra Trust (SEIT)
Consolidated Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated**

II. Statement of Net Distributable Cash Flows (NDCFs) of HoldCo. / SPVs

During the period, the Trust received offer proceeds of INR 13,650.00 million. Of the same, as per the permitted usage of the offer proceeds, the Trust have provided loans amounting to INR 12,750.00 million to SPVs for repayment/pre-payment of the subsisting debt (including interest accrued) of the SPVs. Further, Trust had availed a loan facility of INR 34,000.00 million during the period for the purpose of on-lending to the SPVs. Accordingly, aggregate amount of INR 46,750.00 million which were on-lent to the SPVs were utilized by the SPVs for payment of interest and repayment/pre-payment of loans by the SPVs as per the details mentioned in the below table.

Funds received from the Trust which have been utilized to pay interest and principal	Total	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
i. Interest payment made out of the loan received from Trust (included in Sr. no. 6)	1,687.91	22.32	27.78	5.98	901.28	703.53	27.02
ii. Principal repayment made out of the loan received from Trust (netted from Sr. no. 7)	45,062.09	1,695.00	2,110.00	476.28	18,920.17	12,099.73	9,760.91
Total	46,750.00	1,717.32	2,137.78	482.26	19,821.45	12,803.26	9,787.93

2 Break up of the Net Distributable Cash Flows for HoldCo/SPV's calculated above:

Particulars	Total	NSPL	ASPL	BREPL	MRPL	MSUPL	ESPL
i. Distributable to Trust	897.64	51.43	61.86	21.90	329.87	252.07	180.50
ii. Distributable to MRPL (Hold Co.)	46.53	6.53	-	40.00	-	-	-
Total	944.17	57.96	61.86	61.90	329.87	252.07	180.50

3. The Trust has acquired subsidiaries with effective date from January 10, 2024 (refer note 31) hence the statement of net distributable cash flows (NDCF) of holdCo./ subsidiaries is prepared for the period from January 10, 2024 to March 31, 2024.

As per our report of even date
For Deloitte Haskins & Sells LLP

Chartered Accountants
Mehul Rajanikant Parekh
Date: 2024.05.24
15:37:50 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of

Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

Digitally signed by
DEBAPRATI DEBAPRATI
HAJARA
Date: 2024.05.24
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Debapratim Hajara
Director
DIN: 09804007

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Date: 2024.05.24
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Avinash Rao
Chief Executive Officer

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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

Place: Mumbai
Date: May 24, 2024

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DEVJEET GHOSH
Date: 2024.05.24
14:54:31 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust

Notes to Consolidated Financial Statements

1. Corporate information

Sustainable Energy Infra Trust (the "Trust" or "SEIT") was set up on July 20, 2023, as a contributory irrevocable trust under the provision of the Indian Trusts Act, 1882. The Trust was registered as an infrastructure investment trust under the Securities Exchange Board of India ("SEBI") (Infrastructure Investment Trust) Regulations, 2014 as amended read together with circulars and guidelines issued thereunder (the "SEBI InvIT Regulations") on August 11, 2023, having registration number IN/InvIT/23-24/0027. The registered office address of the Trust is Mahindra Towers, Pandurang Budhkar Marg, Worli, Mumbai- 400018.

2726522 Ontario Limited and Mahindra Susten Private Limited ("MSPL") are the Sponsors of the Trust. The Trustee to the Trust is Axis Trustee Services Limited (the "Trustee"). Investment Manager for the Trust is Sustainable Energy Infra Investment Managers Private Limited (the "Investment Manager").

The investment objective of the Trust is to carry on the activities of and make investments as an infrastructure investment trust as permissible in terms of the InvIT Regulations and in accordance with the InvIT Documents. The Trust has been formed to invest in infrastructure assets primarily being in renewable energy projects in India. All the projects of entities acquired by the Trust during financial year 2023-2024 are held through special purpose vehicles ("SPVs" together with the Trust referred as "Group").

The consolidated financial statements comprise financial statements of Sustainable Energy Infra Trust and its six subsidiaries / Special Purpose Vehicle for the year ended March 31, 2024.

The details of incorporation of the SPVs included in the Group along with brief of principal activities and shareholding pattern of the SPVs are as given below:

Sr. No	Name of the SPV	Date of Incorporation	Principal activity	Shareholding by the trust	Nature of relationship	Name of the Shareholders along with percentage of Shareholding as at 31 st March 2024 th
1.	Megasolis Renewables Private Limited ("MRPL"), Formerly known as Mahindra Renewables Private Limited	26 July 2010	Sale of power	100%	Subsidiary	Sustainable Energy Infra Trust (SEIT) (100%)
2.	Megasuryaurja Private Limited ("MSUPL")	12 January 2012	Sale of power	100%	Subsidiary	Sustainable Energy Infra Trust (SEIT) (100%)
3.	Emergent Solren Private Limited ("ESPL")	9 November 2022	Sale of power	100%	Subsidiary	Sustainable Energy Infra Trust (SEIT)
4.	Astra Solren Private Limited ("ASPL")	14 October 2015	Sale of power	100%	Subsidiary	Megasolis Renewables Private Limited (100%)
5.	Neo Solren Private Limited ("NSPL")	1 July 2015	Sale of power	100%	Subsidiary	Megasolis Renewables Private Limited (100%)
6.	Bright Renewables Private Limited ("BREPL")	3 December 2013	Sale of power	100%	Subsidiary	Megasolis Renewables Private Limited (100%)

Sustainable Energy Infra Trust

Notes to Consolidated Financial Statements

2. Basis of preparation, Measurement and Material Accounting Policies

2.1 Purpose and Basis of preparation of the Consolidated Financial Statements

These financial statements are the Consolidated financial statements of the Trust and comprise of the balance sheet as at March 31, 2024, the statement of profit and loss including the statement of other comprehensive income, the statement of cash flow and the statement of changes in unit holders' equity for the period July 20, 2023, to March 31, 2024, the statement of net assets at fair value as at March 31, 2024, the statement of total returns at fair value for the period July 20, 2023 to March 31, 2024 and a summary of material accounting policies, other explanatory information and additional financial disclosures as required under the SEBI (Infrastructure Investment Trusts) Regulations, 2014. The financial statements were authorized for issue in accordance with resolutions passed by the Board of Directors of the Investment Manager on behalf of the SEIT on May 24, 2024.

The Consolidated Financial Statements have been prepared in accordance with the requirements of SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), as amended from time to time read with the SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular"); Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) (Refer Note 11 on presentation of "Unit Capital" as "Equity" instead of compound instruments under Ind AS 32 – Financial Instruments: Presentation), read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Statement of compliance with Ind AS:

The consolidated financial statements for the period ended 31 March 2024 have been prepared in accordance with Ind AS, to the extent not inconsistent with the InvIT Regulations .

These financial statements have been prepared and presented on a historical cost convention, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern. The Consolidated financial statements are presented in Indian Rupees Millions except when otherwise indicated.

BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Trust and its subsidiaries as at March 31, 2024. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that

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group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent, i.e., year ended on March 31.

Consolidation procedure:

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the unit holders of the Trust and to the non-controlling interests (if any), even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Business combination and goodwill

Business combinations are accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition related costs are recognised in Consolidated Statement of Profit and Loss as incurred.

Acquisition-related costs are expensed in the periods in which the costs are incurred and the services are received, with the exception of the costs of issuing debt or equity securities that are recognised in accordance with Ind AS 32 and Ind AS 109.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values except that deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements (as applicable) are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any noncontrolling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any), over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously

held interest in the acquiree (if any), the excess, after reassessment, is recognised in capital reserve through other comprehensive income or directly depending on whether there exists clear evidence of the underlying reason for classifying the business combination as a bargain purchase.

For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

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When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Goodwill

Goodwill is initially recognised and measured as set out above.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Impairment is tested at least annually. For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units or groups of cash-generating units that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in the Consolidated Statement of Profit and Loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

2.2 Material Accounting Policies and Accounting Judgments and Estimates.

a) Use of estimates and judgments

In applying the Group's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the Consolidated Financial Statements is included in the following notes:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Group primarily considers the current and expected profitability of the company and their ability to utilise tax assets. The Group reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Group reviews its financial assets to assess impairment at regular intervals. The Group's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the Consolidated Statement of Profit and Loss, the Group makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

At the reporting date, the historical credit loss observed default rates are updated and changes in the forward-looking estimates are analysed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Consolidated Statement of Profit and Loss.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Group. The Group exercises judgement and estimates in recognizing

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the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from the originally estimated provision.

(iv) Useful lives of property, plant and equipment:

The useful lives of property, plant and equipment are reviewed at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets, and also their likely economic lives based on various internal and external factors including relative efficiency, the operating conditions of the asset, historical trend of Capacity utilization factor (CUF), historical planned and scheduled maintenance. It is possible that the estimates made based on existing experience are different from the actual outcomes and could cause a material adjustment to the carrying amount of property, plant, and equipment.

b) Revenue Recognition:

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Group. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Group has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Group is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Group accrues carbon emission reduction income in the period when it is reasonably certain that the Group will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Group has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

v. Amortization of deferred income(Viability Gap Funding)

Government grants are recognized as a financial asset in the balance sheet as Viability Gap Funding ('VGF'). VGF is recognized as income over 25 years (i.e., useful life of the project). The grant received has a condition attached to it which specifies that if the project fails to generate any power continuously for 1 year anytime during the term of PPA, it will be treated as an event of default and termination. The SPV has fulfilled all the conditions as mentioned in the grant agreement.

c) Current versus Non-current classification

The Group presents its assets and liabilities as either current or non-current. An asset is treated as current when it is either:

- i. it is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle; or
- ii. it is expected to be realised within twelve months from the reporting date; or
- iii. it is held primarily for the purposes of being traded; or
- iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- i. it is expected to be settled in the Group's normal operating cycle; or

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- ii. it is due to be settled within twelve months from the reporting date; or
- iii. it is held primarily for the purposes of being traded; or
- iv. the Group does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date.

The Group classifies all other liabilities as non-current.

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

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

d) Classification of Unitholder's fund

Under the provisions of the SEBI InvIT Regulations, Trust is required to distribute to Unitholders not less than ninety percent of the net distributable cash flows of Trust for each financial period. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the SEBI InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Annexure A to the SEBI Circular dated May 15, 2024 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unitholders is recognised as liability when the same is approved by the Investment Manager.

e) Net distributable cash flows to unit holders

The Trust recognises a liability to make cash distributions to Unit Holders when the distribution is authorised and a legal obligation has been created. As per the SEBI InvIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Investment Manager. A corresponding amount is recognised directly in equity.

f) Property plant and equipment:

i. Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

ii. Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment – freehold	25 Years
Computers	3 Years

iii. Capital work in progress and Capital advances:

Assets under construction include the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

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iv. Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Group makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the consolidated statement of profit and loss.

g) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated recognized and accumulated impairment losses. Internally generated intangibles, excluding recognize development costs, are not recognized and the related expenditure is reflected in consolidated statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances) required to obtain the expected future cash flows from the asset.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The recognized period and the recognized method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the recognized period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another asset.

SEIT has acquired various SPVs during the period. Individually, these SPVs own one or more operating projects. Each of these projects have a separate power purchase agreement (PPA) and are operational assets with pre-agreed tariffs having balance PPA contract tenor ranging between 17.00 years to 23.5 years. Fair value attributed to these "Customer Contracts" is recognized as Intangible assets and is amortised over balance of PPA contract tenor of respective projects.

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss.

h) Right-of-use assets

The Group recognises right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
Land	25 Years

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognised in the consolidated statement of profit or loss.

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i) **Borrowing Costs**

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are recognized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

j) **Foreign Currency:**

Foreign currency transactions

Initial Recognition

The Group's financial statements are presented in Indian Rupee, which is also the Group's functional currency. All transactions that are not denominated in the Group's functional currency are foreign currency transactions. These transactions are initially recorded in the functional currency by applying the appropriate daily rate which best approximates the actual rate of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss.

Measurement of foreign currency items at the reporting date

Monetary items denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary items that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

k) **Fair value measurement**

The Group measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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l) Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognised in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income. As per the Group's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts.

Minimum Alternative Tax ('MAT')

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the consolidated statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as a deferred tax asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an deferred tax asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and the corresponding amounts used for tax base.

Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction and does not give rise to equal taxable and deductible temporary differences
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets (including assets on tax losses and utilised tax credits) are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and the deferred tax relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year.

m) Provisions and Contingent Liabilities:

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be

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measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

A contingent asset is disclosed where an inflow of economic benefits is probable.

n) Financial Assets and Financial Liabilities:

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the consolidated statement of profit or loss.

(i) Financial assets

All financial assets by regular way of purchases or sales are recognised and derecognised on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in consolidated statement of profit or loss.

Financial assets at fair value through profit or loss (FVTPL)

Investments in debt / equity instruments are classified as at FVTPL, unless the Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in consolidated statement of profit or loss. The net gain or loss recognised in consolidated statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

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Impairment of financial assets

The Group applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivable.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below.

Financial assets measured at amortised cost, contractual revenue receivables and lease receivables, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flow from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in consolidated statement of profit or loss, if such gain or loss would have otherwise been recognised in consolidated statement of profit or loss on disposal of that financial asset.

(ii) Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in consolidated statement of profit or loss. The net gain or loss recognised in consolidated statement of profit or loss incorporates any interest paid on the financial liability.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in consolidated statement of profit or loss.

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Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and/or payable is recognised in consolidated statement of profit or loss.

o) Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. Cash and cash equivalents for the purpose of Consolidated Financial Statement include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

p) Earnings Per Unit

Basic earnings per unit is calculated by dividing the net profit or loss attributable to unit holders of the Trust by the weighted average number of units outstanding during the period. The weighted average number of units outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, split, and reverse split (consolidation of units) that have changed the number of units outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per unit, the net profit or loss for the period attributable to unit holders of the Trust and the weighted average number of units outstanding during the period are adjusted for the effects of all dilutive potential units.

q) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

r) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Group also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Group is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for a similar term is used. The Group has not recognised right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset or is recorded in consolidated statement of profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

s) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows

Sustainable Energy Infra Trust

Notes to Consolidated Financial Statements

that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculations on detailed budget and forecast calculations. These budgets are prepared for the entire project life. Impairment losses of continuing operations are recognised in the statement of profit and loss.

To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Group operates, or for the market in which the asset is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

3. Property, plant and equipment

Description of assets	Land - Freehold	Plant and machinery	Computers	Total
At cost				
Gross carrying amount				
As at July 20, 2023	-	-	-	-
Additions on account of acquisitions (refer note 31)	2,297.00	51,320.51	-	53,617.51
Additions during the period	-	203.56	0.25	203.81
Disposal during the period	-	-	-	-
As at March 31, 2024	2,297.00	51,524.07	0.25	53,821.32
Accumulated depreciation				
As at July 20, 2023	-	-	-	-
Depreciation expense for the period	-	507.86	0.01	507.87
Disposal during the period	-	-	-	-
As at March 31, 2024	-	507.86	0.01	507.87
Net carrying amount				
As at March 31, 2024	2,297.00	51,016.21	0.24	53,313.45
As at July 20, 2023	-	-	-	-

Note:

(1) The title deeds of immovable properties included in Property, plant and equipment are held in name of their respective subsidiaries, except as below: The Goyalri Project and the SECI Project were demerged from Mahindra Susten Private Limited (MSPL) into Emergent Solren Private Limited (ESPL) pursuant to demerger scheme approved by National Company Law Tribunal, Mumbai, vide its order dated August 11, 2023. The scheme of demerger was effective from September 01, 2023.

Pursuant to the said demerger, ESPL is currently in process of transferring the title deed in respect of the land from MSPL to ESPL. Gross block and net block of land parcels which are in process of being transferred in name of ESPL is INR 650.00 million.

3A. Capital work-in-progress (CWIP)

Particulars	Amount
As at July 20, 2023	-
Additions on account of acquisitions (refer note 31)	239.70
Additions during the period	1.29
Capitalised during the period	(163.58)
As at March 31, 2024	77.41

CWIP ageing schedule

Particulars	Amount
Projects temporarily suspended*	
< 1 year	77.41
1-2 years	-
2-3 years	-
> 3 years	-
Total	77.41

* Pertains to Rewa project which is temporarily suspended due to fire incident.

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

3B. Right-of-use asset

Particulars	Amount
Gross carrying Amount	
As at July 20, 2023	-
Additions on account of acquisitions (refer note 31)	1,108.78
Addition during the period	-
As at March 31, 2024	1,108.78
Accumulated amortisation	
As at July 20, 2023	-
Amortisation for the period	13.58
As at March 31, 2024	13.58
Net carrying amount	
As at March 31, 2024	1,095.20
As at July 20, 2023	-

3C. Lease liability

Particulars	As at March 31, 2024
Current	22.09
Non-current	588.09
Total	610.18

a) The Group has agreements for right-use-of land entered into by certain subsidiaries for the term of 25 to 30 years. Details of amount recognised in consolidated statement of profit and loss are as follows:

Amount recognised in consolidated statement of profit and loss	For the period from July 20, 2023 to March 31, 2024
Amortisation on right-of-use assets	13.58
Interest expense on lease liabilities	10.18
Total	23.76

b) The following table set outs maturity analysis of lease liabilities to be paid after the reporting date:

Maturity analysis	As at March 31, 2024
Less than 1 year	65.09
1 year - 3 years	130.18
3 years - 5 years	130.18
5 years and above	714.40

c) The total cash outflow of leases for the reporting period is INR 14.73 million.

d) Below are the carrying amount of lease liabilities and the movement during the period:

Particulars	Amount
As at July 20, 2023	-
Additions on account of acquisitions (refer note 31)	614.73
Interest unwinding on lease liability	10.18
Lease payments	(14.73)
As at March 31, 2024	610.18

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

4. Intangible assets**4A. Customer contract**

The Trust has acquired certain subsidiaries (refer note 31) during the period. Individually, these subsidiaries own one or more operating projects. Each of these projects have a separate power purchase agreement (PPA) and have operational assets with pre-agreed tariffs.

The Group has assessed the fair valuation of these power project agreements on acquisition of the subsidiaries and have identified intangible assets in the nature of customer contracts.

Particulars	Customer contracts
Gross carrying amount	
As at July 20, 2023	-
Additions on account of acquisitions (refer note 31)	12,865.34
Additions during the period	-
As at March 31, 2024	12,865.34
Accumulated amortisation	
As at July 20, 2023	-
Amortisation expense during the period	141.46
As at March 31, 2024	141.46
Net carrying amount	
As at March 31, 2024	12,723.88
As at July 20, 2023	-

4B. Goodwill

The carrying amount of goodwill has been allocated to the cash generating units as follows (refer note 31):

Particulars	As at March 31, 2024
Goyalri project	149.92
SECI project	434.13
MSUPL Project	59.25
Total	643.30

Estimates used to measure recoverable amounts of projects:

The recoverable amount of Goyalri, SECI and MSUPL power plants have been determined following 'value in use' approach over tenure of respective long term power purchase agreements (PPA).

The key assumptions used in the value-in-use calculations are as follows:

Particulars	Goyalri Project	SECI Project	MSUPL Project	Basis
Discount rate	8.89%	9.22%	9.50%	Pre-tax discount rate has been derived based on current cost of borrowing and equity rate of return in line with the current market expectations.
Plant load factor	18.54%	20.07%	21.51%	Plant load factor (PLF) is estimated based on past trend of PLF and expected PLF in future years.
Balance tenure of PPA	18.22	22.76	23.36	Balance useful life basis the remaining term of PPA.
Tariff (in INR)	4.35	2.5	2.54	Tariff basis PPA.

Sensitivity to changes in assumptions:

The management has considered that any reasonable possible change in any one of the key assumptions would not result into carrying amount to exceed the recoverable amounts of the afore-mentioned power projects.

Sustainable Energy Infra Trust (SEIT)**Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

5. Other financial assets

Particulars	As at March 31, 2024	
	Current	Non- Current
Financial assets at amortised cost		
Security deposits	-	17.34
Interest accrued on deposits	75.73	-
Unbilled revenue	716.71	-
Safeguard duty (Refer note 35)	112.21	1,833.55
Fixed deposits with original maturity of more than 12 months*	820.92	936.53
Total	1,725.57	2,787.42

Note: The assets held by the Trust are in the process of being charged as security in favour of the lenders. (Refer Note no 12)

* Out of the fixed deposit with original maturity of more than 12 months mentioned above, INR 72.50 million is lien marked in favour of Axis Bank Limited for issuance of a performance bank guarantee and INR 935.00 million has been earmarked towards DSRA.

6A. Income tax assets (net)

Particulars	As at March 31, 2024
Advance tax and TDS receivable (net of provision for	73.81
Total	73.81

6B. Current tax liabilities (net)

Particulars	As at March 31, 2024
Current tax liabilities (net of advance tax of INR 1.15	0.05
Total	0.05

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

7. Current tax and deferred tax

Income tax recognised in consolidated statement of profit and loss

Particulars	For the period from July 20, 2023 to March 31, 2024
Current tax:	
Current tax charge relating to current period	8.27
Total (A)	8.27
Deferred tax expense/(credit):	
Minimum alternate tax credit	(7.09)
Recognition of deferred tax for current period	(46.74)
Total (B)	(53.83)
Total income tax expense/(credit)(A+B)	(45.56)

Reconciliation of effective tax rate

Particulars	For the period from July 20, 2023 to March 31, 2024
Profit before tax	90.20
Tax at the rates applicable to respective entities	102.05
Tax effect of amounts which are not deductible/(taxable) in:	
- Non-deductible expenses	1.51
- Impact of exemption u/s 10(23FC) of the Income Tax Act, 1961 available to the Trust	(234.66)
- Temporary difference on which no deferred tax is created	67.63
- Others	17.92
Income tax expense recognised in consolidated statement of profit and loss for the period	(45.56)

Deferred tax balances

Particulars	As at March 31, 2024
Deferred tax assets	-
Deferred tax liabilities	5,734.09

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

7. Current tax and deferred tax

Movement in deferred tax balances

Particulars	Balances as at July 20, 2023	Addition on account of acquisitions (refer note 31)	Recognised in profit and loss for the reporting period	Closing balance as at March 31, 2024
<u>Tax effect of items constituting deferred tax liabilities</u>				
Property, plant and equipment	-	9,252.80	275.96	9,528.76
Customer contracts	-	3,311.80	(36.51)	3,275.29
	-	12,564.60	239.45	12,804.05
<u>Tax effect of items constituting deferred tax assets</u>				
Unwinding of financial liability	-	-	1.02	1.02
Unabsorbed depreciation	-	6,423.12	368.72	6,791.83
Other assets	-	29.57	0.98	30.55
Expense allowed on payment basis	-	1.86	-	1.86
Allowance for expected credit loss	-	4.32	0.83	5.15
Safeguard duty	-	101.89	(20.13)	81.76
Borrowings	-	65.24	(65.24)	-
Minimum alternate tax	-	150.70	7.09	157.79
	-	6,776.70	293.28	7,069.96
Net deferred tax (assets)/liabilities	-	5,787.90	(53.83)	5,734.10

Unrecognised Deferred Tax Assets

In one the the subsidiary (MSUPL), deferred tax assets (DTA) on unabsorbed depreciation of INR 159.29 million as at March 31, 2024 have not been recognised as there is no reasonable certainty supported by convincing evidences of their recoverability in the near future. The tax credit pertaining to unabsorbed depreciation does not have any expiry.

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

8. Other assets

Particulars	As at March 31, 2024	
	Current	Non-current
Capital advances	-	4.38
Advances for goods and services:		
Advances to others	0.08	-
Advances to vendors	4.01	-
Advances to related parties (refer note 26)	66.97	-
Balances with government authorities	-	0.09
Prepaid expenses	29.01	-
Income tax paid under protest	-	0.01
Total	100.07	4.48

Note: The assets held by the Trust are in the process of being charged as security in favour of the lenders. (Refer Note no 12)

9. Trade receivables

Particulars	As at March 31, 2024
Trade receivables (unsecured)	
Undisputed Trade receivables - considered good	632.33
Undisputed Trade receivables - which has significant increase in credit risk	18.51
Undisputed Trade receivables - credit Impaired	-
Less: Loss allowance	(18.51)
Total	632.33

Ageing schedule as at March 31, 2024

Particulars	As at March 31, 2024
	Undisputed Trade receivables - considered good
Not Due	372.31
Less than 6 months	96.90
6 Months - 1 year	50.90
1-2 Years	112.22
2-3 Years	-
More than 3 Years	-
Total	632.33

Note:

- 1) The credit period given to customers range from 30 days to 90 days.
- 2) For disclosures related to credit risk, allowance for trade receivables under expected credit loss model and other disclosure, refer note no 24.
- 3) The management has assessed the overdue trade receivables as recoverable based on their subsequent receipts and favorable orders.

10. Cash and cash equivalents

Particulars	As at March 31, 2024
Balances with banks	
in current accounts	50.06
in fixed deposits with original maturity of less than 3 months	324.90
Total	374.96

10A. Other bank balances

Particulars	As at March 31, 2024
Fixed deposits with original maturity of greater than 3 months but less than 12 months	1,872.28
Total	1,872.28

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

11. Unit capital**a. Unit capital**

Particulars	As at March 31, 2024
Issued, subscribed and fully paid up unit capital - 324,000,000 units of INR 100 each	32,400.00
Total	32,400.00

b. Reconciliation of the units outstanding at the beginning and at the end of the reporting period

Particulars	No. of units	Amount
Issued, subscribed and fully paid-up		
Balance as at July 20, 2023	-	-
Units issued during the period		
- in exchange for equity interest in subsidiaries (refer note1 below)	18,75,00,000	18,750.00
- pursuant to the initial offer in cash (refer note 2 below)	13,65,00,000	13,650.00
Balance as at March 31, 2024	32,40,00,000	32,400.00

Note:

1. During the period, the Trust has issued 187,500,000 units at INR 18,750.00 million against acquisition of equity shares of the subsidiaries from sponsor and sponsor group (refer note 31 for details).

Name of subsidiaries	Number of Units allotted for acquiring equity interest held in subsidiaries
Megasolis Renewables Private Limited (MRPL)	11,26,00,000
Emergent Solren Private Limited (ESPL)	4,90,00,000
Mega Suryaurja Private Limited (MSUPL)	2,59,00,000
Total number of units issued	18,75,00,000

2. Further, units aggregating to 226,280,000 of the Trust were offered through a private placement at a price of INR 100 per unit, aggregating to INR 22,628.00 million in accordance with the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 including the rules, circulars and guidelines issued thereunder. The issue opened on January 4, 2024 and closed on January 8, 2024. The offer comprised of the following:

- fresh issue of 136,500,000 units, aggregating to INR 13,650.00 million by Trust.
- offer for sale of 89,780,000 units, aggregating to INR 8,978.00 million by Mahindra Susten Private Limited (sponsor and the selling unitholder).

c. Terms of/rights attached to units

The Trust has only one class of units. Each unitholder is entitled to one vote per unit. Pursuant to the InvIT Regulations and the Distribution Policy, the Trust shall declare and distribute at least 90% of the Distributable Income to the Unitholders, at least once in every financial year. The distribution when declared shall be paid in Indian Rupees.

Each Unit represents an undivided beneficial interest in the Trust. A Unitholder has no equitable or proprietary interest in the InvIT Assets and is not entitled to transfer of the InvIT Assets (or any part thereof) or any interest in the InvIT Assets (or any part thereof) of the Trust. A Unitholder's right is limited to the right to require due administration of the Trust in accordance with the provisions of the Trust Deed and the Investment Management Agreement.

d. Unitholders holding more than 5 % unit capital

Name of unitholders	Relationship	No. of units held as at March 31, 2024	Percentage of holding (%)
2452991 Ontario Limited	Sponsor Group	10,95,95,088	33.83%
Mahindra and Mahindra Limited	Sponsor Group	3,38,94,912	10.46%
Mahindra Susten Private Limited	Sponsor	4,87,20,000	15.04%
Asian Infrastructure Investment Bank	Unitholder	4,86,00,000	15.00%
Larsen and Toubro Limited	Unitholder	2,16,00,000	6.67%

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

11A. Other equity

Particulars	Attributable to unitholders		
	Capital reserve	Retained earnings	Total
As at July 20, 2023	-	-	-
Profit for the period	-	135.76	135.76
Other comprehensive income for the period	-	-	-
Total comprehensive income for the period	-	135.76	135.76
On account of business combination (refer note 31)	350.35	-	350.35
Less: Unit issue expense (refer note 38)*	-	(308.67)	(308.67)
As at March 31, 2024	350.35	(172.91)	177.44

* Expenses allocable towards issuance of the Units have been reduced from the other equity in accordance with Ind AS 32 Financial Instruments: Presentation.

Nature and purpose of reserves

Retained earnings-

Retained earnings are profit or losses that the Group has earned till date.

Capital Reserve-

A gain on bargain purchase arising in a business combination where clear evidence of the underlying reasons does not exist, has been recognized directly in equity as capital reserve.

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Sustainable Energy Infra Trust (SEIT)**Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

12. Borrowings

Particulars	As at March 31, 2024	
	Current	Non current
Measured at amortised cost		
Secured borrowings:		
Term loan from banks and financial institution	-	33,794.87
Less: Current maturity of long term borrowings	992.80	(992.80)
Less: Unamortised upfront fee	(8.53)	(123.63)
Total	984.27	32,678.44

Note:

During the period, the Trust has availed a secured rupee term loan facility ("Facility") of INR 34,000.00 million from banks and financial institution for the purpose of granting loans and advance to its subsidiaries for repayment/prepayments of their outstanding obligations on existing debt facilities (including sponsor-promoter debt).

This Facility together with interest, additional interest, fees, commission and other monies in respect thereof, shall be secured by the following:

- 1) A first ranking pari passu security interest, on the following (other than over the erstwhile Sponsor Claims):
 - a. all the accounts (other than the Debt Service Reserve Account) of the Trust;
 - b. on all immovable assets (if any), moveable assets and the receivables of the Trust in relation to the subsidiaries, present and future;
- 2) a first ranking pari passu charge over all rights, interests, benefits and claims in respect of the insurance contracts of the Trust;
- 3) a first ranking exclusive Security Interest, by way of hypothecation on the Debt Service Reserve Account;
- 4) an agreement to assign the loans advanced by the Trust to the subsidiaries and the rights of the Trust thereto;
- 5) a pledge over 100% of the equity shares and other quasi equity securities of all subsidiaries held by the Trust and MRPL (as the case maybe) and their respective nominees on a fully diluted basis; and
- 6) a negative lien, other than on permitted disposals, on the immovable and movable assets (including current assets and cash flows) of the subsidiaries, subject to the rights of the relevant counterparties under the respective Power Purchase Agreements.

The security mentioned above is under process of creation. The loan carries interest rate at a Repo rate (issued by Reserve Bank of India) plus spread ranging from 1.55% to 1.70% p.a. Further for one of the financial institution the effective interest rate should not be lower than the base rate of the said financial institution. This loan is repayable in seventy seven structured quarterly instalments with last repayment in March 2043.

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

13. Trade payables

Particulars	As at March 31, 2024
Trade payables	
total outstanding dues of micro and small enterprises (MSME) (refer note 28)	11.67
total outstanding dues of creditors other than micro and small enterprises (MSME)	160.78
Total	172.45

Ageing schedule as at March 31, 2024

Particulars	Total dues of micro and small enterprise	Total outstanding dues of creditors other than micro and small enterprises
Not due	11.67	147.97
Less than 1 year	-	12.81
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	11.67	160.78

Notes: Trade payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

14. Other financial liabilities

Particulars	As at March 31, 2024
	Current
Other financial liabilities measured at amortised cost	
Creditors for capital goods	27.46
Others	0.11
Total	27.57

15. Provisions

Particulars	As at March 31, 2024
	Non-current
Provision for employee benefits	
Gratuity	0.01
Leave encashment	0.06
Total	0.07

16. Other liabilities

Particulars	As at March 31, 2024	
	Current	Non Current
Statutory dues (including GST and TDS payable)	12.01	-
Deferred income towards		
Viability gap funding (VGF)	17.99	316.69
Multi circuit tower (MCT) revenue	1.40	30.80
Safeguard duty (SGD) claim due to change in law	82.91	1,691.70
GST claim due to change in law	23.33	462.77
Total	137.64	2,501.96

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

17. Revenue from operations

Particulars	For the period from July 20, 2023 to March 31, 2024
Sale of solar power	1,652.39
Income accrued on change in law claims related to:	
Safeguard duty income	91.92
GST refund income	5.27
Total	1,749.58

A. Disaggregated revenue information:

Group's revenue is from only one segment i.e Sale of power.

B. Disaggregation of the Group's revenue from contracts with customers:

Particulars	For the period from July 20, 2023 to March 31, 2024
Revenue recognised at the point of time	-
Revenue recognised over the period of time	1,749.58
Total revenue from operations	1,749.58

C. Reconciliation of contract assets & contract liabilities:

Particulars	For the period from July 20, 2023 to March 31, 2024
Contract assets	-
Unbilled revenue on sale of power	
At the beginning of the period	-
Add: Addition on account of acquisition (refer note 31)	176.18
Add: Revenue recognised during the period	1,652.39
Less: Billed during the period	(1,111.86)
At the end of the period (Refer note 5)	716.71
Contract liability	-

D. Reconciliation of revenue as per Ind AS 115:

Particulars	For the period from July 20, 2023 to March 31, 2024
Revenue on sale of power as per contracted prices	1,681.37
Less: Adjustment for rebate to customer	(28.98)
Revenue from contract with customers	1,652.39

18. Other income

Particulars	For the period from July 20, 2023 to March 31, 2024
Interest income	
On fixed deposit with banks	52.56
On safeguard duty receivable	41.06
On income tax refund	0.19
Insurance proceeds	18.73
Amortization of deferred income on viability gap funding	4.06
Amortization of deferred income on multi-circuit tower	0.32
Unwinding of security deposit	0.26
Net gain on foreign currency translation	7.82
Total	125.00

Sustainable Energy Infra Trust (SEIT)**Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024****All amounts in INR million unless otherwise stated****19. Employee benefits expense**

Particulars	For the period from July 20, 2023 to March 31, 2024
Salaries and wages	0.89
Contribution to provident and other funds	0.03
Gratuity expenses (refer note 25)	0.01
Compensated absences (refer note 25)	0.06
Total	0.99

20. Audit fees

Particulars	For the period from July 20, 2023 to March 31, 2024
As auditors-statutory audit fees including fees in relation to filing of placement memorandum and related services*	14.92
For out-of-pocket expenses	0.06
Total	14.98

*Further, audit fees for these services amounting to INR 28.28 million has been charged to other equity which relates to unit issue expenses.

21. Finance cost

Particulars	For the period from July 20, 2023 to March 31, 2024
Interest expense on borrowings	647.97
Amortisation of upfront fees on long term borrowings	1.65
Interest on income tax	0.06
Interest on lease liability	10.18
Bank charges	0.20
Total	660.06

22. Depreciation and amortisation expense

Particulars	For the period from July 20, 2023 to March 31, 2024
Depreciation on property, plant and equipment	507.87
Amortisation of other intangible assets	141.46
Amortisation of right-of-use assets	13.58
Total	662.91

23. Other expenses

Particulars	For the period from July 20, 2023 to March 31, 2024
Legal and other professional services	125.77
Filing fees to SEBI for placement memorandum	27.73
Comprehensive charges (refer note below)	14.85
Rent on equipment	8.58
Statutory charges towards Rajasthan Renewable Energy Development Fund (RREDF)	9.83
Rates and taxes	4.22
Power charges	3.99
Allowance for expected credit loss	3.01
Listing fees	1.24
Corporate social responsibility expenses	1.00
Miscellaneous expenses	6.27
Total	206.49

Note:

Comprehensive charges includes charges for activities and services including the construction of internal evacuation infrastructure, administration charges and local area development charges for project site at Rewa, Madhya Pradesh.

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

24. Financial instruments

A) Capital management

For the purpose of the Group's capital management, capital includes issued unit capital and all other reserves (excluding capital reserves) attributable to the Unitholders of the Trust. The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise value to the Unitholders.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the distribution to the Unitholders (subject to the provisions of InvIT regulations which require distribution of at least 90% of the net distributable cash flows of Trust to unit holders), return capital to unitholders or issue new units. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep the gearing ratio optimum. The Group includes within net debt, interest bearing loans and borrowings (including interest accrued) less cash & cash equivalents and other bank balances.

Particulars	As at March 31, 2024
Debts including accrued interest	33,662.71
Lease liabilities	610.18
Less: Cash & cash equivalents and other bank balances	2,247.24
Net debt (A)	32,025.65
Unit Capital	32,400.00
Retained earnings	(172.91)
Total capital of group (B)	32,227.09
Gearing ratio (A) / (A+ B)	49.84%

Financial Covenants

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

B) Financial instruments by category:

Accounting classification

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, Group has classified its financial instruments into three levels prescribed under the accounting standards.

Particulars	Carrying Value As at March 31, 2024	Fair value hierarchy Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At amortised cost				
Trade receivables	632.33	-	-	-
Cash and cash equivalents	374.96	-	-	-
Other bank balances	1,872.28	-	-	-
Other financial assets	4,512.99	-	-	-
Total financial assets	7,392.56	-	-	-

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Carrying Value As at March 31, 2024	Fair value hierarchy Level of input used in		
		Level 1	Level 2	Level 3
Financial liabilities				
At amortised cost				
Lease liabilities	610.18	-	-	-
Borrowings*	33,794.87	-	-	-
Trade payables	172.45	-	-	-
Other financial liabilities	27.57	-	-	-
Total Financial liabilities	34,605.07	-	-	-

Note: The fair values of the assets and liabilities disclosed above are approximates of their carrying values.

*Includes unamortised upfront fees of INR 132.14 million in the above maturity table.

Measurement of fair values

The Group is required to present the statement of total assets at fair value and statement of total returns at fair value as per SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the InvIT Regulation, as a part of these financial statements- Refer Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.

C) Financial risk management framework

Group's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, it operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

Credit risk

Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss. To manage this, the Group periodically assesses the financial reliability of its customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Group applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables.

Group's investment of surplus funds into fixed deposits are monitored by the treasury department. These investments are made with banks and financial institutions with high credit ratings as are approved by the Board of Directors. The Group do not foresee any credit loss on these investments.

Liquidity risk

(i) Liquidity risk management

Liquidity risk is the risk that the Group may encounter difficulty in meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Group's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Group requires funds both for short term operational needs as well as for long term investment objective. The Group closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations, which in addition to the available cash and cash equivalents and liquid investments will provide liquidity.

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Sustainable Energy Infra Trust (SEIT)
Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Maturity analysis of financial liabilities as on March 31, 2024

Particulars	Less than 1 Year	1-3 Years	3-5 Years	More than 5 years	Total
Non-derivative financial liabilities					
Lease liabilities	65.09	130.18	130.18	714.40	1,039.86
Trade payable	172.45	-	-	-	172.45
Other financial liability	27.57	-	-	-	27.57
Borrowings*	992.80	1,985.60	2,516.00	28,300.45	33,794.85
Total	1,257.91	2,115.78	2,646.18	29,014.85	35,034.73

*Gross of unamortised upfront fees of INR 132.14 million in the above maturity table. Also interest on borrowings at variable rate are not included in the said amount.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. There has been no significant changes to Group's exposure to market risk or the methods in which they are managed or measured. The Group has a policy of investing surplus cash balances in fixed deposits which are subject to minimum market risk.

Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Unhedged foreign currency exposure as at March 31, 2024 is given below:

Amounts in million	Foreign currency equivalent		INR equivalent
	Currency	As at March 31, 2024	As at March 31, 2024
Trade payables	USD	0.06	4.74
Capital creditors	USD	0.03	2.36

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on all the SPV's profit before tax is due to changes in the fair value of monetary assets and liabilities. There are no exposure to other foreign currencies except as mentioned below.

Particulars	Impact on profit/(loss) for the period for a 5% change		
	Currency	Change	Effect on profit before tax
As at March 31, 2024	USD	5% appreciation	0.35
	USD	5% depreciation	(0.35)

Sustainable Energy Infra Trust (SEIT)
Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Group's exposure to the risk of changes in market interest rates relates primarily to Group's long-term debt obligations with floating interest rates.

The Group's exposure to interest rate risk due to variable interest rate borrowings is as follows:

Particulars	As at March 31, 2024
Borrowings	
Floating rate borrowings (includes current maturities)	33,794.85
Total	33,794.85

Interest rate sensitivity

The sensitivity analysis below have been determined based on exposure to interest rate on liabilities carrying floating interest rates at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole period.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, Group's profit before tax shall be affected through the impact on floating rate borrowings, as follows:

Particulars	Total	
	Currency	Increase / decrease in basis points
As at March 31, 2024		
Interest rates - increase by 50 basis points	INR	(168.97)
Interest rates - decrease by 50 basis points	INR	168.97

Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk). The Group is not exposed to price risk.

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Sustainable Energy Infra Trust (SEIT)**Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024****All amounts in INR million unless otherwise stated****25. Employee benefits obligation****(a) Defined contribution plan**

Group's contribution to provident fund aggregating Rs 0.03 million in period ended March 31, 2024 has been recognised in the consolidated statement of profit or loss under the head employee benefits expense.

(b) Defined benefit plans**Gratuity (unfunded)**

Group operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act,1972 or Group's scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The gratuity plan is unfunded. Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Group's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Defined benefit plans – as per actuarial valuation

Particulars	As at March 31, 2024
Discount rate(s)	7.21% p.a.
Expected rate(s) of salary increase	10.00% p.a.
Expected rate of employee turnover	10.00% p.a.

General description

Particulars	For the period from July 20, 2023 to March 31, 2024
1. Current service cost	0.01
2. Past service credit	-
3. Interest on net defined benefit liability / (asset)	-
Components of defined benefit costs recognised in consolidated statement of profit and loss (refer note 19)	0.01

Note: In this above disclosure "0.00" represents value less than INR 0.01 million.

Sustainable Energy Infra Trust

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

26. Related party disclosure

As per SEBI InvIT Regulations and as per Ind AS 24, related parties with whom Trust has entered into any transactions have been disclosed below:

I. List of related parties as per the requirements of Ind AS-24-Related party disclosure

(a) Subsidiaries (SPVs) (w.e.f January 10, 2024 refer note 1)

- Megasolis Renewables Private Limited (formely known as Mahindra Renewables Private Limited)
- Neo Solren Private Limited
- Astra Solren Private Limited
- Brightsolar Renewable Energy Private Limited
- Mega Suryaurja Private Limited
- Emergent solren Private Limited

(b) Other related parties under Ind AS-24 with whom transactions have taken place during the period

- 2726522 Ontario Limited (Sponsor)
- Mahindra Susten Private Limited (Sponsor)
- 2452991 Ontario Limited (Sponsor Group)
- Mahindra and Mahindra Limited (Sponsor Group)
- Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
- Green Energy Infra Project Managers Private Limited (Project Manager)

II. Other parties*

- Mahindra Teqo Private Limited
- Mahindra Integrated Business Solutions

III. List of related parties as per Regulation 2(1)(zv) of the InvIT Regulations

(a) Parties to the InvIT

- 2726522 Ontario Limited (Sponsor)
- Mahindra Susten Private Limited (Sponsor)
- Ontario Teachers' Pension Plan Board (Sponsor Group)
- 2452991 Ontario Limited (Sponsor Group)
- Mahindra and Mahindra Limited (Sponsor Group)
- Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)
- Green Energy Infra Project Managers Private Limited (Project Manager)
- Axis Trustee Services Limited (Trustee)

* Disclosed voluntary although not covered under the definition of Related Parties as per Ind AS 24, Related party disclosures, following the best corporate governance practices.

(b) Promoters, Directors and Partners of the persons mentioned in clause II.(a) above

Particulars	2452991 Ontario Limited	Mahindra Susten Private Limited	Mahindra and Mahindra Limited	2726522 Ontario Limited
Promoters	Ontario Teachers' Pension Plan Board	Mahindra Holdings Limited	Anand Mahindra	Ontario Teachers' Pension Plan Board
Directors	Jeffrey Davis Ahren Estabrooks	Ramesh Iyer Manoj Bhatt Amit Kumar Sinha Puneet Renjhen Deepak Thakur Anjali Gupta Diwakar Gupta Debapratim Hajara Bruce Ross Crane	Anand Mahindra Dr. Anish Shah Rajesh Jejurikar Vikram Singh Mehta T. N. Manoharan Shikha Sharma Haigreve Khaitan Vishakha N Desai Nisaba Godrej Muthiah Murugappan	Bruce Ross Crane

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Sustainable Energy Infra Trust

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Ontario Teachers' Pension Plan Board	Sustainable Energy Infra Investment Managers Private Limited	Green Energy Infra Project Managers Private Limited	Axis Trustee Services Limited
Promoters	NA	2726522 Ontario Limited	2726522 Ontario Limited	Axis Bank Limited
Directors	Cathryn (Cathy) Cranston	Priya Subbaraman (w.e.f August 02, 2023)	Bharat Goenka (w.e.f August 21, 2023)	Rajesh Kumar Dahiya (untill January 15, 2024)
	Patti Croft	Sadashiv S. Rao (w.e.f August 02, 2023)	Puneet Renjhen (untill August 31, 2023)	Ganesh Sankaran (untill January 15, 2024)
	Monika Federau	Sumit Dayal (w.e.f August 02, 2023)	Bruce Ross Crane	Sumit Bali (w.e.f January 16, 2024)
	Cindy Forbes	Bruce Ross Crane	Debapratim Hajara	Prashant Joshi (w.e.f January 16, 2024)
	Tim Hodgson	Debapratim Hajara		Deepa Rath
	Gene Lewis	Puneet Renjhen		
	M. George Lewis			
	Steve McGirr			
	Tom Wellner			
	Debbie Stein			
	Martine Irman			

(c) Key Managerial Personnel and Senior Management Personnel of Investment Manager

Avinash P Rao (Chief Executive Officer w.e.f September 25, 2023)

Gaurav Malhotra (Chief Financial Officer w.e.f November 17, 2023)

Devjeet Ghosh (Compliance Officer w.e.f August 2, 2023)

Ankit Dewan (Company Secretary w.e.f November 17, 2023)

III. Related Party Transactions:-

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Investment Management Fees Sustainable Energy Infra Investment Managers Private Limited (refer note 34)	Investment Manager	183.33
Project Management Fees Green Energy Infra Project Managers Private Limited (refer note 34)	Project Manager	4.47
Reimbursement of expenses incurred on behalf of the Trust Sustainable Energy Infra Investment Managers Private Limited Mahindra Susten Private Limited	Investment Manager Sponsor	21.96 145.14
Trustee Fees including application, registration and annual fees Axis Trustee Limited	Trustee	1.89
Unit applicaption money received including proceeds for offer for sale Mahindra and Mahindra Limited 2452991 Ontario Limited 2727622 Ontario Limited	Sponsor Group Sponsor Group Sponsor	449.00 9,000.00 679.00
Issue proceeds for offer for sale received in Escrow account and transferred to MSPL Mahindra Susten Private Limited	Sponsor	8,978.00

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Sustainable Energy Infra Trust

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Related Party Transactions:-

Particulars	Relationship of the related party	For the period July 20, 2023 to March 31, 2024
Issuance and allotment of unit capital		
Mahindra and Mahindra Limited	Sponsor	449.00
2452991 Ontario Limited	Sponsor	9,000.00
2727622 Ontario Limited	Sponsor Group	679.00
Issuance of units in exchange of purchase of equity shares of Emergent Solren Private Limited		
2452991 Ontario Limited	Sponsor Group	1,959.51
Mahindra and Mahindra Limited	Sponsor Group	2,940.49
Issuance of units in exchange of purchase of equity shares of Mega Suryaurja Private Limited		
Mahindra Susten Private Limited	Sponsor	2,590.00
Issuance of units in exchange of purchase of equity shares of Megasolis Renewables Private Limited		
Mahindra Susten Private Limited	Sponsor	11,260.00
Long term borrowings availed		
Axis Bank Limited	Promoter of Trustee	17,000.00
Repayment of Long term borrowings		
Axis Bank Limited	Promoter of Trustee	102.02
Interest cost		
Axis Bank Limited	Promoter of Trustee	268.44
Upfront fees paid on loan availed		
Axis Bank Limited	Promoter of Trustee	60.18
Receiving of services/supplies		
Mahindra Susten Private Limited	Sponsor	18.61
Mahindra Integrated Business Solutions	Other related party	0.19
Mahindra Teqo Private Limited	Other related party	88.89
Mahindra and Mahindra Limited	Sponsor Group	-
Loan repaid		
Mahindra Susten Private Limited	Sponsor	12,878.05
Interest paid		
Mahindra Susten Private Limited	Sponsor	1,711.12
Purchase of property, plant and equipment/CWIP		
Mahindra Teqo Private Limited	Other related party	6.15
Advance given		
Mahindra Susten Private Limited	Sponsor	11.23

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Sustainable Energy Infra Trust

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

IV. Related party balances:-

Particulars	Relationship of the related party	As at March 31, 2024
Long term borrowings*		
Axis Bank Limited	Promoter of Trustee	16,897.98
Trade payables		
Mahindra Teqo Private Limited	Other related party	35.37
Mahindra Susten Private Limited	Sponsor	62.49
Mahindra Integrated Business Solutions	Other related party	0.19
Green Energy Infra Project Managers Private Limited	Project Manager	2.37
Axis Trustee Limited	Trustee	0.55
Advances		
Mahindra Susten Private Limited	Sponsor	11.23
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	55.74
Trade receivable		
Mahindra and Mahindra Limited	Sponsor	0.17

Note: All the above amounts are including taxes

*The Trust has entered into banking transactions in the normal course of business with Axis Bank Limited in professional capacity which are not included above.

Details in respect of related party transactions involving acquisition of InvIT assets as required by Para 3.4.4(b)(iv) to SEBI Circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 are as follow:

For the period ended from July 20, 2023 to March 31, 2024

During the period, the Trust has acquired Megasolis Renewables Private Limited (MRPL) including its three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)], Emergent Solren Private Limited (ESPL) and Mega Suryaurja Private Limited (MSUPL) from sponsor and sponsor group.

The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of INR 18,750.00 million (refer note 11).

(a) Summary of valuation report

Particulars	MRPL	ESPL	MSUPL
Enterprise value (gross of cash and cash equivalents)	38,750.04	16,757.47	15,888.09
Method of valuation	Discounted Cash Flow	Discounted Cash Flow	Discounted Cash Flow
Discount Rate (WACC)	8.98%	9.15%	9.44%

Enterprise value disclosed above are adjusted enterprise value based solely on the fair valuation report dated December 12, 2023, of the independent valuer appointed by the Investment manager under the InvIT Regulations.

(b) There are no material conditions or obligations in relation to the said transaction.

(c) No external financing has been obtained for the acquisition of the entities mentioned in the above table and no fees or commission were received/to be received by any associate of the related party in relation to the transaction except fees amounting to INR 63.68 million in relation to offer issuance paid to Axis Capital Limited which is fellow subsidiary of Trustee.

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

27. Details of utilization of proceeds of offer

The utilization of offer proceeds of INR 13,650.00 million is summarised below:

Objects of the issue as per the final placement memorandum	Proposed utilization	Actual Utilization upto March 31, 2024	Unutilized amount as at March 31, 2024
a) Providing loans to the Initial Portfolio Assets for repayment or pre-payment of debt availed from the MSPL Sponsor and certain lenders and financial institutions, including any accrued interest	12,750.00	12,750.00	-
b) General purposes*	563.29	563.29	-
c) Offer expenses	336.71	336.71	-
Total	13,650.00	13,650.00	-

*Actual utilization upto March 31, 2024 in General purposes includes INR 57.05 million for expenses which are in nature of Offer expenses.

28. Details of dues to micro, small and medium enterprises as defined under the MSMED Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. The information regarding MSMED has been determined to the extent such parties have been identified on the basis of information available with the Group.

Particulars	For the period from July 20, 2023 to March 31, 2024
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	11.67
b) The amount of interest paid by Group along with the amounts of the payment made to the supplier beyond the appointed day during the year;	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act;	-
d) The amount of interest accrued and remaining unpaid at the end of the period;	-
e) The amount of further interest remaining due and payable even in the succeeding periods, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-

29. Earnings Per Unit (EPU)

The computation of earnings per unit is set out below:

Basic EPU amounts are calculated by dividing the profit for the period attributable to unitholders by the weighted average number of units outstanding during the period.

Diluted EPU amounts are calculated by dividing the profit for the period attributable to unitholders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

Particulars	For the period from July 20, 2023 to March 31, 2024
Profit after tax as per consolidated statement of profit and loss attributable to unitholder (Amount in INR million)	135.76
Weighted average number of units used in the calculation of basic and diluted earnings per unit (Nos.)	10,45,13,672
Earning Per Unit -	
-Basic (INR/Per Unit)	1.30
-Diluted (INR/Per Unit)*	1.30

*There were no dilutive units for the period from July 20, 2023 to March 31, 2024.

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Sustainable Energy Infra Trust (SEIT)**Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

30. Commitment and contingent liability

Particulars	As at March 31, 2024
a) Claims against the company not acknowledged as debt	
- Towards Building and Other Construction Workers (BOCW) (refer note 1)	120.90
- Others (refer note 2)	260.24
b) Income tax disputed demands	41.29
Total	422.43

Note :

1. During the previous years, demand for BOCW cess amounting to INR 120.90 million was raised on one of the Subsidiary by the Labour Department claiming BOCW on full contract price instead of construction cost of the project. The company has filed appeal before MP High Court for questioning of this demand.

2. In FY 2019-20 and 2020-21, MRPL had disposed of 100% of its interest in Cleansolar Renewable Energy Private Limited (CREPL) and Divine Solren Private Limited (DSPL) to CLP India Private Limited (CLP). In accordance with the share purchase agreement dated February 20, 2020 executed by MRPL with CLP, MRPL has agreed to indemnify CLP for any losses, payable arising out of certain tax litigations on CREPL and DSPL. This indemnity is valid till settlement of said litigation.

31. Disclosure pursuant to Ind AS 103 "Business Combinations"**Acquisition of subsidiaries**

(i). On January 10, 2024 (effective acquisition date), the Trust acquired entire equity share capital and control of the following companies:

a) Megasolis Renewables Private Limited (MRPL). MRPL holds 100% equity shares of three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)]

b) Emergent Solren Private Limited (ESPL)

c) Mega Suryaurja Private Limited (MSUPL)

collectively referred as "Subsidiaries".

The Trust has entered into a share purchase agreement ("SPA") providing the Trust the right to direct the relevant activities of the subsidiaries and the acquisition of subsidiaries qualifies as a business as defined in Ind AS 103 Business Combination. The financial statements of aforesaid subsidiaries have been considered from effective date of acquisition to March 31, 2024 in the consolidated financial statement of Trust.

The subsidiaries were acquired for an aggregate purchase consideration of INR 18,750.00 million by issuance of 187,500,000 units of the Trust. The Trust has carried out a fair valuation of the net assets of the subsidiaries wherein purchase consideration was allocated to the assets and liabilities of the subsidiaries acquired and accordingly the goodwill / capital reserve has been recorded in the consolidated financial statements.

(ii). The assets and liabilities acquired as a result of the acquisition are as follows:

Particulars	MRPL*	ESPL	MSUPL	Total
ASSETS				
Property, plant and equipment	28,464.90	12,933.50	12,219.10	53,617.51
Capital work-in-progress	158.46	-	81.24	239.70
Right-of-use assets	1,108.78	-	-	1,108.78
Other intangible asset (customer contract)	7,353.67	2,430.31	3,081.36	12,865.34
Income tax assets (net)	67.41	-	3.62	71.03
Financial assets				
Trade receivables	640.40	94.00	95.45	829.85
Cash and cash equivalents	1,138.30	192.75	31.58	1,362.63
Other bank balances	-	1,098.83	-	1,098.83
Earmarked balances with banks	706.61	-	500.00	1,206.61
Other financial assets	1,393.50	76.29	48.56	1,518.35
Other assets	60.83	14.16	13.05	88.04
Total assets (a)	41,092.86	16,839.84	16,073.96	74,006.66

Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

(ii) The assets and liabilities acquired as a result of the acquisition are as follows:

Particulars	MRPL*	ESPL	MSUPL	Total
Liabilities				
Financial liabilities				
Borrowings	23,283.76	9,761.39	12,101.96	45,147.12
Lease liabilities	614.73	-	-	614.73
Other financial liabilities	955.50	185.37	710.06	1,850.93
Deferred tax liabilities (net)	2,599.61	2,499.10	689.19	5,787.90
Trade and other payables	96.10	78.03	9.48	183.61
Other liabilities	1,932.80	-	32.52	1,965.32
Total liabilities (b)	29,482.51	12,523.89	13,543.22	55,549.61
Net assets (c) = (a)-(b)	11,610.35	4,315.95	2,530.75	18,457.05
Purchase consideration (d)	11,260.00	4,900.00	2,590.00	18,750.00
Capital reserve (d)-(c)	(350.35)	-	-	(350.35)
Goodwill (d)-(c)	-	584.05	59.25	643.30

* Represents consolidated numbers for MRPL and its subsidiaries.

(iii) **Factors that make up the goodwill recognised**

The goodwill is attributable mainly to long term power purchase contracts. None of the goodwill recognised is expected to be deductible for tax purposes.

(iv) **Purchase consideration:**

Particulars	MRPL	ESPL	MSUPL	Total
Number of units issued of INR 100 each	11,26,00,000	4,90,00,000	2,59,00,000	18,75,00,000
Consideration value (INR in million)	11,260.00	4,900.00	2,590.00	18,750.00

(v) **Entity wise Revenue and Profit after tax from the effective acquisition date till March 31, 2024**

Particulars	MRPL	ESPL	MSUPL	Total
Revenue from operations	1,077.58	361.15	310.84	1,749.58
Profit after tax	(120.11)	(83.80)	(268.72)	(472.63)

(vi) **Entity wise Revenue and Profit after tax for the year ending March 31, 2024**

Particulars	MRPL	ESPL	MSUPL	Total
Revenue from operations	4,146.90	1,671.43	1,440.66	7,259.00
Profit after tax	(101.33)	(225.91)	(526.03)	(853.27)

32. List of subsidiaries consolidated (w.e.f January 10, 2024)

Name of entities	Country of incorporation	Effective ownership as at March 31, 2024
1. Astra Solren Private Limited (ASPL)	India	100%
2. Brightsolar Renewable Energy Private Limited (BREPL)	India	100%
3. Emergent Solren Private Limited (ESPL)	India	100%
4. Megasolis Renewables Private Limited (MRPL)	India	100%
5. Mega Suryaurja Private Limited (MSUPL)	India	100%
6. Neo Solren Private Limited (NSPL)	India	100%

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

33. Segment reporting

Group's activities comprise of owning and operating renewable energy projects in India to generate cashflow for distribution to the unitholders. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment and accordingly the disclosures of Ind AS -108 have not been separately given. All the business operations of the Trust and its subsidiaries are in India and hence, there is only one geographic segment.

34. Project management fees and investment management fees

Details of fees paid to project manager and investment manager as required pursuant to SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 are as under:

Project management fees

Pursuant to the Project Implementation and Management Agreement dated December 12 2023 , Project Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of cost (plus taxes as applicable) which is allocated to the Subsidiaries in such proportion as may be determined from time to time.

Consolidated statement of profit and loss for the period ended March 31 2024, includes amount of INR 4.47 million towards Project Management fees. There are no changes during the period in the methodology for computation of fees paid to Project Manager.

Investment management fees

Investment Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of the cost (plus taxes as applicable) which is allocated to the Trust and the subsidiaries in such proportion as may be determined from time to time.

Investment management fees for the period ended March 31, 2024 is INR 183.33 million out of which INR 100.58 million has been charged to consolidated statement of profit and loss and remaining amount for INR 82.75 million has been charged to other equity under retained earnings which relates to unit issue expenses. For fees for the period from July 20, 2024 to March 31, 2024 (refer note 26).

During the period, certain amendments to the original Investment Management Agreement was made in relation to the fee payable to the Investment Manager in consideration for the services rendered by it through an amended and restated Investment Management Agreement which was executed on September 15, 2023.

35. Claim under change in law

Safeguard duty- Rewa project

Subsequent to subsidiaries entering into PPA, there have been certain change in laws on account of which the customers have agreed for change in law claims filed by the Subsidiaries for compensation for additional cost incurred due to such change in laws.

a) Claim for increase in Safeguard Duty (SGD) in Rewa project- During the previous years, claim for INR 1,308.96 million was accepted by the customer to be paid over 13 years on monthly payment basis along with interest @ SBI MCLR + 250 points

b) Claim for increase in SGD in ISTS-01 project- During the reporting period, claim for INR 763.78 million was accepted by the customer to be paid over 15 years on monthly payment basis along with interest at 9.00% p.a.

c) Claim for increase in GST in Rewa project- During the previous years, claim for INR 583.20 million was accepted by the customer and paid fully.

These claims have been recognized as receivables and performance obligation as deferred revenue under Other Liabilities. On account of the same, there is receivable of INR 1,945.76 million and deferred revenue of INR 2,260.71 million as on March 31, 2024 (refer note 5 and 16)

36. The Trust was set up on July 20, 2023 as a contributory irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882. Trust was registered with SEBI on August 11, 2023 as an Infrastructure Investment Trust (InvIT) under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/23- 24/0027. Hence the audited consolidated financial statement is presented for the period from July 20, 2023 to March 31, 2024 and comparative periods are not presented.

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Sustainable Energy Infra Trust (SEIT)

Notes to Consolidated Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

37. Other statutory information

- i) The Group has not traded or invested in Crypto currency or Virtual Currency during the reporting period.
- ii) The Group does not hold benami property and no proceedings under Benami transaction (Prohibition) Act 1988 have been initiated against the Group.
- iii) The Group does not have any transactions with companies struck off.
- iv) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- v) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vi) The Group has not advanced or loaned or invested (either from borrowed fund or share premium or any other source or kind of fund) by the company to or in any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii) The Group did not have any long-term contracts including derivative contract for which there were any material foreseeable losses.
- viii) The Group has not been declared a wilful defaulter by any bank/ financial institution or any other lender during the period.

38. Unit issue expenses mainly pertains to professional charges, audit fees, legal advisory fees and other related expenses incurred for listing of units on the National Stock Exchange.

39. The consolidated financial statements were approved by the board of directors of the Investment Manger and authorized for issue on May 24, 2024.

For and on behalf of

Sustainable Energy Infra Investment Managers Private Limited

(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA Digitally signed
TIM by DEBAPRATIM
HAJARA
HAJARA Date: 2024.05.24
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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINAS Digitally signed
H P RAO by AVINASH P
RAO Date: 2024.05.24
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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV Digitally signed by
MALHO GAURAV MALHOTRA
TRA Date: 2024.05.24
14:41:38 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

DEVJEET Digitally signed
GHOSH by DEVJEET
GHOSH Date: 2024.05.24
14:55:30 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

INDEPENDENT AUDITOR'S REPORT

To The Unitholders of Sustainable Energy Infra Trust Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Sustainable Energy Infra Trust ("the Trust"), which comprise the Standalone Balance Sheet as at March 31, 2024, Standalone Statement of Profit and Loss (including Other Comprehensive Income), Standalone Statement of Changes in Unitholders' Equity, Standalone Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024, Standalone Statement of Net Assets at Fair Value as at March 31, 2024 and Standalone Statement of Total Returns at Fair Value and Standalone Statement of Net Distributable Cashflows for the period from July 20, 2023 to March 31, 2024 and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, including any guidelines and circulars issued thereunder read with the SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 (together referred to as the "InvIT Regulations") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations, of the state of affairs of the Trust as at March 31, 2024, and its profit including other comprehensive income, its changes in unitholders' equity, its cash flows for the period from July 20, 2023 to March 31, 2024, its net assets at fair value as at March 31, 2024, its total returns at fair value and its net distributable cashflows for the period from July 20, 2023 to March 31, 2024.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) and other pronouncements issued by the Institute of Chartered Accountants of India (ICAI). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Trust in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

EMPHASIS OF MATTER

We draw attention to Note 2.2 (d) to the Standalone Financial Statements, which describes the presentation of "Unit Capital" as "Equity" to comply with InvIT Regulations. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Sr No	Key Audit Matter	Auditor's response
1	<p>Fair Value of Net Assets of the Trust:</p> <p>In accordance with InvIT Regulations, the Trust discloses Statement of Net Assets at Fair Value which requires fair valuation of net assets.</p> <p>The fair value of net assets of the Trust is determined basis valuation by an independent valuer using discounted cash flow method.</p> <p>While there are several assumptions that are required to determine the fair value of net assets of the Trust, assumptions with the highest degree of estimate, subjectivity and impact on fair value are the valuation methodology used in determining the fair value, future cashflows estimated by the Management relating to solar power generating plants, cost of debt, cost of equity and discount rate. Auditing these assumptions required a high degree of auditor judgment as the estimates made by the Management and the independent external valuer contain significant measurement uncertainty.</p> <p>Refer Statement of Net assets at fair value in the standalone financial statements</p>	<p>Principal audit procedures performed among others</p> <p>Our audit procedures relating to the determination of the fair value of net assets included the following, among others:</p> <ul style="list-style-type: none"> • Tested design, implementation and operating effectiveness of the internal control related to determination of fair value of assets. • Reviewed the independent external valuer's valuation reports to understand the method used, valuation techniques, assumptions and estimates. • Tested the reasonableness of the future cash flows shared by Management with external valuer by comparing it to source information used in preparing the forecasts and actual performance to support any significant expected future changes to the business. • Evaluated the Trust's independent external valuer's competence to perform the valuation. • Involved our internal fair valuation specialists to independently determine fair value of the Net Assets of the Trust as at the balance sheet date, which included assessment of reasonableness of the discount rate used by Management in valuation and the methodology to determine the fair value. • Compared the fair value determined by the independent external valuer with that determined by our internal fair valuation specialist to assess the reasonableness of the fair valuation. • Tested the arithmetical accuracy of computation in the Standalone Statement of Net Assets at Fair Value and evaluated adequacy of disclosures in the standalone financial statements as per requirement of InvIT Regulation.

Information Other than the Financial Statements and Auditor's Report Thereon

- Sustainable Energy Infra Investment Managers Private Limited ('Investment Manager') acting in its capacity as an Investment Manager of the Trust is responsible for the other information. The other information comprises the information and disclosures included in the Annual Report but does not include the standalone financial statements, consolidated financial statements and our auditor's reports thereon.
- Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Management of Investment Manager (“the Management”), is responsible for the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in unitholders’ equity, cashflows for the period from July 20, 2023 to March 31, 2024, net assets at fair value as at March 31, 2024, total returns at fair value and net distributable cash flows for the period from July 20, 2023 to March 31, 2024 of the Trust in accordance with the InvIT Regulations, Ind AS and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the financial statements by the Investment Manager of the Trust, as aforesaid.

In preparing the standalone financial statements, the Management is responsible for assessing the Trust’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Management either intends to liquidate the Trust or to cease operations, or has no realistic alternative but to do so.

The Management is also responsible for overseeing the Trust’s financial reporting process.

Auditor’s Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Trust’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of Management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Trust’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to

the date of our auditor's report. However, future events or conditions may cause the Trust to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Based on our audit and as required by InvIT Regulations, 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) The Standalone Balance Sheet, and Standalone Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Unitholders' Equity, Standalone Statement of Cashflows, dealt with by this Report are in agreement with the relevant books of account of the Trust;
- c) In our opinion, the aforesaid standalone financial statements comply with Ind AS, and other accounting principles generally accepted in India, to the extent not inconsistent with the InvIT Regulations.
- d) There were no amounts which were required to be transferred to the Investor Protection and Education Fund by the Trust.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

Mehul
Rajanikant
Parekh

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Mehul Rajanikant
Parekh
Date: 2024.05.24
15:39:41 +05'30'

Mehul Parekh
(Partner)
(Membership No. 121513)
(UDIN: 24121513BKEPFZ9131)

Place: Mumbai
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Standalone Balance Sheet as at March 31, 2024
All amounts in INR million unless otherwise stated

Particulars	Note No.	As at March 31, 2024
ASSETS		
Non-current assets		
<u>Financial assets</u>		
Investments	3	18,750.00
Loans	4	46,750.00
Other financial assets	6	785.68
		66,285.68
Current assets		
<u>Financial assets</u>		
Cash and cash equivalents	5	5.42
Other current assets	7	29.80
		35.22
Total assets		66,320.90
EQUITY AND LIABILITIES		
Equity		
Unit capital	8	32,400.00
Other equity	8A	241.97
Total equity		32,641.97
Non-current liabilities		
<u>Financial liabilities</u>		
Borrowings	9	32,678.42
		32,678.42
Current liabilities		
<u>Financial liabilities</u>		
Borrowings	9	984.27
Trade payables	10	
- Total outstanding dues of micro enterprises and small enterprises		1.24
- Total outstanding dues of creditors other than micro enterprises and small enterprises		13.22
Income tax liabilities (net)	11	0.03
Other current liabilities	12	1.75
		1,000.51
Total liabilities		33,678.93
Total equity and liabilities		66,320.90
Summary of material accounting policies	2	

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP

Chartered Accountants
Mehul Rajanikant Parekh
Digitally signed by Mehul Rajanikant Parekh
Date: 2024.05.24
15:41:05 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRATIM HAJARA
Digitally signed by DEBAPRATIM HAJARA
Date: 2024.05.24
16:43:48 +08'00'

Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
Digitally signed by AVINASH H P RAO
Date: 2024.05.24
14:30:29 +05'30'

Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV MALHOTRA
Digitally signed by GAURAV MALHOTRA
Date: 2024.05.24
14:41:02 +05'30'

Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

DEVJEET GHOSH
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Date: 2024.05.24
14:56:03 +05'30'

Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Standalone Statement of Profit and Loss for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

Particulars	Note No.	For the period from July 20, 2023 to March 31, 2024
Income		
Interest income	13	1,285.15
Total income		1,285.15
Expenses		
Investment management fees	25	46.27
Finance cost	15	537.69
Audit fees	14	13.74
Valuation expenses		3.36
Trustee fees		1.89
Registration fees		1.71
Custodian fees		0.49
Other expenses	16	128.18
Total expenses		733.33
Profit before tax		551.82
Tax expense		
Current tax expense	17	1.18
Deferred tax expense		-
		1.18
Profit for the period after tax		550.64
Other comprehensive income		
i. Items that will not be reclassified to profit or loss		-
ii. Items that may be reclassified to profit or loss		-
Total other comprehensive income (i) + (ii)		-
Total comprehensive income for the period		550.64
Earnings per Unit:		
Basic and Diluted (in INR)	22	5.27
Summary of material accounting policies	2	

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikant Parekh
Digitally signed by Mehul Rajanikant Parekh
Date: 2024.05.24 15:42:23 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPR ATIM HAJARA
Digitally signed by DEBAPRATIM HAJARA
Date: 2024.05.24 16:44:30 +08'00'

Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
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Date: 2024.05.24 14:31:02 +05'30'

Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

GAURAV MALHOTRA RA
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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Standalone Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	For the period from July 20, 2023 to March 31, 2024
A. Cash flows from operating activities	
Profit before tax	551.82
Adjustments for:	
Finance cost	537.69
Interest income on loans given to subsidiaries	(1,282.38)
Interest income on investment in fixed deposits	(2.77)
Operating cash flows before working capital changes	(195.64)
Movements in working capital:	
(Increase) in other assets	(29.80)
Increase in trade payables	14.46
Increase in other liabilities	1.75
Cash (used in) operations	(209.23)
Direct taxes paid	(1.15)
Net cash used in operating activities (A)	(210.38)
B. Cash flows from investing activities	
Loans given to subsidiaries	(46,750.00)
Interest received on loans given to subsidiaries	496.70
Interest received on investment in fixed deposits	2.77
Net cash used in investing activities (B)	(46,250.53)
C. Cash flows from financing activities	
Proceeds of long term borrowings	34,000.00
Repayment of long term borrowings	(205.15)
Payment of upfront fees on long term borrowings	(133.81)
Finance costs paid	(536.04)
Issue of unit capital (refer note (iv))	13,650.00
Unit issue expense	(308.67)
Net cash generated from financing activities (C)	46,466.33
Net increase in cash and cash equivalents (A+B+C)	5.42
Cash and cash equivalents at the beginning of the period	-
Cash and cash equivalents at the end of the period	5.42

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Sustainable Energy Infra Trust (SEIT)**Standalone Statement of Cash Flows for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

Components of cash and cash equivalents at the end of the period

Particulars	As at March 31, 2024
Balances with banks	5.42
Total cash and cash equivalents	5.42

Notes:

(i) The above Standalone statement of cash flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

(ii) The above cash flow excludes proceeds received in the cash escrow account amounting to INR 8,978.00 million on account of offer for sale made by Mahindra Susten Private Limited (selling unitholder) (refer note 8(2)). These funds were remitted to selling unitholder.

(iii) Reconciliation between opening and closing balances for liabilities arising from financing activities (including current maturities)

For the period from July 20, 2023 to March 31, 2024

Particulars	Long term borrowings (including current maturities)
Opening balance July 20, 2023	-
Proceeds of long term borrowings	34,000.00
Finance cost accrued	536.04
Amortisation of upfront fees	1.65
Repayment of long term borrowings	(205.15)
Payment of upfront fees on long term borrowings	(133.81)
Finance cost paid	(536.04)
Closing balance March 31, 2024	33,662.69

Non-cash transaction:

(iv) The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of subsidiaries aggregating to INR 18,750.00 million. (refer note 8)

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanika
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Date: 2024.05.24 15:43:57 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA TIM HAJARA
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Date: 2024.05.24 16:45:13 +08'00'

Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINASH H P RAO
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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Standalone Statement of Changes in Unitholders Equity for the period July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

A. Unit capital

Particulars	No. of units	Amount
As at July 20, 2023	-	-
Units issued during the period	32,40,00,000	32,400.00
As at March 31, 2024	32,40,00,000	32,400.00

B. Other equity

Particulars	Attributable to unitholders	
	Retained earnings	
As at July 20, 2023		-
Profit for the period		550.64
Other comprehensive income		-
Total comprehensive income for the period		550.64
Less: Unit issue expenses (refer note 27)*		(308.67)
As at March 31, 2024		241.97

Since, the Trust was registered pursuant to a trust deed dated July 20, 2023 the Standalone Statement of Changes in Unit holder's equity has been prepared from July 20, 2023 to March 31, 2024.

* Expenses allocable towards issuance of the Units have been reduced from the other equity in accordance with Ind AS 32 Financial Instruments: Presentation.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

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Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

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Chief Financial

Place: Mumbai
Date: May 24, 2024

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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)
Standalone Statement of Net Assets at Fair Value as at March 31, 2024
All amounts in INR million unless otherwise stated

Disclosures as required by SEBI circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, issued under the InvIT Regulation.

A. Statement of net assets at fair value:

Particulars	As at March 31, 2024	
	Book Value	Fair Value
A. Total assets	66,320.90	71,132.22
B. Total Liabilities (at book value)	33,678.93	33,678.93
C. Net Assets (A-B)	32,641.97	37,453.29
D. Number of units (In million)	324.00	324.00
E. NAV (C/D) (Amount in INR)	100.75	115.60

Notes:

Project-wise breakup of fair value of total assets

Particulars	As at March 31, 2024
Megasolis Renewables Private Limited ("MRPL")	
Rewa project	14,816.00
ISTS project	15,839.00
Emergent Solren Private Limited ("ESPL")	
Goyalri project	4,793.00
SECI project	11,473.00
Mega Suryaurja Private Limited ("MSUPL")	16,052.00
Astra Solren Private Limited ("ASPL")	4,309.00
Neo Solren Private Limited ("NSPL")	2,885.00
Brightsolar Renewable Energy Private Limited ("BREPL")	930.00
Other assets of the Trust	35.22
Total Assets	71,132.22

B. Standalone statement of total returns at fair value :

Particulars	For the period from July 20, 2023 to March 31, 2024
Total comprehensive income (as per the standalone statement of profit and loss)	550.64
Add/Less: Other changes in fair value not recognized in total comprehensive income	4,502.65
Total Return	5,053.29

Note: Total Assets includes the fair value of the assets attributable to the Trust as at reporting date. Total assets values and total returns as disclosed for the period are derived based on the valuation report issued by independent valuer appointed under the SEBI InvIT Regulations and relied on by the Statutory Auditors. Total return has been determined basis the increment to net assets value as on March 31, 2024 compared to the unit capital issued during the period amounting to INR 32,400.00 million.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikant Parekh
Digitally signed by Mehul Rajanikant Parekh
Date: 2024.05.24 15:46:58 +05'30'

Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA TIM HAJARA
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Director
DIN: 09804007

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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

Sustainable Energy Infra Trust (SEIT)

Standalone Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Statement of Net Distributable Cash Flows (NDCF) of Trust for the period from July 20, 2023 to March 31, 2024

Calculation of net distributable cash flows at the Trust level :

	Particulars	For the period from July 20, 2023 to March 31, 2024
1	Cashflows from operating activities of the Trust (refer footnote 1(a))	(210.38)
2	Add: Cash flows received from SPV's / Investment entities which represent distributions of NDCF computed as per relevant framework (refer footnote 2)	827.73
2a	Add: Cash flows received from SPV's out of the cash surplus balance available in that SPV on its acquisition by the Trust (refer footnote 1(b))	69.91
3	Add: Treasury income / income from investing activities of the Trust (interest income received from FD, any investment entities as defined in Regulation 18(5), tax refund, any other income in the nature of interest, profit on sale of Mutual funds, investments, assets etc., dividend income etc., excluding any Ind AS adjustments. Further clarified that these amounts will be considered on a cash receipt basis)	2.77
4	Add: Proceeds from sale of infrastructure investments, infrastructure assets or shares of SPVs/Holdcos or Investment Entity adjusted for the following: <ul style="list-style-type: none"> • Applicable capital gains and other taxes • Related debts settled or due to be settled from sale proceeds • Directly attributable transaction costs • Proceeds reinvested or planned to be reinvested as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations 	-
5	Add: Proceeds from sale of infrastructure investments, infrastructure assets or sale of shares of SPVs/ Hold cos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(7) of InvIT Regulations or any other relevant provisions of the InvIT Regulations, if such proceeds are not intended to be invested subsequently	-
6	Less: Finance cost on Borrowings, excluding amortisation of any transaction costs as per Profit and Loss Account of the Trust (refer footnote 1(a))	(669.85)
7	Less: Debt repayment at Trust level (to include principal repayments as per scheduled EMI's except if refinanced through new debt including overdraft facilities and to exclude any debt repayments / debt refinanced through new debt in any form or funds raised through issuance of units)	(205.15)
8	Less: any reserve required to be created under the terms of, or pursuant to the obligations arising in accordance with, any: <ul style="list-style-type: none"> (i). loan agreement entered with financial institution, or (ii). terms and conditions, covenants or any other stipulations applicable to debt securities issued by the Trust or any of its SPVs/ HoldCos, or (iii). terms and conditions, covenants or any other stipulations applicable to external commercial borrowings availed by the Trust or any of its SPVs/ HoldCos, or (iv). agreement pursuant to which the Trust operates or owns the infrastructure asset, or generates revenue or cashflows from such asset (such as, concession agreement, transmission services agreement, power purchase agreement, lease agreement, and any other agreement of a like nature, by whatever name called), or (v). statutory, judicial, regulatory, or governmental stipulations; 	-
9	Less: any capital expenditure on existing assets owned / leased by the InvIT, to the extent not funded by debt / equity or from contractual reserves created in the earlier years	-
	Net Distributable Cash Flows at Trust level (Distributable Income)	(184.97)

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Sustainable Energy Infra Trust (SEIT)**Standalone Statement of Net Distributable Cash Flows for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

Footnotes:**1 Calculation of the total distributable Cashflows**

Particulars	For the period from July 20, 2023 to March 31, 2024
i. Net Distributable Cash Flows at Trust level (Distributable Income) as per above	(184.97)
ii. Adjustment for expenses incurred out of the offer proceeds but included in the NDCF above (refer footnote 1(a))	591.33
iii. Adjustment for funds received from the SPV out of the cash surplus balance available in that SPV on its acquisition and retained in the Trust (refer footnote 1(b))	(69.91)
Total Distributable Cash Flows	336.45

1(a): NDCF has been computed after considering the expenses amounting to INR 591.33 million incurred by the Trust out of the offer proceeds raised towards offer expenses and general corporate purposes. In the absence of specific adjustment for such items in the format of computation of NDCF, the same has been adjusted in note 1 above while determining the total distribution by the Trust.

1(b): During the period, cash flow of INR 69.91 million was received by the Trust from one of the SPVs out of the cash surplus balance which was available in that SPV on its acquisition by the Trust. In accordance with note 5 of the SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD/P/CIR/2023/184 dated December 06, 2023, the Trust have exercised its option to retain the said cash surplus balance and accordingly the aforesaid amount have not been considered for distribution.

2. Includes actual cashflows received from SPVs to the Trust aggregating to INR 496.70 million until March 31, 2024 and the balance INR 400.94 million in the subsequent period.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Rajanikant Parekh
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Mehul Parekh
Partner

Place: Mumbai
Date: May 24, 2024

For and on behalf of
Sustainable Energy Infra Investment Managers Private Limited
(Investment Manager of Sustainable Energy Infra Trust)

DEBAPRA TIM HAJARA
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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

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Avinash Rao
Chief Executive Officer

Place: Mumbai
Date: May 24, 2024

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Gaurav Malhotra
Chief Financial Officer

Place: Mumbai
Date: May 24, 2024

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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

1. Corporate information

Sustainable Energy Infra Trust (the "Trust" was set up on July 20, 2023, as a contributory irrevocable trust under the provision of the Indian Trusts Act, 1882. The Trust was registered as an infrastructure investment trust under the Securities Exchange Board of India ("SEBI") (Infrastructure Investment Trust) Regulations, 2014 as amended read together with circulars and guidelines issued thereunder (the "SEBI InvIT Regulations") on August 11, 2023, having registration number IN/InvIT/23-24/0027. The registered office address of the Trust is Mahindra Towers, Pandurang Budhkar Marg, Worli, Mumbai- 400018.

2726522 Ontario Limited and Mahindra Susten Private Limited ("MSPL") are the Sponsors of the Trust. The Trustee to the Trust is Axis Trustee Services Limited (the "Trustee"). Investment Manager for the Trust is Sustainable Energy Infra Investment Managers Private Limited (the "Investment Manager").

The investment objective of the Trust is to carry on the activities of and make investments as an infrastructure investment trust as permissible in terms of the InvIT Regulations and in accordance with the InvIT Documents. The Trust has been formed to invest in infrastructure assets primarily being in renewable energy projects in India. All the projects of entities acquired by the Trust during financial year 2023-2024 are held through special purpose vehicles ("SPVs").

During the period ended March 31, 2024, the Trust has acquired Special Purpose Vehicles ("SPVs") which are primarily in the business of renewable energy projects in India:

- I. Megasolis Renewables Private Limited (MRPL) formerly known as Mahindra Renewables Private Limited . MRPL including its three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)]
- II. Emergent Solren Private Limited (ESPL)
- III. Mega Suryaurja Private Limited (MSUPL)

Each of the SPVs have entered into long term power purchase agreements.

The address of the registered office of the Investment Manager is Mahindra Tower Pandurang Budhkar Marg, Near Doordarshan Kendra, Worli, Mumbai, 400 018.

2. Basis of preparation, Measurement and Material Accounting Policies

2.1 Purpose and Basis of preparation

These financial statements are the Separate financial statements of the Trust and comprise of the balance sheet as at March 31, 2024, the statement of profit and loss including the statement of other comprehensive income, the statement of cash flow and the statement of changes in unit holders' equity for the period July 20, 2023, to March 31, 2024, the statement of net assets at fair value as at March 31, 2024, the statement of total returns at fair value for the period July 20, 2023 to March 31, 2024 and a summary of material accounting policies, other explanatory information and additional financial disclosures as required under the SEBI (Infrastructure Investment Trusts) Regulations, 2014. The financial statements were authorized for issue in accordance with resolutions passed by the Board of Directors of the Investment Manager on behalf of the SEIT on May 24, 2024.

The financial statements have been prepared in accordance with the requirements of SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), as amended from time to time read with the SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("SEBI Circular"); Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) (Refer Note 8 on presentation of "Unit Capital" as "Equity" instead of compound instruments under Ind AS 32 – Financial Instruments: Presentation), read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Statement of compliance with Ind AS:

The financial statements for the period ended March 31, 2024, have been prepared in accordance with Ind AS, to the extent not inconsistent with the InvIT Regulations as more fully described above.

These financial statements have been prepared and presented on a historical cost convention, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Trust has prepared the financial statements on the basis that it will continue to operate as a going concern. The financial statements are presented in Indian Rupees Millions except when otherwise indicated.

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

2.2 Material Accounting Policies and Accounting Judgments and Estimates.

a) Use of estimates and judgments

In applying the Trust's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

(i) Impairment losses on financial assets:

The Trust reviews its financial assets to assess impairment at regular intervals. The Trust's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the Statement of Profit and Loss, the Trust makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

At the reporting date, the historical credit loss observed default rates are updated and changes in the forward looking estimates are analysed. ECL impairment loss allowance (or reversal) during the period is recognised as other expense in the Statement of Profit & Loss.

(ii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that Ju arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Trust. The Trust exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from the originally estimated provision.

b) Revenue Recognition:

Revenue is recognized when recovery of the consideration is probable and the amount of revenue can be measured reliably.

Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Trust and the amount of income can be measured reliably. Interest income is accrued on a timely basis by reference to the principal outstanding and at the effective interest rate applicable which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

c) Current versus Non-current classification

The Trust presents its assets and liabilities as either current or non-current. An asset is treated as current when it is either:

- i. it is expected to be realised in, or is intended for sale or consumption in, the Trust's normal operating cycle; or
- ii. it is expected to be realised within twelve months from the reporting date; or
- iii. it is held primarily for the purposes of being traded; or
- iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- i. it is expected to be settled in the Trust's normal operating cycle; or
- ii. it is due to be settled within twelve months from the reporting date; or
- iii. it is held primarily for the purposes of being traded; or

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

- iv. the Trust does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date.

The Trust classifies all other liabilities as non-current.

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

d) Classification of Unitholder's fund

Under the provisions of the SEBI InvIT Regulations, Trust is required to distribute to Unitholders not less than ninety percent of the net distributable cash flows of Trust for each financial period. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the SEBI InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Annexure A to the SEBI Circular dated May 15, 2024 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unitholders is recognised as liability when the same is approved by the Investment Manager.

e) Net distributable cash flows to unit holders

The Trust recognises a liability to make cash distributions to Unit Holders when the distribution is authorised and a legal obligation has been created. As per the SEBI InvIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Investment Manager. A corresponding amount is recognised directly in equity.

f) Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are recognized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

g) Foreign Currency:

Foreign currency transactions

Initial Recognition

The Trust's financial statements are presented in Indian Rupee, which is also the Trust's functional currency. All transactions that are not denominated in the Trust's functional currency are foreign currency transactions. These transactions are initially recorded in the functional currency by applying the appropriate daily rate which best approximates the actual rate of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss.

Measurement of foreign currency items at the reporting date

Monetary items denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary items that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

h) Fair value measurement

The Trust measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Trust.

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Trust uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Trust determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

i) **Taxes on Income:**

Income tax comprises current tax. Income taxes are recognised in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income. As per the Trust's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts.

j) **Provisions and Contingent Liabilities:**

A provision is recognised if, as a result of a past event, the Trust has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

k) **Financial Assets and Financial Liabilities:**

Financial assets and financial liabilities are recognised when the Trust becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit or loss.

(i) Financial assets

All financial assets by regular way of purchases or sales are recognised and derecognised on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in statement of profit or loss.

The losses arising from impairment are recognised in the statement of profit or loss. This category generally applies to interest receivable and loans given to subsidiaries.

Financial assets at fair value through profit or loss (FVTPL)

Investments in debt / equity instruments are classified as at FVTPL, unless the Trust irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are **not** held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in statement of profit or loss. The net gain or loss recognised in statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Trust's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the Trust, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Trust applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

The Trust follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivable.

The application of simplified approach does not require the Trust to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below.

Financial assets measured at amortised cost, contractual revenue receivables ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Trust does not reduce impairment allowance from the gross carrying amount.

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

For assessing increase in credit risk and impairment loss, the Trust combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Trust derecognises a financial asset when the contractual rights to the cash flow from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in statement of profit or loss, if such gain or loss would have otherwise been recognised in statement of profit or loss on disposal of that financial asset.

(ii) Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in statement of profit or loss. The net gain or loss recognised in statement of profit or loss incorporates any interest paid on the financial liability.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Trust derecognises financial liabilities when, and only when, the Trust's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and/or payable is recognised in statement of profit or loss.

l) Investments in subsidiaries

The Trust accounts for its investments in subsidiaries at cost less accumulated impairment losses (if any) in its separate financial statements.

m) Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. Cash and cash equivalents for the purpose of Financial Statement include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

n) Earnings Per Unit

Basic earnings per unit is calculated by dividing the net profit or loss attributable to unit holders of the Trust by the weighted average number of units outstanding during the period. The weighted average number of units outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, split, and reverse split (consolidation of units) that have changed the number of units outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per unit, the net profit or loss for the period attributable to unit holders of the Trust and the weighted average number of units outstanding during the period are adjusted for the effects of all dilutive potential units.

Sustainable Energy Infra Trust

Notes to Standalone Financial Statements

o) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

p) Impairment of non-financial assets

The Trust assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Trust estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Trust bases its impairment calculations on detailed budget and forecast calculations. These budgets are prepared for the entire project life. Impairment losses of continuing operations are recognised in the statement of profit and loss.

To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Trust extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Trust operates, or for the market in which the asset is used.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Trust estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Sustainable Energy Infra Trust (SEIT)**Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

3. Investments

Particulars	As at March 31, 2024
Unquoted investments in subsidiaries (at cost) (refer note below)	
- 32,16,30,000 equity shares of Megasolis Renewables Private Limited (MRPL) of INR 10 each fully paid up	11,260.00
- 97,73,092 equity shares of Emergent Solren Private Limited (ESPL) of INR 10 each fully paid up	4,900.00
- 86,50,000 equity shares of Mega Suryaurja Private Limited (MSUPL) of INR 10 each fully paid up	2,590.00
Total	18,750.00

Note: The Trust has issued units of INR 100 each as consideration to acquire these investments (refer note 8).

The Trust is in process of creating security on the above assets in favour of the lender (Refer note 9).

Additional Information:

Particulars	As at March 31, 2024
Aggregated value of Unquoted Investments	18,750.00
Aggregated value of Quoted Investments	-
Aggregate provision for increase/diminution in the value of Investments	-
	18,750.00

Details of % shareholding in the subsidiaries, held by Trust is as under:

Name of subsidiaries	Ownership Interest
Megasolis Renewables Private Limited (MRPL)	100%
Emergent Solren Private Limited (ESPL)	100%
Mega Suryaurja Private Limited (MSUPL)	100%

4. Loans

Particulars	As at March 31, 2024	
	Current	Non- Current
A. Secured loans		
Loan given to subsidiaries	-	34,000.00
B. Unsecured loans		
Loan given to subsidiaries	-	12,750.00
Total (A+B)	-	46,750.00

A. Secured loan to subsidiaries as at March 31, 2024

The Trust has provided secured loans to subsidiaries during period ended March 31, 2024. These funds have been utilized for repayment/prepayment of the existing debt of the subsidiaries. The secured loan carries an interest rate which ranges from 12.00% p.a. to 13.80% p.a. on compounding basis which accrues monthly. The interest and repayment of loan are subject to availability of sufficient cashflows of the subsidiaries and at the discretion of the subsidiaries.

These loans are to be secured by the following:

- A first ranking exclusive charge on all immovable assets (if any), moveable assets, current assets, accounts and the receivables of the respective subsidiaries, both present and future; and
- A first ranking exclusive charge by way of hypothecation over all rights, interest, benefits and claims of the subsidiaries under the respective Project Agreements including insurance policies, as permitted.

The security mentioned above is under process of being created.

B. Unsecured loans to subsidiaries as at March 31, 2024

The Trust has provided unsecured loans to subsidiaries during period ended March 31, 2024, which have been utilized for repayment/prepayment of the existing debt of the subsidiaries (including any accrued interest in relation thereto). The unsecured loan carries an interest at the rate of 14.50% p.a. on compounding basis which accrues monthly. Interest is payable subject to surplus cash being available with the subsidiaries provided Trust has requested for payment. The unsecured loan shall be repaid as may be mutually agreed between the Trust and the subsidiaries, subject to surplus cash being available with the subsidiaries and in any case not later than the last day of the power purchase period (as defined in the respective power purchase agreements).

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Sustainable Energy Infra Trust (SEIT)

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

5. Cash and cash equivalents

Particulars	As at March 31, 2024	
	Current	Non- Current
Balances with banks		
In current accounts		5.42
Total		5.42

6. Other financial assets

Particulars	As at March 31, 2024	
	Current	Non- Current
Interest accrued on loans to subsidiaries (refer note 19)	-	785.68
Total	-	785.68

The Trust is in process of creating security on the above assets in favour of the lender (Refer note 9).

7. Other assets

Particulars	As at March 31, 2024	
	Current	Non- Current
Advances for goods and services:		
Advances to vendors	1.43	-
Advances to related parties (refer note 19)	28.37	-
Total	29.80	-

The Trust is in process of creating security on the above assets in favour of the lender (Refer note 9).

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Sustainable Energy Infra Trust (SEIT)

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

8. Unit capital

a. Unit capital

Particulars	As at March 31, 2024
Issued, subscribed and fully paid up unit capital	
- 324,000,000 units of INR 100 each	32,400.00
Total	32,400.00

b. Reconciliation of the units outstanding at the beginning and at the end of the reporting period

Particulars	No. of units	Amount
Issued, subscribed and fully paid-up		
Balance as at July 20, 2023	-	-
Units issued during the period		
- in exchange for equity interest in subsidiaries (refer note 1 below)	18,75,00,000	18,750.00
- pursuant to the initial offer in cash (refer note 2 below)	13,65,00,000	13,650.00
Balance as at March 31, 2024	32,40,00,000	32,400.00

Note:

1. During the period, the Trust has issued 187,500,000 units at INR 18,750.00 million against acquisition of equity shares of the subsidiaries from sponsor and sponsor group.

Name of subsidiaries	Number of Units allotted for acquiring equity interest held in subsidiaries
Megasolis Renewables Private Limited (MRPL)	11,26,00,000
Emergent Solren Private Limited (ESPL)	4,90,00,000
Mega Suryaurja Private Limited (MSUPL)	2,59,00,000
Total number of units	18,75,00,000

2. Further, units aggregating to 226,280,000 of the Trust were offered through a private placement at a price of INR 100 per unit, aggregating to INR 22,628.00 million in accordance with the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 including the rules, circulars and guidelines issued thereunder. The issue opened on January 4, 2024 and closed on January 8, 2024. The offer comprised of the following:

- fresh issue of 136,500,000 units, aggregating to INR 13,650.00 million by Trust.
- offer for sale of 89,780,000 units, aggregating to INR 8,978.00 million by Mahindra Susten Private Limited (sponsor and the selling unitholder).

c. Terms of/rights attached to units

The Trust has only one class of units. Each unitholder is entitled to one vote per unit. Pursuant to the InvIT Regulations and the Distribution Policy, the Trust shall declare and distribute at least 90% of the Distributable Income to the Unitholders, at least once in every financial year. The distribution when declared shall be paid in Indian Rupees.

Each Unit represents an undivided beneficial interest in the Trust. A Unitholder has no equitable or proprietary interest in the InvIT Assets and is not entitled to transfer of the InvIT Assets (or any part thereof) or any interest in the InvIT Assets (or any part thereof) of the Trust. A Unitholder's right is limited to the right to require due administration of the Trust in accordance with the provisions of the Trust Deed and the Investment Management Agreement.

d. Unitholders holding more than 5 % unit capital

Name of unitholders	Relationship	No. of units held as at March 31, 2024	Percentage of holding
2452991 Ontario Limited	Sponsor Group	10,95,95,088	33.83%
Mahindra and Mahindra Limited	Sponsor Group	3,38,94,912	10.46%
Mahindra Susten Private Limited	Sponsor	4,87,20,000	15.04%
Asian Infrastructure Investment Bank	Unitholder	4,86,00,000	15.00%
Larsen and Toubro Limited	Unitholder	2,16,00,000	6.67%

Sustainable Energy Infra Trust (SEIT)

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

8A. Other equity

Particulars	Attributable to unitholders
	Retained earnings
As at July 20, 2023	-
Profit for the period	550.64
Other comprehensive income for the period	-
Total comprehensive income for the period	550.64
Less: Unit issue expenses (refer note 27)*	(308.67)
As at March 31, 2024	241.97

* Expenses allocable towards issuance of the Units have been reduced from the other equity in accordance with Ind AS 32 Financial Instruments: Presentation.

Nature and purpose of reserves

Retained earnings-

The cumulative gain or loss arising from the operations is retained and recognized under the heading of retained earnings. At the end of the period, the profit after tax is transferred from the statement of profit and loss to the retained earnings.

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Sustainable Energy Infra Trust (SEIT)**Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

9. Borrowings

Particulars	As at March 31, 2024	
	Current	Non Current
Measured at amortised cost		
Secured borrowings		
Term loan from banks and financial institution	-	33,794.85
Less: Current maturity of long term borrowings	-	(992.80)
Current maturity of long term borrowings	992.80	-
Less: Unamortised upfront fees	(8.53)	(123.63)
Total	984.27	32,678.42

During the period, the Trust has availed a secured rupee term loan facility ("Facility") of INR 34,000.00 million from banks and financial institution for the purpose of granting loans and advance to its subsidiaries for repayment/prepayments of their outstanding obligations on existing debt facilities (including sponsor-promoter debt).

This Facility together with interest, additional interest, fees, commission and other monies in respect thereof, shall be secured by the following:

1) first ranking pari passu security interest, on the following (other than over the erstwhile Sponsor Claims):

a. all the accounts (other than the Debt Service Reserve Account) of the Trust;

b. on all immovable assets (if any), moveable assets and the receivables of the Trust in relation to the subsidiaries, present and future;

2) first ranking pari passu charge over all rights, interests, benefits and claims in respect of the insurance contracts of the Trust;

3) first ranking exclusive Security Interest, by way of hypothecation on the Debt Service Reserve Account;

4) an agreement to assign the loans advanced by the Trust to the subsidiaries and the rights of the Trust thereto;

5) Pledge over 100% of the equity shares and other quasi equity securities of all subsidiaries held by the Trust and MRPL (as the case maybe) and their respective nominees on a fully diluted basis; and

6) a negative lien, other than on permitted disposals, on the immovable and movable assets (including current assets and cash flows) of the subsidiaries, subject to the rights of the relevant counterparties under the respective Power Purchase Agreements;

The security mentioned above is under process of creation. The loan carries interest rate at Repo rate (issued by Reserve Bank of India) plus spread ranging from 1.55% to 1.70% p.a. Further, for one of the financial institution the effective interest rate should not be lower than the base rate of the said financial institution.

This loan is repayable in seventy seven structured quarterly instalments with last repayment in March 2043.

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Sustainable Energy Infra Trust (SEIT)**Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

10. Trade payables

Particulars	As at March 31, 2024
Trade payables	
-total outstanding dues of micro and small enterprises (MSME)	1.24
-total outstanding dues of creditors other than micro and small enterprises (MSME)	13.22
Total	14.46

Ageing schedule as at March 31, 2024

Particulars	Outstanding from due date of payment
Not due	14.46
Less than 1 year	-
1-2 years	-
2-3 years	-
More than 3 years	-
Total	14.46

Notes: Trade payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

11. Income tax liabilities (net)

Particulars	As at March 31, 2024
Current tax liability (net of advance tax of INR 1.15 million)	0.03
Total	0.03

12. Other liabilities

Particulars	As at March 31, 2024
	Current
Statutory dues (towards GST and TDS payable)	1.75
Total	1.75

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Sustainable Energy Infra Trust (SEIT)

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

13. Interest income

Particulars	For the period from July 20, 2023 to March 31, 2024
Interest income at amortised cost	
-on loan given to subsidiaries	1,282.38
-on fixed deposit	2.77
Total	1,285.15

14. Audit fees

Particulars	For the period from July 20, 2023 to March 31, 2024
Statutory audit fees including fees in relation to filing of placement memorandum and related services*	13.68
Out-of-pocket expenses	0.06
Total	13.74

*Further, audit fees for these services amounting to INR 28.28 million has been charged to other equity which relates to unit issue expenses.

15. Finance cost

Particulars	For the period from July 20, 2023 to March 31, 2024
Interest expense on borrowings	536.04
Amortisation of upfront fees on long term borrowings	1.65
Total	537.69

16. Other expenses

Particulars	For the period from July 20, 2023 to March 31, 2024
Legal and professional services	93.28
Listing fees	1.24
Filing fees to SEBI for placement memorandum	27.73
Rates and taxes	2.81
Miscellaneous expenses	3.12
Total	128.18

17. Current tax and deferred tax

Income tax recognised in standalone statement of profit and loss

Particulars	For the period from July 20, 2023 to March 31, 2024
Current tax:	
Current tax charge relating to current period	1.18
Total	1.18

Reconciliation of effective tax rate

Particulars	For the period from July 20, 2023 to March 31, 2024
Profit before tax	551.82
Income tax rate in India	42.74%
Computed expected tax	235.85
Tax effect of:	
- Impact of exemption u/s 10(23FC) of the Income Tax Act, 1961 available to the Trust	(234.67)
Income tax expense recognised in standalone statement of profit and loss for the period	1.18

Sustainable Energy Infra Trust (SEIT)
Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

18. Financial instruments

A) Capital management

For the purpose of the Trust's capital management, capital includes issued unit capital and all other reserves attributable to the Unitholders of the Trust. The primary objective of the Trust's capital management is to ensure that it maintains a strong credit rating and healthy capital ratio in order to support its business and maximise value to the Unitholders. The Trust manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Trust may adjust the distribution to the Unitholders (subject to the provisions of InMT regulations which require distribution of at least 90% of the net distributable cash flows of Trust to unit holders), return capital to unitholders or issue new units. The Trust monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Trust's policy is to keep the gearing ratio optimum. The Trust includes within net debt, interest bearing loans and borrowings (including interest accrued) less cash & cash equivalents and other bank balances.

Particulars	As at March 31, 2024
Debts including accrued interest	33,662.69
Less: Cash & cash equivalents	5.42
Net debt (A)	33,657.27
Capital	32,400.00
Retained earnings	241.97
Total capital (B)	32,641.97
Gearing ratio (A)/ (A+B)	50.77%

Financial Covenants

In order to achieve this overall objective, the Trust's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing borrowing in the current period.

B) Financial instruments by category:

Accounting classification

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Trust has classified its financial instruments into three levels prescribed under the accounting standards.

Particulars	Carrying Value	Fair value hierarchy Level of input used in		
	As at March 31, 2024	Level 1	Level 2	Level 3
Financial assets				
As at amortised cost				
Loans to subsidiaries	46,750.00	-	-	-
Cash and cash equivalents	5.42	-	-	-
Other financial assets	785.68	-	-	-
Investment in subsidiaries (measured at cost)*	18,750.00	-	-	-
Total financial assets	66,291.10	-	-	-

*The Company has elected to recognize its investments in SPVs at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'

Sustainable Energy Infra Trust (SEIT)
Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

Particulars	Carrying Value As at March 31, 2024	Fair value hierarchy Level of input used in		
		Level 1	Level 2	Level 3
Financial liabilities				
As at amortised cost				
Borrowings**	33,794.85	-	-	-
Trade payables	14.46	-	-	-
Total financial liabilities	33,809.31	-	-	-

Note: The fair values of the assets and liabilities disclosed above are approximates of their carrying values.

**Gross of unamortised upfront fees of INR 132.16 million.

Measurement of fair values

The Trust is required to present the statement of total assets at fair value and statement of total returns at fair value as per SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued under the InvIT Regulation, as a part of these financial statements- Refer Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.

C) Financial risk management framework

Trust's activities expose it to a variety of financial risks: liquidity risk, market risk and credit risk. In order to manage the aforementioned risks, it operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

Liquidity risk

(i) Liquidity risk management

Liquidity risk is the risk that the Trust may encounter difficulty in meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Trust's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Trust requires funds both for short term operational needs as well as for long term investment objective. Trust closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations, which in addition to the available cash and cash equivalents and liquid investments, if any will provide liquidity.

The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The table below summarises the maturity profile of the Trust's financial liabilities based on contractual undiscounted payments:

Maturity analysis of financial liabilities as on March 31, 2024

Particulars	Less than 1 Year	1-3 Years	3-5 Years	More than 5 years	Total
Non-derivative financial liabilities					
Trade payable	14.46	-	-	-	14.46
Borrowings*	992.80	1,985.60	2,516.00	28,300.45	33,794.85
Total	1,007.26	1,985.60	2,516.00	28,300.45	33,809.31

*Gross of unamortised upfront fees of INR 132.16 million in the above maturity table. Also interest on borrowings at variable rate are not included in the said amount.

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**Sustainable Energy Infra Trust (SEIT)
Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated**

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. There has been no significant changes to trust's exposure to market risk or the methods in which they are managed or measured. The Trust has a policy of investing surplus cash balances in instruments which are subject to minimum market risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Trust does not have any exposure in foreign currency as at March 31, 2024

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Trust's exposure to the risk of changes in market interest rates relates primarily to Trust's long-term debt obligations with floating interest rates.

The Trust's exposure to interest rate risk due to variable interest rate borrowings is as follows:

Particulars	As at March 31, 2024
Floating rate borrowings (includes current maturities)	33,794.85
Total	33,794.85

Interest rate sensitivity

The sensitivity analysis below have been determined based on exposure to interest rate on liabilities carrying floating interest rates at the end of reporting year. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole period.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, Trust's profit before tax shall be affected through the impact on floating rate borrowings, as follows:

Particulars	Impact on profit / loss before tax	
	Currency	Amount
As at March 31, 2024		
Interest rates - increase by 50 basis points	INR	(168.97)
Interest rates - decrease by 50 basis points	INR	168.97

Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk). The Trust is not exposed to price risk.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Trust is exposed to credit risk from its investing activities including loans to subsidiaries, deposits with banks and other financial instruments. As at March 31, 2024, the credit risk is considered low since substantial transactions of the Trust are with its subsidiaries.

Sustainable Energy Infra Trust**Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024****All amounts in INR million unless otherwise stated****19. Related party disclosure**

As per SEBI InvIT Regulations and as per Ind AS 24, related parties with whom Trust has entered into any transactions have been disclosed below:

I. List of related parties as per the requirements of Ind AS-24-Related party disclosure**(a) Subsidiaries (SPVs) (w.e.f January 10, 2024, refer note 1)**

Megasolis Renewables Private Limited (formely known as Mahindra Renewables Private Limited)

Neo Solren Private Limited

Astra Solren Private Limited

Brightsolar Renewable Energy Private Limited

Mega Suryaurja Private Limited

Emergent solren Private Limited

(b) Other related parties under Ind AS-24 with whom transactions have taken place during the period

2726522 Ontario Limited (Sponsor)

Mahindra Susten Private Limited (Sponsor)

2452991 Ontario Limited (Sponsor Group)

Mahindra and Mahindra Limited (Sponsor Group)

Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)

Green Energy Infra Project Managers Private Limited (Project Manager)

II. List of related parties as per Regulation 2(1)(zv) of the InvIT Regulations**(a) Parties to the InVIT**

2726522 Ontario Limited (Sponsor)

Mahindra Susten Private Limited (Sponsor)

Ontario Teachers' Pension Plan Board (Sponsor Group)

2452991 Ontario Limited (Sponsor Group)

Mahindra and Mahindra Limited (Sponsor Group)

Sustainable Energy Infra Investment Managers Private Limited (Investment Manager)

Green Energy Infra Project Managers Private Limited (Project Manager)

Axis Trustee Services Limited (Trustee)

(b) Promoters, Directors and Partners of the persons mentioned in clause II.(a) above

Particulars	2452991 Ontario Limited	Mahindra Susten Private Limited	Mahindra and Mahindra Limited	2726522 Ontario Limited
Promoters	Ontario Teachers' Pension Plan Board	Mahindra Holdings Limited	Anand Mahindra	Ontario Teachers' Pension Plan Board
Directors	Jeffrey Davis Ahren Estabrooks	Ramesh Iyer Manoj Bhatt Amit Kumar Sinha Puneet Renjhen Deepak Thakur Anjali Gupta Diwakar Gupta Debapratim Hajara Bruce Ross Crane	Anand G. Mahindra Dr. Anish Shah Rajesh Jejurikar Vikram Singh Mehta T. N. Manoharan Shikha Sharma Haigreve Khaitan Vishakha N Desai Nisaba Godrej Muthiah Murugappan	Bruce Ross Crane

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Sustainable Energy Infra Trust

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Particulars	Ontario Teachers' Pension Plan Board	Sustainable Energy Infra Investment Managers Private Limited	Green Energy Infra Project Managers Private Limited	Axis Trustee Services Limited
Promoters	NA	2726522 Ontario Limited	2726522 Ontario Limited	Axis Bank Limited
Directors	Cathryn (Cathy) Cranston Patti Croft Monika Federau Cindy Forbes Tim Hodgson Gene Lewis M. George Lewis Steve McGirr Tom Wellner Debbie Stein Martine Irman	Priya Subbaraman (w.e.f August 02, 2023) Sadashiv S. Rao (w.e.f August 02, 2023) Sumit Dayal (w.e.f August 02, 2023) Bruce Ross Crane Debapratim Hajara Puneet Renjhen	Bharat Goenka (w.e.f August 30, 2023) Debapratim Hajara Bruce Ross Crane Puneet Renjhen (until August 31, 2023)	Deepa Rath Rajesh Kumar Dahiya (until January 15, 2024) Ganesh Sankaran (until January 15, 2024) Sumit Bali (w.e.f January 16, 2024) Prashant Joshi (w.e.f January 16, 2024)

(c) Key Managerial Personnel and Senior Management Personnel of Investment Manager

Avinash P Rao (Chief Executive Officer w.e.f September 25, 2023)

Gaurav Malhotra (Chief Financial Officer w.e.f November 17, 2023)

Devjeet Ghosh (Compliance Officer w.e.f August 2, 2023)

Ankit Dewan (Company Secretary w.e.f November 17, 2023)

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Sustainable Energy Infra Trust

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

III. Related Party Transactions:-

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Investment Management Fees (refer note 25)		
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	129.02
Reimbursement of expenses incurred on behalf of the Trust		
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	21.96
Mahindra Susten Private Limited	Sponsor	145.14
Trustee Fees including application, registration and annual fees		
Axis Trustee Limited	Trustee	1.89
Issue proceeds for offer for sale received in Escrow account and transferred to MSPL		
Mahindra Susten Private Limited	Sponsor	8,978.00
Unit application money received including proceeds for offer for sale		
Mahindra and Mahindra Limited	Sponsor Group	449.00
2452991 Ontario Limited	Sponsor Group	9,000.00
2727622 Ontario Limited	Sponsor	679.00
Issuance and allotment of unit capital		
Mahindra and Mahindra Limited	Sponsor Group	449.00
2452991 Ontario Limited	Sponsor Group	9,000.00
2727622 Ontario Limited	Sponsor	679.00

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Sustainable Energy Infra Trust
Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024
All amounts in INR million unless otherwise stated

III. Related Party Transactions:-

Particulars	Relationship of the related party	For the period from July 20, 2023 to March 31, 2024
Issuance of units in exchange of purchase of equity shares of Emergent Solren Private Limited		
2452991 Ontario Limited	Sponsor Group	1,959.51
Mahindra and Mahindra Limited	Sponsor Group	2,940.49
Issuance of units in exchange of purchase of equity shares of Mega Suryaurja Private Limited		
Mahindra Susten Private Limited	Sponsor	2,590.00
Issuance of units in exchange of purchase of equity shares of Megasolis Renewables Private Limited		
Mahindra Susten Private Limited	Sponsor	11,260.00
Long term borrowings availed		
Axis Bank Limited	Promoter of Trustee	17,000.00
Repayment of Long term borrowings		
Axis Bank Limited	Promoter of Trustee	102.02
Interest cost		
Axis Bank Limited	Promoter of Trustee	268.44
Upfront fees paid on loan availed		
Axis Bank Limited	Promoter of Trustee	60.18
Secured loan given		
Megasolis Renewables Private Limited	Subsidiary	14,844.36
Neo Solren Private Limited	Subsidiary	1,077.32
Astra Solren Private Limited	Subsidiary	1,337.78
Brightsolar Renewable Energy Private Limited	Subsidiary	302.27
Mega Suryaurja Private Limited	Subsidiary	8,878.98
Emergent solren Private Limited	Subsidiary	7,559.30
Unsecured loan given		
Megasolis Renewables Private Limited	Subsidiary	4,977.09
Neo Solren Private Limited	Subsidiary	640.00
Astra Solren Private Limited	Subsidiary	800.00
Brightsolar Renewable Energy Private Limited	Subsidiary	180.00
Mega Suryaurja Private Limited	Subsidiary	3,924.28
Emergent solren Private Limited	Subsidiary	2,228.63
Interest income on loans given to subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	541.16
Neo Solren Private Limited	Subsidiary	51.43
Astra Solren Private Limited	Subsidiary	61.96
Brightsolar Renewable Energy Private Limited	Subsidiary	13.96
Mega Suryaurja Private Limited	Subsidiary	334.73
Emergent solren Private Limited	Subsidiary	279.14
Interest received on loans given to subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	175.00
Brightsolar Renewable Energy Private Limited	Subsidiary	11.20
Mega Suryaurja Private Limited	Subsidiary	130.00
Emergent solren Private Limited	Subsidiary	180.50

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Sustainable Energy Infra Trust

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

IV. Related Party Balances

Particulars	Relationship of the related party	As at March 31, 2024
Secured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	14,844.36
Neo Solren Private Limited	Subsidiary	1,077.32
Astra Solren Private Limited	Subsidiary	1,337.78
Brightsolar Renewable Energy Private Limited	Subsidiary	302.27
Mega Suryaurja Private Limited	Subsidiary	8,878.98
Emergent solren Private Limited	Subsidiary	7,559.30
Unsecured loan given to Subsidiaries		
Mega Suryaurja Private Limited	Subsidiary	3,924.28
Megasolis Renewables Private Limited	Subsidiary	4,977.09
Neo Solren Private Limited	Subsidiary	640.00
Astra Solren Private Limited	Subsidiary	800.00
Emergent solren Private Limited	Subsidiary	2,228.63
Brightsolar Renewable Energy Private Limited	Subsidiary	180.00
Interest receivable on secured loan given to Subsidiaries		
Mega Suryaurja Private Limited	Subsidiary	84.62
Emergent solren Private Limited	Subsidiary	81.86
Megasolis Renewables Private Limited	Subsidiary	227.34
Neo Solren Private Limited	Subsidiary	31.66
Astra Solren Private Limited	Subsidiary	37.24
Brightsolar Renewable Energy Private Limited	Subsidiary	0.57
Fees to Trustee payable		
Axis Trustee Limited	Trustee	0.55
Interest receivable on unsecured loan given to Subsidiaries		
Megasolis Renewables Private Limited	Subsidiary	138.82
Neo Solren Private Limited	Subsidiary	19.77
Astra Solren Private Limited	Subsidiary	24.71
Brightsolar Renewable Energy Private Limited	Subsidiary	2.19
Mega Suryaurja Private Limited	Subsidiary	120.11
Emergent solren Private Limited	Subsidiary	16.79
Advances towards services		
Sustainable Energy Infra Investment Managers Private Limited	Investment Manager	28.37
Long term borrowings		
Axis Bank Limited *	Promoter of Trustee	16,897.98

Note: All the above amounts are including taxes

*The Trust has entered into banking transactions including loans taken and interest thereof in the normal course of business with Axis Bank Limited in professional capacity.

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Sustainable Energy Infra Trust

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

Details in respect of related party transactions involving acquisition of InvIT assets as required by Para 3.4.4(b)(iv) to SEBI Circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 are as follow:

For the period ended March 31, 2024

During the period, the Trust has acquired Megasolis Renewables Private Limited (MRPL) including its three subsidiaries [namely, Astra Solren Private Limited (ASPL), Neo Solren Private Limited (NSPL) and Brightsolar Renewable Energy Private Limited (BREPL)], Emergent Solren Private Limited (ESPL) and Mega Suryaurja Private Limited (MSUPL) from sponsor and sponsor group.

The Trust has issued 187,500,000 units amounting to INR 18,750.00 million in exchange for purchase of the equity shares of INR 18,750.00 million (refer note 8).

(a) Summary of valuation report

Particulars	MRPL	ESPL	MSUPL
Enterprise value (gross of cash and bank balance) (INR in million)	38,750.04	16,757.47	15,888.09
Method of valuation	Discounted Cash Flow	Discounted Cash Flow	Discounted Cash Flow
Discount Rate (WACC)	8.98%	9.15%	9.44%

Enterprise value as disclosed above is adjusted Enterprise value based solely on the fair valuation report dated December 12, 2023, of the independent valuer appointed by the Investment manager under the InvIT Regulations.

(b) There are no material conditions or obligations in relation to the said transaction.

(c) No external financing has been obtained for the acquisition of the entities mentioned in the above table and no fees or commission were received/to be received by any associate of the related party in relation to the transaction except fees amounting to INR 63.68 million in relation to offer issuance paid to Axis Capital Limited which is fellow subsidiary of Trustee.

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Sustainable Energy Infra Trust (SEIT)**Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024**

All amounts in INR million unless otherwise stated

20. Details of utilization of proceeds of offer

The utilization of offer proceeds of INR 13,650.00 million is summarised below:

Objects of the issue as per the as per the final placement memorandum	Proposed utilization	Actual utilization upto March 31, 2024	Unutilized amount as at March 31, 2024
a) Providing loans to the Initial Portfolio Assets for repayment or pre-payment of debt availed from the MSPL Sponsor and certain lenders and financial institutions, including any accrued interest	12,750.00	12,750.00	Nil
b) General purposes*	563.29	563.29	Nil
c) Offer expenses	336.71	336.71	Nil
Total	13,650.00	13,650.00	-

*Actual utilization upto March 31, 2024 in General purposes includes INR 57.05 million for expenses which are in nature of Offer expenses.

21. Details of dues to micro, small and medium enterprises as defined under the MSMED Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from October 2, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. The information regarding MSMED has been determined to the extent such parties have been identified on the basis of information available with the Trust.

Particulars	For the period from July 20, 2023 to March 31, 2024
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	1.24
b) The amount of interest paid by trust along with the amounts of the payment made to the supplier beyond the appointed day during the year;	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act;	-
d) The amount of interest accrued and remaining unpaid at the end of the year;	-
e) The amount of further interest remaining due and payable even in the succeeding periods, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-

22. Earnings per Unit

Basic Earnings per unit amounts are calculated by dividing the profit for the period attributable to unitholders by the weighted average number of units outstanding during the period.

Diluted EPU amounts are calculated by dividing the profit for the period attributable to unitholders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

Particulars	For the period from July 20, 2023 to March 31, 2024
Profit after tax as per standalone statement of profit and loss attributable to unitholder (Amount in INR million)	550.64
Weighted average number of units used in the calculation of basic and diluted earnings per unit (Nos.)	10,45,13,672
Earning Per Unit -	
-Basic (INR/Per Unit)	5.27
-Diluted (INR/Per Unit)*	5.27

*There were no dilutive units for the period from July 20, 2023 to March 31, 2024.

23. Commitment and contingent liability

As on March 31, 2024 - Nil

24. Segment reporting

The Trust activities comprise of owning and investing in SPVs operating in renewable energy project in India to generate cashflow for distribution to the unitholders. Based on guiding principles given in Ind AS 108 "Operating Segment" this activity falls within a single operating segment and accordingly the disclosures of Ind AS 108 have not been provided separately. All operations of the Trust are in India and hence, there is only one geographic segment.

Sustainable Energy Infra Trust (SEIT)

Notes to Standalone Financial Statement for the period from July 20, 2023 to March 31, 2024

All amounts in INR million unless otherwise stated

25. Project management fees and investment management fees

Details of fees paid to project manager and investment manager as required pursuant to SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44, dated May 15, 2024 issued under the InvIT Regulation:

Investment management fees

Investment Manager is entitled to fees amounting to sum of the cost of providing such services along with mark up of 10% of the cost (plus taxes as applicable) which is allocated to the Trust and the SPVs in such proportion as maybe determined from time to time.

Investment management fees for the period ended March 31, 2024 is INR 129.02 million out of which INR 46.27 million has been charged to statement of profit and loss and remaining amount for INR 82.75 million has been charged to other equity under retained earnings which relates to unit issue expenses.

During the year, certain amendments to the original Investment Management Agreement was made in relation to the fee payable to the Investment Manager in consideration for the services rendered by it through an amended and restated Investment Management Agreement which was executed on September 15, 2023.

Project management fees

Project management fees are paid by the SPVs to the Project Manager. There is no fees charged to standalone statement of profit and loss of the Trust.

26. The Trust was set up on July 20, 2023 as a contributory irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882. Trust was registered with SEBI on August 11, 2023 as an Infrastructure Investment Trust (InvIT) under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/23- 24/0027. Hence the audited consolidated financial statement is presented for the period from July 20, 2023 to March 31, 2024 and comparative periods are not presented.

27. Unit issue expenses mainly pertains to professional charges, audit fees, legal advisory fees and other related expenses incurred for listing of units on the National Stock Exchange.

28. The standalone financial statements were approved by the board of directors of the Investment Manger and authorized for issue on May 24, 2024.

For and on behalf of

Sustainable Energy Infra Investment Managers Private Limited

(Investment Manager of Sustainable Energy Infra Trust)

DEBAPR
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HAJARA

Digitally signed
by DEBAPRATIM
HAJARA
Date: 2024.05.24
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Debapratim Hajara
Director
DIN: 09804007

Place: Singapore
Date: May 24, 2024

AVINAS
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Digitally signed
by AVINASH P
RAO
Date: 2024.05.24
14:34:08 +05'30'

Avinash Rao
Chief Executive Offi

Place: Mumbai
Date: May 24, 2024

GAURAV
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Date: 2024.05.24
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Gaurav Malhotra
Chief Financial Office

Place: Mumbai
Date: May 24, 2024

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by DEVJEET
GHOSH
Date: 2024.05.24
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Devjeet Ghosh
Compliance Officer

Place: Noida
Date: May 24, 2024