16TH ANNUAL REPORT

Financial Year 2021-22

ONGC Petro additions Limited

CONTENTS

Corporate Information as on 10.08.2022

Board of Directors

Dr. Alka Mittal	:	Chairperson
Shri Ratnesh Kumar	:	Managing Director
Shri Pankaj Kumar	:	Director
Ms. Pomila Jaspal	:	Director
Shri Rajiv	:	Independent Director
Shri Aloke Kumar Banerjee	:	Independent Director
Shri Ramaswamy Jagannathan	:	Independent Director
Shri Ashu Shinghal	:	Director
Shri Kamal Tandon	:	Director

Key Managerial Personnel (KMP)

Shri Ratnesh Kumar	:	Managing Director
Shri Subodh Prasad Pankaj	:	Company Secretary & Compliance Officer
Shri Pankaj Wadhwa	:	Chief Finance Officer

BANKERS/LENDERS/DEBENTURE TRUSTEE

Axis Bank	IndusInd Bank
Bank of Baroda	Karnataka Bank Limited
Bank of India	Karur Vysya Bank
Bank of Maharashtra	Punjab National Bank
Canara Bank	Punjab & Sind Bank
Central Bank of India	State Bank of India
EXIM Bank	The Federal Bank Limited
Housing and Urban Development Corporation Limited	The Jammu & Kashmir Bank
ICICI Bank Limited	The South Indian Bank Limited
IDBI Bank Limited	UCO Bank
Indian Bank	Union Bank of India
Indian Overseas Bank	SBICAP Trustee Company Limited (Debentures Trustee)

STATUTORY AUDITORS

M/s VCA & Associates, Chartered Accountants, Vadodara-390020

SECRETARIAL AUDITOR

M/s Kumar Naresh Sinha & Associates, Company Secretaries, Noida-201309

INTERNAL AUDITOR

M/s Ernst & Young LLP, Ahmedabad

REGISTERED OFFICE

4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited, R.C. Dutt Road, Alkapuri, Vadodara - 390007, Gujarat

ZONAL OFFICE - NEW DELHI

Unit No: 701, 7th Floor, World Trade Tower, Barakhambha Lane, New Delhi-110001

ZONAL OFFICE - MUMBAI

Unit No: 881, 8th Floor, Building No. 8, Solitaire Corporate Park, Andheri Kurla Road, Andheri (East), Mumbai-400093, Maharashtra

ZONAL OFFICE - AHMEDABAD

13th Floor, A-1307 Mondeal Heights, Opposite Karnavati Club, Near Novotel Hotel, Iscon Circle, S G Highway, 4th Floor, Ahmedabad-380015, Gujarat

LOCATION OF PLANT

Plot No. Z-1, Z-83, C/o Dahej SEZ Limited, P.O. Dahej-392130, Taluka Vagra, District Bharuch - 392130, Gujarat

Website: www.opalindia.in

BOARD'S REPORT

Dear Members,

The Board of Directors have the pleasure of presenting the 16th Annual Report along with the Audited Statement of Accounts of the Company ('ONGC Petro additions Limited' or 'OPaL') for the financial year ended 31st March, 2022 together with the Auditor's Report and comments on the accounts by the Comptroller and Auditor General (CAG) of India.

1. COMMERCIAL OPERATIONS

The Financial Year 2021-22 began with the second wave of the COVID-19 pandemic which affected economic activities. Supply side imbalances, especially in Crude and Natural Gas, resulted in unprecedented inflation. This had the effect of increasing input and transportation costs and lowering consumer demand. Economic recovery was further impacted by the third wave of the COVID-19 pandemic held in the month of September 2021 and the Russian Invasion of Ukraine in the latter half of the year. Geopolitical turbulence arising from the war in Ukraine and restraints on trade has resulted in economic volatility. This has rendered companies and economies more vulnerable to commodity price disruptions.

However, the Company dealt with the pandemic by continuing to focus on operational excellence, marketing strategies, and keeping its employees and community at the core of it. Your Company is weathering these unprecedented challenges by focusing on the strategic pillars of cost efficiency programs, innovation, brand building and distribution in order to sustain growth and profitability. Judicious price increases were also actioned.

Nevertheless, your Company continued its commercial operations during the year without any interruption.

During the last quarter of the financial year, plant capacity utilization was 100.1% (Based on Total Saleable Products). The average plant capacity utilization for the financial year 2021-22 was 94.8% as against 89.5% (Based on Total Saleable Products) for the previous financial year 2020-21.

Major Turnaround (MTA)

It is worldwide industrial practice of large Petrochemicals/Refineries to have Major Turnaround after operation of 4 years for overhauling of major rotary equipment, cleaning and inspection of major Exchangers, columns, vessels etc. and other shut down jobs. Major plant shut down is required every 4 years to comply with the Gujarat Factory Rules (GFR) requirements. Accordingly, Major Turnaround (MTA) activity has started on 5th April, 2022 at OPaL Dahej, Plant. A lot of critical activities have been performed day & night such as Plant Slow-down/shut down, de-commissioning, de-inventorization of Hydrocarbons, confined space entry, work at height, Hot works etc. The MTA activities have been completed and feed cut-in was done on 26th May, 2022 for DFCU. PP plant was re-commissioned and started on 24th May, 2022, Butene-1 plant on 25th May, 2022. HDPE plant was restarted on 25th May, 2022.

2. FINANCIAL RESULTS

Key highlights of financial performance of your Company for the financial year ended 31st March, 2022 are summarized below:

Particulars	For the year ended on 31st March, 2022 (Amount Rs. in Millions)	For the year ended on 31st March, 2021 (Amount Rs. in Millions)
Revenue from Operations	160,475.13	114,859.85
Other Income	176.92	477.10
Expenses	167,300.62	116,011.51
Profit (Loss) before Exceptional Items & Tax	(6,648.57)	(674.56)
Exceptional Items	NIL	7,624.33
Profit (Loss) before Taxation	(6,648.57)	(8,298.89)
Tax Expenses:		
Current Tax	NIL	NIL
Earlier Years	NIL	NIL
Deferred Tax	(1,302.02)	(324.92)
Profit (Loss) for the Year	(5,346.55)	(7,973.97)
Other Comprehensive Income	16.85	8.35
Total Comprehensive Income	(5,329.70)	(7,965.63)

Cumulative Capital expenditure of Rs. 3,03,169.66 million (Previous Year Rs. 2,98,989.74 million) have been incurred up to 31st March, 2022.

3. <u>MARKETING OUTLOOK</u>

(i) PETROCHEMICALS

(a) POLYMERS MARKET SCENARIO

Financial year 2021-22 started with the outbreak of deadly second wave of COVID-19. This resulted in imposition of strict lockdowns in many parts of the globe leading to reduction in industrial activity and downstream demand. The restrictions further aggravated the supply chain crisis resulting in trade disruption. The demand improved during Q2 as industrial activity picked up and restrictions were eased. With reference to sectoral performance, packaging, healthcare and e-commerce segment demand continued to be good due to Covid related health concerns and, parallelly, the rapid economic recovery led to the resumption of the construction and infrastructure related demand and shrinking of exports.

In terms of margins, spread was higher during H1 of the FY 2021-22, however, the margins diminished during the H2 primarily due to higher feed cost.

In this backdrop, global demand for HDPE, LLDPE & PP for Calendar Year 2021 stood at 172 MMT with Polypropylene demand share representing 48% and Polyethylene (PE) demand representing 52%.

World (KT)			
	2020	**2021**	**% Growth**
HDPE	49,003	50,279	*3%*
LLDPE	36,686	38,492	*5%*
PP	80,116	83,113	*4%*
Total	**1,65,805**	**1,71,884**	***4%***

(Sources: IHS Markit, OPaL internal analysis)

India (KT)		
FY 2020-21	**FY 2021-22**	**% Growth**
2,871	2,914	*2%*
2,554	2,618	*3%*
5,475	6,071	*11%*
10,900	**11,604**	***6%***

(Source: Industry info and internal analysis)

Global PE (HDPE and LLDPE) demand was assessed at 88.3 MMT in Calendar Year 2021 while global demand for PP stood at 83.1 MMT in Calendar Year 2021 indicating demand growth of 4% for Polyolefins. *(Source: IHS Markit)*

In India, Polyolefins demand registered a growth of 6% against the global demand growth of 4%. The higher growth for Polyolefins in India could be attributed to increase in demand of packaging materials, household items, automobiles, consumer electronics, building & construction materials, healthcare sector and exports of finished goods.

The major sectors contributing to the growth in polymers were Pipe, packaging films, rigid & bulk packaging, raffia bags for packaging of cement and food grains, Fiber & Filaments and PP-injection molding sectors. Increasing usage of e-commerce for food, grocery and medicines delivery led to demand growth in packaging sector.

During this period, OPaL received international certification from Elements Material Technology, Sweden (earlier Bodycote/Exxova) for HDPE-pipe grades which resulted in better acceptance in domestic & international markets and increase in domestic sales share of pipe from 16% to 20% YoY. Production of LLDPE packaging film, HDPE blow molding, PP-Raffia and Fiber & Filaments grades were increased to meet the market demand and secure better margins. *(Source: Industry info and internal analysis)*

(b) FY 2022-23- PROJECTIONS & CHALLENGES:

The global demand growth of polymers is expected to remain subdued in near term due to various geo-political situation, higher feedstock prices, inflation and supply chain disruptions.

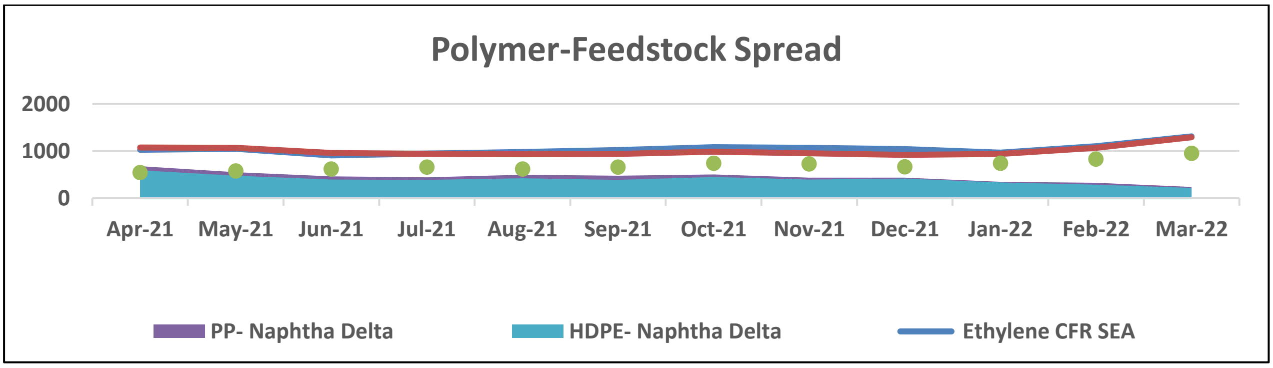
In terms of capacity additions in India during the FY 2022-23, approximately 1.75 MMT of PE & PP capacity are expected to be online, which may lead to stiffer competition.

All these factors may lead to further squeezing of contribution margins.

For the calendar year 2022, the global demand of polyolefins is projected to be 182 MMT, with YoY growth of 6%. Against the global demand backdrop, India's demand for polyolefins is projected to be 12.5 MMT, with YoY growth of 9%. *(Source: IHS Markit)*

Various environmental norms and certification requirements are being implemented by GoI for standardization and environment protection during the current FY. The converters are being sensitized and policies regarding the same are being framed and implemented internally for smooth transition.

(C) FEEDSTOCK AND POLYMERS PRICE TRENDS:



(Sources: Platts)
(Platts CFR SEA Price considered for base grades of PP & HDPE)

Average naphtha (our key feedstock) prices increased steeply during financial year 2021-22 due to various factors like higher crude oil prices, supply chain bottlenecks, geo-political situation, etc. Average monthly prices ranged from $542 PMT in April, 2021 to $956 PMT in March, 2022. *(Source: Platts and internal analysis)*

Polymer prices strengthened on the back of higher feedstock prices & freight rates. However, the margins were weakened due to the abnormal rise in feedstock prices.

The average Platts benchmark HDPE Blow Molding-Naphtha, LLDPE Film-Naphtha and PP Raffia-Naphtha spread shrank from $520/MT, $554/MT and $650/MT in FY 2020-21 to $393/MT, $444/MT and $447/MT in FY 2021-22, which indicate a decline of 24%, 18% and 31% y-o-y respectively. *(Source: Platts and internal analysis)*

(ii) CHEMICALS MARKET SCENARIO

(a) BENZENE

In Calendar Year 2021 global nameplate Benzene production capacity was around 73 MMT (Source: 'IHS Markit) up from previous year where it was 70 MMT. Benzene estimated production was 53.5 MMT in 2021, with average operating rate of 74% as against 72% in Calendar Year 2020. In 2021, global Benzene demand stood at 53.4 MMT as against 50.5 MMT in Calendar Year 2020 which is expected to grow to 55 MMT in Calendar Year 2022.

The Benzene market was well supplied throughout the year, with huge price variations in different markets attributed to reasons like US/Europe weather altercations (URI storm), Suez Canal blockage and delay in return of production of larger benzene units, crude to chemical projects, energy transition and more Naphtha crackers coming across the globe.

Benzene production in India increased marginally to 2.22 MMT in financial year 2021-22. Due to squeezed margins from Para-Xylene (PX), most of the co-producers had reduced their operating rate. Domestic demand remained around 0.61 MMTPA with majority of Benzene going into alkyl benzene, cumene, cyclohexane and chlorobenzene.

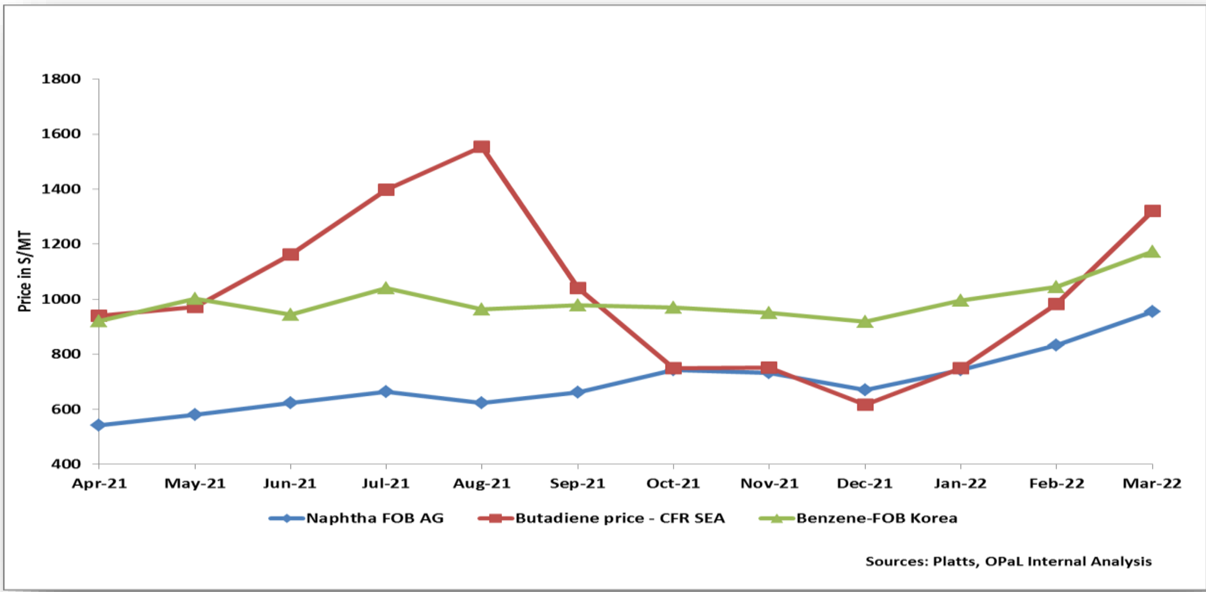
Going ahead, there are significant capacity additions (approximately 350 KT) in India, out of which capacity of 190 KT is expected to come on stream in FY 2022-23 making India further surplus in Benzene.

(b) BUTADIENE

In financial year 2021-22, Butadiene production in India was approximately 0.43 MMT with installed capacity of 0.54 MMT operating at 79% capacity utilization as against 77% in the previous financial year. Much of the Butadiene produced goes in commodity synthetic rubber (SBR and PBR) production which accounts for 85% consumption as a whole followed by Acrylonitrile Butadiene Styrene (ABS) resins and nitrile rubber.

As COVID restrictions were lifted, strong recovery in automotive industry was expected which was marred by semi-conductor shortages, record high freight rates, and recent run-up in energy prices and high inflation. High consumer price inflation and greater uncertainty about the short-term outlook could limit spending capabilities particularly big-ticket items which overall could pull global operating rates lower.

However, new Butadiene plants in China and Asia with a capacity of 460-500 KT have already resulted in additional supply which would tend to have pressure on price of this product along with some difficulty in exporting material to buyers in Asia.



(iii) OPaL PERFORMANCE & MARKET SHARE:

OPaL achieved highest sales of 1.83 MMT (HDPE: 0.46 MMT, LLDPE: 0.55 MMT, PP: 0.36 and Chemicals: 0.46 MMT) during FY 2021-22. Overall product volume growth of 1% was achieved. Exports share of sales was reduced by 27% to focus on the domestic market and this resulted in overall growth of 13% in domestic market. *(Source: Industry info and internal analysis)*

On the revenue front also, OPaL achieved its highest ever revenue of more than Rs. 16,000 crore with a growth of 38% over the Financial Year 2021-22.

(a) POLYMERS:

During the Financial Year, domestic sales of 1.19 MMT was achieves against 1.02 MMT in the preceding Financial Year, registering a growth of 16% YoY. OPaL achieved domestic market share of 17% in HDPE, 22% in LLDPE and 6% in PP. Overall domestic market share increased from 11% to 12% YoY. *(Source: Industry Info and internal analysis)*

OPaL was awarded **second best exporter award in the Plastic Polymers Category** for the Financial Year 2020-21 by the PLEXCONCIL in an event held at Mumbai in April-22 in the presence of Hon'ble Minister of Commerce & Industry, Consumer Affairs & Food & Public Distribution and Textiles, Government of India, Shri Piyush Goyal, for contribution towards exports of polymers.

(b) CHEMICALS:

In spite of surplus production of Benzene in domestic market, OPaL sold entire product in domestic market through term contract with major domestic end users for 100% product evacuation.

4. DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public during the year under review.

5. DIVIDEND

In the absence of profits during the financial year 2021-22, your Directors do not recommend any dividend.

6. TRANSFER TO RESERVES

In view of absence of profits during the financial year 2021-22, your Directors are unable to transfer any amount to the General Reserve Account.

7. SHARE CAPITAL

During financial year 2021-22 there is no change in share capital of the Company.

8. SECURITIES PARTICULARS/ FUND RAISING

During the financial year 2021-22, Securities Particulars/ Fund Raising of your Company are as per given below:

(a) Non-Convertible Debentures (NCDs):

Your Company has raised total fund of Rs. 510.00 crore in the financial year 2021-22 through issuance of listed NCDs.

The NCDs issues were on standalone basis under Series-VII through Electronic Bidding Platform (EBP) of BSE Limited (stock exchange) to cater to the availability of funds in the financial market at best available coupon rates.

Highlights of the NCDs issuances are as per given below:

Non-Convertible Debentures (NCDs) Series	ISIN	Tenor/Period	Annual Coupon Rate	Amount (Rs. in Crore)	Date of Allotment	Redemption Date
Series VII	INE163N08180	3 Year	6.63 %	510.00	09.07.2021	09.07.2024
Total				**510.00**		

Further, following listed NCDs has been redeemed during the year:

Issue	ISIN	Tenor/Period	Amount (Rs. in Crore)	Date of Allotment	Redemption Date
8.60% ONGC Petro additions Ltd. Series I 2022	INE163N08065	3 years 3 months	335.00	11-12-2018	11-03-2022

During the year under review, the interest on Non-Convertible Debentures issued on private placement basis were paid by the Company on their respective due dates.

(b) Warrants:

(i) During the year exercise period of the Warrant of Rs. 1,922 crore has been extended from 72 months to 90 months from the date of allotment of Warrants i.e. from 25.08.2015 and date of exercise of Warrant is on or before 24.02.2023.

(ii) During the year exercise period of the Warrant of Rs. 636 crore has been extended from 36 months to 54 months from the date of allotment of Warrants i.e. from 13.12.2018 and date of exercise of Warrant is on or before 12.06.2023.

(c) Commercial Paper (CP)

Your Company has issued Listed Commercial Paper (CP). The purpose of the issues was to meet short term requirement towards liquidity mismatch with low cost funding from Debt market.

Details of CPs issues are as per given below:

Sl. No.	ISIN	Issue Date	Maturity Date	Amount (Rs. in Crore)	Discount Rate	Credit Rating
1.	INE163N14162	25-May-21	23-Aug-21	400	3.65%	A1+
2.	INE163N14170	07-June-21	06-Sept-21	300	3.62%	A1+
3.	INE163N14188	09-Sept-21	08-Dec-21	400	3.52%	A1+
4.	INE163N14196	07-Oct-21	05-Jan-22	400	3.72%	A1+
5.	INE163N14204	29-Nov-21	28-Feb-22	200	3.90%	A1+
6.	INE163N14212	20-Jan-22	20-Apr-22	400	3.89%	A1+
7.	INE163N14220	22-Feb-22	23-May-22	200	4.05%	A1+

The Commercial Paper is listed at stock exchange i.e. BSE Limited (BSE). During the year under review, the Commercial Papers have been redeemed on their respective maturity dates.

(d) Compulsorily Convertible Debentures (CCDs)

In order to meet Equity requirements, your Company has issued and allotted Compulsorily Convertible Debentures (CCDs) of Rs. 7,778 crore to Investors in tranches. CCDs have feature of compulsorily conversion into equity of OPaL as per terms and accordingly CCDs issuances were treated by RBI as quasi-equity.

Details of Compulsorily Convertible Debentures (CCDs) as on 31.03.2022, issued by OPaL are as under:

Sl.No.	Type of Loan	Annual Coupon Rate (% p.a.)	Principal Outstanding (Rs. in Crore)	Date of Extension	Mandatory Put Option Date	Date of Conversion
i)	CCDs-I	6.73 payable semi-annual	5,615	02.12.2020	02.06.2022	01.07.2022
ii)	CCDs-II	5.58 payable semi-annual	1,671	15.10.2021	18.04.2023	18.05.2023
iii)	CCDs-III	6.43 payable semi-annual	492	01.03.2021	29.08.2022	28.09.2022
		Total	**7,778**			

During the financial year 2021-22, conversion timeline of Compulsorily Convertible Debentures (CCDs) of Rs. 1,671 crore has been modified, which was due for conversion on 18th November, 2021, for an additional period of up to 18 (eighteen) months i.e. the term/tenure of the Debentures stands modified to 72 (seventy two) months from the deemed date of allotment and conversion date would be the date falling on 18th May, 2023 (if not converted earlier in accordance with the terms of the Debenture Trust Deed and the Option Agreement).

9. AUDIT AND AUDITORS' REPORT

I. Statutory Audit

The Comptroller and Auditor General of India (CAG) has appointed M/s VCA & Associates, Chartered Accountants (Firm Registration No. 114414W), Vadodara, as Statutory Auditors for the financial year 2021-22. They have audited the Financial Statements for the financial year ended 31st March, 2022 and submitted their report which forms part of this annual report.

The Statutory Auditors were paid a remuneration of Rs. 2.39 million (previous year Rs. 2.25 million) towards Audit fees (including Limited Review fee and other services). The above fees are exclusive of applicable taxes and reimbursement of reasonable travelling and out of pocket expenses actually incurred.

The Auditors' Report to the Members of the Company for the year under review is without any adverse remark or qualification statement and therefore no explanation has been provided on the report of the Statutory Auditors.

There are no instances of frauds committed in the Company by its officers or employees reported by Statutory Auditors during the financial year 2021-22, pursuant to Section 143 (12) of the Companies Act, 2013.

II. Supplementary Audit by Comptroller and Auditor General of India (CAG)

The Comptroller and Auditor General of India (CAG) has conducted a supplementary audit of the financial statements of ONGC Petro additions Limited for the financial year ended 31st March, 2022 under Section 143 (6)(a) of the Companies Act, 2013. The report given by the Comptroller and Auditor General of India (CAG) on the financial statements for the financial year 2021-22 of the Company forms part of the Annual Report.

Accordingly, the Nil comment report dated 2nd August, 2022 of Comptroller and Auditor General of India (CAG) under Section 143 (6) (b) of the Companies Act, 2013 on the financial statements of ONGC Petro additions Limited for the financial year ended 31st March, 2022 form part of this Annual Report and are attached as **Annexure-I** to this Report.

III. Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed M/s Kumar Naresh Sinha & Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of your Company for the financial year 2021-22. M/s Kumar Naresh Sinha & Associates, Company Secretaries have submitted the Secretarial Audit Report dated 6th July, 2022 to the Company. The Secretarial Audit Report is without any qualification, reservation, adverse remarks or disclaimer. The Secretarial Audit Report in **Form No. MR-3** is attached as **Annexure-II** to this Report.

IV. Internal Audit

Pursuant to the provisions of Section 138(1) of the Companies Act, 2013 read with Rule 13(1) of the Companies (Accounts) Rules, 2014 and Rule 8(4) of the Companies (Meetings of Board and its Powers) Rules, 2014, the Board of Directors has appointed M/s Ernst & Young LLP, Chartered Accountants to undertake the Internal Audit of your Company for the financial year 2021-22. Internal Auditor has carried out Internal Audit and submitted its report to Audit Committee.

10. AUDIT COMMITTEE

In compliance with Section 177 (8) of the Companies Act, 2013, the details regarding Audit Committee are provided in Corporate Governance report. There has been no instance where recommendations of the Audit Committee have not been accepted by the Board.

11. HUMAN RESOURCE (HR)

Last year HR faced several challenges due to the second wave of the Pandemic and its impact on employees. The challenges posed included availability of manpower for business continuity, maintaining health and hygiene, adherence to the various COVID related SOPs, maintaining employees' and their families well-being etc.

We have been constantly focusing on creating a performance driven culture, building cohesive and engaged teams, use of technological advancement and implementing best of people practices. In Financial year 2021-2022, despite COVID restrictions, a total of 1323 Man-days of training participation was achieved through various on-going training initiatives including e-enabled learnings. Various initiatives have been taken during the year to achieve the objectives of employee well-being and enhancing employee experience like vaccination drives for employee and their family members at various locations, vaccination for contractual employees, transit accommodation for employees during COVID, staggered shift, work from home, employee recognition for exemplary performance, rewarding best suggestions, virtual engagement programs etc.

As on 31st March 2022, total number of employees on the Company rolls were 973. Average age of employees at OPaL is 35 years.

12. PARTICULARS OF EMPLOYEES AND REMUNERATION

During the year under review no employee was in receipt of remuneration exceeding the limits set out under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

13. DIRECTORS

The year under review and as on date the following changes in the Board of Directors ('Board'):

Inductions to the Board:

i) Dr. Alka Mittal (Nominee ONGC) was appointed as an Additional Director and Chairperson on the Board of ONGC Petro additions Limited (OPaL) with effect from 11th January, 2022 in terms of Article 55 of Articles of Association of the Company and pursuant to provisions of the Companies Act, 2013.

ii) Pursuant to provisions of Section 149, Section 150, Section 152, Section 161 and Schedule IV of the Companies Act, 2013 Shri Ramaswamy Jagannathan was appointed as an Independent Director of the Company for a term of five consecutive years commencing from 12th May, 2021 to 11th May, 2026 with the approval of members on 16th Extraordinary General Meeting held on 13th July, 2021.

iii) Shri Om Prakash Singh (Nominee ONGC) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 29th May, 2021.

iv) Shri Anurag Sharma (Nominee ONGC) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 29th May, 2021.

v) Shri Rajeev Kumar Singhal (Nominee GAIL) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 7th July, 2021.

vi) Shri Pankaj Kumar (Nominee ONGC) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 5th October, 2021.

vii) Ms. Sushma Rawat (Nominee ONGC) was appointed as an Additional Director and Woman Director pursuant to provisions of Section 149 and Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 14th October, 2021.

viii) Shri Ratnesh Kumar was appointed as additional director and Managing Director of ONGC Petro additions Limited (OPaL) with effect from 1st July, 2022 pursuant to provisions of Section 161, Section 196, Section 197, Schedule V and all other applicable provisions, if any of the Companies Act, 2013 and Articles of Association of the Company.

ix) Ms. Pomila Jaspal (Nominee ONGC) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 15th July, 2022.

x) Shri Kamal Tandon (Nominee GAIL) was appointed as an Additional Director pursuant to provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 15th July, 2022.

Cessations:

i) Shri Avinash Kumar Verma was appointed as Managing Director of ONGC Petro additions Limited (OPaL) with effect from 15th April, 2019 pursuant to provisions of Section 161, Section 196, Section 197, Schedule V and all other applicable provisions, if any of the Companies Act, 2013 and Articles of Association of the Company. Further, Shri Avinash Kumar Verma ceased to be Managing Director on the Board of OPaL with effect from 15th April, 2022 due to completion of tenure as Managing Director in the Company.

The Board of Directors places on record excellent guidance, support and contribution received from Shri Avinash Kumar Verma as the Managing Director of the Company and progress made by the Company under his leadership.

ii) Shri Subhash Kumar (Nominee ONGC) was appointed as a Director on the Board of ONGC Petro additions Limited (OPaL) with effect from 6th February, 2018. Thereafter, due to cessation of Shri Shashi Shanker, Chairman-OPaL, Shri Subhash Kumar was appointed as Chairman of the Board of OPaL with effect from 1st April, 2021 in terms of Article 55 of Articles of Association of the Company and pursuant to provisions of the Companies Act, 2013. Further Shri Subhash Kumar ceased to be Chairman and Director on the Board of OPaL with effect from 1st January, 2022 due to superannuation from the services of ONGC.

The Board of Directors places on record excellent guidance, support and contribution received from Shri Subhash Kumar as the Chairman of the Company and progress made by the Company under his leadership.

iii) Shri Rajesh Kakkar (Nominee ONGC) was appointed as a Director on the Board of ONGC Petro additions Limited (OPaL) with effect from 24th March, 2018. Further, Shri Rajesh Kakkar ceased to be Director on the Board of OPaL with effect from 1st May, 2021 due to superannuation from the services of ONGC.

The Board of Directors places on record its appreciation for the valuable guidance provided and services rendered by Shri Rajesh Kakkar during his tenure as Board Member of the Company.

iv) Shri Manoj R Meshram (Nominee GAIL) was appointed as a Director on the Board of ONGC Petro additions Limited (OPaL) with effect from 7th August, 2018 and he ceased to be Director with effect from 2nd July, 2021 due to superannuation from the services of GAIL. He served on OPaL Board for a period of approximately 2 years 10 months.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by him during his tenure as Director.

v) Ms. Rekha Misra ceased to be Director on the Board of OPaL with effect from conclusion of 15th Annual General Meeting i.e. 29th September, 2021.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by her during her tenure as Director.

vi) Shri Anurag Sharma (Nominee ONGC) ceased to be Director on the Board of OPaL with effect from 5th October, 2021.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by him during his tenure as Director.

vii) Ms. Sushma Rawat ceased to be Director on the Board of OPaL with effect from 6th May, 2022.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by her during her tenure as Director.

viii) Shri Om Prakash Singh (Nominee ONGC) ceased to be Director on the Board of OPaL with effect from 15th July, 2022.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by him during his tenure as Director.

ix) Shri Rajeev Kumar Singhal (Nominee GAIL) ceased to be Director on the Board of OPaL with effect from 15th July, 2022.

The Board of Directors places on record their deep appreciation for the valuable advice and guidance provided by him during his tenure as Director.

Re-appointment of Directors retiring by rotation:

In terms of the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri Ashu Shinghal, Director of the Company, retires at the ensuing AGM and being eligible, seeks re-appointment.

During the year under review none of the Directors on the Board of ONGC Petro additions Limited (OPaL) holds directorships in other companies exceeding the statutory limits as provided in the Companies Act, 2013 and rules made thereunder.

During the financial year 2021-22, necessary disclosures under applicable provisions of Companies Act, 2013 have been received from all the Directors.

None of the Directors of the Company are disqualified from being appointed as Directors in term of provisions of the Companies Act, 2013.

14. KEY MANAGERIAL PERSONNEL (KMP)

As required under Section 2(51) and Section 203 of the Companies Act, 2013 read with Rule 8 and Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following persons are the Key Managerial Personnel (KMP) of the Company :-

i) Shri Ratnesh Kumar appointed as Managing Director of the Company with effect from 1st July, 2022. Due to cessation of Shri Avinash Kumar Verma, as Managing Director and Key Managerial Personnel with effect from 15th April, 2022, Shri Ratnesh Kumar, Managing Director has been appointed as a Key Managerial Personnel (KMP) of the Company with effect from 1st July, 2022.

ii) Shri Subodh Prasad Pankaj was initially appointed as Company Secretary (CS) with effect from 11th January, 2010 and as per Companies Act, 2013, he has been designated as Company Secretary cum Whole time Key Managerial Personnel (KMP) of ONGC Petro additions Limited (OPaL) with effect from 26th July, 2014.

Further, as per Regulation 6 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Shri Subodh Prasad Pankaj, Company Secretary, has been designated by the Board as Company Secretary & Compliance Officer of the Company with effect from 10th May, 2019.

iii) Shri Pankaj Wadhwa was appointed as Chief Finance Officer (CFO) cum Whole time Key Managerial Personnel (KMP) of ONGC Petro additions Limited (OPaL) with effect from 2nd August, 2021.

15. INDEPENDENT DIRECTORS

I. Declaration by Independent Directors

As per the provisions of the Companies Act, 2013, the Independent Directors shall be appointed for not more than two terms of maximum of five years each and shall not be liable to retire by rotation.

The Board has adopted the provisions with respect to appointment and tenure of Independent Directors consistent with the Companies Act, 2013 and rules made there under.

During the year under review and up to date of this report the Company has received necessary declaration from the Independent Directors under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

II. Independent Directors Meeting

Pursuant to provisions of Section 149 (8) of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013, an Independent Directors meeting was held during the year under review on 23rd March, 2022 at OPaL's office at Vadodara through video conferencing wherein all Independent Directors were present without the attendance of non-independent directors and members of management. Such meeting was conducted to enable Independent Directors to discuss matter pertaining to the Company's affairs, Operations and its future course of action.

16. COST AUDIT

Pursuant to provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 4(3)(ii) of Companies (Cost Records and Audit) Amendment Rules, 2014, Cost Audit is not applicable to the Company which is operating from Special Economic Zone (SEZ). Since, ONGC Petro additions Limited is operating from Dahej SEZ, accordingly, Cost Audit is not applicable for the period under review.

17. CORPORATE GOVERNANCE

Your Company considers good Corporate Governance a pre-requisite for meeting the needs and aspirations of its stakeholders and firmly believes that the same could be achieved by maintaining transparency in its dealings, creating robust policies and practices, effective processes and systems with clear accountability, integrity, transparency governance practices and the highest standards of governance.

A separate section on Corporate Governance initiatives taken by your Company, forms an integral part of this Report and is attached herewith as **Annexure-III** to this report.

18. BOARD AND BOARD COMMITTEES

The Board has been assisted by adequate Board Level Committees. The Company Secretary & Compliance Officer acts as the Secretary to all the Board Level Committee(s).

The details of the Board and Committees thereof along with their composition, number of meetings and attendance at the meetings are provided separately in the Corporate Governance Report.

19. SECRETARIAL STANDARDS

During the financial year 2021-22 your Company has complied with all the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', issued by the Institute of Company Secretaries of India (ICSI) constituted under Section 3 of the Company Secretaries Act, 1980 and approved by the Central Government as per Section 118 (10) of the Companies Act, 2013.

20. ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, amended provision, the provisional Annual Return in the prescribed format i.e. Form No. MGT-7 has been made available on the website of the Company at www.opalindia.in.

21. RELATED PARTY TRANSACTIONS

During the year under review, your Company did not enter into any contracts/arrangements/transactions with related parties referred in Section 188(1) of the Companies Act, 2013 read with the rules made thereunder. All the related party transactions were in the ordinary course of business and on an arm's length basis and there were no material related party transactions at arm's length basis or otherwise.

In accordance with Ind AS-24, the Related Party Transactions are disclosed under Note No. 34 of the Standalone Financial Statements.

Accordingly, the particulars of Contracts or Arrangements made with related parties pursuant to Section 188 of the Companies Act, 2013 & Rules made thereunder, and the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in the prescribed format i.e. **Form No. AOC-2** is attached herewith as **Annexure-IV** to this Report.

22. RISK MANAGEMENT

Your Company has a well-defined risk management framework in place and a robust organizational structure for managing and reporting risks. Your Company has constituted a Committee of the Board to monitor and review risk management plan.

Risk management process has been established across your Company and is designed to identify, assess and frame a response to threats that affect the achievement of its objectives. The details of the Risk Management Committee are given in of the Corporate Governance Report.

The Risk Management framework has been implemented in the Company and risk reporting structure has been put in place.

The Company has put in place a Risk Management Policy duly approved by the Board for analysis of the business risks and its continuous monitoring for effective mitigation. The Risk Management Policy, inter-alia, includes identification therein of elements of risk, including those which in the opinion of the Board may threaten the business continuity and/or existence of the Company.

It's a constant endeavor to continuously monitor and analyse internal risks pertaining to operations, safety and commercial and take appropriate measures for minimizing / mitigating the same to an acceptable level. In this process, the Company is ably guided by the Risk Management Committee of the Board, which reviews the enterprise-wide risk management efforts of the management. The Company evaluates risks that can impact its strategic, operational, compliance and reporting objectives.

The Risk Management Policy is available on the website of the Company at www.opalindia.in.

23. VIGIL MECHANISM /WHISTLE BLOWER POLICY

Pursuant to Section 177(9) and Section 177(10) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules 2014, the Company has framed Vigil Mechanism/Whistle Blower Policy ("Policy") to enable directors and employees to report genuine concerns or grievances, significant deviations from key management policies and reports any non-compliance and wrong practices, e.g., unethical behavior, fraud, violation of law, inappropriate behaviour/conduct, etc.

The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. None of the Directors or employees has been denied access to the Audit Committee of the Board.

The objective of this mechanism is to maintain a redressal system which can process all complaints concerning questionable accounting practices, internal controls, or fraudulent reporting of financial information.

The Policy provides an opportunity to address serious concerns arising from irregularities, malpractices and other misdemeanors committed by the Company's personnel.

The Policy is intended to encourage reporting of suspected or actual occurrence of illegal, unethical or inappropriate actions, behavior or practices by staff without fear of retribution. This would create a business culture of honesty, integrity and compliance and would encourage speaking up so that preventive action is initiated.

During the financial year 2021-22, one case of Whistle Blower has been reported in the Company. The subject case is being dealt by Chairman of the Audit Committee. The Whistleblower Policy is available on Company's website at **www.opalindia.in**.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company recognizes the responsibilities towards society and strongly intends to contribute towards development of knowledge based economy. In accordance with the requirements of the provisions of Section 135 of the Act, the Company has constituted a Corporate Social Responsibility ("CSR") Committee. The composition and terms of reference of the CSR Committee is provided in the Corporate Governance Report forming part of this Annual Report.

During the year, the Company was not required to spend on CSR and hence the Annual Report on activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended from time to time) is not applicable for FY 2021-22.

The Corporate Social Responsibility ('CSR') activities of the Company are governed by the Corporate Social Responsibility Committee of the Board.

The CSR sub-committee, comprising President-OPaL, CFO-OPaL, Head-HR and Company Secretary & Compliance Officer of the Company has been constituted to undertake and monitor all CSR activities of the Company.

Your Company has spent an amount of Rs. 4.95 million (Previous Year Rs. 10.07 million) in CSR activities during the financial year 2021-22.

The Company has a CSR Policy in compliance with the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder. The said CSR Policy is available on the website of the Company at **www.opalindia.in.**

25. NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178(3) of the Act, the Company has formulated Nomination and Remuneration Policy of the Company for the remuneration of Directors, Key Managerial Personnel (KMP), Vice President & above and Functional Heads. It lays down principles and parameters to ensure that remunerations are competitive, reasonable, and in line with corporate and individual performance.

Accordingly, all matters related to the Appointment, Re-appointment, Remuneration and other facilities of Directors, Key Managerial Personnel (KMP), Vice President & above and Functional Heads are deliberated in the Nomination & Remuneration Committee Meeting. Matters related to Managing Director, Vice President & above is recommended to the Board for approval.

26. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 read with the rules made thereunder, performance evaluation of Directors, Committees and the Board as a whole was carried out.

The Board of your Company comprises of eminent personalities and leaders in their respective fields. These Directors are nominated based on well-defined selection criteria. In case of appointment of Independent Directors, the Board satisfies itself about the independence of the Directors vis-à-vis the Company to enable the Board to function independently of the management and discharge its functions and duties effectively. In case of re-appointment of Independent Directors, the Board also takes into consideration, the performance evaluation and engagement level of the Independent Directors.

The Board and Nomination and Remuneration Committee ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Companies Act, 2013.

To review the efficiency of the Board as a whole, Committees, performance of Non-Independent Directors and each individual Director, a formal Board review has been undertaken by the Independent Directors in their meeting held on 23rd March, 2022.

The criteria for performance evaluation of the Directors, Committees and the Board as a whole include aspects like composition, effectiveness of processes & meetings and other measures. The criteria for performance evaluation of the individual Directors include aspects like professional conduct, competency, contribution to the Board and Committee Meetings and other measures. In addition, the performance of the Chairman is also evaluated on key aspects of his roles and responsibilities.

27. MANAGERIAL REMUNERATION

In your Company all the Board Members are Non-executive Directors except the Managing Director. Remuneration paid to the Managing Director is within the limits prescribed under Section 197 of the Companies Act, 2013 and rules made thereunder and read with Schedule V of the Companies Act, 2013. The Company pays remuneration to Managing Director on recommendation of the Nomination & Remuneration Committee, approval of the Board and the Shareholders.

During the financial year 2021-22 there were three Independent Directors in the Company. The Independent Directors have been paid sitting fees of Rs. 35,000/- for every meeting of the Board of Directors and Rs. 25,000/- for Board level Committee meetings of the Company.

No Director of the Company has received any commission from the Company during the financial year 2021-22.

28. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, your Company framed "Prevention of Sexual Harassment at Workplace Policy", pursuant to which Company has constituted Internal Complaint Committees (ICC).

The summary of complaints received and disposed-off during the financial year 2021-22 is as under:

Number of complaints received during the year	:	Nil
Number of complaints disposed off during the year	:	Not Applicable
Number of complaints pending during the year	:	Not Applicable

29. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Directors of the Company to the best of their knowledge and ability hereby state and confirm that:

a) in the preparation of the annual accounts for the year ended 31st March, 2022, the applicable accounting standards have been followed and there is no material departures from the same;

b) they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2022 and of the profit and loss of the Company for the year ended on that date;

c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) they have prepared the annual accounts on a 'going concern' basis; and

e) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

30. OTHER MATERIAL CHANGES

Pursuant to Section 134(3)(l) and other applicable provisions of the Companies Act, 2013, save as mentioned in this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company i.e., 31st March, 2022 and the date of this report.

31. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES COMPANIES

Your Company does not have any Subsidiary and Joint Venture company during financial year 2021-22 and as on date of this Report.

32. HOLDING COMPANY

Your Company is not a subsidiary of any Company.

33. HEALTH, SAFETY AND ENVIRONMENT (HSE)

Your Company strives to ensure best Health, Safety & Environment (HSE) practices. The Company has adopted Integrated Management System (IMS) policy for Quality, Environment, Health, Safety and Security for sustainable development and has been certified for Integrated Management System. The Company has been making continuous improvements in the systems & procedures with focus to further enhance the HSE performance.

Your Company is now certified for ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018. Your Company has achieved around 5.08 million safe man hours till 31.03.2022 since last lost time injury on 27.07.2021.

Your Company has implemented Process Safety Management (PSM) principles throughout the complex. For effective PSM implementation, various PSM initiatives though expert engagement and participation in PSM national & global conferences are ensured.

Environment Management is fundamental responsibility while carrying out day to day operations of the plant. Your Company monitors environment parameters on continuous basis to ensure reduction in emissions, reduction in pollution loads in treated effluent and ensuring conservation of resources. Your Company has set up one of the most modern Effluent Treatment Plants for treated effluent recycling to minimize water foot print. The continuous Emission & Effluent monitoring system have been connected with CPCB and SPCB servers.

34. PARTICULARS OF LOANS, INVESTMENTS, GUARANTEES AND SECURITIES

During the financial year 2021-22 your Company has not made any loan, investment, guarantee and securities under Section 186 of the Companies, Act, 2013.

35. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

Your Company's internal control system is designed to ensure operational efficiency, compliance with laws and regulations and accuracy and promptness in financial reporting. The internal control system is supported by an internal audit framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent and reasonable assurance on the adequacy and effectiveness of the internal control and governance processes. The framework is commensurate with the nature of the business, size, scale and complexity of its operations. The internal audit plan is developed based on the risk profile of business activities of the organisation. The audit plan is approved by the Audit Committee, which regularly reviews the status of the Audit plan and performance of the Internal Audit Department and provide directions wherever required.

36. REPORT OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The report on energy conservation, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is attached herewith as **Annexure V** to this report.

37. AWARDS AND MILESTONES

- ONGC Petro additions Limited (OPaL) has received Prestigious Export Excellence Award 2021.

38. ACKNOWLEDGEMENTS AND APPRECIATION

Your Board wish to convey their deepest appreciation for the unstinted dedication, professionalism, commitment and resilience displayed by the Company's employees at all levels.

Your Board would like to express our sincere gratitude and deep appreciation to all our Shareholders, Stakeholders, Ministry of Corporate Affairs (MCA), Ministry of Petroleum and Natural Gas (MoPNG), Ministry of Chemicals & Fertilizers, Ministry of Commerce & Industry, Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI), other Statutory and Regulatory Authorities, Financial Institutions, BSE Limited, Registrar of Companies (RoC) and all regulatory authorities of the Central Government and State Governments in India along with Registrar & Share Transfer Agent, Debenture Trustees, Depositories (NSDL & CDSL), Dahej SEZ, Rupee Loan Lenders, ECB Lenders, Debentures holders, Commercial Papers holder, Correspondent Banks and vendors, suppliers, channel partners, dealers for their continued trust, support and confidence.

Your Board would like to acknowledge the support and assistance extended to us by Promoter Companies i.e. Oil and Natural Gas Corporation Limited, GAIL (India) Limited and Gujarat State Petroleum Corporation Limited.

on behalf of the Board of Directors
for ONGC Petro additions Limited

Sd/-	**Sd/-**
(Ratnesh Kumar)	**(Pomila Jaspal)**
Managing Director	**Director**

Date : 10th August, 2022
Place : New Delhi

Annexure-I

कार्यालय महानिदेशक वाणिज्यिक लेखापरीक्षा
मुंबई
भारतीय लेखापरीक्षा एवं लेखा विभाग
सी-25, ऑडिट भवन 8वाँ तल, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पू), मुंबई - 400 051.
टेलीफोन : 022-2657 3813
ई-मेल : pdcamumbai@cag.gov.in

Office of the Director General of Commercial Audit
Mumbai
Indian Audit & Accounts Department
C-25, Audit Bhavan, 8th Floor, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.
Telephone : 022-2657 3813
E-mail : pdcamumbai@cag.gov.in

सत्यमेव जयते

संख्या डीजीसीए /OPAL/लेखों/21-22/t- 1913/235 02 अगस्त 2022

सेवा में,

निदेशक,
ओएनजीसी पेट्रो एडिशन लिमिटेड,
वड़ोदरा,गुजरात

विषय :कंपनी के अधिनियम 2013 के धारा 143(6)(b) के अधीन ओएनजीसी पेट्रो एडिशन लिमिटेड के 31 मार्च 2022 को समाप्त लेखों पर भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियां।

महोदय,

मैं ओएनजीसी पेट्रो एडिशन लिमिटेड के 31 मार्च 2022 को समाप्त लेखों पर कंपनी के अधिनियम 2013 के धारा 143(6)(b) के अधीन भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियां प्रेषित कर रहा हूँ।

वार्षिक आम सभा में लेखों तथा नियंत्रक-महालेखापरीक्षक के टिप्पणियों को अंगीकरण करने के कार्यवाही के कार्यवृत्त की एक प्रतिलिपि इस कार्यालय को प्रेषित करें। साथ में प्रकाशित वार्षिक रिपोर्ट की 10 प्रतिलिपियाँ भेजें।

कृपया इस पत्र की पावती भेजें।

भवदीय,

चिंतामणि साने

महानिदेशक वाणिज्यिक लेखापरीक्षा, मुंबई

संलग्न :यथोपरि

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF ONGC PETRO ADDITIONS LIMITED FOR THE YEAR ENDED 31 MARCH 2022

The preparation of financial statements of ONGC Petro additions Limited for the year ended 31 March 2022 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Revised Audit Report dated 27 July 2022 which supersedes their earlier Audit Report dated 09 May 2022.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of ONGC Petro additions Limited for the year ended 31 March 2022 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

In view of the revisions made in the statutory auditor's report, to give effect to some of my audit observations raised during supplementary audit, I have no further comments to offer upon or supplement to the statutory auditors' report under section 143(6)(b) of the Act.

For and on behalf of the
Comptroller & Auditor General of India

C.M.Sane
Director General of Commercial Audit, Mumbai

Place: Mumbai
Date: 02 August 2022

KUMAR NARESH SINHA & ASSOCIATES
Company Secretaries

121, Vinayak Apartment
Plot No.: C-58/19, Sector-62
Noida-201309 (U.P)
Mobile: 9868282032, 9810184269
Email: kumarnareshsinha@gmail.com

Form No. MR – 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,
ONGC Petro additions Limited
CIN: U23209GJ2006PLC060282
4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited,
R.C. Dutt Road, Alkapuri,
Vadodara – 390007, Gujarat

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ONGC Petro additions Limited** (hereinafter called "the Company"), having its Registered Office at **4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited, R.C. Dutt Road, Alkapuri, Vadodara – 390007, Gujarat.** Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2022** complied with the statutory provisions prescribed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2022** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and

Kumar Naresh Sinha & Associates
FCS-1807
C.P.-14984
NOIDA
Company Secretaries

Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit Period)**

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the Company during the Audit Period)**

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**

e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during the Audit Period)**; and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period)**;

(vi) The other laws, as informed by the management of the Company which, are specifically applicable to the Company based on their sector/ industry are:

a) Petroleum Act, 1934/2002 and Rules made thereunder;

b) The Special Economic Zones Act, 2005 and Rules made thereunder;

c) Petroleum and Minerals Pipelines (Acquisition of Right of User Inland) Act, 1962;

d) Explosives Act, 1884;

e) Petroleum and Natural Gas Regulatory Board Act, 2006;

f) The Oil Industry (Development) Act, 1957;

g) The Territorial Waters, Continent shelf, Exclusive Economic Zone and Other Maritime Zone Act, 1976;

h) Gas Cylinder Rules; and

i) Indian Boiler Regulations and India Boiler Act.

For the compliances of Labour Laws & other General Laws, our examination and reporting is based on the documents and records as produced and shown to us and the information and explanations as provided to us, by the management of the Company and to the best of our judgment and understanding of the applicability of the different enactments upon the Company, in our opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General Laws and Labour Laws.

The compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by the Statutory Auditor and other designated professionals.

We have also examined compliance with the applicable clauses/Regulations of the following:

(i) Secretarial Standards (SS) issued by The Institute of Company Secretaries of India (ICSI); and

(ii) DPE Guidelines **(Not applicable to the Company during the audit period).**

During the period under review and as per the explanations and representations made by the management and subject to the clarifications given to us, the Company has satisfactorily complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

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FCS-1807
C.P.-14984
NOIDA
Company Secretaries

We further report that:

- The Board of Directors of the Company consists of Executive Director, Non-Executive Directors including Woman Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Decisions were carried unanimously during the period under review.
- Adequate notice is given to all Directors to schedule the Board Meetings, including Committees thereof, along with agenda and detailed notes on agenda were generally sent at least seven days in advance, for meetings, other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period i.e., Financial Year 2021-22;

i. Company has raised total fund of Rs. 510.00 crore in the financial year 2021-22 through issuance of listed NCDs, as per details given below:

Non-Convertible Debentures (NCDs) Series	ISIN	Tenor/Period	Annual Coupon Rate	Amount (Rs. in Crore)	Date of Allotment	Redemption Date
Series VII	INE163N08180	3 Year	6.63 %	510.00	09.07.2021	09.07.2024
Total				510.00		

ii. The Company has redeemed the following listed NCDs during the financial year 2021-22:

Non-Convertible Debentures (NCDs) Series	ISIN	Tenor/Period	Amount (Rs. in Crore)	Date of Allotment	Redemption Date
8.60% ONGC Petro additions Ltd. Series I 2022	INE163N08065	3 Year 3 months	335.00	11.12.2018	11.03.2022
Total			335.00		

iii. The Company has issued the following Commercial Papers during the financial year 2021-22:

Sl. No.	ISIN	Issue Date	Maturity Date	Amount (Rs. in Crore)	Discount Rate	Credit Rating
1	INE163N14162	25.05.2021	23.08.2021	400	3.65%	A1+
2	INE163N14170	07.06.2021	06.09.2021	300	3.62%	A1+
3	INE163N14188	09.09.2021	08.12.2021	400	3.52%	A1+
4	INE163N14196	07.10.2021	05.01.2022	400	3.72%	A1+

Kumar Naresh Sinha & Associates
FCS-1807
C.P.-14984
NOIDA
Company Secretaries

Sl. No.	ISIN	Issue Date	Maturity Date	Amount (Rs. in Crore)	Discount Rate	Credit Rating
5	INE163N14204	29.11.2021	28.02.2022	200	3.90%	A1+
6	INE163N14212	20.01.2022	20.04.2022	400	3.89%	A1+
7	INE163N14220	22.02.2022	23.05.2022	200	4.05%	A1+

iv. Details of Compulsorily Convertible Debentures (CCDs) as on 31.03.2022, issued by the Company are as under:

Type of Loan	Annual Coupon Rate (% p.a.)	Principal Outstanding (Rs. in Crore)	Date of Extension	Mandatory Put Option Date	Date of Conversion
CCDs-I	6.73 payable semi-annual	5,615	02.12.2020	02.06.2022	01.07.2022
CCDs-II	5.58 payable semi-annual	1,671	15.10.2021	18.04.2023	18.05.2023
CCDs-III	6.43 payable semi-annual	492	01.03.2021	29.08.2022	28.09.2022
	Total	**7,778**			

v. Conversion timelines of Compulsorily Convertible Debentures (CCDs-II) for Rs. 1,671 crore with mandatory put option dated 15.10.2021 have been modified, which was due for conversion on 18th November, 2021, for an additional period of up to 18 (eighteen) months i.e. the term/tenure of the Debentures stands modified to 72 (Seventy two) months from the deemed date of allotment and conversion date would be the date falling on 18th May, 2023 (if not converted earlier in accordance with the terms of the Debenture Trust Deed and the Option Agreement).

vi. Warrants:

(i) During the year exercise period of the Warrant of Rs. 1,922 crores have been extended from 72 months to 90 months from the date of allotment of Warrants i.e., from 25.08.2015 and date of exercise of Warrant is on or before 24.02.2023.

(ii) During the year exercise period of the Warrant of Rs. 636 crores have been extended from 36 months to 54 months from the date of allotment of Warrants i.e., from 13.12.2018 and date of exercise of Warrant is on or before 12.06.2023.

Date: July 6, 2022
Place: Noida

For Kumar Naresh Sinha & Associates
Company Secretaries

Kumar Naresh Sinha & Associates Company Secretaries FCS-1807 C.P.-14984 NOIDA

Naresh Kumar Sinha
(Proprietor)
FCS No.: 1807; CP No.: 14984
PR: 610/2019
UDIN: F001807D000578218

Note: This report is to be read with our letter of even date which is annexed as ***Annexure-A*** *and forms an integral part of this report.*

KUMAR NARESH SINHA & ASSOCIATES
Company Secretaries

121, Vinayak Apartment
Plot No.: C-58/19, Sector-62
Noida-201309 (U.P)
Mobile: 9868282032, 9810184269
Email: kumarnareshsinha@gmail.com

Annexure-A

To,
The Members,
ONGC Petro additions Limited
CIN: U23209GJ2006PLC060282
4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited,
R.C. Dutt Road, Alkapuri,
Vadodara – 390007, Gujarat

Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our finding/audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. We have relied upon the Reports of Statutory Auditors regarding compliance of Companies Act, 2013 and Rules made thereunder relating to maintenance of Books of Accounts, papers, and financial statement of the relevant financial year, which give a true and fair view of the state of the affairs of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis, which satisfies the compliances of applicable.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: July 6, 2022
Place: Noida

Kumar Naresh Sinha & Associates
FCS-1807
C.P.-14984
NOIDA
Company Secretaries

For, Kumar Naresh Sinha & Associates
Company Secretaries

Naresh Kumar Sinha
(Proprietor)
FCS No.: 1807; CP No.: 14984
PR: 610/2019
UDIN: F001807D000578218

Annexure-III

CORPORATE GOVERNANCE REPORT

1. Corporate Governance

Corporate Governance, the buzzword in today's business environment is a combination of legal practices, ethics, best management practices, wealth creation management and foresight. ONGC Petro additions Limited (OPaL) implements all these in an encouraging environment. To realize Company's Vision "to be a world class petrochemical Company with dominant Indian presence and a preferred choice of customers in terms of quality and value". Our Code of Conduct, Ethics, Compliance, Sustainability Initiatives and CSR Activities help us to attain our Mission. Your Company (OPaL) stress on total transparency, truthfulness and righteousness which constitute the key elements of Corporate Governance. The Company believes in practicing good Corporate Governance and endeavours to improve on these aspects on an on-going basis.

The Corporate Governance mechanism cast upon the Board of Directors and the Audit Committee, onerous responsibilities to improve the Company's operating and financial efficiencies. Risk management and the internal control process are focus areas that continue to meet the progressive governance standards.

2. Shareholders

The Corporate Governance framework in your Company protects and facilitate the exercise of shareholders' rights'. Shareholders i.e. Oil and Natural Gas Corporation Limited (ONGC), Gujarat State Petroleum Corporation Limited (GSPC), GAIL (India) Limited (GAIL) and individual shareholders are the providers of risk capital and as such they need to be able to protect their investment by ensuring that a competent Board is in place to manage the Company and to ensure that effective strategies are in place for the Company's overall corporate performance and long-term sustainability. Accordingly, OPaL has ensured this by effective functioning of Board and Management.

2.1 Shareholding Pattern

Shareholding pattern of ONGC Petro additions Limited (OPaL) as on 31st March, 2022 and up to date of this report is given below:

Sl. No.	Name of Shareholders/Member	Number of Equity Shares held @ Rs. 10/- each	% of Shares held
1.	Oil and Natural Gas Corporation Limited	99,79,80,632	49.36 %
2.	GAIL (India) Limited	99,49,45,000	49.21 %
3.	Gujarat State Petroleum Corporation Limited	2,90,04,033	1.43 %
4.	Others (Individuals)	6	0.00 %
	Total	**202,19,29,671**	**100 %**

There is no change in Corporate shareholding pattern and individual shareholding pattern of ONGC Petro additions Limited during financial year 2021-22 and up to date of this report.

Shri Ratnesh Kumar appointed as Managing Director of the Company with effect from 1st July, 2022 who holds one (1) share with effect from 8th June, 2020 prior to becoming Managing Director of the Company.

Further, no Directors in OPaL holds any equity shares except Shri Ratnesh Kumar during financial year 2021-22 and up to date of this report.

3. Board of Directors

The Board is entrusted with reviewing and approving the Management's strategic plan & business objectives and monitoring the Company's strategic direction. Among its many roles, a Board of Directors is responsible for establishing accountability for Company management and assuring reasonable internal controls through independent third-party reviews of the Company. A qualified Board of Directors is able to balance the need to let management formulate business plans, enter into transactions and contracts on behalf of the Company, and make relevant decisions.

The Board of Directors is the apex body constituted by shareholders, for overseeing the Company's overall functioning. It provides strategic direction, leadership and guidance to the Company's management as also monitors the performance of the Company with the objective of creating long-term value for the Company's stakeholders.

Effective leadership and governance of the Board allows the Directors to focus on the crucial strategic, financial and operational issues, to make informed decisions and be comfortable to challenge any uncertainties, as well as ensuring a transparent approach in communicating with shareholders.

The Chairperson's principal responsibility is for the effective running of the Board by acting as the leader of the Board and by presiding over the meetings of the Board and the Shareholders. He is entrusted with overseeing overall conduct of the Board and ensuring that it adheres to the statutory requirements and best governance practices in letter and spirit.

3.1 Classification of the Board

Category	Number of Directors	% to Total Number of Directors
Executive Directors (Managing Director)	1	10 %
Independent Directors	3	30 %
Non-Executive Directors (including the Chairperson and a Woman Director)	6	60 %
Total	**10**	**100 %**

3.2 Composition of the Board as on 31st March, 2022

As on 31st March, 2022 the composition of the Board of OPaL is in conformity with Section 149 of the Companies Act, 2013 and rules made there under. The following were the members of the Board as on 31st March, 2022:

Sl. No.	Name of Directors	Designation	Category
1	Dr. Alka Mittal	Chairperson	Non-Executive
2.	Shri Avinash Kumar Verma	Managing Director	Executive
3.	Shri Om Prakash Singh	Director	Non-Executive
4.	Shri Pankaj Kumar	Director	Non-Executive
5.	Shri Rajiv	Director	Independent & Non-Executive
6.	Shri Aloke Kumar Banerjee	Director	Independent & Non-Executive
7.	Shri Ramaswamy Jagannathan	Director	Independent & Non-Executive
8.	Shri Ashu Shinghal	Director	Non-Executive
9.	Shri Rajeev Kumar Singhal	Director	Non-Executive
10.	Ms. Sushma Rawat	Woman Director	Non-Executive

Managing Director is responsible for the day to day affairs or operations of the Company. Out of the nine (9) Non-Executive Directors, three (3) are Independent Directors. The Independent Directors have further stated that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective, independent, judgment and without any external influence. The Composition of Board is well diversified and combination of Executive Director, Non-Executive Director and Woman Director.

3.3 Composition of the Board of Directors

Composition of Board of Directors of the Company during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Name of Directors	Designation	Date of Appointment	Date of Cessation
1.	Shri Subhash Kumar [1]	Chairman	06/02/2018	01/01/2022
2.	Shri Rajesh Kakkar	Director	24/03/2018	01/05/2021
3.	Shri Manoj R. Meshram	Director	07/08/2018	02/07/2021
4.	Shri Avinash Kumar Verma	Managing Director	15/04/2019	15/04/2022
5.	Shri Rajiv	Independent Director	18/04/2019	Continue
6.	Shri Aloke Kumar Banerjee	Independent Director	07/05/2019	Continue
7.	Ms. Rekha Misra	Woman Director	16/03/2020	29/09/2021
8.	Shri Ashu Shinghal	Director	01/07/2020	Continue
9.	Shri Ramaswamy Jagannathan	Independent Director	12/05/2021	Continue
10.	Shri Om Prakash Singh	Director	29/05/2021	15/07/2022
11.	Shri Anurag Sharma	Director	29/05/2021	05/10/2021
12.	Shri Rajeev Kumar Singhal	Director	07/07/2021	15/07/2022
13.	Shri Pankaj Kumar	Director	05/10/2021	Continue
14.	Ms. Sushma Rawat	Woman Director	14/10/2021	06/05/2022
15.	Dr. Alka Mittal [2]	Chairperson	11/01/2022	Continue
16.	Shri Ratnesh Kumar	Managing Director	01/07/2022	Continue
17.	Ms. Pomila Jaspal	Director	15/07/2022	Continue
18.	Shri Kamal Tandon	Director	15/07/2022	Continue

Note:

1. *Shri Subhash Kumar appointed as Director of the Company with effect from 6th February, 2018. Further he appointed as the Chairman of the Company for the period from 1st April, 2021 to 31st December, 2021.*
2. *Dr. Alka Mittal appointed as Director & Chairperson of the Company with effect from 11th January, 2022.*

4. Board/Committees Meetings and Procedures

4.1 Board meetings are characterised by high attendance, active participation either in person or by video conference and constructive & open discussions.

4.2 The schedule of the Board meetings and Board Committee meetings is communicated in advance to the Directors/Members to enable them to attend the meetings. Board meeting dates are decided in consultation with the Board members.

4.3 Information is provided to the Board Members on a continuous basis for their review, inputs and approval from time to time.

4.4 Quarterly financial statements and annual financial statements are first presented to the Audit Committee and subsequently to the Board for their review and approval.

4.5 The Board meeting agenda is set by the Chairperson in consultation with the Managing Director, Chief Finance Officer and the Company Secretary & Compliance Officer. Board/Committee meeting agenda as well as accompanying papers are distributed to the Directors/Committee members well in advance of each meeting and each Director/Committee member may request adding items to the agenda.

4.6 OPaL has automated the process of paperless Board meeting and bring the OPaL Board in to the Digital era. Soft copy of agenda is now available on Board Portal where all members of the Board and members of the Board Committees can directly access relevant information/documents related to board meeting and Board's Committees meeting through Login ID and password which is fully secured.

4.7 Video-conferencing facilities are also used to facilitate Directors at other locations to participate in Board/Committee meetings as per Secretarial Standards.

4.8 The Minutes of Board/Committee meetings record the matters deliberated and decisions reached in sufficient detail, and reflect any concerns raised or any dissent expressed. All discussions of the Board/Committees and their record are subject to confidentiality unless there is a specific decision or legal requirement to make disclosure. Draft as well as approved final minutes are circulated to all Board/Committee members for their comment/records within a reasonable time after the meeting is held as per Secretarial Standard on meeting of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India (ICSI).

4.9 Approved Minutes Book of the Board/Committee meetings are kept in safe custody by the Company Secretary & Compliance Officer and are open for inspection by the respective Board/Committee members.

4.10 President-OPaL, Chief Finance Officer, Department Head and other senior officials of the Company are invited to attend Board and Committee meetings, for providing clarification on the relevant subjects from time to time and to enhance the Board's understanding of any business proposals.

4.11 The Board ensures that Directors, especially Non-executive Directors, are provided with sufficient resources in the furtherance of their duties as Board/Committee members, including access to independent professional advice, if necessary.

4.12 Directors who have material interests in a transaction, arrangement or contract or a proposed transaction, arrangement or contract to be discussed abstain from the meeting.

4.13 The guidelines for Board/Committee meetings facilitate an effective post meeting follow-up, review and reporting process for decisions taken by the Board and Committees thereof.

4.14 Important decisions taken at Board/Committee meetings are communicated promptly to the concerned departments/divisions. Action taken report on decisions/minutes of the previous meeting(s) is placed at the succeeding meeting of the Board/Committees for noting.

4.15 Matters such as appointment of Directors and Key Managerial Personnel, Action Taken Report (ATR), review of internal and statutory audits, details of investor grievances, legal compliance report, important managerial decisions and legal/statutory matters are first presented to the respective Committees of the Board of OPaL and later with the recommendation of Committees to the Board for their approval as may be required.

5. Board Meetings

The Company uses the facility of Video Conferencing ('VC'), permitted under Section 173(2) of the Companies Act, 2013 and read together with Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014, thereby saving resources and cost to the Company as well as the valued time of the Directors. Due to the exceptional circumstances caused by the post effect of COVID-19 pandemic and consequent relaxations granted by Ministry of Corporate Affairs (MCA) and SEBI, all Board meetings in financial year 2021-22 were held through Video Conferencing. Accordingly, eight (8) Board meetings were held during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and the maximum time gap between any two consecutive Board Meetings was less than one hundred and twenty (120) days.

The agenda papers for the Board and Committee meetings are disseminated digitally by uploading them on a secured online application, thereby limiting circulation of printed agenda papers.

The following table illustrates the dates of the Board meetings and other relevant details are as follows:

Sl. No.	Serial Number of Board Meeting	Date of Board Meeting	Venue and Mode of Board Meeting i.e. Video Conferencing (VC)/Other Audio-Visual Means (OAVM)
1.	90th	12-05-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing

Sl. No.	Serial Number of Board Meeting	Date of Board Meeting	Venue and Mode of Board Meeting i.e. Video Conferencing (VC)/Other Audio-Visual Means (OAVM)
2.	91st	21-06-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
3.	92nd	30-07-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
4.	93rd	02-09-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
5.	94th	23-10-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
6.	95th	29-12-2021	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
7.	96th	01-02-2022	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing
8.	97th	29-03-2022	Board Room of ONGC, 5th Floor, Deendayal Urja Bhawan, 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070 through Video Conferencing

The quorum for the meeting of the Board of Directors is one-third of the Board of Directors or three Directors, whichever is higher, including at least one Independent Directors and during the financial year 2021-22, the requisite quorum was present throughout the meeting for all the aforesaid Board Meetings.

6. Attendance in Board Meetings

The following table, illustrates the Director's attendance at Board Meetings held during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 including names and category of Directorships.

Sl. No.	Name of Directors and Director Identification Number (DIN)	Category	Number of Meetings Held During the Tenure	Number of Meetings Attended During the Tenure
1.	Shri Subhash Kumar [1] (DIN : 07905656)	Chairman & Non-Executive Director	6	6
2.	Shri Rajesh Kakkar [2] (DIN : 08029135)	Non-Executive Director	0	0
3.	Shri Manoj R. Meshram [3] (DIN : 08195079)	Non-Executive Director	2	2
4.	Shri Avinash Kumar Verma [4] (DIN : 06990114)	Managing Director	8	8
5.	Shri Rajiv (DIN : 08256137)	Independent & Non-Executive Director	8	8

Sl. No.	Name of Directors and Director Identification Number (DIN)	Category	Number of Meetings Held During the Tenure	Number of Meetings Attended During the Tenure
6.	Shri Aloke Kumar Banerjee (DIN : 05287459)	Independent & Non-Executive Director	8	8
7.	Ms. Rekha Misra [5] (DIN : 08725208)	Woman & Non-Executive Director	4	3
8.	Shri Ashu Shinghal (DIN : 08268176)	Non-Executive Director	8	8
9.	Shri Ramaswamy Jagannathan [6] (DIN : 06627920)	Independent & Non-Executive Director	7	7
10.	Shri Om Prakash Singh [7] (DIN : 08704968)	Non-Executive Director	7	6
11.	Shri Anurag Sharma [8] (DIN : 08050719)	Non-Executive Director	3	3
12.	Shri Rajeev Kumar Singhal [9] (DIN : 09230386)	Non-Executive Director	6	6
13.	Shri Pankaj Kumar [10] (DIN : 09252235)	Non-Executive Director	4	4
14.	Ms. Sushma Rawat [11] (DIN : 09361428)	Woman & Non-Executive Director	4	3
15.	Dr. Alka Mittal [12] (DIN : 07272207)	Chairperson & Non-Executive Director	2	2

Note:

1. *Shri Subhash Kumar ceased to be the Chairman and Director of OPaL Board with effect from 1st January, 2022.*
2. *Shri Rajesh Kakkar ceased to be Director of OPaL Board with effect from 1st May, 2021.*
3. *Shri Manoj R. Meshram ceased to be Director of OPaL Board with effect from 2nd July, 2021.*
4. *Shri Avinash Kumar Verma ceased to be Managing Director of OPaL Board with effect from 15th April, 2022.*
5. *Ms. Rekha Misra ceased to be Director of OPaL Board with effect from 29th September, 2021.*
6. *Shri Ramaswamy Jagannathan appointed as an Independent Director of OPaL Board with effect from 12th May, 2021.*
7. *Shri Om Prakash Singh appointed as Director of OPaL Board with effect from 29th May, 2021. Further he ceased to be Director on the Board of OPaL with effect from 15th July, 2022.*
8. *Shri Anurag Sharma appointed as Director of OPaL Board with effect from 29th May, 2021. Further he ceased to be Director on the Board of OPaL with effect from 5th October, 2021.*
9. *Shri Rajeev Kumar Singhal appointed as Director of OPaL Board with effect from 7th July, 2021. Further he ceased to be Director on the Board of OPaL with effect from 15th July, 2022.*
10. *Shri Pankaj Kumar appointed as Director of OPaL Board with effect from 5th October, 2021.*
11. *Ms. Sushma Rawat appointed as Director of OPaL Board with effect from 14th October, 2021. Further she ceased to be Director on the Board of OPaL with effect from 6th May, 2022.*
12. *Dr. Alka Mittal appointed as the Chairperson and Director of OPaL Board with effect from 11th January, 2022.*

7. Board Committees

Company's Board holds a fiduciary position, empowered to ensure that all the actions and decisions are aligned with the best interests of its stakeholders. It exercises independent judgment and plays a vital role in the oversight of the Company's affairs.

Board of ONGC Petro additions Limited has constituted various Board Committees to discharge its obligations effectively on the crucial strategic, financial and operational issues of the Company. In OPaL there are 7 (seven) Committees of the Board during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report namely, (i) Audit Committee; (ii) Nomination and Remuneration Committee; (iii)

Risk Management Committee; (iv) Marketing and Operation Review Committee; (v) Corporate Social Responsibility Committee; (vi) Security Allotment Committee; and (vii) Stakeholder Relationship Committee. In each such Committee Independent Director is also one of the members during the financial year 2021-22. Each of the Committees has a clearly laid down charter and is entrusted with discharging its duties, roles and responsibilities. Normally, all Committees meet regularly on need basis during the year.

The Board committees are set up to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. All decisions and recommendations of the Committees are placed before the Board for information, noting, ratification and approval as the case may be. The Chairman of the respective Committee(s) briefs the Board about the summary of the discussions held in the Committee Meetings. The approved minutes are circulated to the members of the Committee and also to the concerned department/Head of Department (HOD) for implementation of the decision. The minutes of the Committees are further placed in the next Committee meeting for noting of the members and in Board meeting for information. Action Taken Report requiring action taken to be reported back to the Committee(s) is also put up to the Committee on regular basis.

During the financial year 2021-22, all recommendations of the Committees of the Board which were mandatorily required have been generally accepted by the Board. The terms of reference of the Committees are in line with the provisions of the applicable Listing Regulations, Companies Act, 2013 and the Rules made thereunder.

The Board or its Committees also take decision by circular resolutions in case of business exigency or urgency. During the financial year 2021-22 there were seven Board agenda items approved or passed through resolution by circulation and thereafter noted in Board meeting.

Shri Subodh Prasad Pankaj, Company Secretary & Compliance Officer of the Company acts as a Coordinator & Secretary to all the Committees of the Board. The details pertaining to each of the Committees is given as under:

(i) Audit Committee

Terms of reference of the Committee

As per Section 177 of the Companies Act, 2013, Audit Committee shall have power in respect of the following matters namely:

(i) to investigate any activity within its terms of reference;

(ii) to seek information from any employee;

(iii) to obtain outside legal or other professional advice; and

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

The role of Audit Committee is to monitor the Management's financial reporting process and ensure that the disclosures are not only accurate and timely, but follow the highest levels of transparency, integrity and quality of financial reporting. All possible measures are taken by the Committee to ensure the objectivity and independence of the auditor.

Composition and Meetings

Composition of the Audit Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Aloke Kumar Banerjee [1]	Independent & Non-Executive Director	Chairman
2.	Shri Subhash Kumar [2]	Non-Executive Director	Member
3.	Shri Rajiv	Independent & Non-Executive Director	Member
4.	Shri Ashu Shinghal	Non-Executive Director	Member
5.	Shri Ramaswamy Jagannathan [3]	Independent & Non-Executive Director	Member

Note:

1. *Shri Aloke Kumar Banerjee appointed as a Member of the Audit Committee with effect from 7th May, 2019. After cessation of Shri S. Balachandran as Chairman of the Audit Committee with effect from 1st April, 2021, Shri Aloke Kumar Banerjee appointed as Chairman of the Audit Committee with effect from 24th April, 2021.*
2. *Shri Subhash Kumar appointed as a Member of Audit Committee with effect from 24th March, 2018. Further Shri Subhash Kumar appointed as Chairman of the Company with effect from 1st April, 2021. Thereafter he ceased to be a Member of Audit Committee with effect from 24th April, 2021.*
3. *Shri Ramaswamy Jagannathan appointed as an Independent Director of OPaL Board with effect from 12th May, 2021 and a Member of the Audit Committee with effect from 28th December, 2021.*

All the above members have adequate knowledge and vast experience in the field of Finance, Accounting, Audit, Budget and Taxation. Further, Shri Avinash Kumar Verma-Managing Director and Chief Finance Officer (CFO) are special invitees to the Audit Committee. As and when required the Audit Committee invites such of the executives as it considers appropriate such as representatives of the statutory auditors and internal auditors, to be present at its meetings.

Late Shri Pradosh Kumar Basu the then CFO-OPaL was special invitee to Audit Committee from 6th February, 2018 to 13th April, 2021. Thereafter due to sudden and untimely demise of Shri Pradosh Kumar Basu from COVID-19 on 14th April, 2021, Shri Rajendra Parakh, AVP (Finance) being the next senior most officer in Finance Department appointed to officiate as CFO-OPaL with effect from 14th April, 2021 till new incumbent joins OPaL. Thereafter, Shri Pankaj Wadhwa has been appointed as Chief Finance Officer (CFO) of the Company with effect from 2nd August, 2021. Therefore, Shri Rajendra Parakh was special invitee to Audit Committee from 14th April, 2021 to 1st August, 2021. Thereafter, Shri Pankaj Wadhwa is special invitee to Audit Committee with effect from 2nd August, 2021 i.e. the date of his joining.

As per Section 177(2) of the Companies Act, 2013, the Audit Committee satisfies the criteria of a minimum of three Directors with independent Directors forming a majority. The previous Annual General Meeting (15th AGM) of the Company held on 29th September, 2021 and was attended by the Chairman of the Audit Committee i.e. Shri Aloke Kumar Banerjee.

Shri Subhash Kumar appointed as a Director of the Company with effect from 6th February, 2018 and a Member of the Audit Committee with effect from 24th March, 2018. Further Shri Subhash Kumar appointed as Chairman of the Company with effect from 1st April, 2021 to 31st December, 2021. Thereafter he ceased to be a Member of Audit Committee with effect from 24th April, 2021. He served to Audit Committee for more than 3 years. The Audit Committee places on record the excellent guidance, support and rich contribution received from Shri Subhash Kumar as a Member of the Audit Committee for such period.

Audit Committee met eight times during the financial year 2021-22. These meetings were held on 11th May, 2021, 5th June, 2021, 29th July, 2021, 18th October, 2021, 23rd October, 2021, 14th December, 2021, 31st January, 2022 and 2nd March, 2022.

(ii) Nomination & Remuneration Committee

Terms of reference of the Committee

The terms of reference of Nomination & Remuneration Committee (NRC) are in accordance with the requirements of the Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee determines and recommends to the Board the appointment and compensation payable to Directors, Key Managerial Personnel (KMP), Functional Head, Vice President & above level positions. All Board level compensation is approved by the shareholders.

Composition and Meetings

Composition of the Nomination & Remuneration Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Rajiv	Independent & Non-Executive Director	Chairman
2.	Shri Aloke Kumar Banerjee	Independent & Non-Executive Director	Member
3.	Shri Subhash Kumar [1]	Non-Executive Director	Member
4.	Shri Ashu Shinghal	Non-Executive Director	Member
5.	Shri Pankaj Kumar [2]	Non-Executive Director	Member

Note:

1. *Shri Subhash Kumar appointed as a Member of Nomination & Remuneration Committee with effect from 11th September, 2019. Further Shri Subhash Kumar appointed as Chairman of the Company with effect from 1st April, 2021. Thereafter, he ceased to be a Member of Nomination & Remuneration Committee with effect from 24th April, 2021.*
2. *Shri Pankaj Kumar appointed as a Director of OPaL Board with effect from 5th October, 2021 and a Member of the Nomination & Remuneration Committee with effect from 28th December, 2021.*

During the financial year 2021-22 Shri Avinash Kumar Verma, Managing Director was a special invitee to the Nomination and Remuneration Committee.

Nomination and Remuneration Committee met six times during the financial year 2021-22. These meetings were held on 11th May, 2021, 15th June, 2021, 28th July, 2021, 18th October, 2021, 15th December, 2021 and 17th January, 2022.

(iii) Risk Management Committee

Terms of reference of the Committee

The Risk Management Committee of the Company is constituted in line with the provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. Major risk identified by the businesses and functions are systematically addressed through mitigation actions on a continuing basis.

Composition and Meetings

The composition of the Risk Management Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Rajesh Kakkar [1]	Non-Executive Director	Chairman
2.	Shri Avinash Kumar Verma [2]	Managing Director	Member
3.	Shri Manoj R. Meshram [3]	Non-Executive Director	Member
4.	Ms. Rekha Misra [4]	Non-Executive Director	Member
5.	Shri Manoj Kumar Srivastava [5]	President-OPaL	Member
6.	Late Shri Pradosh Kumar Basu [6]	Chief Finance Officer (CFO)	Member
7.	Shri Pankaj Kumar [7]	Non-Executive Director	Chairman
8.	Shri Ramaswamy Jagannathan [8]	Independent & Non-Executive Director	Member
9.	Shri Rajeev Kumar Singhal [9]	Non-Executive Director	Member
10.	Shri Pankaj Wadhwa [10]	Chief Finance Officer (CFO)	Member

Note:

1. *Shri Rajesh Kakkar ceased to be the Chairman of Risk Management Committee with effect from 1st May. 2021 due to cessation as a Director of the Company with effect from 1st May. 2021.*
2. *Shri Avinash Kumar Verma ceased to be a Member of Risk Management Committee with effect from 15th April, 2022 due to cessation as the Managing Director of the Company with effect from 15th April, 2022.*
3. *Shri Manoj R. Meshram ceased to be a Member of Risk Management Committee with effect from 2nd July, 2021 due to cessation as a Director of the Company with effect from 2nd July, 2021.*
4. *Ms. Rekha Misra ceased to be a Member of Risk Management Committee with effect from 29th September, 2021 due to cessation as a Director of the Company with effect from 29th September, 2021.*
5. *Shri Manoj Kumar Srivastava, President-OPaL appointed as a Member of the Risk Management Committee with effect from 11th September, 2019. Further he ceased to be a Member of Risk Management Committee with effect from 2nd July, 2022.*
6. *Late Shri Pradosh Kumar Basu ceased to be a Member of Risk Management Committee with effect from 14th April, 2021.*
7. *Shri Pankaj Kumar appointed as a Director of OPaL Board with effect from 5th October, 2021 and the Chairman of Risk Management Committee with effect from 28th December, 2021.*
8. *Shri Ramaswamy Jagannathan appointed as an Independent Director of OPaL Board with effect from 12th May, 2021 and a Member of the Risk Management Committee with effect from 28th December, 2021.*
9. *Shri Rajeev Kumar Singhal appointed as a Director of OPaL Board with effect from 7th July, 2021 and a Member of Risk Management Committee with effect from 28th December, 2021. Further he ceased to be a Member of Risk Management Committee with effect from 15th July, 2022 due to cessation as a Director of the Company with effect from 15th July, 2022.*
10. *Shri Pankaj Wadhwa appointed as Chief Finance Officer (CFO) of the Company with effect from 2nd August, 2021 and a Member of Risk Management Committee with effect from 28th December, 2021.*

Risk Management Committee met one time during the financial year 2021-22. The meeting was held on 15th March, 2022.

(iv) Security Allotment Committee

Terms of reference of the Committee

Initially the name of the Committee was Share Allotment Committee. Thereafter Committee renamed as Security Allotment Committee (SAC) with effect from 29th September, 2020 from Share Allotment Committee. The Role of Security Allotment Committee is to deal with the issue and allotment of Securities in the Company.

Composition and Meetings

Composition of the Security Allotment Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Aloke Kumar Banerjee [1]	Independent & Non-Executive Director	Chairman
2.	Shri Avinash Kumar Verma [2]	Managing Director	Member
3.	Ms. Rekha Misra [3]	Non-Executive Director	Member
4.	Shri Ashu Shinghal	Non-Executive Director	Member

Note:

1. *Shri Aloke Kumar Banerjee appointed as a Member of the Security Allotment Committee with effect from 7th April, 2020. Further he appointed as Chairman of the Security Allotment Committee with effect from 29th September, 2020.*
2. *Shri Avinash Kumar Verma ceased to be a Member of Security Allotment Committee with effect from 15th April, 2022 due to cessation as the Managing Director of the Company with effect from 15th April, 2022.*
3. *Ms. Rekha Misra ceased to be a Member of Security Allotment Committee with effect from 29th September, 2021 due to cessation as a Director of the Company with effect from 29th September, 2021.*

There was no meeting of Security Allotment Committee during the financial year 2021-22.

(v) Corporate Social Responsibility Committee

Terms of reference of the Committee

The Corporate Social Responsibility Committee of the Board was constituted as per provisions of Section 135 of the Companies Act, 2013 and rules made thereunder to deal with various CSR activities.

Composition and Meetings

Composition of the Corporate Social Responsibility Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Aloke Kumar Banerjee	Independent & Non-Executive Director	Chairman
2.	Shri Avinash Kumar Verma [1]	Managing Director	Member
3.	Shri Rajesh Kakkar [2]	Non-Executive Director	Member
4.	Shri Rajiv	Independent & Non-Executive Director	Member
5.	Ms. Sushma Rawat [3]	Non-Executive Director	Member

Note:

1. *Shri Avinash Kumar Verma ceased to be a Member of Corporate Social Responsibility Committee with effect from 15th April, 2022 due to cessation as the Managing Director of the Company with effect from 15th April, 2022.*
2. *Shri Rajesh Kakkar ceased to be a Member of Corporate Social Responsibility Committee with effect from 1st May. 2021 due to cessation as a Director of the Company with effect from 1st May. 2021.*

3. *Ms. Sushma Rawat appointed as a Director of OPaL Board with effect from 14th October, 2021 and a Member of Corporate Social Responsibility Committee with effect from 28th December, 2021. Further she ceased to be a Member of Corporate Social Responsibility Committee with effect from 6th May, 2022 due to cessation as a Director of the Company with effect from 6th May, 2022.*

Corporate Social Responsibility Committee met one time during the financial year 2021-22. The meeting was held on 15th March, 2022.

(vi) Marketing and Operation Review Committee

Terms of reference of the Committee

Marketing and Operation Review Committee of the Board has been constituted with a view to review and recommend to the Board various Marketing matters/Marketing plan/Marketing strategy and Operation of the Company.

Composition and Meetings

Composition of the Marketing and Operation Review Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Subhash Kumar [1]	Non-Executive Director	Chairman
2.	Shri Avinash Kumar Verma [2]	Manging Director	Member
3.	Shri Rajesh Kakkar [3]	Non-Executive Director	Chairman
4.	Shri Manoj R. Meshram [4]	Non-Executive Director	Member
5.	Shri Pankaj Kumar [5]	Non-Executive Director	Chairman
6.	Shri Ashu Shinghal [6]	Non-Executive Director	Member
7.	Shri Ramaswamy Jagannathan [7]	Independent & Non-Executive Director	Member

Note:

1. *Shri Subhash Kumar appointed as Chairman of the Company with effect from 1st April, 2021. Thereafter he ceased to be a Chairman of Marketing and Operation Review Committee with effect from 24th April, 2021.*
2. *Shri Avinash Kumar Verma ceased to be a Member of Marketing and Operation Review Committee with effect from 15th April, 2022 due to cessation as the Managing Director of the Company with effect from 15th April, 2022*
3. *Shri Rajesh Kakkar appointed as Chairman of the Marketing and Operation Review Committee with effect from 24th April, 2021. Further he ceased to be Chairman of Marketing and Operation Review Committee with effect from 1st May, 2021 due to cessation as a Director of the Company with effect from 1st May, 2021.*
4. *Shri Manoj R. Meshram ceased to be a Member of Marketing and Operation Review Committee with effect from 2nd July, 2021 due to cessation as a Director of the Company with effect from 2nd July, 2021.*
5. *Shri Pankaj Kumar appointed as a Director of OPaL Board with effect from 5th October, 2021 and the Chairman of Marketing and Operation Review Committee with effect from 5th October, 2021.*
6. *Shri Ashu Shinghal appointed as a Director of OPaL Board with effect from 1st July, 2020 and a Member of Marketing and Operation Review Committee with effect from 5th October, 2021.*
7. *Shri Ramaswamy Jagannathan appointed as an Independent Director of OPaL Board with effect from 12th May, 2021 and a Member of the Marketing and Operation Review Committee with effect from 28th December, 2021.*

Marketing and Operation Review Committee met four times during the financial year 2021-22. These meetings were held on 16th October, 2021, 22nd December, 2021, 24th January, 2022 and 22nd March, 2022.

(vii) Stakeholders Relationship Committee

Terms of reference of the Committee

Stakeholders Relationship Committee (SRC) functions in accordance with the requirements of the Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations.

Stakeholders Relationship Committee of the Board of ONGC Petro additions Limited has been constituted with effect from 28th December, 2021 in the 95th Board meeting held on 29th December, 2021 with a view to specifically look into various aspect of interest of stakeholders, debenture holders and other security holders.

The Stakeholders Relationship Committee considers and resolve the grievances of security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, statutory notices by the Shareholders of the Company and Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification/amendment or modification as may be applicable. It also review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

Composition and Meetings

Composition of the Stakeholders Relationship Committee during the financial year 2021-22 i.e. from 1st April, 2021 to 31st March, 2022 and up to date of this report is as follows:

Sl. No.	Members of the Committee	Category	Position in the Committee
1.	Shri Ramaswamy Jagannathan [1]	Independent & Non-Executive Director	Chairman
2.	Shri Om Prakash Singh [2]	Non-Executive Director	Member
3.	Ms. Sushma Rawat [3]	Non-Executive Director	Member

Note:

1. *Shri Ramaswamy Jagannathan appointed as an Independent Director of OPaL Board with effect from 12th May, 2021 and as Chairman of the Stakeholders Relationship Committee with effect from 28th December, 2021.*
2. *Shri Om Prakash Singh appointed as a Director of OPaL Board with effect from 29th May, 2021 and a Member of Stakeholders Relationship Committee with effect from 28th December, 2021. Further he ceased to be a Member of Stakeholders Relationship Committee with effect from 15th July, 2022 due to cessation as a Director of the Company with effect from 15th July, 2022.*
3. *Ms. Sushma Rawat appointed as a Director of OPaL Board with effect from 14th October, 2021 and a Member of Stakeholders Relationship Committee with effect from 28th December, 2021. Further she ceased to be a Member of Stakeholders Relationship Committee with effect from 6th May, 2022 due to cessation as a Director of the Company with effect from 6th May, 2022.*

There was no meeting of Security Allotment Committee held during the financial year 2021-22.

8. General Meetings

Venue, date and time of the Annual General Meetings (AGM) held during the preceding three years are as under:

Sl. No.	Year	Serial Number of Meeting	Date of Meeting	Time	Venue and Mode of Meeting	Total Number of Special Resolution(s)
1.	2018-19	13th AGM	30-09-2019	15.00 Hrs.	35, Nutan Bharat Co-operative Housing Society Limited, R. C. Dutt Road, Alkapuri, Vadodara – 390007 (Gujarat)	NIL
2.	2019-20	14th AGM	24-11-2020	15.00 Hrs.	35, Nutan Bharat Co-operative Housing Society Limited, R. C. Dutt Road, Alkapuri, Vadodara – 390007 (Gujarat) through Video Conferencing(VC) / Other Audio Visual Means (OAVM)	One
3.	2020-21	15th AGM	29-09-2021	11.00 Hrs.	35, Nutan Bharat Co-operative Housing Society Limited, R. C. Dutt Road, Alkapuri, Vadodara – 390007 (Gujarat) through Video Conferencing (VC) / Other Audio Visual Means (OAVM)	NIL

Attendance of Directors in the 15th Annual General Meeting of ONGC Petro additions Limited held on 29th September, 2021 is as under:

Sl. No.	Name of Directors	Category	Attendance at the Meeting
1.	Shri Subhash Kumar	Chairman & Non-Executive Director	Yes
2.	Shri Avinash Kumar Verma	Managing Director	Yes
3.	Shri Om Prakash Singh	Non-Executive Director	Yes
4.	Shri Anurag Sharma	Non-Executive Director	Yes
5.	Shri Aloke Kumar Banerjee	Independent & Non-Executive Director	Yes
6.	Shri Rajiv	Independent & Non-Executive Director	Yes
7.	Shri Ramaswamy Jagannathan	Independent & Non-Executive Director	No
8.	Shri Ashu Shinghal	Non-Executive Director	No
9.	Ms. Rekha Misra	Non-Executive Director	No
10.	Shri Rajeev Kumar Singhal	Non-Executive Director	No

During the financial year 2021-22 two Extraordinary General Meetings (EGM) of the Company was held and the details are as under:-

Sl. No.	Serial Number of Meeting	Date of Extraordinary General Meeting	Time	Venue and Mode of Meeting
1.	16th EGM	13-07-2021	15.00 Hrs.	35, Nutan Bharat Co-operative Housing Society Limited, R. C. Dutt Road, Alkapuri, Vadodara – 390007 (Gujarat) through Video Conferencing (VC)/Other Audio Visual Means (OAVM)
2.	17th EGM	06-12-2021	11.30 A.M.	35, Nutan Bharat Co-operative Housing Society Limited, R. C. Dutt Road, Alkapuri, Vadodara – 390007 (Gujarat) through Video Conferencing (VC)/Other Audio Visual Means (OAVM)

Attendance of Directors in 16th Extraordinary General Meeting of the Company held on 13th July, 2021 and 17th Extraordinary General Meeting of the Company held on 6th December, 2021 are as under:

Sl. No.	Name of Directors	Category	Attendance at 16th EGM	Attendance at 17th EGM
1.	Shri Subhash Kumar	Chairman & Non-Executive Director	No	No
2.	Shri Avinash Kumar Verma	Managing Director	Yes	Yes
3.	Shri Om Prakash Singh	Non-Executive Director	No	Yes
4.	Shri Anurag Sharma	Non-Executive Director	No	-
5.	Shri Rajiv	Independent & Non-Executive Director	Yes	No
6.	Shri Aloke Kumar Banerjee	Independent & Non-Executive Director	Yes	Yes
7.	Shri Ramaswamy Jagannathan	Independent & Non-Executive Director	No	No
8.	Ms. Rekha Misra	Non-Executive Director	No	-
9.	Shri Ashu Shinghal	Non-Executive Director	No	No
10.	Shri Rajeev Kumar Singhal	Non-Executive Director	NA	Yes
11.	Shri Pankaj Kumar	Non-Executive Director	-	No
12.	Ms. Sushma Rawat	Non-Executive Director	-	Yes

9. Company Policies and Manuals

As per statutory requirements and to conduct our business properly OPaL has following policies which were approved by the Board earlier and are adopted in OPaL to adhere core values of the Company:

(i) Health, Safety and Environment (HSE) Policy
(ii) Whistle Blower Policy
(iii) Corporate Social Responsibility Policy
(iv) Risk Management Policy
(v) Nomination and Remuneration Policy
(vi) Board Evaluation Policy
(vii) Policy for Preservation of Documents

In order to conduct our business in an effective and efficient manner the Company had adopted and practiced following Manuals as approved by the Board:

(i) Information Technology (IT) Manual
(ii) Material Management (MM) Manual
(iii) Marketing Manual
(iv) Finance & Accounts (F&A) Manual
(v) Internal Audit Manual
(vi) HR Manual

10. Legal Compliance Mechanism

The Management on a quarterly basis presents before the Board of Directors a status report on regulatory compliances, as applicable to the Company.

As per Section 205 of the Companies Act, 2013, the functions of the Company Secretary, inter-alia, shall include - *"To report to the Board about compliance with the provisions of this Act, the rules made thereunder and other laws applicable to the company."*

Accordingly, Company Secretary reported to the Board about the compliance of the Act, Rules and other laws applicable to the Company during the financial year 2021-22.

In view of above, Legal Compliance Certificates for all four Quarter i.e. from 1st April, 2021 to 31st March, 2022 of the Financial Year 2021-22 was received from respective Head of Departments (HoDs) i.e. Company Secretary, Finance & Accounts and Legal, HR & Admin & CC, Marketing, Material Management (MM), Operations and HSE and on the basis of HoD's certificate a Compliance Certificate was issued by Managing Director of OPaL. Thereafter the Board reviews and takes note, on the recommendation of Audit Committee, quarterly legal compliance reports of all laws applicable to the Company.

11. Listing on Stock Exchanges

The Non-Convertible Debentures (NCDs) and Commercial Paper (CPs) are listed on the Wholesale Debt Market (WDM) segment of BSE Limited and the details are as below:

Name and Address	Telephone/Fax/E–Mail ID/Website ID
BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 India	Telephone : 022-22721233/22721234 Fax : 022-22721919 E-mail : corp.comm@bseindia.com Website : www.bseindia.com CIN: L67120MH2005PLC155188

12. ISIN Number and Scrip Code of NCDs

Sl. No.	Particulars
1.	8.45% Series-III 2022, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN** : INE163N08099 **BSE Code**: 959024 (OPAL-8.45%-26-12-22-PVT)
2.	8.45% Series IV-Option A 2023, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN**: INE163N08107 **BSE Code**: 959104 (OPAL-8.45%-10-03-2023-PVT)
3.	8.83% Series IV-Option B 2025, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN**: INE163N08115 **BSE Code**: 959105 (OPAL-8.83%-10-03-2025-PVT)
4.	7.98% Series V-Option A 2023, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN**: INE163N08123 **BSE Code**: 959281 (ONGCPL-7.98%-10-2-23-PVT)

Sl. No.	Particulars
5.	8.00% Series V-Option B 2025, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN**: INE163N08131 **BSE Code**: 959282 (ONGCPL-8%-11-4-25-PVT)
6.	7.98% Series-VI 2023, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN** : INE163N08156 **BSE Code**: 960077 (OPAL-7.98%-25-10-23-PVT)
7.	6.63% Series-VII 2024, Rated, Listed, Unsecured, Redeemable, Taxable, Non-Cumulative Non-Convertible Debentures **ISIN** : INE163N08180 **BSE Code**: 973304 (OPAL-6.63%-9-7-24-PVT)

13. ISIN Number of Equity Shares

ISIN: INE163N01011

14. Credit Ratings

The details of Credit Ratings held by the Company as on March 31, 2022 are as under:

Particulars	ICRA Limited	India Ratings & Research Private Limited	CRISIL Limited
Company Long Term Rating	"ICRA AA" Stable Outlook	"IND AA" Stable Outlook	"CRISIL AA" Stable Outlook

Instruments	ICRA Limited	India Ratings & Research Private Limited	CARE Rating Limited
Compulsorily Convertible Debentures (CCDs-I) of Rs. 5615 Crore	"ICRA AAA (CE)" Stable Outlook	-	"CARE AAA (CE)" Stable Outlook
Compulsorily Convertible Debentures (CCDs-II) of Rs. 1671 Crore	"ICRA AAA (CE)" Stable Outlook	"IND AAA (CE)" Stable Outlook	-
Compulsorily Convertible Debentures (CCDs-III) of Rs. 492 Crore	-	"IND AAA (CE)" Stable Outlook	"CARE AAA (CE)" Stable Outlook
Non Convertible Debentures (NCDs) of Rs. 2,665 Crore (backed by Letter of Comfort by ONGC)	"ICRA AAA (CE)" Stable Outlook	-	"CARE AAA (CE)" Stable Outlook
Non Convertible Debentures (NCDs) of Rs. 770 crore (Standalone basis)	"ICRA AA" Stable Outlook	-	"CARE AA" Stable Outlook
Commercial Paper (CP)	"ICRA A1+"	"IND A1+"	-

Securities and Exchange Board of India (SEBI) has issued some directions through a circular dated 04.11.2019 to further enhance governance and accountability of Credit Rating Agencies (CRAs). As per clause no. 3 of the circular ICRA Limited (ICRA), a Credit Rating Agency empanelled with ONGC Petro additions Limited (OPaL) participated in

46th Audit Committee meeting held on 18th October, 2021 to discuss on rating of the listed Non-Convertible Debentures (NCDs).

Further Audit Committee in its 44th meeting held on 5th June, 2021 discussed with CARE Ratings Limited (CARE), another Credit Rating Agency on issues including related party transactions, internal financial control and other material disclosures made by the management, which have a bearing on rating of the listed Non-Convertible Debentures (NCDs). Audit Committee also discussed with CARE on general practices followed by Board and its Committees including Audit Committee. Further, Chairman of the Audit Committee replied all queries of CARE to their satisfaction.

15. Details of Debenture Trustee

SBICAP Trustee Company Limited
Mistry Bhavan, 4th Floor,
122 Dinshaw Vachha Road,
Churchgate, Mumbai – 400 020, Maharashtra
Phone No. : 022 – 43025555/5500
Contact Person : Mr. Jatin Bhat
E-mail : jatin.bhat@sbicaptrustee.com

16. Address for Correspondence for Investors

Shri Subodh Prasad Pankaj
Company Secretary and Compliance Officer
4th Floor, 35, Nutan Bharat Co-operative Housing Society Limited
R.C. Dutt Road, Alkapuri, Vadodara - 390007
Phone No. : 0265 – 6192600, Fax No. : 0265 – 6192666
E-mail : subodh.pankaj@opalindia.in

17. Means of Communication

Financial Results:

The Company regularly intimates Quarterly/Half yearly/Annual financial results to the Stock Exchange, immediately after they are approved. These financial results are normally published in the leading English daily Newspaper having wide circulation across the country. The results are also displayed on the website of the Company i.e. **www.opalindia.in.**

Website:

The Company's website **www.opalindia.in** contains separate dedicated section 'Investors' wherein information for shareholders/debenture holders is available.

Annual Report:

Annual Report containing inter-alia, Audited Accounts, Board's Report, Corporate Governance Report, Auditor's Report including information for the shareholders and other important information is circulated to the members and others entitled thereto.

SEBI Complaints Redress System (SCORES):

The investor complaints were processed in a centralised web-based complaints redress system. The salient features of this system are: (i) Centralised database of all complaints; (ii) online upload of Action Taken Reports (ATRs) by concerned companies; and (iii) online viewing by investors of actions taken on the complaint and its current status.

Designated Email-ID for investor servicing:

The Company has designated the following Email-ID for investor servicing i.e. **subodh.pankaj@opalindia.in**.

18. Transfer to Investor Education and Protection Fund (IEPF)

The Company has not accepted any deposits from the public and also the Company has not declared any dividend. Interests on debentures were paid to debenture holders and no amount is lying as unclaimed. Therefore, there were no amounts which remained unpaid/unclaimed for a period of seven years and which were required to be transferred by the Company to the Investor Education and Protection Fund established by the Central Government pursuant to Section 124 of the Companies Act, 2013 and rule made thereunder.

19. Compliances

The Company has complied with applicable rules (except as otherwise stated in this report) and the requirement of regulatory authorities on capital market and no penalties or strictures were imposed on the Company during last three years. All returns/reports were filed within stipulated time with stock exchanges, Ministry of Corporate Affairs/other authorities.

20. Board Support and Role of the Company Secretary in Corporate Governance

The Companies Act recognizes the position of Company Secretary as an officer of the Company in its administration as well as legal compliance and good Corporate Governance practices. The Company Secretary is a vital link between the Company and its Board of Directors, Shareholders, Government and Regulatory Authorities. He ensures that Board procedures are both followed and regularly reviewed and provides guidance to Chairperson and the Directors on their duties and responsibilities under various laws. He further ensures that all relevant information, details and documents are made available to the Directors and Senior management for effective decision-making at the meetings.

The position of Company Secretary as the Key Managerial Personnel (KMP) comes next to that of the Managing Director and underlines the importance of the position of Company Secretary in OPaL. Company Secretary commands high position in the value chain and acts as an in-house whole time conscience seeker of the Company.

The Company Secretary performs Secretarial functions such as drafting of Agenda, convening, conducting and recording Minutes of the meetings of Board and the Committees of Board, Annual General Meetings, Extra-ordinary General Meeting, Inter-departmental Meetings etc. and maintaining Statutory register and records, filing returns with MCA, Depositories and Stock Exchange etc.

In OPaL Company Secretary represents to the internal and external stakeholders, coordinates the management functions and company policies, keeps an eye on ethics and mutual trust, helps in strategic decisions - aligning the Company towards excellence.

on behalf of the Board of Directors
for ONGC Petro additions Limited

Sd/-	**Sd/-**
(Ratnesh Kumar)	**(Pomila Jaspal)**
Managing Director	**Director**

Date : 10th August, 2022
Place : New Delhi

ANNEXURE-IV

Form AOC-2

Pursuant to Clause (h) of Sub Section (3) of Section 134 of the Companies Act, 2013 and Rule 8 (2) of the Companies (Accounts) Rules, 2014

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL

2. Details of contracts or arrangements or transactions at arm's length basis:

Name(s) of the related party and nature of relationship (a)	Nature of contracts/ arrangements/ transactions (b)	Duration of the contracts / arrangements/ transactions (C)	Salient terms of the contracts or arrangements or transactions including the value (d)	Date(s) of approval by the Board (e)	Amount paid as advances (f)
Oil & Natural Gas Corporation Limited (ONGC) (Joint Venturer)	Purchase of Feed stock	01.04.2021 to 31.03.2022	Purchase of Feed stock from time to time at market determined price (Rs. 76,639.75 million)	Does not require Board Approval	Nil
	Reimbursement of Expenses on behalf of OPaL	01.04.2021 to 31.03.2022	Reimbursement of expenses (Rs. 0.22 million)	Does not require Board Approval	Nil
	Deemed Equity towards guarantee	01.04.2021 to 31.03.2022	Deemed Equity towards guarantee (Rs. 73.30 million)		
GAIL (India) Limited (GAIL) (Joint Venturer)	Manpower deputation / Transmission charges	01.04.2021 to 31.03.2022	Gas Tranmission charges (Rs. 476.33 million)	-	-
	Purchase of Gas	01.04.2021 to 31.03.2022	Purchase of Gas (Rs. 6445.85 million)	Does not require Board Approval	Nil
Gujarat State Petroleum Corporation Limited (GSPC) (Joint Venturer)	Purchase of Gas	01.04.2021 to 31.03.2022	Purchase of Gas (Rs. 1152.83 million)	Does not require Board Approval	Nil
Dahej SEZ Limited (DSL) (Common Directorship)	Lease Rental	01.04.2021 to 31.03.2022	Lease rent for land and service charges (Rs. 229.04 million)	Does not require Board Approval	Nil
	Security Deposit Paid	01.04.2021 to 31.03.2022	Security Deposit (Rs. 0.20 million)		
Mangalore Refinery & Petrochemical Limited (MRPL) (Common Directorship)	Purchase of Feed Stock	01.04.2021 to 31.03.2022	Purchase of Feed stock (Rs. 1874.02 million)	Does not require Board Approval	Nil
Hindustan Petroleum Corporation Limited (HPCL) (Common Directorship)	Purchase of Feed / Spares / Consumables	01.04.2021 to 31.03.2022	Purchae of Spares / Consumables (Rs. 39.73 million)	-	-
	Purchase of Feed Stock and Gas	01.04.2021 to 31.03.2022	Purchase of Feed Stock and Gas (Rs. 4814 million)		
	Security deposit received	01.04.2021 to 31.03.2022	Security deposit received (Rs.0.35 million)		
OPaL Gratuty Trust (Transaction with Trust)	Gratuity contribution	01.04.2021 to 31.03.2022	Contribution of employees Gratuity (Rs. 26.55 million)		
	Reimbursement	01.04.2021 to 31.03.2022	Reimbursement (Rs. 6.58 million)		
Shri Avinash Kumar Verma (Managing Director)	Employment	01.04.2021 to 31.03.2022	Remuneration to Key Managerial Personnel (KMP) (Rs. 10.50 million)	-	Nil
Shri Subodh Prasad Pankaj (Company Secretary & Compliance Officer)	Employment	01.04.2021 to 31.03.2022	Remuneration to Key Managerial Personnel (KMP) (Rs.4.29 million)	-	Nil
Shri Pankaj Wadhwa (Chief Finance Officer)	Employment	02.08.2021 to 31.03.2022	Remuneration to Key Managerial Personnel (KMP) (Rs. 3.08 million)	-	-
Shri Pradosh Kumar Basu (Chief Finance Officer)	Employment	01.04.2021 to 14.04.2021	Remuneration to Key Managerial Personnel (KMP) (Rs. 0.86 million)	-	-

on behalf of the Board of Directors
for ONGC Petro additions Limited

Sd/-
(Ratnesh Kumar)
Managing Director

Sd/-
(Pomila Jaspal)
Director

Date : 10th August, 2022
Place : New Delhi

<u>**ANNEXURE-V**</u>

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[In terms of Section 134(3)(M) Of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY:

Being responsible organization, OPaL has always given due importance to energy performance monitoring and optimization. Dedicated energy management cell monitors complex energy performance on daily basis to optimize overall energy performance of organization. Also, various activities are being carried out to create awareness about energy conservation across site.

In FY 2021-2022, complex energy index has reduced by ~9.0 % from last year energy index value with higher capacity utilization and various energy saving initiatives during the year. In this financial year, OPaL achieved ~91000 GCal energy input savings in comparison to last year.

Initiatives and drives carried out during FY 2021- 2022 to ensure energy conservation at site are listed as below.

Energy Management System

- Every year OPaL celebrates National Energy Conservation Week at site. OPaL management is committed towards overall energy performance improvement and in the same line, President- OPaL shared special message on importance of energy conservation and various aspects of it with all team members at OPaL.

  This year, to ensure inclusion of everyone in Energy conservation drive at OPaL, different events, competitions, theme based display (energy rath), toolbox talk etc. were organized which received good number of participation.

- OPaL has well established practices for monitoring healthiness of steam and utilities system.

  However, to get expert view and to ensure effectiveness of our in-house practices, this year we carried out compressed air network and entire steam network survey through external professional service provider. Identified opportunities are under evaluation and implementation for net energy conservation.

Conservation of Energy

All plants have contributed towards overall energy conservation and energy performance improvement at site. Major activities are listed plant wise as below.

HDPE

- In HDPE plant, with optimization of lighting transformers output voltage by changing tap-in points, approximately 1.64 Lakhs electricity units saved which is annual saving of around INR 14.81 lakhs keeping same illumination level.

U&O

- In cooling water circulation pumps (CT-2 Pump no.2), change in wear ring material of construction from bronze metal to non-metallic PEEK material has improved pump efficiency by 0.5 % as per API 610 which has potential of net saving of INR 6.30 Lakhs per annum.

PWH

- Plant air consumption in bagging area reduced significantly with changes in operational procedure and this has potential of ~ INR 10.20 Lakhs annual saving.
- In bagging area, total 120 no. 400 watt HPMV lights in high bay and in loading bay areas replaced with 200 watt fixtures resulting in net energy saving of 105120 KWh i.e. equivalent to INR 9.50 Lakhs.

Other than plants, at complex level, OPaL is replacing all conventional light fixtures with LED fixtures. In FY 2021- 2022, total 4120 number of fixtures have been replaced which has estimated energy saving of approximately INR 40.50 Lakhs annually.

B. TECHNOLOGY ABSORPTION:

OPaL is determined to adopt latest technologies and innovations to make operations more efficient & competitive and is also looking forward to adopt advance tools and techniques for troubleshooting and reliability improvement.

Process technology:

- OPaL has latest process optimization, simulation and analysis tools such as Process Data Historian, Unisim and HTRI for developing edge towards continuous improvement.
- Adopting process digitization at work place and to express commitment towards environment conservation, many offline processes have been digitized e.g. MOC, Incident Investigation, Safety observation reporting, RCA etc. and now being processed online. This has resulted in resources saving i.e. time, energy, papers etc.

HDPE

- PCS-1 guard filter ZZ-4000A high permeable type filter installed for improved mesh filter performance and achieved increased filter run length from ~21 days to ~30 days. This is having approximate saving of INR 37.0 lakhs per annum.

PP

- PP Plant Throughput increased from 47 to 50 TPH with in-house innovation i.e. N2/ O2 (reaction stabilization gas) injection at specific zones in Reactor-1 & Reactor-2. Significant improvement observed in reactor dome temperature rise issue mitigation and lump count reduction in all grades manufactured during trial. This has resulted in throughput increase equivalent to monetary benefit of ~ INR 38 Crores annually.
- New indigenous vendor product CRISTOL AO-168 developed for usage as secondary antioxidant in all polymer grades. This has given benefit of having alternate domestic vendor to supply much required additive as there is acute shortage of Irgafos 168.

Butene-1

- OPaL cross functional team successfully developed and implemented procedure for hazardous spent catalyst neutralization and its safe disposal. Earlier it was very difficult to dispose-off this hazardous waste and the same problem was being faced by almost all Butene-1 units.

  Government of India granted patent to OPaL, patent number 372087 vide letter dated July 16th 2021.

PE Swing

- Y5710 grade recipe revised with DHT4A additive in place of Cast additive which has improved processing in monofilament application and reduced accumulation of static charge on yarn. Overall improvement has increased acceptability of OPaL Y5710 grade in market.

Process Improvement Projects:

OPaL continuously strives for improving its operational performance to achieve various milestones. In last financial year, following were the measures taken towards process improvements.

IMS

- OPaL received prestigious certification for its Integrated Management System (IMS) from M/s Bureau Veritas (BV) which includes system certifications for Quality Management System (ISO 9001:2014), Environment Management System (ISO 14001:2014) and Occupational health and safety (OH&S) Management System (ISO 45001:2018) and Energy Management System (ISO50001:2018). This certifications have been conferred on OPaL with validity of three years i.e. up to March 2025.

DFCU & AU

- To benchmark performance of operations with global peers, OPaL is participating in global benchmarking program of M/s Solomon Associates Inc. – USA which is renowned name in benchmarking activities. This will help OPaL in identifying its strengths, potentials and opportunities for continuous improvement.

- To optimize cost effectiveness and ensure fuel supply, Natural Gas supply pipeline commissioning done. This will be used as a fuel alternative in cracker furnaces and that will conserve the main feed stock Ethane.
- Furnace performance simulation software named Linde Virtual Furnace (LVF) installed at DFCU for furnace yield monitoring that will enable furnace performance optimization.

PE Swing

- PC-409 dry gas seal (Eagle Burgmann make) replaced with improved design M/s John Crane make seal for improvement in reliability and production loss due to plant shutdown.
- Primary degasser rotary feeder replaced with chopping type rotary feeder to avoid feeder stoppage leading to plant stoppage and production loss.

U & O

- Provision of Cartridge filter in UF backwash line has led to stable trans-membrane pressure (TMP) of ultra-filtration unit giving benefit in unit on-time and decreased membrane replacement frequency.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has earned foreign exchange equivalent to Rs. 27,030.14 million (Previous Financial Year 2020-21 Rs. 26,457.94 million) on account of revenue from export sales and incurred foreign currency expenditure equivalent to Rs. 31,262.14 million (Previous Financial Year 2020-21 Rs. 1,11,371.37 million) during the accounting period ended 31st March, 2022.

on behalf of the Board of Directors
for ONGC Petro additions Limited

Sd/-	**Sd/-**
(Ratnesh Kumar)	**(Pomila Jaspal)**
Managing Director	**Director**

Date : 10th August, 2022
Place : New Delhi

VCA & Associates
Chartered Accountants

CA. Ashok Thakkar CA. S. H. Shastri CA. Janak Shah
CA. Rutvij Vyas CA. Sanjay Bhatt CA. Hitesh Shah
CA. Hital Brahmbhatt CA Hemal Vaghani

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2: 408, 4TH FLOOR, IMPERIAL ARC, WAGHAWADI ROAD, BHAVNAGAR - 364 002.
3: 301 ENSIGN, NR. BANSAL MALL, NR. NILAMBER CIRCLE, GOTRI ROAD, VADODARA-390001

REVISED INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
ONGC Petro additions Limited
Report on the Audit of the Standalone Financial Statements

This revised Independent Auditor's Report is being issued in suppression of our earlier Independent Auditor's Report dated 9th May 2022. Revised report is being issued in view of the certain deficiency as pointed out by C & AG of India in our earlier report. Further, we confirm that there is no change in the opinion as expressed earlier

Opinion

We have audited the accompanying standalone financial statements of **ONGC Petro additions Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit / (loss), total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and 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.

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 matters described below to be the key audit matters to be communicated in our report.

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- SEZ exit assessment by company in Note 39.1:
  - The Company is selling its majority of products in Domestic Tariff Area (DTA), hence Board of directors has accorded approval to make an application for voluntary exit from SEZ.
  - Development Commissioner, Dahej SEZ has conveyed in-principal approval for exit from SEZ. The unit is still under the SEZ and the proposal for approval of final exit will be considered subject to approval of de-notification from Board of Approvals, MoCI, New Delhi.
  - SEZ Developer has to make an application for De-notification along with inter alia NOC from State Government, the provisional estimated amount on account of SEZ exit is Rs.27,344 million.
  - The above amount does not include provisional duty computed by Specified Officer, Dahej SEZ on immovable properties and provisional VAT amount estimated by State tax department.
  - Decision on exit and actual outflow on account of SEZ exit and its quantum is contingent upon the terms and conditions on which various approvals may be granted.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 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.

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to 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 equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company 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.

In preparing the standalone financial statements, management is responsible for assessing the Company'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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

Auditor's Responsibilities 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 are 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- 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 Company'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 Company 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 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.

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.

CA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

Other Matters:

- The comparative financial information as at March 31, 2021 are based on previously issued statutory financial statements audited by the predecessor auditor who have not qualified their report.

- We draw your attention to note no. 27 of finance cost, in the current year showing extension of CCD and its impact of Rs. 1312.78 Millions, which was in previous year disclosed as exceptional items.

- We draw your attention to note no.18.2 for Total outstanding dues of Micro and Small enterprises towards classification

- We draw your attention to note no. 5.4 towards Right of use assets and note no 6 being capital working progress in reference to Atali Township.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Ac read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015, as amended

   e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.- Refer Note no.: 39

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

iii. There are no amounts that are required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not proposed Any Dividend for the current year and has not declared any for the previous year hence no need to report compliance with Section 123 of the Act.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

3. As required by section 143(5) of the Act, we give in "Annexure C" a report on the directions and sub directions issued by Comptroller and Auditor General of India.

4. As Directed by the Comptroller & Auditors General of India, the revisions made to our original Independent Audit Report are mentioned separately in "Annexure D"

For,
VCA & ASSOCIATES
Chartered Accountants
FRN: 114414W

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

CA. ASHOK THAKKAR
(Partner)
Membership No. :048169
Place: Vadodara
Date: 27/07/2022
UDIN : 22048169ANTAYJ1397

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ONGC Petro additions Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls over financial reporting of **ONGC Petro additions Limited** (the "Company") as of March 31, 2022, in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

Meaning of Internal Financial Controls over Financial Reporting
Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For,
VCA & ASSOCIATES
Chartered Accountants
FRN: 114414W

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

CA. ASHOK THAKKAR
(Partner)
Membership No. :048169
Place: Vadodara
Date: 27/07/2022
UDIN: 22048169ANTAYJ1397

ANNEXURE – B TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in paragraph V(i) under "Report on Other Legal and Regulatory Requirements" in Independent Auditors' Report to the members of the Company on the Standalone Ind-AS Financial Statements for the year ended 31 March 2022, we report that:

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company has in general maintained proper records showing full particulars, including quantitative details and situation of Property Plant & Equipment (PPE)

(B) The company maintains proper records showing full particulars of intangible Assets.

(b) According to information and explanation given to us, the company has a regular programme of physical verification of the Property Plants and Equipment (PPE) by which PPE are verified in Phased manner over period of three years by the management which in our opinion is reasonable having regard to the size of the Company and nature of its assets. As informed to us, no material discrepancies were noticed on such verification.

(c) All the Title deeds of the immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company as at the balance sheet date.

(d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to information and explanation given to us, there have been no Proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988 as amended in 2016) and rules made thereunder.

(ii) (a) The physical verification of inventory (excluding inventory lying with third parties/ consignment stock agent) has been conducted at reasonable intervals by the management and, in our opinion, the coverage and procedure of such verification by the management is appropriate; And no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

(b) The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; and the Variances Observed between the statements filed by the company with such banks or financial institutions & the books of account of the Company are as under:

(Rs. In Millions)

	As Per Latest Stock Statement 31.3.2022	As Per Books 31.3.2022
Raw Material	5934.00	3667.17
Work-in-progress	1310.20	1302.88
Finished Goods	6786.20	9400.52
Stores, Spares & Consumables	5515.20	5257.46
TOTAL STOCK	**19545.60**	**19628.03**
Sundry Debtors	4069.70	3605.24*
Sundry Creditors	9910.10	11306.46

*Sundry Debtors are Net off Advance received from customer & up to 90 days.

(iii) According to information and explanation given to us, during the year the company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence Clause (a) to (f) is not applicable.

(iv) According to information and explanation given to us, The Company has not granted any loans, made investments, or provided guarantees and securities as envisaged under Sec 185 & Sec 186 of the Act.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The Company Maintains Cost Records as required pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub section (1) of Section 148 of the Act, but we have not made a detailed examination to determine the accuracy or completeness.

(vii) (a) In our Opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

(b) where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending are mentioned below:

(Rs. In Millions)

Name of Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount Relates (F.Y)	Gross Amount involved	Amount paid under Protest	Amount unpaid
Stamp Duty Act	Stamp Duty (Deficit Stamp Duty of Lease Deed)	Dy. Collector Office, Stamp Duty Valuation Department, Vadodara	2017-18	6.74	-	6.74
Income Tax Act	Interest on Non-Deduction of TDS	Income Tax CIT Appellate Authority	2017-18	3.82	-	3.82
Income Tax Act	Interest on Non-Deduction of TDS	Income Tax CIT Appellate Authority	2018-19	1.81	-	1.81
GST	Penalty on GST	GST Appellate Authority, Uttarakhand	2018-19	0.96	0.96	-
Stamp Duty Act	Stamp Duty	Dy. Collector Office, Stamp Duty Valuation Department, Gandhinagar	2021-22	259.44	64.73	194.71
Central Excise and Custom Act	Duty Payment	CESTAT	2018-19	107.34	8.05	99.29
Central Sales Tax Act	Tax Demand	Dy. Commissioner of Sales Tax	2017-18	2.01	0.25	1.76

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest there on to the lenders.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) According to information and explanation given to us, the term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) As the company does not have any subsidiaries, Associates or joint venture hence reporting on clause 3(ix)(e) of the Order is not applicable.

(f) As the company does not have any subsidiaries, Associates companies or joint venture hence reporting on clause 3(ix)(e) of the Order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing, and extent of our audit procedures.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion during the year the Company has not entered any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b)As there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) During the Financial year under Report, Section 135 of the Companies Act, 2013 is not Applicable to the company, hence, reporting under clause 3(xx)(a) and (b) of the Order is not applicable

For,
VCA & ASSOCIATES
Chartered Accountants
FRN: 114414W

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

CA. ASHOK THAKKAR
(Partner)
Membership No. :048169
Place: Vadodara
Date: 27/07/2022
UDIN : 22048169ANTAYJ1397

ANNEXURE – C TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3 under "Report on Other Legal and Regulatory Requirements" section of our report on Financial Statements of ONGC Petro additions Limited of even date)

Sr. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Response
1.	Whether the company has system in place to process all accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	As per the information and explanations furnished to us, the company has an Enterprise Resource Planning ERP system to process the accounting transactions. Apart from above there are few other accounting process being undertaken through excel spreadsheet like inventory valuation, interest calculation of treasury activities, Interest and Depreciation of ROU assets wherein sufficient controls for data integrity have been observed in our review of general IT controls. There is however a need of automation of such processes to ensure complete data integrity.
2.	Whether there is any restructuring of an existing loan or cases of waiver/ write off of debts/loans/interest etc., made by a lender to the company due to the Company's inability to repay the loan? If yes, the financial impact may be stated.	There is no such case.
3.	Whether funds received/ receivable for specific scheme from Central/State agencies were properly accounted for/utilised as per its term and conditions? List the cases of deviation.	Based on the explanation and information along with our examination of records of the company, as made available, the company has not received any funds/grants for specific schemes.

For,
VCA & ASSOCIATES
Chartered Accountants
FRN: 114414W

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

CA. ASHOK THAKKAR
(Partner)
Membership No. :048169
Place: Vadodara
Date: 27/07/2022
UDIN: 22048169ANTAYJ1397

ANNEXURE – D TO INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in Paragraph C of the Auditor's report of even date of the members of ONGC PETRO ADDITIONS LIMITED on the Ind AS Financial Statements for the year ended 31st March 2022, we report that, we have revised the following clauses of our Independent Audit Report.

Sr.No.	Provisional Comment No.	Original Independent Audit Report dtd. 09/05/2022 having UDIN: **22048169AIRJTO6207**	Revised Independent Audit Report dtd. 27/07/2022 having UDIN: **22048169ANTAYJ1397**
1	**1.2**	Clause 1(d) Of **Report on Other Legal and Regulatory Requirements**	
		In our opinion, the aforesaid standalone financial statements comply with the Ind AS specifiedunder Section 133 of the Act.	In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Ac read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015, as amended;
2	1.3	**ANNEXURE – B - Point (vi) of CARO 2020**	
		The maintenance of cost records has been specifically exempted by the Central Government under sub- section (2) of section 148 of the Companies Act, 2013 for the business activities carried out in SEZ. Hence, reporting under clause (vi) of the Order is not applicable to the Company.	Company Maintains Cost Records as required pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub section (1) of Section 148 of the Act, but we have not made a detailed examination to determine the accuracy or completeness.

For,
VCA & ASSOCIATES
Chartered Accountants
FRN: 114414W

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

CA. ASHOK THAKKAR
(Partner)
Membership No. :048169
Place: Vadodara
Date: 27/07/2022
UDIN: 22048169ANTAYJ1397

1. Corporate information

ONGC Petro additions Limited ("OPaL" or "the Company") is a public limited company domiciled and incorporated in India having its registered office at 4th Floor, 35, Nutan Bharat Society, R C Dutt Road, Alkapuri, Vadodara - 390007, Gujarat. The principal activity of the Company is to manufacture, purchase, sale and trade petrochemicals, petrochemical products and its byproducts.

OPaL was incorporated in 2006, as a Public Limited Company under the Companies Act, 2013, and is a joint venture company promoted by Oil and Natural Gas Corporation (ONGC) and co-promoted by GAIL and GSPC.

2. Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statement. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation

i) Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

ii) Historic cost convention

The financial statements have been prepared on the historical cost basis except for the following:

- Certain financial instruments which are measured at fair value or amortised cost at the end of each reporting period and
- Define benefit plans – Plan assets measured at fair value

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Ind AS 1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

iii) New and amended standards adopted by the Company

The Company has applied the following amendments to Ind AS for the first time for their annual reporting period commencing 1 April 2021:

- Interest rate benchmark reform – amendments to Ind AS 109, Financial Instruments, Ind AS 107, Financial Instruments: Disclosures, Ind AS 104, Insurance Contracts and Ind AS 116, Leases.
- Extension of COVID-19 related concessions – amendments to Ind AS 116.

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

iv) New amendments issued but not effective

The Ministry of Corporate Affairs has vide notification dated 23 March 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain accounting standards, and are effective 1 April 2022. These amendments are not expected to have a material impact on the company in the current or future reporting periods and on foreseeable future transactions.

v) Reclassifications consequent to amendments to Schedule III

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on 24 March 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from 1 April 2021.

Fair Value Measurement

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 under current market conditions.
The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

3. Significant accounting policies

3.1. Revenue Recognition

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Company assess the goods or services promised in a contract with a customer and identifies the distinct performance obligations. Company's revenue comprises of sale of products and transportation services in case of sale of Chemical in the domestic markets.

In case of sale of product, Company recognize revenue when (or as) it satisfies the performance obligation by transferring a promised good to a customer by transferring the control of goods to the customer as per the sales terms of the contract with customer. In case of services, Company recognize revenue over the period of the services term as customer simultaneously receives and consumes the benefits provided by the Company's performance as it performs the service.

Shipping and handling charges related to FOB destination sales are recorded as a component of revenue because these charges are considered costs to fulfil the promise to transfer the related products.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues. A refund liability is recognized for post-sale discounts payable to customers in relations to sales made until the end of the reporting period.

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceed one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

3.2. Government grant

The Government of India has introduced Merchandise Exports from India Scheme (MEIS) through the Foreign Trade Policy (FTP) 2015-20 (extended till 30th September 2022), w.e.f. April 1, 2015. As per this policy, in case of certain items of exports, the company is eligible to get export incentives in the form of Licenses which can be sold in the market on limited scale.

The Company recognizes such incentives in the books of accounts only when reasonable certainty is established as to the financial outcome/ realizability of such incentives.

3.3. Leases

The Company as a lessee

Lease are recognized as right of use asset and corresponding liability at the date at which the lease asset is available for use by the company. At inception or on reassessment of a contract that contains multiple lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient and elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use ("ROU") 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 an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying assets useful life. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The Company applies Ind AS 36, Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'Impairment of Non- Financial assets'. The ROU asset is presented as a separate line in the Balance Sheet.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company ' s incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- makes adjustments specific to the lease, e.g. term, country, currency and security

Lease payments included in the measurement of the lease liability comprise the net present value of following:

- Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee;
- The exercise price under a purchase option that the Company is reasonably certain to exercise; and
- Lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease if the lease term reflects the exercise of an option to terminate the lease.

Extension and termination options are included in many of the leases. In determining the lease term, the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if the lease term has changed, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. It is remeasured by discounting the revised lease payments using a revised discount rate. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets:

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases i.e. leases that have a lease term of 12 months or less and leases of low value assets, including IT assets, vehicles and factory equipment. The Company recognizes the lease payments associated with these leases as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

3.4. Foreign Exchange Transactions

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates.

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated using closing rate of exchange prevailing on the last day of the reporting period.

Exchange differences on monetary items are recognized in statement of profit and loss in the period in which they arise. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPAL

statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other expenses/income.

3.5. Employee Benefits

Employee benefits include provident fund, gratuity and leave encashment.

Defined contribution plans

Employee benefit under defined contribution plans comprising of provident fund is recognized based on the amount of obligation of the Company to contribute to the plan. The same is paid to a Regional Provident Fund Commissioner, which is expensed during the year.

Defined benefit plans

The company's gratuity plan is a defined benefit plan. The present value of defined benefit obligation is determined based on actuarial valuations using the projected unit credit method. Which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flow. The discount rate used for determining the present value of the obligation under defined benefit plans. Is based on the prevailing market yield on government bond as at the balance sheet date.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest as defined above), is reflected immediately in the balance sheet with a charge or credit are recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in the other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss, Past service cost is recognized in profit and loss in the period of a plan amendment or curtailment. Net interest is calculated by applying the discount rate at the beginning of the period is the net defined liability or asset. Defined benefit cost is categorized as follows:

- Service Cost (including current service cost, past service cost as well as gains and losses on curtailment and settlements);
- Net interest expense or income; and
- Re-measurement

The company presents the first two components of defined cost in profit or loss in the line item 'Employee benefit expense'. Amount resulting from curtailment / plan amendment are accounted for as past service cost.

The company contributes all ascertained liabilities to a gratuity fund 'ONGC Petro additions Employees Group Gratuity Trust' administered which is governed by board of trustees. The trust has taken the group policy with life Insurance Corporation of India (LIC) to meet its obligation towards gratuity.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. Any surplus resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reduction in future contribution to the plans.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

include performance incentive and leave encashment which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term leave encashment is accounted as under:
(a) In case of accumulated leave encashment, when employees render the services that increase their entitlement of future leave encashment; and
(b) In case of non-accumulating leave encashment, when the absences occur.

Long-term employee benefits
Leave encashment which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized as a liability at the present value of the obligation as at the balance sheet date.

3.6. Earnings Per Share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Antidilutive options are not considered in computing dilutive earning per share.

3.7. Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3.8. Cash Flow Statement

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities.

3.9. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

i. Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

ii. Deferred tax

Deferred tax assets are recognised for all deductible temporary differences including the carry forward of unused tax credits and any unused tax losses. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary the carry forward of unused tax credits and unused tax losses differences can be utilized.

Deferred taxes are recognized in respect of temporary differences which originate during the tax holiday period but reverse after the tax holiday period. For this purpose, reversal of temporary difference is determined using first in first out method.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with asset will be realized.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

iii. Current and deferred tax for the year

Current and deferred tax expense are recognized in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax expense are also recognized in other comprehensive income or directly in equity respectively.

3.10. Property, plant and equipment

Freehold land is carried at historical cost. Property, plant and equipment held for use in the production or supply of goods, or for administrative purposes, are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

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Capital work-in-progress

Property, Plant and Equipment (PPE) in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. The cost of an asset comprises its purchase price or its construction cost (net of applicable tax credits) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Parts of an item of PPE having different useful lives and material value and subsequent expenditure on PPE arising on account of capital improvement or other factors are accounted for as separate components.

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation

Depreciation is provided on the cost of PPE less their residual values @ 2%, using the straight-line method over the useful life of PPE as specified in Schedule II to the Companies Act, 2013 or based on technical assessment by the company. The estimated useful lives of the assets are as follows:

Sl. No.	Particulars	Useful lives (in years)
1.	Buildings- Temporary including Fences (in case of Temporary Installation, useful life taken 1 Year)	3-5
2.	Building others (in case of assets related to vehicle parking area, useful life taken 10 Years and in case of Monument, useful life taken 15 years)	30-60
3.	Roads and Culverts	3-30
4.	Plant and Machinery (including Equipment) (in case of Capital Spare items useful life taken 5 Years)	8-40
5.	Office equipment (in case of Medical Equipment useful life taken 15 Years) (in case of Electrical Installation, useful life taken 10 Years) (in case of Mobile Phone Instruments useful life taken 40 months)	5
6.	Computer and Server	3-6
7.	Furniture and fixtures	10
8.	Vehicles	8
9.	Leasehold improvements	Lease Term / useful lives whichever is earlier

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.

Depreciation on additions/deletions to PPE during the year is provided on pro rata basis with reference to the date of addition/deletions except for low value items (other than spares) not exceeding Rs.5,000/- which are fully depreciated at the time of addition.

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Expenditure on major overhaul and repairs on account of planned shutdown which are of significant value is capitalized as component of relevant items of PPE, if it meets the asset recognition criteria and is depreciated over the period till next shutdown on straight line basis.

Catalyst which facilitates the process that increases the future economic benefits and whose life is more than one year is capitalized as property, plant and equipment and depreciated over the useful life.

Insurance spares received along with the plant or equipment and those purchased subsequently for specific machinery and having irregular use are capitalized.

Spare parts which are meeting the requirement of Property, Plant and Equipment are capitalized as Property, Plant and Equipment (pending capitalization) in case the unit value of the spare part is above the threshold limit, other are considered as Inventory. In other cases, the spare parts are inventorised on procurement and charged to Statement of Profit and Loss on consumption.

De-recognition

An item of PPE is de-recognized 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 PPE is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

3.11. Intangible assets

i. Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives not exceeding five years from the date of capitalization. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on prospective basis.

ii. Internally generated intangible assets - research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

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Where no internally-generated intangible asset can be recognised, development expenditure is charged to the statement of profit and loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets acquired separately.

iii. De-recognition of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in statement of profit and loss when the asset is derecognised.

iv. Useful lives of intangible assets

Estimated useful lives of Application Software and Other Intangible Assets is 5 Years

3.12. Impairment of Non- Financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible, intangible and other non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset/cash generating unit is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less cost to sell and value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss.

Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) 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 (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

3.13. Inventories

Inventories are valued at lower of cost or net realizable value. Cost of inventories (Raw material and Stores, Spares and Consumables) comprises of purchase cost and other costs incurred net of recoverable taxes for bringing inventories to their present location and condition. The cost has been determined as under:

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Raw material	On first in first out (FIFO) basis Cost comprises cost of purchases and other costs incurred net of recoverable taxes for bringing inventories to their present location and condition.
Finished products	On weighted average cost basis Cost comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.
Work-in-process	On weighted average cost basis Cost comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.
Stores, spares and Consumables (other than those capitalized as property, plant and equipment) and other trading goods	On weighted average cost basis

Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Materials and other supplies held for use in the production of inventories (finished goods, work-in progress) are not written down below the cost if the finished products in which they will be used are expected to sell at or above the cost.

3.14. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3.15. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking in to account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable. Contingent liabilities are disclosed in the financial statements, unless possibility of an outflow of resources embodying economic benefits is remote.

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3.16. Financial instruments

Financial assets and financial liabilities are recognized when Company 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 statement of profit and loss.

Financial Assets

a) Classification

The Company classifies its financial assets in the following measurement categories: those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss) and those measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

b) Measurement

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

(i) Financial assets at amortized cost
Financial assets are subsequently measured at amortized cost using the effective interest method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income
Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both selling financial assets and collecting contractual cash flows, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

Financial assets are subsequently measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in the statement of profit and loss.

(iv) Impairment of Financial assets

The Company recognizes loss allowances using the Expected Credit Loss (ECL) model for the financial assets. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of Profit and Loss.

(v) Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the 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 recognized in statement of profit and loss.

(vi) Income recognition

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.

Financial liabilities

(i) Financial liabilities are initially recorded at a fair value and subsequently financial liabilities are measured at amortized cost using effective interest method except for certain items of financial liabilities which are measured at fair value through profit & loss (FVTPL). For trade payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to short maturity of these instruments.

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of a Compulsory Convertible Debentures is determined using a market interest rate for an equivalent non-convertible instrument. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the financial liability. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

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The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(ii) Financial Guarantee

When the company receives Financial Guarantee from its Joint Venture Company, initially it measures guarantee fees at the fair value. The company records the initial fair value of fees for Financial Guarantee received as "Deemed Equity" from Joint Venture Company with a corresponding asset recorded as prepaid guarantee charges. Such deemed equity is presented under the head 'Other Equity' in the Balance Sheet. Prepaid guarantee charges are recognized in Statement of Profit and Loss over the period of Financial Guarantee received.

(iii) Borrowing Costs

Borrowing costs specifically identified to the acquisition or construction or production of qualifying assets is capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

(iv) Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognized in the statement of profit and loss.

3.17. Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

3.18. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

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The Board of Directors of the Company is responsible for assessing the financial performance and position of the Company, and makes strategic decisions. Therefore, the board has been identified as being the chief operating decision maker. The company has only one reportable segment namely Plastic and Petro chemical products.

3.19. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

3.20. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest millions as per the requirement of Schedule III, unless otherwise stated.

3.21. Critical judgements and estimates in applying accounting policies

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

a) Lease
The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

b) Useful lives of property, plant and equipment and intangible assets
Management reviews its estimate of the useful lives of PPE and intangible assets at each reporting date, based on the future economic benefits expected to be consumed from the assets.

c) Impairment of Trade Receivables
Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of counter party, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

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d) **Defined benefit obligation (DBO)**
Management's estimate of the DBO is based on a number of critical underlying assumptions such as Standard rate of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increase, variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expense.

e) **Recognition of revenue**
Management estimate the transaction price in case of sale of products for any incentives, discounts, consideration paid to the customers at the contract inception. Judgement is involved in identification of distinct performance obligations and ascertaining standalone selling price.

f) **Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):**
The Company has taken in to account the possible impacts of COVID-19 in preparation of the financial statements, including but not limited to its assessment of liquidity and going concern assumption, recoverable values of its financial and non-financial assets, impact on revenues and on cost budgets in respect of fixed price contracts and impact on leases. The Company has considered internal sources of information up to the date of approval of the financial statements and expects to recover the carrying amount of its assets. The impact of COVID-19 on the financial statements may differ from that estimated as at the date of approval of these financial statements.

g) **Recognition of deferred tax assets for carried forward tax losses**
Management estimate the recoverability of deferred tax assets for carried forward tax losses based on the estimate of future profits as per the approved projections by the board and based on the probability criteria as defined by Ind AS 12 – "Income Taxes".

h) **Assessment of Loss Contingencies**
Management has legal and other contingencies, which could result in significant losses upon the ultimate resolution of such contingencies. Company has provided for losses in situations where it has concluded that it is probable that a loss has been or will be incurred and the amount of the loss is reliably estimable. A significant amount of judgment is involved in determining whether a loss is probable and reliably estimable due to the uncertainty involved in determining the likelihood of future events and estimating the financial statement impact of such events. If further developments or resolution of a contingent matter are not consistent with our assumptions and judgments, we may need to recognize a significant charge in a future period related to an existing contingency.

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ONGC Petro additions Limited
Balance Sheet

(All amounts are in Rs. Millions unless otherwise stated)

S.No.	Particulars	Note No	As at March 31,2022	As at March 31,2021
	ASSETS			
(I)	**Non-current assets**			
	(a) Property, plant and equipment	4	229,970.20	241,042.23
	(b) Right-of-use assets	5	2,995.51	2,799.80
	(c) Capital work- in- progress	6	6,920.73	4,815.85
	(d) Intangible assets	7	109.22	151.42
	(e) Financial assets			
	(i) Other Financial assets	8	284.70	280.68
	(f) Deferred tax assets (Net)	9	34,845.11	33,138.08
	(g) Other non-current assets	10	2,370.44	3,014.66
	Total non-current assets		**277,495.91**	**285,242.72**
(II)	**Current assets**			
	(a) Inventories	11	19,628.03	17,933.01
	(b) Financial assets			
	(i) Trade receivables	12	4,120.98	2,326.12
	(ii) Cash and cash equivalents	13	8.06	149.45
	(c) Other current assets	10	1,601.12	1,531.13
	Total current assets		**25,358.19**	**21,939.71**
	Total assets (I+II)		**302,854.10**	**307,182.43**
	EQUITY AND LIABILITIES			
(I)	**Equity**			
	(a) Equity share capital	14	20,219.30	20,219.30
	(b) Other equity	15		
	(i)Equity component of compound financial instrument		80,571.69	79,397.63
	(ii) Reserve & surplus		(88,676.68)	(82,585.57)
	(iii) Money received against share warrants		33,649.59	33,649.59
	(iv) Deemed Equity		73.30	-
	Total equity		**45,837.20**	**50,680.95**
	Liabilities			
(II)	**Non-current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	16	145,535.01	161,147.26
	(ii) Lease liabilities	5.5	703.72	681.75
	(iii) Other financial liabilities	17	553.43	622.31
	Total non-current liabilities		**146,792.16**	**162,451.32**
(III)	**Current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	16	91,689.20	78,386.26
	(ii) Trade payable	18		
	- to micro and small enterprises		237.01	95.35
	- to other then micro and small enterprises		11,069.45	8,702.97
	(iii) Lease liabilities	5.5	461.50	203.69
	(iv) Other financial liabilities	17	5,777.31	5,675.07
	(b) Contract liabilities	19	520.73	447.63
	(c) Employee Benefit Obligations	20	350.51	317.45
	(d) Other current liabilities	21	119.03	221.74
	Total current liabilities		**110,224.74**	**94,050.16**
(IV)	**Total liabilities (II+III)**		**257,016.90**	**256,501.48**
	Total equity and liabilities (I+IV)		**302,854.10**	**307,182.43**

See accompanying notes to the financial statements 1-44

For VCA & Associates
Chartered Accountants

(Ashok Thakkar)
Partner
M.No. : 048169
FRN No. : 114414W

Place :New Delhi
Date : 9th May, 2022

For and on behalf of the OPaL Board

(Subodh Prasad Pankaj)
Company Secretary

(Pankaj Wadhwa)
Chief Finance Officer

(Manoj Kumar Srivastava)
President

(Ashu Shinghal)
Director

(Om Prakash Singh)
Director

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

ONGC Petro additions Limited

Statement of Profit and Loss

(All amounts are in Rs. Millions unless otherwise stated)

S. No.	Particulars	Note No	For the year ended March 31,2022	For the year ended March 31,2021
I	Revenue from operations	22	160,475.13	114,859.85
II	Other income	23	176.92	477.10
III	**Total Income (I+II)**		**160,652.05**	**115,336.95**
IV	**EXPENSES**			
	Cost of raw materials consumed	24	103,819.81	59,702.54
	Changes in inventories of finished goods, WIP,stock in trade	25	(3,141.71)	3,580.57
	Employee benefit expense	26	1,648.06	1,530.75
	Finance costs	27	18,554.01	16,551.68
	Depreciation and amortisation expense	28	13,702.77	12,951.10
	Other expenses	29	32,717.68	21,694.87
	Total expenses (IV)		**167,300.62**	**116,011.51**
V	**Profit (Loss) before exceptional items and tax (III-IV)**		**(6,648.57)**	**(674.56)**
VI	Exceptional Items		-	7,624.33
VII	**Profit (Loss) before tax (V-VI)**		**(6,648.57)**	**(8,298.89)**
VIII	Tax expense:	30		
	(1) Current tax		-	-
	(2) Deferred tax expense/(benefit)		(1,302.02)	(324.92)
	Total tax expense (VIII)		**(1,302.02)**	**(324.92)**
IX	**Profit (Loss) for the year (VII-VIII)**		**(5,346.55)**	**(7,973.97)**
X	**Other Comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurement of the defined benefit plans	32.6	24.49	12.13
	(b) Income Tax Relating to above	9	(7.64)	(3.78)
	Total other comprehensive income (X)		**16.85**	**8.35**
XI	**Total comprehensive Income (Loss) for the year (IX+X)**		**(5,329.70)**	**(7,965.63)**
XII	Earnings per equity share (Face value of Rs. 10/ each): Basic & Diluted (in Rs.)	31	**(0.55)**	**(0.81)**

See accompanying notes to the financial statements **1-44**

For VCA & Associates
Chartered Accountants

For and on behalf of the OPaL Board

(Ashok Thakkar)
Partner
M.No. : 048169
FRN No. : 114414W

(Subodh Prasad Pankaj)
Company Secretary

(Pankaj Wadhwa)
Chief Finance Officer

(Manoj Kumar Srivastava)
President

(Ashu Shinghal)
Director

(Om Prakash Singh)
Director

Place :New Delhi
Date : 9th May, 2022

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

ONGC Petro additions Limited

Statement of Cash Flows

(All amounts are in Rs. Millions unless otherwise stated)

Particulars	For the year ended March 31,2022		For the year ended March 31,2021	
A. CASH FLOWS FROM OPERATING ACTIVITIES:				
Profit (Loss) before income tax		**(6,648.57)**		**(8,298.89)**
Adjustments for:				
Exceptional Items	-		7,624.33	
Depreciation and amortisation expense	13,702.77		12,951.10	
Finance costs	18,554.01		16,551.68	
Interest Income	(26.15)		(26.40)	
Net Foreign Exchange Loss/(Gain)	39.52		26.81	
Unwinding of discount on security deposit	(4.32)		(4.12)	
Loss/(Gain) on sale of Property plant & equipment	0.93	**32,266.76**	(0.12)	**37,123.28**
Operating Profit before working capital changes		**25,618.19**		**28,824.39**
Adjustment for :				
Inventories	(1,695.02)		1,388.27	
Trade receivables	(1,803.84)		(962.44)	
Other assets	573.28		(1,610.02)	
Trade Payable and other liabilities	2,572.19		666.77	
Provisions	33.06	**(320.34)**	50.23	**(467.19)**
Cash generated from operation		**25,297.85**		**28,357.20**
Income Tax paid		-		-
Net cash generated by operating activities "A"		**25,297.85**		**28,357.20**
B. CASH FLOWS FROM INVESTING ACTIVITIES:				
Payments for Property, Plant and Equipment including intangible assets		(3,987.21)		(1,651.06)
Interest received		30.47		30.52
Proceeds from disposal of Property, Plant and Equipment		0.74		0.44
Net cash (used in) investing activities "B"		**(3,955.99)**		**(1,620.10)**
C. CASH FLOWS FROM FINANCING ACTIVITIES:				
Proceeds from Borrowings		114,758.86		63,822.10
Repayments of Borrowings		(114,766.97)		(73,549.64)
Proceeds from issue of Share warrants		-		8,709.09
Principal elements of lease payments		(425.31)		(189.39)
Interest paid on lease liabilities		(130.28)		(85.75)
Interest paid		(20,903.31)		(25,448.86)
Net cash generated by/ (used in) financing activities "C"		**(21,467.01)**		**(26,742.45)**
Net increase/(decrease) in cash and cash equivalents (A+B+C)		**(125.15)**		**(5.34)**
Cash and cash equivalents at the beginning of the year		**149.45**		**168.25**
Effects of exchange rate changes on cash and cash equailents		**(16.23)**		**(13.46)**
Cash and cash equivalents at the end of the year		**8.06**		**149.45**

Notes:

1. Cash and Cash equivalent represents Bank Balances with Scheduled Bank as per Note No. 13

For VCA & Associates
Chartered Accountants

(Ashok Thakkar)
Partner
M.No. : 048169
FRN No. : 114414W

Place :New Delhi
Date :9th May, 2022

(Subodh Prasad Pankaj)
Company Secretary

(Ashu Shinghal)
Director

For and on behalf of the OPaL Board

(Pankaj Wadhwa)
Chief Finance Officer

(Manoj Kumar Srivastava)
President

(Om Prakash Singh)
Director

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

ONGC Petro additions Limited
Statement of Cash Flows

(All amounts are in Rs. millions unless otherwise stated)

Particulars	For the year ended March 31,2022	For the year ended March 31,2021
Non cash financing and investing activity		
Right-of-use assets	706.37	356.26

Reconciliation of liabilities arising from financing activities 2021-22

Particulars	Opening balance 01.04.2021	Cash Flow	Non Cash Flows - Exchange Loss / (Gain) & Amortisation	Closing Balance 31.03.2022
Compulsory Convertible Debentures	5,353.44	-	(3,676.50)	1,676.94
Rupee Term Loan-Secured	92,569.54	(12,249.93)	593.61	80,913.22
Short term Loan	29,158.90	16,765.69	667.50	46,592.09
External commercial borrowings	4,915.02	(2,279.47)	114.19	2,749.74
Non Convertible Debentures	32,600.00	1,750.00	-	34,350.00
Rupee Term Loan-Unsecured	68,000.00	(3,000.00)	-	65,000.00
Commercial Paper	6,936.62	(994.40)	-	5,942.22
Lease Liability	885.44	(425.31)	705.10	1,165.22
Total	**240,418.96**	**(433.42)**	**(1,596.10)**	**238,389.43**

Reconciliation of liabilities arising from financing activities 2020-21

Particulars	Opening balance 01.04.2020	Cash Flow	Non Cash Flows - Exchange Loss / (Gain) & Amortisation	Closing Balance 31.03.2021
Compulsory Convertible Debentures	3,615.10	-	1,738.34	5,353.44
Rupee Term Loan-Secured	102,330.15	(9,233.87)	(526.74)	92,569.54
Short term Loan	40,281.23	(11,086.06)	(36.27)	29,158.90
External commercial borrowings	7,066.29	(1,944.24)	(207.03)	4,915.02
Non Convertible Debentures	30,000.00	2,600.00	-	32,600.00
Rupee Term Loan-Unsecured	65,000.00	3,000.00	-	68,000.00
Commercial Paper		6,936.62		6,936.62
Lease Liability	982.02	(189.39)	92.80	885.44
Total	**249,274.79**	**(9,916.93)**	**1,061.09**	**240,418.96**

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

(All amounts are in Rs. Millions unless otherwise stated)

Statement of Changes in Equity

(a) Equity share capital

Particulars	Amount
Balance as at April 1, 2020	**20,219.30**
Changes in Equity Share Capital due to prior period errors	-
Restated balance as at April 1, 2020	20,219.30
Changes in equity share capital during the year	-
Balance as at March 31, 2021	**20,219.30**
Balance as at April 1, 2021	**20,219.30**
Changes in Equity Share Capital due to prior period errors	-
Restated balance as at April 1, 2021	**20,219.30**
Changes in equity share capital during the year	-
Balance as at March 31, 2022	**20,219.30**

Note : As discussed with CAG during Supplementary Account Audit of the Finacial Year 2021-22, the above table will replace the table of Statement of Changes in Equity (a) Equity share capital.

ONGC Petro additions Limited

(All amounts are in Rs. Millions unless otherwise stated)

Statement of Changes in Equity

(a) Equity share capital

Particulars	Amount
Balance as at April 1, 2020	**20,219.30**
Changes during the year	-
Balance as at March 31, 2021	**20,219.30**

Particulars	Amount
Balance as at April 1, 2021	**20,219.30**
Changes during the year	-
Balance as at March 31, 2022	**20,219.30**

(b) Other equity

Particulars	Reserve & Surplus	Money received against share warrants	Equity component of compound financial instrument	Deemed Equity	Total
	Retained earnings				
Balance as at April 1, 2020	**(71,070.74)**	**24,940.50**	**73,628.74**	-	**27,498.50**
Loss for the year	(7,973.97)	-	-	-	(7,973.97)
Other comprehensive income net of tax	8.35	-	-	-	8.35
Total comprehensive income (loss) for the year	**(7,965.63)**	-	-	-	**(7,965.63)**
Issue of share warrants	-	8,709.09	-	-	8,709.09
Extinguishment of Compulsory convertible debenture	(3,549.20)	-	3,549.20	-	-
Deferred tax impact on Equity component of compound financial instrument	-	-	2,421.75	-	2,421.75
CCD issue cost	-	-	(202.06)	-	(202.06)
Balance as at March 31, 2021	**(82,585.57)**	**33,649.59**	**79,397.63**	-	**30,461.65**
Balance as at April 1, 2021	**(82,585.57)**	**33,649.59**	**79,397.63**	-	**30,461.65**
Loss for the year	(5,346.55)	-	-	-	(5,346.55)
Other comprehensive income net of tax	16.85	-	-	-	16.85
Total comprehensive income (loss) for the year	**(5,329.70)**	-	-	-	**(5,329.70)**
Extinguishment of Compulsory convertible debenture	(761.40)	-	761.40	-	-
Deferred tax impact on Equity component of compound	-	-	412.66	-	412.66
Deemed Equity	-	-	-	73.30	73.30
Balance as at March 31, 2022	**(88,676.68)**	**33,649.59**	**80,571.69**	**73.30**	**25,617.90**

See accompanying notes to the financial statements **1-44**

For VCA & Associates
Chartered Accountants

(Ashok Thakkar)
Partner
M.No. : 048169
FRN No. : 114414W

Place :New Delhi
Date : 9th May, 2022

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

For and on behalf of the OPaL Board

(Subodh Prasad Pankaj)
Company Secretary

(Pankaj Wadhwa)
Chief Finance Officer

(Manoj Kumar Srivastava)
President

(Ashu Shinghal)
Director

(Om Prakash Singh)
Director

ONGC Petro additions Limited OPaL

ONGC Petro additions Limited

4 Property, plant and equipment (PPE)

4.1 Gross Carrying Amount

(All amounts are in Rs Millions unless otherwise stated)

Gross Carrying Amount	Factory Buildings	Other Buildings	Plant & Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Road. Culverts	Computers	Leasehold Improvement	Freehold Land	Total
Balance at April 1, 2020	7,610.52	911.91	262,340.62	493.58	255.15	73.88	842.44	143.50	6,980.18	-	279,651.77
Additions/ adjustment during the year	356.28	129.02	8,170.43	4.86	1.40	7.83	5,373.63	32.52	-	25.14	14,101.11
Disposal during the year	-	-	-	-	-	2.50	-	0.71	-	-	3.21
Balance at March 31, 2021	**7,966.79**	**1,040.93**	**270,511.05**	**498.43**	**256.55**	**79.21**	**6,216.07**	**175.31**	**6,980.18**	**25.14**	**293,749.68**
Balance at April 1, 2021	7,966.79	1,040.93	270,511.05	498.43	256.55	79.21	6,216.07	175.31	6,980.18	25.14	293,749.68
Additions/ adjustment during the year	(3.00)	223.94	1,695.04	16.68	-	55.24	-	81.66	-	0.69	2,070.23
Disposal during the year	-	-	-	-	-	2.39	-	2.11	-	-	4.50
Balance at March 31, 2022	**7,963.79**	**1,264.86**	**272,206.09**	**515.11**	**256.55**	**132.06**	**6,216.07**	**254.87**	**6,980.18**	**25.83**	**295,815.41**

Addition includes borrowing cost capitalised Rs 187.58 Million (FY 2020-21 Rs 5,582.51 Million) and Incidental Expenditure during construction period Rs 313.00 Million (FY 2020-21 Rs. 2,202.92 Million) .

4.2 Rupee Term Loan and ECB are secured by first rank pari passu charge over all immovable properties present and future, relating to the Company and first charge by way of hypothecation on all movable properties present and future relating to the Company.

4.3 Accumulated Depreciation

Accumulated depreciation	Factory Buildings	Other Buildings	Plant & Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Road. Culverts	Computers	Leasehold Improvement	Freehold Land	Total
Balance at April 1, 2020	794.41	156.27	37,236.12	211.11	127.01	18.13	353.76	125.97	1,054.23	-	40,077.00
Depreciation expense for the year	256.88	15.60	11,886.74	53.79	31.17	6.92	236.17	23.32	122.73	-	12,633.33
Disposal during the year	-	-	-	-	-	2.26	-	0.63	-	-	2.88
Balance at March 31, 2021	**1,051.29**	**171.87**	**49,122.86**	**264.90**	**158.18**	**22.79**	**589.93**	**148.67**	**1,176.96**	**-**	**52,707.44**
Balance at April 1, 2021	1,051.29	171.87	49,122.86	264.90	158.18	22.79	589.93	148.67	1,176.96	-	52,707.44
Depreciation expense for the year	260.17	20.41	11,983.19	45.86	31.26	9.95	595.10	41.25	153.41	-	13,140.59
Disposal during the year	-	-	-	-	-	1.95	-	0.88	-	-	2.83
Balance at March 31, 2022	**1,311.46**	**192.27**	**61,106.04**	**310.76**	**189.44**	**30.79**	**1,185.03**	**189.04**	**1,330.36**	**-**	**65,845.20**

4.4 Net carrying amount

Net carrying Amount	Factory Buildings	Other buildings	Plant & Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Road. Culverts	Computers	Leasehold Improvement	Freehold Land	Total
Balance at March 31, 2021	6,915.50	869.06	221,388.19	233.53	98.37	56.42	5,626.15	26.64	5,803.22	25.14	241,042.23
Balance at March 31, 2022	6,652.33	1,072.59	211,100.04	204.35	67.11	101.27	5,031.05	65.83	5,649.82	25.83	229,970.20

VCA & ASSOCIATES • VADODARA • CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

5 Right of Use Assets

(All amounts are in Rs Millions unless otherwise stated)

5.1 Gross Carrying Amount

Gross Carrying Amount	Leasehold Land	Storage Facility	Leasehold Building	Vehicle and Equipment	Total
Balance at April 1, 2020	1,868.05	761.26	180.54	154.82	2,964.67
Additions during the year	262.84	-	-	93.42	356.26
Adjustment during the year	-	(2.79)	-	-	(2.79)
Balance at March 31, 2021	**2,130.89**	**758.47**	**180.54**	**248.24**	**3,318.13**
Balance at April 1, 2021	2,130.89	758.47	180.54	248.24	3,318.13
Additions during the year	-	631.92	74.45	-	706.37
Balance at March 31, 2022	**2,130.89**	**1,390.39**	**254.99**	**248.24**	**4,024.50**

5.2 Accumulated Depreciation

Accumulated depreciation	Leasehold Land	Storage Facility	Leasehold Building	Vehicle and Equipment	Total
Balance at April 1, 2020	36.08	160.42	35.94	19.37	251.81
Additions during the year	36.08	125.68	35.94	68.84	266.53
Balance at March 31, 2021	**72.16**	**286.10**	**71.87**	**88.21**	**518.34**
Balance at April 1, 2021	72.16	286.10	71.87	88.21	518.34
Additions during the year	40.46	355.61	32.88	81.71	510.66
Balance at March 31, 2022	**112.62**	**641.71**	**104.75**	**169.92**	**1029.00**

5.3 Net carrying amount

Net carrying Amount	Leasehold Land	Storage Facility	Leasehold Building	Vehicle and Equipment	Total
Balance at March 31, 2021	2,058.73	472.36	108.67	160.03	2,799.80
Balance at March 31, 2022	2,018.27	748.67	150.24	78.32	2,995.51

5.4 The company had been allotted 13.16 Hectare Land on lease by M/s Gujarat Industrial Development Corporation (GIDC) at Atali village for construction of residential complex for its employees. The gross amount of Leasehold land includes amount Rs. 149.98 million . As per terms of lease agreement, company have to complete construction work within two years i.e. up to 28th March 2014. The company is still to complete construction work and have requested M/s GIDC to extend the time line of construction of residential complex up to June 2023, pending outcome of the same, company has continued to shown the underlying lease assets under ROU.

VCA & ASSOCIATES • VADODARA • CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

(All amounts are in Rs Millions unless otherwise stated)

5.5 Leases

This note provides information for leases where the Company is a lessee. The Company leases various buildings, land, storage facilities, vehicles and equipment. In case of Land lease period is 50-90 years and in other cases it is 1 to 7 years, but may have extension options as described in (a) below.

i) The details of Lease Liability of the Company is as follows:

Particulars	Net carrying amount as at March 31, 2022	Net carrying amount as at March 31, 2021
Current	461.50	203.69
Non-current	703.72	681.75
Total	**1,165.22**	**885.44**

ii) Amounts recognized in Statement of Profit and Loss

The Statement of Profit and Loss shows the following amounts relating to Ind AS 116

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Interest expense (included in finance cost)	130.28	85.75
Expense relating to short-term leases (included in other expenses)	12.54	2.59
Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses)	6.55	7.32

The total cash outflow for leases for the year was Rs. 574.68 Million (March 31, 2021 Rs.285.05 Million)

(a) **Extension and termination options**

Certain leases have extension options and termination options; extension options are only included in the lease term and lease liability if the lease is reasonably certain to be extended. Potential future cash outflows related to renewal options which are not reasonably certain to be extended have not been included in lease liabilities and such options are not material. Where practicable, the Company seeks to include extension options in new lease agreements to provide operational flexibility. The extension options held are exercisable only by the company and not by the lessors. The company assesses at lease commencement whether it is reasonably certain to exercise the extension and termination options. The company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control and affects whether the Company is reasonably certain to exercise an option not previously included in its determination of the lease term, or not to exercise an option previously included in its determination of the lease term.

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited

(All amounts are in Rs Millions unless otherwise stated)

6 Capital Work- in- Progress

Particulars	As at April 1, 2021	Additions & Adjustments during financial year 2021-22	Deduction during the financial year 2021-22	Transfer to PPE & Intangible Assets	As at March 31, 2022
Integrated Utilities & Offsites (IU & O)	1,344.00	167.38	-	34.76	1,476.62
Captive Power Plant (CPP)	-	26.44	-	26.44	-
LPG project - Pipeline & terminal work	725.10	117.88	-	842.98	-
Hazira Dahej Naphtha Pipeline	-	110.20	-	110.20	-
Atali Township*	6.78	(1.59)	-	-	5.19
Finance and Interest Charges	1,378.23	197.22	-	187.58	1,387.86
Incidental Expenses During Construction Including Consultancy	696.60	-	-	313.00	383.60
Other Capital Inventory	260.41	1,711.49	-	113.72	1,858.18
Infrastructure Development of Plant Gate	276.85	67.85	-	344.70	-
C4 Hydrogenation Unit	79.02	284.37	-	-	363.39
SEZ Exit Infrastructure Development	0.68	725.70	-	-	726.38
Railway Siding Project	14.58	-	-	-	14.58
Facility & Infrastructure for Diverting C4 Mix	1.15	-	-	-	1.15
Naphtha Unloading Gantry Project	-	26.42	-	-	26.42
Major Turnaround (MTA)	-	490.14	-	-	490.14
Other Capital Work in Progress	32.45	187.87	-	33.10	187.22
Carrying amount of capital work-in-progress	**4,815.85**	**4,111.37**	-	**2,006.49**	**6,920.73**

*During the year amount Rs. 1.59 Million of revenue nature charged off to P&L statement

Particulars	As at April 1, 2020	Additions & Adjustments during financial year 2020-21	Deduction during the financial year 2020-21	Transfer to PPE & Intangible Assets	As at March 31, 2021
Integrated Utilities & Offsites (IU & O)	6,320.77	158.01	-	5,134.78	1,344.00
Captive Power Plant (CPP)	696.56	245.27	-	941.83	-
LPG project - Pipeline & terminal work	467.82	257.28	-	-	725.10
Hazira Dahej Naphtha Pipeline	-	406.86	-	406.86	-
Atali Township	6.78	-	-	-	6.78
Finance and Interest Charges	6,144.41	816.33	-	5,582.51	1,378.23
Incidental Expenses During Construction Including Consultancy	2,899.52	-	-	2,202.92	696.60
Other Capital Inventory	121.48	303.44	-	164.51	260.41
Infrastructure Development of Plant Gate	165.34	111.51	-	-	276.85
C4 Hydrogenation Unit	1.45	77.57	-	-	79.02
SEZ Exit Infrastructure Development	-	0.68	-	-	0.68
Railway Siding Project	7.31	7.27	-	-	14.58
Facility & Infrastructure for Diverting C4 Mix	-	1.15	-	-	1.15
Other Capital Work in Progress	55.85	14.34	-	37.73	32.45
Carrying amount of capital work-in-progress	**16,887.28**	**2,399.70**	-	**14,471.14**	**4,815.85**

VCA & ASSOCIATES VADODARA CHARTERED ACCOUNTANTS

ONGC Petro additions Limited OPaL

(All amounts are in Rs Millions unless otherwise stated)

6.1 Capital work in progress ageing schedule

As at 31st March 2022

CWIP	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress					
Integrated Utilities & Offsites(IU&O)	167.38	347.50	510.13	451.62	1,476.63
Finance and Interest Charges	197.22	1,190.64	-	-	1,387.86
Incidental Expenses During Construction Including Consultancy	-	-	117.28	266.33	383.61
Other Capital Inventory	1,633.34	195.42	24.57	4.86	1,858.19
C4 Hydrogenation Unit	284.37	77.57	-	1.45	363.38
Sez Exit Infrastructure Development	725.70	0.68	-	-	726.38
Naphtha Unloading Gantry Project	26.42	-	-	-	26.42
Major Turnaround (MTA)	490.14	-	-	-	490.14
Other Capital Work-In-Progress	171.25	1.80	4.78	9.39	187.22
Project Temporarily Suspended					
Atali Township	-	-	-	5.19	5.19
Railway Siding Project	-	7.27	0.20	7.11	14.58
Facility & Infrastructure For Diverting C4 Mix	-	1.15	-	-	1.15
Total	**3,695.81**	**1,822.03**	**656.95**	**745.94**	**6,920.73**

As at 31st March 2021

CWIP	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress					
Integrated Utilities & Offsites (IU&O)	158.01	699.61	486.38	-	1,344.00
LPG Project - Pipeline & Terminal Work	257.29	156.12	311.70	-	725.11
Finance and Interest Charges	816.33	561.90	-	-	1,378.23
Incidental Expenses During Construction Including Consultancy	-	117.26	579.33	-	696.60
Other Capital Inventory	229.49	24.85	5.27	0.80	260.41
Infrastructure Development Of Plant Gate	111.51	112.64	33.79	18.90	276.85
C4 Hydrogenation Unit	77.57	-	1.45	-	79.02
SEZ Exit Infrastructure Development	0.68	-	-	-	0.68
Other Capital Work-In-Progress	12.44	5.44	13.40	1.16	32.45
Project Temporarily Suspended					
Atali Township	-	-	-	6.78	6.78
Railway Siding Project	7.27	0.20	1.44	5.67	14.58
Facility & Infrastructure For Diverting C4 Mix	1.15	-	-	-	1.15
Total	**1,671.74**	**1,678.02**	**1,432.77**	**33.32**	**4,815.85**

6.2 Completion schedule where Project is overdue and exceeded its Original plan cost

As at 31st March 2022

CWIP	To be completed in				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress					-
Construction of Labour welfare Facility	13.36	-	-	-	13.36
Natural Gas Pipeline Work in DFCU	3.16	-	-	-	3.16
Integrated Utilities & Offsites (IU&O)	230.00	100.00	-	-	330.00
Infrastructure development of Plant Gates	37.45	-	-	-	37.45
LPG project - Pipeline & terminal work	20.96	-	-	-	20.96
Project Temporarily Suspended					
Atali Township*	-	-	-	-	-

As at 31st March 2021

CWIP	To be completed in				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress					
Natural Gas Pipeline Work in DFCU	-	3.16	-	-	3.16
Infrastructure development of Plant Gates	67.85	37.45	-	-	105.30
LPG project - Pipeline & terminal work	117.88	20.96	-	-	138.84
Project Temporarily Suspended					-
Atali Township*	-	-	-	-	-

*Project is temporary suspended. Estimation of completion project cost is not envisaged.

6.3 The capitalization is carried out based on the contract value including modification in orders value, if any. The capitalization exclude the delay payment charges where commercial invoices is not received. The management expects that the liability will not exceed more than the cost recorded in the books of accounts significantly in respect of these Lump sum turnkey (LSTK) assets. The assets are taken over by the company from LSTK contractors are duly certified by the management of the company. The insurance cover, where ever applicable, has been undertaken by the company.

6.4 Free supplies received from various LSTK contractors under Contract are taken in books of account with a value provided by LSTK contractors / at realistic value. These free supplies are considered as Inventory(Spares/Chemicals) and the value has been reduced from particular Capital work in progress/Fixed Assets. The value of Spares/Chemicals reduced from CWIP/Fixed Assets is Rs. 57.08 (for FY 2020-21 Rs.348.50 Million).

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7 **Intangible assets**

Particulars	As at March 31, 2022	As at March 31, 2021
	Application Software	Application Software
Gross Carrying Amount		
Opening balance	424.21	335.10
Additions during the year	9.32	83.18
Transfer from intangible assets under development	-	5.92
	433.52	**424.21**
Less: Accumulated amortization		
Opening balance	272.78	221.55
Amortisation charge for the year	51.52	51.24
	324.31	**272.78**
Net carrying amount of Intangible assets	109.22	**151.42**

8 **Other Financial assets**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Non- current	Current	Non- current	Current
Security deposits	284.70	-	280.68	-
Total	**284.70**	-	**280.68**	-

9 **Deferred tax Assets / (Liability)**

The following is the analysis of deferred tax assets/(liabilities) presented in the Balance Sheet:

Particulars	As at March 31, 2022	As at March 31, 2021
Deferred tax assets	74,738.28	70,177.13
Deferred tax liabilities	(40,947.65)	(39,309.73)
Equity component of compound financial instrument	1,054.48	2,270.68
Total	**34,845.11**	**33,138.08**

Particulars	Opening Balance April 1, 2020	Recognised in Statement of Profit and Loss	Recognised in other Equity/Other Comprehensive Income	Closing Balance March 31, 2021
Tax effect items constituting deferred Tax liability				
Property Plant & Equipments	35,816.15	2,616.29	-	38,432.44
Other assets	4.98	(1.23)	-	3.75
Right-of-use assets	846.42	27.12	-	873.54
Total	**36,667.55**	**2,642.18**	-	**39,309.73**
Tax effect items constituting deferred Tax Assets				
Financial and other assets	16.36	(5.47)	-	10.89
Defined Benefit Obligation	72.26	25.22	-	97.48
Lease Liability	306.39	(30.13)	-	276.26
Equity component of compound financial instrument	1,622.98	(1,774.05)	2,421.75	2,270.68
Carry forward Business Loss	65,044.76	4,747.74	-	69,792.50
Remeasurement of the Define Benefit Plans	-	3.78	(3.78)	-
Total	**67,062.75**	**2,967.09**	**2,417.97**	**72,447.81**
Deferred Tax Assets / (Liabilities) Net	**30,395.20**	**324.91**	**2,417.97**	**33,138.08**

Particulars	Opening Balance April 1, 2021	Recognised in Statement of Profit and Loss	Recognised in other Equity/Other Comprehensive Income	Closing Balance March 31, 2022
Tax effect items constituting deferred Tax liability				
Property Plant & Equipments	38,432.44	1,576.64	-	40,009.08
Other assets	3.75	0.22	-	3.97
Right-of-use assets	873.54	61.06	-	934.60
Total	**39,309.73**	**1,637.92**	-	**40,947.65**
Tax effect items constituting deferred Tax Assets				
Financial and other assets	10.89	2.34	-	13.23
Defined Benefit Obligation	97.48	11.29	-	108.77
Lease Liability	276.26	87.29	-	363.55
Equity component of compound financial instrument	2,270.68	(1,628.85)	412.66	1,054.48
Carry forward Business Loss	69,792.50	4,460.23	-	74,252.73
Remeasurement of the Define Benefit Plans	-	7.64	(7.64)	-
Total	**72,447.81**	**2,939.94**	**405.02**	**75,792.76**
Deferred Tax Assets / (Liabilities) Net	**33,138.08**	**1,302.02**	**405.02**	**34,845.11**

In accordance with Ind AS 12 - Income Taxes, the Company has recognised deferred tax asset for all deductible temporary differences and also for carry-forward of unused tax losses and unused tax credits.The recognition of Deferred Tax Asset (DTA) is based on the probability of earning sufficient taxable profits in the future years as projected by the management against which the deductible temporary difference and carry forward of unused tax loss and unused tax credits can be utilised. Deferred Tax asset has been recognised net of deferred tax liability

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10 **Other assets**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Non- current	Current	Non- current	Current
(Unsecured, considered good unless otherwise stated)				
(a) Advances (including Capital advances)				
Secured, considered good	30.31	-	43.03	-
Unsecured, considered good	-	844.16	-	858.06
(b) Advances to employees	-	1.98	-	0.12
(c) Prepayment				
Prepaid expenses**	-	164.40	-	95.97
Gas transmission and guarantee charges	5.05	7.67	8.36	3.66
(d) Security deposits-Unsecured	21.69	-	22.87	-
(e) Other				
Custom duty advance	-	434.70	-	329.45
Payment made under protest*	2,172.10	-	2,900.10	-
Service tax recoverable	-	6.40	-	15.83
Vat credit receivable	-	0.10	-	0.10
Income tax receivable	141.29	38.27	40.30	15.67
GST receivable	-	103.44	-	212.27
Total	2,370.44	1,601.12	3,014.66	1,531.13

*Note - Payment made under protest majorly includes followings:-

1. Amount remitted to contractor (for which equivalent amount of bank guarantee received) as per direction of Court to set aside arbitral award passed against company.

2. Bank Guarantee extension charges (extended by Contractor in view of direction by Court) reimbursed to Contractor as the same is subject to final outcome of application u/s 34 filed by company.

3. All the above matters have been disclosed under contingent liabilities, refer note 39.1

**Includes SEZ exit related expenses Rs.23.48 Million.

11 **Inventories**

Particulars	As at March 31, 2022	As at March 31, 2021
Raw materials	3,667.17	3,560.29
Work-in-progress	1,302.88	1,697.45
Finished goods	9,400.52	5,864.24
Stores, spares and consumable	5,257.46	6,811.03
Total	19,628.03	17,933.01

11.1 Finished goods includes goods in transit value Rs. 328.93 Million (31st March, 2021 Rs. 149.82 Million).

11.2 The mode of valuation of inventories has been stated at note 3.13.

11.3 Write-down of finished goods inventories to net realisable value amount Rs. 9.69 Million (31st March 2021 Rs. Nil). This is recognised as an expense during the year and included in changes in inventories of finished goods, work-in-progress and stock-in-trade in statement of profit and loss account.

11.4 In case of Stores, spares and consumable, technical evaluation of spare items are in process.

12 **Trade receivables**

Particulars	As at March 31, 2022	As at March 31, 2021
Secured, considered good	4,120.98	2,326.12
Credit impaired	21.01	21.01
	4,141.99	2,347.13
Less: Loss allowance	(21.01)	(21.01)
Total	4,120.98	2,326.12

Provision has been created for loss allowance in case of one of the Consignment Sale Agent (CSA) who defaulted on the outstanding. The total receivable from him is Rs. 50.91 Million out of which Company has Rs. 29.90 Million by way of security and incentives (in form of discounts & commissions) payable to him under various marketing schemes. Accordingly, net amount of Rs. 21.01 Million has been provided as loss allowance. The Company has invoked arbitration proceedings and criminal compliant against him.

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12.1 **Trade Receivables ageing schedule**

As at 31st March 2022

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables							
Considered good	2,667.56	1,430.94	0.83	1.26	19.75	0.64	4,120.98
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	21.01	-	21.01
Disputed Trade Receivables							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

As at 31st March 2021

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables							
Considered good	1,685.47	610.37	1.89	24.85	3.54	-	2,326.12
Which have significant increase in credit risk	-	-	-	-	-	-	
Credit impaired	-	-	-	21.01	-	-	21.01
Disputed Trade Receivables							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

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13 Cash and cash equivalents

Particulars	As at March 31, 2022	As at March 31, 2021
Balances with Banks		
Current Account	7.55	125.19
Imprest	0.41	0.34
Bank deposits for original maturity upto 3 months	0.10	23.92
Total	**8.06**	**149.45**

13.1 The deposits maintained by the Company with banks comprise Time Deposits, which can be withdrawn at any point without prior notice or penalty on the principal.

13.2 There are no repatriation restriction with respect to Cash & cash Equivalents at the end of reporting period and prior period.

14 Equity share capital

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised: 15,000,000,000 equity shares of Rs.10 each (as at March 31, 2021: 15,000,000,000 equity shares of Rs. 10 each)	150,000.00	150,000.00
	150,000.00	150,000.00
Issued : 2,021,929,671 equity shares of Rs. 10 each (as at March 31, 2021: 2,021,929,671 equity shares of Rs. 10 each)	20,219.30	20,219.30
	20,219.30	20,219.30
Subscribed and paid up : 2,021,929,671 equity shares of Rs. 10 each (as at March 31, 2021: 2,021,929,671 equity shares of Rs. 10 each)	20,219.30	20,219.30
Total	**20,219.30**	**20,219.30**

14.1 **Reconciliation of equity shares outstanding at the beginning and at the end of the reporting period:**

Particulars	Number of shares in Million	Share capital
Balance at 1st April, 2021	2,021.93	20,219.30
Changes during the year	-	-
Balance at March 31, 2022	**2,021.93**	**20,219.30**

14.2 **Terms/rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

14.3 **Details of shareholding of promoters are as under:**

Name of equity share holder	As at March 31, 2022		As at March 31, 2021	
	No. in Million	% holding	No. in Million	% holding
Oil and Natural Gas Corporation Limited*	997.98	49.36	997.98	49.36
GAIL (India) Limited*	994.94	49.21	994.94	49.21
Gujarat State Petroleum Corporation Limited	29.00	1.43	29.00	1.43

*ONGC and GAIL holds more then 5% shares in the company.

There is no change in promoters holding in comparision to previous year.

15 **Other equity**

15.1 **Equity component of compound financial instrument**

Particulars	As at March 31, 2022	As at March 31, 2021
Equity component of compound financial instrument	70,577.31	69,815.91
Deferred tax impact on Equity component of compound financial instrument	9,994.38	9,581.72
Balance at end of year	**80,571.69**	**79,397.63**

15.2 **Retained earnings**

Particulars	As at March 31, 2022	As at March 31, 2021
Balance at beginning of year	(82,585.57)	(71,070.74)
Profit (Loss) after tax for the year	(5,346.55)	(7,973.97)
Extinguishment of Compulsory convertible debenture	(761.40)	(3,549.20)
Item of other comprehensive income recognised directly in retained earnings:		
- Other comprehensive income arising from re-measurement of defined benefit obligation net of tax	16.85	8.35
Balance at end of year	**(88,676.68)**	**(82,585.57)**

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15.3 Money received against share warrants

Particulars	As at March 31, 2022	As at March 31, 2021
Balance at beginning of year	33,649.59	24,940.50
Add: Issue of share warrants	-	8,709.09
Balance at end of the year	**33,649.59**	**33,649.59**

15.4 Disclosures in relation to money received against share warrants:

(i) Money received against share warrant represent amounts received towards warrants which entails the warrant holders, the option to apply for and be allotted equivalent number of equity shares of the face value of Rs. 10 each.

(ii) Against issue of 1,922,000,000 no. of warrants the balance amount receivable from holder of warrant towards warrant exercise price is Rs.480.50 Million (Rs. 0.25 per share warrants). The holder of the warrant would need to exercise the right by paying warrant exercise price on or before 24 February 2023.

(iii) Against issue of 636,000,000 no. of warrants the balance amount receivable from holder of warrant towards warrant exercise price is Rs. 159.00 Million (Rs.0.25 per share warrants). The holder of the warrant would need to exercise the right by paying warrant exercise price on or before 12 June, 2023.

(iv) Against issue of 893,240,000 no. of warrants the balance amount receivable from holder of warrant towards warrant exercise price is Rs. 223.31 Million (Rs.0.25 per share warrants). The holder of the warrant would need to exercise the right by paying warrant exercise price on or before 06 April, 2023.

(v) The equity shares to be issued up on the exercise of the warrant shall be subject to Memorandum of Association and Articles of Association of the company and shall rank paripasu in all respect with the existing equity shares including the right with respect to dividend.

(vi) The warrant exercise ratio is 1 (one) equity share for each warrant.

(vii) Neither warrant nor the equity shares to be issued on exercise of the warrants shall be listed on any stock exchange.

(viii) The warrant subscription price will not be adjusted towards the warrant exercise price, if warrant is not exercised the warrant subscription price will stand forfeited.

15.5 Deemed Equity

Particulars	As at March 31, 2022	As at March 31, 2021
Balance at beginning of year	-	-
Addition during the year	73.30	-
Balance at end of the year	**73.30**	-

The amount of Rs. 73.30 million (As at March 31, 2021 Rs. NIL) shown as deemed equity denotes the fair value of financial guarantee received from Oil and Natural Gas Corporation Limited towards interest on CCDs without any consideration.

16 Borrowings

Particulars	As at March 31, 2022		As at March 31, 2021	
	Non- current	Current	Non- current	Current
Secured – at amortised cost				
Term loans				
Rupee loan from banks (Note No.16.1)	60,330.70	-	69,714.47	-
Rupee loan from NBFC (Note No.16.1)	1,990.93	-	2,352.92	-
Foreign currency loan from bank (Note No.16.1)	18,591.59	-	20,502.15	-
External commercial borrowings (Note No.16.2)	2,749.74	-	4,915.02	-
Working Capital Loan (Note No.16.4)	-	5,431.14	-	4,202.00
Unsecured – at amortised cost				
Debentures				
Liability component of compound financial instrument (Note No. 16.3)				
- Compulsory Convertible Debentures (CCDs)	463.54	1,213.40	3,336.92	2,016.52
Non Convertible Debentures (NCDs) (Note No. 16.6)	34,350.00	-	32,600.00	-
Loan repayable on demand from banks (Note No. 16.5)	-	41,160.95	-	24,956.90
Rupee Term Loan from banks (Note No. 16.7)	65,000.00	-	68,000.00	-
Commercial Paper (Note No. 16.8)	-	5,942.22	-	6,936.62
Sub Total	**183,476.50**	**53,747.71**	**201,421.48**	**38,112.04**
Add/(Less) : Current maturity of Long term borrowings	(37,941.49)	37,941.49	(40,274.22)	40,274.22
Total	**145,535.01**	**91,689.20**	**161,147.26**	**78,386.26**

16.1 Term Loan-Secured

Particulars	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
Rupee Loan				
LTL-I (Various Banks including NBFC)	42,671.12	7.45%	51,083.71	8.15%
LTL-II (Various Banks)	19,650.51	7.45%	20,983.69	8.15%
Foreign currency Loan				
LTL-I State Bank of India (a)	14,479.87	2.90%	16,710.08	3.05%
LTL-I Union Bank of India (b)	2,904.48	2.78%	3,384.33	3.25%
LTL-I South Indian Bank of India (c)	572.47	2.80%	-	-
LTL-II South Indian Bank of India (c)	242.89	2.80%	-	-
LTL-II State Bank of India (a)	391.88	2.90%	407.74	3.05%
Total	**80,913.22**		**92,569.54**	

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Rupee Loan:

The company has LTL-I & LTL-II (Various Banks including NBFC) borrowings in INR terms under consortium banking led by State Bank of India (SBI). The rate of Interest is 6 month MCLR plus spread of 0.50 bps.

Security

i) First ranking pari passu mortgage/charge on immovable and movable properties and assets, both present and future except current assets;
ii) First ranking pari passu mortgage/assignment on intangible assets relating to project both present and future; and
iii) Second ranking pari passu charge on any current asset with working capital lenders on reciprocal basis.

Terms of Repayment

(i) Facility LTL 1 : Repayable in 41 equal quarterly installments Rs.2,765.98 Million starting in Q4 FY 2016-17 and ending in Q2 FY 2027-28.

(ii) Facility LTL II : Repayable in 43 structured quarterly installments starting in Q2 FY 2018-19 and ending in Q2 FY 2029-30.

Foreign currency Loan:

a) SBI has rolled over FCNRB (TL) facility in August 2021 to the tune of Rs.16,103.73 Million under LTL-I and Rs. 407.18 Million under LTL-II totalling Rs. 16,510.91 Million @ 2.90% p.a. linked with 1 year LIBOR for the period of 12 months.

As a result of the roll over these rupee loans of SBI was carved out of total INR outstanding amount of LTL-I & LTL-II in August, 2021 under consortium and were converted into equivalent dollar denominated loans of USD 222.76 Million. (USD 217.27 Million. & USD 5.49 Million.). The FCNRB (TL) facilities were roll over w.e.f. 26.08.2021 and valid for 12 months period.

All the other terms of monthly interest payment, quarterly installment payment, remains same as agreed for LTL-I & LTL-II facilities in INR. However, at the end of 12 months on company's request, SBI may consider to rollover the FCNRB (TL) facility, at its discretion, on the terms as may be stipulated by them or may be converted again into equivalent INR term loan for outstanding USD liability.

b) Union bank has rolled over Foreign Currency Term Loan (FCTL) facility in April 2021 to the tune of Rs.3,360.98 Million under LTL-I @ 3.20% p.a. linked with 6 month LIBOR for the period of 2.5 years with Interest rate reset at 6 months.

As a result of the roll over this FCTL was carved out of INR outstanding amount in April, 2021 and was converted into equivalent dollar denominated loan of USD 45.07 Million. This FCTL facility was roll over w.e.f. 27.04.2021 and valid for the period of 2.5 years with Interest rate reset at 6 months.

All the other terms of monthly interest payment, quarterly installment payment, remains same as agreed for RTL facility in INR. However, at the end of 2.5 years with price reset at 6 months on company's request, Union Bank may consider to rollover the FCTL facility, at its discretion, on the terms as may be stipulated by them or may be converted again into equivalent INR term loan for outstanding USD liability.

c) Rupee Term Loans (RTL) borrowing from South Indian Bank has been converted in to Foreign Currency Demand Loan (FCDL) facility in May 2021. OPaL exercised FCDL facility to the tune of Rs. 655.41 Million under LTL-I and Rs. 248.30 Million under LTL-II totalling Rs. 903.71 Million @2.80% p.a. linked with12 month LIBOR for the period of 1 year.

As a result of this, RTL was converted from INR outstanding amount in May, 2021 into equivalent dollar denominated loan of USD 12.25 Million.(USD 8.88 Million and USD 3.36 Million). This FCDL facility was availed w.e.f. 06.05.2021 and valid for 1 year.

All the other terms of monthly interest payment, quarterly installment payment, remains same as agreed for LTL-I & LTL-II facilities in INR. However, at the end of 1 year on company's request, South Indian Bank may consider to rollover the FCDL facility, at its discretion, on the terms as may be stipulated by them or may be converted again into equivalent INR term loan for outstanding USD liability.

16.2 External Commercial Borrowings (ECB)

Particulars	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
Facility – I	2,749.74	6 month USD LIBOR + 250bps	4,915.02	6 month USD LIBOR + 250bps
Total	**2,749.74**		**4,915.02**	

Security

Rupee Term Loans and ECB:

a) First ranking pari passu mortgage/charge on immovable and movable properties and assets, both present and future except current assets;
b) First ranking pari passu mortgage/assignment on intangible assets relating to project both present and future; and
c) Second ranking pari passu charge on any current asset with working capital lenders on reciprocal basis.

Repayment terms of ECB

a) Facility I : USD 190 Million

4 half yearly installments of USD 9.50 Million each commencing from March 2016
4 half yearly installments of USD 11.40 Million each commencing from March 2018
4 half yearly installments of USD 13.30 Million each commencing from March 2020
2 half yearly installments of USD 17.10 Million each commencing from March 2022
Last installment of USD 19.00 Million in March 2023

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16.3 Compulsory Convertible Debentures (Unsecured)

Particulars	Face Value (Gross)	Coupon Rate	Terms of Repayment	Effective Interest Rate	As at March 31, 2022			As at March 31, 2021		
					Equity component of convertible debenture	Non current Liability component of convertible debenture	Current Liability component of convertible debenture	Equity component of convertible debenture	Non current Liability component of convertible debenture	Current Liability component of convertible debenture
CCD I (July 2016) Series A / B	56,150.00	6.73%	72 months from pay in date	6.58%	50,721.78	-	620.69	50,721.78	1,863.07	2,315.77
CCD II (May 2017)	16,710.00	5.58%	72 months from pay in date	6.08%	15,387.38	463.54	466.99	14,625.98	-	756.13
CCD III (March 2018)	4,920.00	6.43%	54 months from pay in date	6.72%	4,468.15	-	125.71	4,468.15	153.45	265.03
Total	**77,780.00**				**70,577.31**	**463.54**	**1,213.40**	**69,815.91**	**2,016.52**	**3,336.92**

The equity component of convertible debenture has been presented on the face of the balance sheet including deferred tax of Rs. 9,994.38 Million for 31st March, 2022 and Rs.9,581.72 Million for 31st March, 2021.

(i) CCDs I of Rs. 56,150 Million was issued in July 2016 for the tenure of 36 months and the conversion date of which has elongated twice for further period of 18 months each. The tenure of the CCDs stands modified to 72 months from deemed date of allotment of first tranche i.e. 02.07.2016 at a coupon rate of 6.73% p.a. payable semi-annually from December 01, 2020. The CCDs will be compulsorily convertible at par into equity share of the company at the end of or before 72th month from the deemed dated of allotment.

Unconditional and irrevocable mandatory put option on ONGC shifted up to the end of 71st month from the deemed date of allotment of first tranche of CCDs I Rs.56,150 Million.

Buy out option available to ONGC at the end of 56th month, 59th month, 62nd month, 65th month & 68th month from deemed date of allotment of first tranche of CCDs I Rs.56,150 Million.

(ii) CCDs II of Rs.16,710 Million was issued on May 18, 2017 for the tenure of 36 months and the conversion date of which has elongated twice for further period of 18 months each. The tenure of the CCDs stands modified to 72 months from deemed date of allotment i.e. 18.05.2017 at a coupon rate of 5.58 % p.a. payable semi-annually from October 15, 2021. The CCDs will be compulsorily convertible at par into equity share of the company at the end of or before 72 month from the deemed dated of allotment.

Unconditional and irrevocable mandatory put option on ONGC shifted up to the end of 71st month from the deemed dated of allotment of CCDs II Rs.16,710 Million.

Buy out option available to ONGC at the end of 56th month, 59th month, 62nd month, 65th month & 68th month from deemed date of allotment of CCDs II.Rs.16,710 Million.

(iii) CCDs III of Rs.4,920 Million was issued on Mar 28, 2018 for the period of 36 month and the conversion date of which has elongated for further period up to 18 month. The tenure of the CCDs stands modified to 54 months from deemed date of allotment i.e. 28.03.2018 at coupon rate of 6.43% p.a. payable semi-annually. The CCDs will be compulsory convertible at par in equity share of the company at the end of or before 54th month from the deemed dated allotment .

Unconditional and irrevocable mandatory put option on ONGC shifted up to the end of 53rd month from the deemed date of allotment of CCDs III Rs.4,920 Million.

Buy out option available to ONGC at the end of 38th month, 41st month, 44th month, 47th month, 50th month and 53rd month, from deemed date of allotment of CCDs III Rs.4,920 Million.

(iv) The conversion of CCDs into equity shares will be as per conversion formula set out in Debenture Trust Deed i.e. (A+B+C) divided by D. A= Rs. 10,000,000, B= Coupon accrued and remaining unpaid on the date of conversion on each debenture, C= any coupon amounts/fee (if any) reimbursed / paid by the Sponsor to the Issuer / Investor and D= Rs. 10.

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16.4 Working Capital Loans

Name of Bank	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
Bank of Baroda Cash Credit	0.24	7.15%	2,660.27	7.25%
Allahabad Bank Cash Credit	-	-	0.020	7.30%
Canara Bank Cash Credit	235.76	7.35%	0.071	7.45%
Union Bank Cash Credit	0.05	7.05%	-	-
Indian Bank Cash Credit	0.21	7.30%	-	-
Allahabad Bank*	-	-	293.80	7.10%
Andhra Bank*	-	-	400.00	6.70%
Canara Bank *	810.00	6.55%	173.43	6.70%
Bank of Baroda*	1,755.82	6.90%	-	-
Union Bank *	810.00	6.65%	-	-
Indian Bank *	1,270.00	6.45%	-	-
Bank of Baroda LC**	549.06	0.50% - 1.20%	674.41	0.648% -1.003%
Total	**5,431.14**		**4,202.00**	

* Availed as Working Capital Demand Loan (WCDL) upto one month tenure.

**Working capital based bill discounting facility, tenure six months from bill date.

Security

(a) First pari-passu charge on the current assets of the Borrower comprising of stocks, stores and spares, stock in progress, finished goods and material in transit and book debts. Term Loan lenders to have second charge over current assets.

(b) Second pari-passu charge along with other working capital lenders on the Borrower's fixed assets on which the long term lenders have the first charge.

(c) First charge on the Trust and Retention Accounts (except DSRA) on pari- passu basis along with the long term lenders.

16.5 Loan repayable on demand from banks - Unsecured Loan

Particulars	As at March 31, 2022		As at March 31, 2021	
	Amount	Repayment	Amount	Repayment
Canara Bank	10,000.00	Q1-2022-2023	8,050.00	Q1& Q3 2021-2022
Bank of Maharashtra	10,000.00	Q3-2022-2023	5,000.00	Q-2 2021-2022
Indusind Bank	5,000.00	Q1-2022-2023	-	-
Bank of Baroda*	15,208.85	Q2-2022-2023	-	-
Punjab National Bank*	-	-	11,906.90	Q-2 2021-2022
Axis Bank*	952.11	Q1-2022-2023	-	-
Total	**41,160.95**		**24,956.90**	

* Foreign Currency Loan (FCL) facility availed in USD.

Rate of interest for INR Loan range from 4.25% to 5.50%.
Rate of Interest for USD Loans range from 2.70% to 3.14%

16.6 Non Convertible Debentures (Unsecured)

Particulars	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
NCDs Series –I	-	-	3,350.00	8.60%
NCDs Series –II	4,850.00	8.85%	4,850.00	8.85%
NCD Series-III	4,350.00	8.45%	4,350.00	8.45%
NCD Series-IV Option A	3,711.00	8.45%	3,711.00	8.45%
NCD Series-IV Option B	4,655.00	8.83%	4,655.00	8.83%
NCD Series-V Option A	4,334.00	7.98%	4,334.00	7.98%
NCD Series-V Option B	4,750.00	8.00%	4,750.00	8.00%
NCD Series-VI	2,600.00	7.98%	2,600.00	7.98%
NCD Series-VII	5,100.00	6.63%	-	-
Total	**34,350.00**		**32,600.00**	

Issuance of private placement of Unsecured, Listed, Rated, Taxable, Redeemable, Non-Cumulative Non-Convertible Debentures ("NCDs") made for face value of Rs. 1.00 Million each for cash at par.

NCDs were issued for general corporate purposes including pre-payment/repayment of existing indebtedness. NCD Series I to V are backed by irrevocable & unconditional Letter of Comfort (LoC) from one of the promoter ONGC Ltd for principal amount and coupon payment to protect the interest of the NCDs Holders. However, NCDs Series VI &VII are issued by the company on standalone basis.

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NCDs Series –I

Company has served coupon and principal amount to NCDs Series-I holders (as per record date details) on 11th March 2022.

NCDs Series –II

Company has allotted 4850 NCDs in March 2019 of Rs.1.00 Million each under NCDs Series-II at cut-off coupon rate of 8.85% payable annually for tenure of 3 Year 1 Month with issue size up to Rs.2,000 Million and green shoe option up to Rs.2,850 Million which is redeemable on 19th April 2022.

NCDs Series –III

Company has allotted 4350 NCDs in September 2019 of Rs.1.00 Million each under NCDs Series-III at cut-off coupon rate of 8.45% payable annually for tenure of 3 Year 3 Month with issue size up to Rs.2,100 Million and green shoe option up to Rs.2,250 Million which is redeemable on 26th December 2022.

NCDs Series –IV

Company has allotted aggregate up to 8366 NCDs in December 2019 of Rs.1.00 Million each. Out of which 3711 NCDs under Series-IV option A at cut-off coupon rate of 8.45% payable annually for tenure of 3 Year 3 Month which is redeemable on 10th March 2023 and 4655 NCDs under series-IV option B at cut-off coupon rate of 8.83% payable annually for tenure of 5 Year 3 Month which is redeemable on 10th March 2025.

NCDs Series –V

Company has allotted aggregate up to 9084 NCDs in February 2020 of Rs.1.00 Million each. Out of which 4334 NCDs under Series-V option A at cut-off coupon rate of 7.98% payable annually for tenure of 3 Year which is redeemable on 10th February 2023 and 4750 NCDs under Series-V option B at cut-off coupon rate of 8.00% payable annually for tenure of 5 Year 2 Month which is redeemable on 11th April 2025.

NCDs Series –VI

Company has allotted 2600 NCDs in September 2020 of Rs.1.00 Million each on standalone basis under NCDs Series-VI at cut-off coupon rate of 7.98% payable annually for tenure of 3 Year 1 Month with issue size up to Rs.1,050 Million and green shoe option up to Rs.1,550 Million which is redeemable on 25th October 2023.

NCDs Series –VII

Company has allotted 5100 NCDs in July 2021 of Rs.1.00 Million each on standalone basis under NCDs series-VII at cut-off coupon rate of 6.63% payable annually for tenure of 3 Year with issue size up to Rs.1050 Million and green shoe option up to Rs.4050 Million which is redeemable on 9th July 2024.

All above the series of NCDs has already been listed on Wholesale Debt Market (WDM) segment of Bombay Stock Exchange Ltd and available for secondary trade.

16.7 Long term Rupee Term Loan-Unsecured

Particulars	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
ICICI Bank (Facility-I)	42,500.00	7.55%	45,000.00	7.90%
ICICI Bank (Facility-II)	-	-	20,000.00	7.90%
Punjab National Bank	3,000.00	6.65%	3,000.00	6.70%
Bank of India	7,000.00	6.60%	-	-
Federal Bank	2,500.00	6.45%	-	-
EXIM Bank	5,000.00	6.20%	-	-
Indusind Bank	5,000.00	6.30%	-	-
Total	**65,000.00**		**68,000.00**	

A - ICICI Bank

(i) Unsecured Rupee Term Loan (RTL) facilities tied-up with ICICI Bank Limited for replacement of existing debt, normal capital expenditure & long term working capital purposes. Details are mentioned as below:

a) Rupee Term Loan-1 Rs.45,000 Million, tenure 12 years, repayable in 36 equal quarterly installments starting in Q3 FY 2021-22 and ending Q2 FY 2030-31.

b) Rupee Term Loan-2 Rs.20,000 Million has been fully repaid in line with repayment schedule. .

(ii) Both the RTL facilities from ICICI Bank are backed by Letter of Comfort from one of the promoters ONGC Limited for interest and repayment of installments.

(iii) Interest rate is linked with MCLR of the bank.

(iv) Prepayment is allowed if it is done through equity / quasi equity / internal accruals/ promoter loans / debt arranged by Strategic Investor.

B - Punjab National Bank

(i) Company has availed Rs.3,000 Million unsecured corporate term loan facility from Punjab National Bank for general capital expenditure and general corporate purposes.

(ii) This facility has tenor of 5 years including moratorium period of 3 years.

(iii) The loan is repayable on quarterly basis after completion of moratorium period of 3 years in eight equated installments at the end of every quarter during next 2 years.

(iv) Interest rate is linked with MCLR of the bank.

C - Bank Of India

(i) During the year company has availed Rs.7000 Million unsecured term loan facility from Bank of India for general capital expenditure and general corporate purposes.

(ii) This facility has tenor of 5 years including moratorium period of 3 years.

(iii) The loan is repayable on quarterly basis after completion of moratorium period of 3 years in eight equated instalments at the end of every quarter during next 2 years.

(iv) Interest rate is linked with MCLR of the bank.

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D - Federal Bank

(i) During the year company has availed Rs.2500 Million unsecured medium term loan facility from the Federal Bank Limited for general corporate purposes.

(ii) This facility has tenor of 5 years including moratorium period of 2 years.

(iii) The loan is repayable on quarterly basis after completion of moratorium period of 2 year in four equal instalments at the end of every quarter from third year onwards.

(iv) Interest rate is linked with Repo Rates.

E-EXIM Bank

(i) During the year company has availed Rs.5000 Million unsecured rupee loan facility from Exim Bank for general corporate purposes.

(ii) This facility has tenor of 5 years including moratorium period of 3 years.

(iii) The loan is repayable on 8 equal quarterly instalments of Rs. 625 Million after the moratorium period of 3 years.

(iv) Interest rate is linked with MCLR of the bank.

F-Indusind Bank Limited

(i) During the year company has availed Rs.5000 Million unsecured term loan facility from Indusind Bank Limited to meet shore up Long Term Working Capital.

(ii) This facility has tenor of 5 years including moratorium period of 1 years.

(iii) The loan is repayable on 8 equal half yearly instalments of Rs. 625 Million after the moratorium period of 3 years.

(iv) Interest rate is linked with T Bill Interest.

16.8 Commercial Paper

Particulars	As at March 31, 2022	Rate of Interest	As at March 31, 2021	Rate of Interest
Commercial Paper (Maturity -Q1 2022-2023)	5,942.22	3.89% - 4.05%	6,936.62	3.58% - 3.82%
Total	**5,942.22**		**6,936.62**	

The Company has allotted 8,000 number of rated, listed & unsecured Commercial Papers of Rs. 5,00,000/- each aggregating to Rs. 4,000 million on 20th Jan 2022.
The Company has allotted 4,000 number of rated, listed & unsecured Commercial Papers of Rs. 5,00,000/- each aggregating to Rs. 2,000 million on 22nd Feb 2022.
These commercial papers have credit rating "ICRA A1+" by ICRA Ltd and "IND A1+" by India Rating & Research Pvt. Ltd

17 Other financial liabilities

Particulars	As at March 31, 2022		As at March 31, 2021	
	Non- current	Current	Non- current	Current
Amount Withheld from Contractors	-	825.11	-	940.70
Liability for capital goods and services	-	1,116.09	-	1,067.94
Interest accrued but not due on borrowings	-	2,630.83	-	2,680.94
Liability for employees	-	5.91	-	3.76
Security deposit from customers	553.43	-	622.31	-
Security deposit from vendors	-	74.35	-	55.92
Refund liabilities	-	1,080.52	-	864.76
Other liabilities	-	44.50	-	61.05
Total	**553.43**	**5,777.31**	**622.31**	**5,675.07**

18 Trade payables

Particulars	As at March 31, 2022	As at March 31, 2021
Trade payables: micro and small enterprises	237.01	95.35
Trade payables-others	5,483.48	5,673.64
Trade payables to related parties (Note 34.2)	5,585.98	3,029.33
Total	**11,306.46**	**8,798.32**

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18.1 Trade Payables ageing schedule

As at 31st March 2022

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Payables						
MSME	217.42	17.93	0.32	0.87	0.47	237.01
Others	9,683.60	981.58	166.70	187.70	49.87	11,069.45
Disputed Trade Payables	-	-	-	-	-	-
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-

As at 31st March 2021

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Payables						
MSME	57.83	32.16	4.72	0.04	0.61	95.35
Others	6,850.72	854.51	538.41	345.43	113.91	8,702.97
Disputed Trade Payables						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-

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18.2 Trade payables -Total outstanding dues of Micro & Small enterprises

Particulars	As at March 31, 2022	As at March 31, 2021
a) the Principal amount and the interest due there on remaining unpaid to any supplier at the end of each accounting year:		
- Principal	55.03	30.31
- Interest on above Principal	1.51	2.38
b) the amount of interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting 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 year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	2.61	2.24
d) the amount of Interest accrued and remaining unpaid at the end of each accounting year	4.13	4.63
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	13.10	8.47

19 Contract liabilities

Particulars	As at March 31, 2022	As at March 31, 2021
Balance at the beginning of the year	447.63	1,000.12
Revenue recognised that was included in the advance from customer at the beginning of the period	(447.63)	(1,000.12)
Advance from customer during the period, excluding amounts recognised as revenue during the period	520.73	447.63
Balance at the end of the year	**520.73**	**447.63**

20 Employee Benefit Obligations

Particulars	As at March 31, 2022	As at March 31, 2021
Leave encashment	348.63	312.42
Gratuity	1.88	5.03
Total	**350.51**	**317.45**

20.1 Leave encashment

The leave obligation cover the Company liability for earned leave which is classified as other long- term benefit. The entire amount of provision of Rs.348.63 Million (31st March 2021, Rs.312.42 Million) is presented as current Since the company does not have an unconditional right to defer the settlement for any of obligation. However, based on past experience, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave with in the next 12 months.

Particulars	As at March 31, 2022	As at March 31, 2021
Leave obligation not expected to be settled within the next 12 months	341.77	303.95

21 Other liabilities

Particulars	As at March 31, 2022		As at March 31, 2021	
	Non- current	Current	Non- current	Current
Liability for statutory payments	-	119.03	-	221.74
Total	-	**119.03**	-	**221.74**

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22 Revenue From Operations

Particulars	Year ended March 31,2022	Year ended March 31,2021
Sale of products	160,475.13	114,859.85
Total	**160,475.13**	**114,859.85**

22.1 Revenue disaggregation as per industry vertical and geography has been included in segment information. (Refer note no 33.2)

22.2 Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligations related disclosures for contracts where revenue recognized corresponds directly with value to the customer of the entity's performance completed to date.

22.3 Reconciliation of Revenue recognised with the contract price is as follows:

Particulars	Year ended March 31,2022	Year ended March 31,2021
Contract price	166,260.79	119,180.12
Reduction towards cash discount	793.01	711.36
Reduction towards post sales discount	4,992.65	3,608.91
Revenue recognised	160,475.13	114,859.85

23 Other Income

Particulars	Year ended March 31,2022	Year ended March 31,2021
Interest on Deposits with Banks	9.52	1.94
Interest on others	20.95	28.58
Other non-operating income		
Recovery from contractor	41.51	25.49
Sale of MEIS License	-	122.67
Miscellaneous Income	104.94	61.09
Recovery of Insurance claim	-	169.61
Net Foreign Exchange gain	-	67.72
Total	**176.92**	**477.10**

24 Raw Material Consumption

Particulars	Year ended March 31,2022	Year ended March 31,2021
Consumption of Raw Material	103,819.81	59,702.54
Total	**103,819.81**	**59,702.54**

25 Changes in inventories

Particulars	Year ended March 31,2022	Year ended March 31,2021
Closing Stock:-		
Finished Goods including stock-in-trade	9,400.52	5,864.24
Work-in-progress	1,302.88	1,697.45
	10,703.40	**7,561.69**
Opening Stock:-		
Finished Goods including stock-in-trade	5,864.24	9,619.96
Work-in-progress	1,697.45	1,522.30
	7,561.69	**11,142.26**
Decrease/(increase) in Inventories	**(3,141.71)**	**3,580.57**

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26 **Employee benefit expense**

Particulars	Year ended March 31,2022	Year ended March 31,2021
Salaries and other allowances	1,344.13	1,252.55
Contribution to Provident Fund	58.36	56.08
Gratuity	23.40	25.44
Leave compensation	50.04	86.91
Staff Welfare Expenses	172.13	109.77
Total	**1,648.06**	**1,530.75**

27 **Finance costs**

Particulars	Year ended March 31,2022	Year ended March 31,2021
Interest on borrowings from Banks and Others	15,937.92	18,058.12
Interest on Lease	130.28	85.75
Extension of CCD to Loss on the extinguishment of CCD liability*	1,312.78	-
Net exchange gain on foreign currency borrowings	1,370.25	(775.86)
Total	**18,751.23**	**17,368.01**
Less : Amount capitalised (Interest and Finance charges transferred to Capital Work-in-Progress)	197.22	816.33
	18,554.01	**16,551.68**

The capitalisation rate used to determine the amount of borrowing cost to be capitalised is the weighted average interest rate calculated on general borrowings

*In the matter of extension of term of CCDs, impact Rs. 7,624.33 million was shown in Previous year financial Statement (2020-21) as Exceptional Item in Statement of Profit and Loss Account. In current financial year 2021-22 term of CCDs have been further extended on due date hence, the amount Rs. 1312.78 Million being extinguishment of liability is disclosed as finance cost.

28 **Depreciation and amortisation expense**

Particulars	Year ended March 31,2022	Year ended March 31,2021
Depreciation on property, plant and equipment	13,140.59	12,633.33
Depreciation on Right-of-use assets	510.66	266.53
Amortisation of intangible assets	51.52	51.24
Total	**13,702.77**	**12,951.10**

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29 Other expenses

Particulars	Year ended March 31,2022	Year ended March 31,2021
Rates, duties and taxes	152.51	238.28
Penalty for non achievement of NFE	850.00	-
Consumption of spares,stores and consumables	4,952.07	4,166.40
Travel and Conveyance	21.04	13.19
Insurance expenses	531.02	411.01
Power and fuel	16,797.01	8,977.86
Rent	163.11	135.69
Storage rental for naphtha	212.24	472.75
Repairs and maintenance - Building	72.07	43.21
Repairs and maintenance - Machinery	221.02	141.67
Repairs and maintenance - Others	47.38	58.87
Repair - It Services	87.69	83.95
Operation & Maintenance expenses	1,067.36	863.86
Statutory audit fees	1.20	1.20
Professional expenses	156.41	368.20
Selling and Distribution expenses	6,325.40	4,703.12
Sponsorship	0.64	0.87
Security expenses	149.70	148.06
Water and electricity charges	639.81	591.37
Printing and Stationery	6.30	4.09
Caretaking expenses	69.11	41.80
CSR expenditure	4.95	10.07
Licensesor fees	6.74	33.38
Net Foreign Exchange Loss	4.03	-
Miscellaneous expenses	178.87	185.97
Total	**32,717.68**	**21,694.87**

29.1 As per Companies Act 2013, the Company has formed a Corporate Social Responsibility (CSR) committee. In absence of profits, the Company is not required to spend any amount towards the same. However, the Company has incurred Rs.4.95 Million expenses under CSR activity during the year (Year ended March 31, 2021 Rs. 10.07 Million) .

29.2 Statutory Auditors Remuneration as under:

Payment to Auditors	Year ended March 31,2022	Year ended March 31,2021
Audit Fees	1.20	1.20
Tax Audit Fees	0.30	0.30
Other Services	0.89	0.75
Total*	**2.39**	**2.25**

*Includes amount of fees paid to previous Statutory Auditors Rs. 0.50 Million for FY ended on 31.03.2022

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30 **Income taxes**

Particulars	Year ended March 31,2022	Year ended March 31,2021
Current tax	-	-
Deferred tax	(1,302.02)	(324.92)
Total	**(1,302.02)**	**(324.92)**

31 **Earnings per share**

Particulars	Year ended March 31,2022	Year ended March 31,2021
Basic & Diluted earnings per equity share (in Rs.)	**(0.55)**	**(0.81)**
Face value per equity share (in Rs.)	**10.00**	**10.00**

31.1 **Basic & Diluted earnings per Share**

The earning attributable to equity share holders and weighted average number of equity shares used in calculation of basic & diluted earnings per share are as follows:

Particulars	Year ended March 31,2022	Year ended March 31,2021
Profit (Loss) for the period attributable to equity shareholders	**(5,346.55)**	**(7,973.97)**

(No. of shares in Million)

Particulars	Year ended March 31,2022	Year ended March 31,2021
Weighted average number of equity shares for the purposes of basic earnings per share	2,021.93	2,021.93
Adjustment :		
Compulsory Convertible Debentures (CCDs)	7,778.00	7,778.00
Weighted average number of equity shares and potential equity shares for calculating of basic & diluted earnings per share	**9,799.93**	**9,799.93**

31.2 **Anti-dilutive EPS**

As at 31st March 2022, 3451 Million numbers of Share warrants (31st March 2021 3451 Million numbers) were excluded from the weighted average numbers of ordinary shares for calculation of diluted earnings per share as their effect would have been anti-dilutive.

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32 **Employee benefit plans**

32.1 **Defined contribution plans:**

Provident Fund

The Company is registered under Provident Fund Act and monthly contributions are made by employees as per terms of the act. Matching contribution is made by the Company and the amount is deposited with provident fund authority. On retirement or separation, the contributions made are payable by the Provident Fund authority to the respective employees.

The total expense recognised Rs. 58.36 Million (for the year ended March 31, 2021 Rs. 56.08 Million) represents contributions payable to these plans by the Company at rates specified in the rules of the plan.

32.2 **Defined benefit plans**

Gratuity

The Company provides for Gratuity for employees based on 15 days salary (15/26 x last drawn basic salary) for each completed year of service.

Scheme is funded through own Gratuity Trust "ONGC Petro additions Employees Group Gratuity Trust". The liability for gratuity as above is recognised on the basis of actuarial valuation.

32.3 **Other long term benefits**

Each employee is entitled to get 30 earned leaves for each completed year of service. Encashment of 75% of earned leave is allowed subject to maximum of 90 days per calendar year while in service. In case of resignation / retirement, maximum 300 leaves are allowed for encashment.

In addition, employees are allowed for Good Health Reward (Half pay leave) entitled to get 20 days per year for each completed year of service. Encashment is allowed only in case of retirement / death @ 50% of leave balance.

The above liabilities are recognized annually in Financial Statement on the basis of actuarial valuation.

32.4 These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. When there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Investments are made in LIC Group Gratuity Cash Accumulation Plan .
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
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.

No other post-retirement benefits are provided to the employees.

In respect of the above plans, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2022 by M/s. Charan Gupta Consultants Pvt. Limited Fellow firm of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

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

Sl. No.	Particulars	As at March 31, 2022	As at March 31, 2021
	Gratuity		
I.	Discount rate	7.25%	6.80%
II.	Annual increase in salary	10.00%	10.00%
III.	Expected future life of employee (Years)	25.19	25.95

The discount rate is based upon the market yield available on government bonds at the accounting date with a term that matches. The salary growth takes into account inflation, seniority, promotion and other relevant factors on long-term basis.

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32.6 Amounts recognised in the financial statements before allocation in respect of these defined benefit plans are as follows:

Gratuity:

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Service cost :		
Current service cost	34.08	36.86
Net interest expense	0.22	2.31
Components of defined benefit costs recognised in employee benefit expenses	**34.30**	**39.17**
Re-measurement on the net defined benefit liability:		
Return on plan assets (excluding amounts included in net interest expense)	0.05	(2.07)
Actuarial (gains)/losses arising from changes in financial assumptions	(16.07)	-
Actuarial (gains)/losses arising from experience adjustments	(8.48)	(10.06)
Components of Re-measurement	**(24.49)**	**(12.13)**
Total	**9.81**	**27.03**

The components of re-measurement of the net defined benefit liability recognised in other comprehensive income is Rs. (24.49) Million (Previous Year Rs. (12.13) Million).

32.7 Movements in the present value of the defined benefit obligation are as follows:

Gratuity:

Particulars	As at March 31, 2022	As at March 31, 2021
Opening defined benefit obligation	183.87	148.76
Current service cost	34.08	36.86
Interest cost	12.50	10.12
Re-measurement (gains)/losses:		
Actuarial gains and losses arising from changes in financial assumptions	(16.07)	-
Actuarial gains and losses arising from experience adjustments	(8.48)	(10.06)
Benefits paid	(6.58)	(1.81)
Closing defined benefit obligation	199.33	183.87
Current obligation	2.35	2.32
Non-current obligation	196.97	181.55

32.8 Movements in the fair value of the plan assets are as follows:

Gratuity:

Particulars	As at March 31, 2022	As at March 31, 2021
Opening fair value of plan assets	180.66	114.83
Interest income	12.29	7.81
Re-measurement (gains)/losses:		
Return on plan assets (excluding amounts included in net interest expense)	(0.05)	2.07
Contributions from the employer	26.55	57.76
Benefits paid	(6.58)	(1.81)
Closing fair value of plan assets	212.87	180.66

Expected contribution with respect to Gratuity for next financial year is Rs. 36.42 Million .

32.9 The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:

Gratuity:

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of funded defined benefit obligation	199.32	183.87
Fair value of plan assets	212.87	180.66
Net funded assets (liability) arising from defined benefit obligation	13.55	(3.20)

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32.10 The fair value of the plan assets at the end of the reporting period for each category, are as follows:

Particulars	As at March 31, 2022	As at March 31, 2021
Fair value of plan asset of Gratuity Trust:		
Managed through LIC	212.87	180.66
Total	**212.87**	**180.66**

The actual return on plan assets of gratuity was Rs.13.59 Million (As at March 31, 2021 Rs.10.72 Million).

32.11 Significant actuarial assumptions for the determination of the defined obligation are discount rate and expected salary increase. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

32.12 **Sensitivity analysis as at March 31, 2022**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Significant actuarial assumptions	Gratuity
Discount rate	
- Impact due to increase of 50 basis points	(16.20)
- Impact due to decrease of 50 basis points	18.05
Salary increase	
- Impact due to increase of 50 basis points	12.76
- Impact due to decrease of 50 basis points	(13.10)
Life expectancy rate	
- Impact due to increase of 100 basis points	0.37
- Impact due to decrease of 100 basis points	(0.35)

32.13 **Sensitivity analysis as at March 31, 2021**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Significant actuarial assumptions	Gratuity
Discount rate	
- Impact due to increase of 50 basis points	(15.64)
- Impact due to decrease of 50 basis points	17.51
Salary increase	
- Impact due to increase of 50 basis points	13.67
- Impact due to decrease of 50 basis points	(13.32)
Life expectancy rate	
- Impact due to increase of 100 basis points	0.34
- Impact due to decrease of 100 basis points	(0.33)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Sensitivity due to mortality and withdrawals are not material and hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

32.14 **Maturity Profile of Defined Benefit obligation**

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
0 to 1 Year	2.35	2.32
1 to 2 Year	5.32	3.98
2 to 3 Year	4.53	4.82
3 to 4 Year	4.39	4.38
4 to 5 Year	5.37	4.00
5 to 6 Year	4.82	4.82
6 Year onwards	172.56	159.55

Weighted average duration of defined benefit obligation for March 2022, 19.54 years and for March 2021, 19.93 years

The Company ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plans. The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations.

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33 Segment reporting

33.1 Business Segment:

The company is having only one reportable segment i.e. Plastic and Petro Chemicals products.

33.2 Geographic Segment:

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Revenue from operation		
At the point in time		
Within India	133,444.98	88,401.91
Outside India-		
United Arab Emirates	5,668.72	4,667.03
Nepal	4,796.61	2,739.92
China	4,393.05	10,471.88
Bangladesh	2,665.91	2,164.82
Malaysia	1,956.00	789.91
Vietnam	1,882.23	1,980.39
Taiwan	1,460.00	500.44
South Korea	1,097.00	885.78
Other Country	3,110.62	2,257.78
Total	**160,475.13**	**114,859.85**

Non -Current assets*

Particulars	As at March 31, 2022	As at March 31, 2021
Within India	242,366.10	251,823.96
Outside India	-	-

*Other than financial assets and deferred taxes

33.3 Information about customers:

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Major Customers*	-	-
Others	160,475.13	114,859.85

*Represents 10% or more of company's sales revenue.

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34 **Related party disclosures**

34.1 **Name of related parties and description of relationship:**

A **The company is controlled by the following entity:**

Name	Type	Place of incorporation	Ownership Interest	
			Year ended March 31, 2022	Year ended March 31, 2021
Oil & Natural Gas Corporation Limited (ONGC)	Joint Venture Partner	India	49.36	49.36
Gail (India) Limited. (GAIL)	Joint Venture Partner	India	49.21	49.21

B **Under Common Control**

1 Dahej SEZ Limited (DSL)
2 Mangalore Refinery & Petrochemical Limited (MRPL)
3 Petronet LNG Ltd. (PLL)
4 Hindustan Petroleum Corporation Limited (HPCL)

C **Key Management Personnel (KMP)**

1 Dr. Alka Mittal (Chairperson) (w.e.f.11.01.2022)
2 Mr. Avinash Kumar Verma (Managing Director) (up to 15.04.2022)
3 Mr. Ashu Shinghal (Director)
4 Mr. Rajiv (Independent Director)
5 Mr. Aloke Kumar Banerjee (Independent Director)
6 Mr. Ramaswamy Jagannathan (Independent Director) (w.e.f. 12.05.2021)
7 Mr. Om Prakash Singh (Director) (w.e.f. 29.05.2021)
8 Mr. Rajeev Kumar Singhal (Director) (w.e.f. 07.07.2021)
9 Mr. Pankaj Kumar (Director) (w.e.f. 05.10.2021)
10 Ms. Sushma Rawat (Director) (w.e.f. 14.10.2021)
11 Mr. Rajesh Kakkar (Director) (up to 01.05.2021)
12 Mr. Manoj R. Meshram (Director) (up to 02.07.2021)
13 Ms. Rekha Misra (Director) (up to 29.09.2021)
14 Mr. Anurag Sharma (Director) (up to 05.10.2021)
15 Mr. Subhash Kumar (Chairman) (up to 01.01.2022)
16 Mr. Subodh Prasad Pankaj (Company Secretary)
17 Mr. Pankaj Wadhwa (Chief Finance Officer) (w.e.f. 02.08.2021)

D **Trust**

1 ONGC Petro additions Employees Group Gratuity Trust

34.2 **Details of transactions:** The transaction entered between company and its related party during the year and outstanding balance at period end in the ordinary course of business.

34.2.1 Transactions with joint ventures

Name of related party	Nature of transaction	Year ended March 31, 2022	Year ended March 31, 2021
A. Reimbursement of expenses on behalf of OPaL:			
a) ONGC	Reimbursement of expense	0.22	0.32
b) GAIL	Transmission charges	476.33	293.98
B. Deemed Equity			
a) ONGC	Deemed Equity towards guarantee	73.30	-
C. Purchase:			
a) ONGC	Purchase of Feed Stock	76,639.75	43,193.68
b) GAIL	Purchase of Gas	6,445.85	2,179.21
c) GSPC	Purchase of Gas	1,152.83	2,109.99
D. Share Warrants:			
a) ONGC	Money received against share warrants	-	8,709.09

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34.2.2 Outstanding balances with joint venture Partner

Name of related party	Nature of transaction	As at March 31, 2022	As at March 31, 2021
A. Amount payable:			
a) ONGC	Reimbursement of expense	1.17	1.17
b) ONGC	Purchase of Feed Stock	4,996.19	2,508.09
c) GAIL	Transmission charges	15.85	12.10
d) GAIL	Purchase of Gas	305.13	213.13
e) GSPC	Purchase of Gas	96.49	273.89
B. Share warrant:			
a) ONGC	Share warrant pending allotment	33,649.59	33,649.59
C. Letter of Comfort			
a) ONGC	Letter of Comfort against term loan and NCD	69,150	95,000
C. Amount receivable: unsecured			
a) ONGC	Reimbursement of expense	6.56	6.56
b) GAIL	Security deposit	1.60	1.60
c) GAIL	Other advances	0.13	0.13

34.2.3 Transactions with common control

Name of related party	Nature of transaction	Year ended March 31, 2022	Year ended March 31, 2021
a) MRPL	Purchase of Feed Stock	1,874.02	-
b) DSL	Lease Rent & Service Charges	229.04	132.36
c) DSL	Land Purchase	-	260.53
d) DSL	Security Deposit Paid	0.20	-
e) PLL	Purchase of Gas	-	1,748.45
f) HPCL	Security deposit received	0.35	-
g) HPCL	Purchase of Consumables and Spares	39.73	1.29
h) HPCL	Purchase of Feed Stock and Gas	4,814.00	499.19

34.2.4 Outstanding balances with common control

Name of related party	Nature of transaction	As at March 31, 2022	As at March 31, 2021
A. Amount payable:			
a) DSL	Lease rent	-	20.92
b) HPCL	Purchase of Consumables and Spares	0.02	0.02
c) HPCL	Security deposit	0.35	-
d) HPCL	Purchase of Feed Stock and Gas	170.77	-
B. Amount receivable: unsecured			
a) DSL	Advance rent paid for ROU	0.73	0.73
b) DSL	Security deposit	1.05	0.85
c) DSL	Other Receivable	4.91	-
d) PLL	Purchase of Gas	-	80.48
e) HPCL	Purchase of Feed Stock and Gas	-	174.80

34.2.5 Transactions with Trust

Name of related party	Nature of transaction	As at March 31, 2022	As at March 31, 2021
A. Contribution to trust:			
a) OPaL Gratuity Trust	Contribution	26.55	57.76
B. Reimbursement of Gratuity payment made on behalf of Trust:			
a) OPaL Gratuity Trust	Reimbursement	6.58	1.81

34.2.6 Compensation of key management personnel

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Short term employee benefits	18.73	18.14
Director Sitting Fees	1.68	1.70
Post-employment benefits (includes provision for leaves, gratuity and other post-retirement benefits)	5.57	4.54
Other long-term benefits (includes contribution to provident fund)	0.41	0.88
Total	**26.39**	**25.26**

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35 **Capital management**

The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that the Company is able to provide maximum return to stakeholders and benefits for other stakeholders; and maintain an optimal capital structure to reduce the cost of capital.

The company maintains its financial framework to support the pursuit of value growth for shareholders, while ensuring a secure financial base. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company's management reviews the capital structure on a regular basis. As part of this review, the management considers the cost of capital, risks associated with each class of capital requirements and maintenance of adequate liquidity.

35.1 **Gearing Ratio**

The gearing ratio at the end of the reporting period is as follows:

Particulars	As at March 31, 2022	As at March 31, 2021
Debt	238,389.43	240,418.96
Cash and bank balances	8.06	149.45
Net debt	238,381.37	240,269.51
Total equity	45,837.20	50,680.95
Net debt to equity ratio	**5.20**	**4.74**

36 **Financial instruments & disclosures**

36.1 **Categories of financial instruments**

Particulars	As at March 31, 2022	As at March 31, 2021
Financial assets		
Measured at amortised cost (Include Level 3)		
(a) Trade receivables	4,120.98	2,326.12
(b) Cash and cash equivalents	8.06	149.45
(c) Security deposits	284.70	280.68
Financial liabilities		
Measured at amortised cost (Include Level 3)		
(a) Borrowings	237,224.21	239,533.52
(b) Trade payable	11,306.46	8,798.32
(c) Other financial liabilities	6,330.74	6,297.38

36.2 **Fair value hierarchy**

Assets and Liability which are measured at amortised cost for which fair values are disclosed At 31st march 2022	Level 1	Level 2	Level 3	Total
Financial assets				
Measured at amortised cost				
(a) Trade receivables	-	-	4,120.98	4,120.98
(b) Cash and cash equivalents	-	-	8.06	8.06
(c) Security deposits	-	-	284.70	284.70
Financial liabilities				
Measured at amortised cost				
(a) Borrowings	-	-	237,224.21	237,224.21
(b) Trade payable	-	-	11,306.46	11,306.46
(c) Other financial liabilities	-	-	6,330.74	6,330.74

Assets and Liability which are measured at amortised cost for which fair values are disclosed At 31st march 2021	Level 1	Level 2	Level 3	Total
Financial assets				
Measured at amortised cost				
(a) Trade receivables	-	-	2,326.12	2,326.12
(b) Cash and cash equivalents	-	-	149.45	149.45
(c) Security deposits	-	-	280.68	280.68
Financial liabilities				
Measured at amortised cost				
(a) Borrowings	-	-	239,533.52	239,533.52
(b) Trade payable	-	-	8,798.32	8,798.32
(c) Other financial liabilities	-	-	6,297.38	6,297.38

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Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Fair value of financial assets and financial liabilities that are not measured at fair value.
Fair value of financial assets and financial liabilities at amortised cost : The carrying amount of trade receivable, cash and cash equivalents, other bank balances, loans, trade payable, other financial liabilities are considered to be same as there fair value. Also the carrying amount of borrowing approximate its fair value as majority of borrowings are at floating rate of interest.

37 Financial risk management objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's management also monitors and manages key financial risks relating to the operations of the Company by analysing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and interest rate risk), credit risk and liquidity risk.

37.1 Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of a business. The major components of market risk are foreign currency exchange risk and interest rate risk.

37.1a Price Risk

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all the instruments traded in the market. The company has no significant exposure to price risk.

37.1b Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies, for procurement of some of the materials and exports sales and has borrowings denominated in foreign currency; consequently, exposures to exchange rate fluctuations arise. Significant carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period expressed in Rs. (Million), are as follows :-

Particulars	USD	EURO	GBP
As at March 31, 2022			
Financial assets			
Trade receivables	1,191.16	0.70	-
Bank balance in EEFC accounts	3.29	-	-
Total	**1194.45**	**0.70**	-
Financial liabilities			
Foreign currency loan	38,051.34	-	-
Trade payables	143.22	56.22	3.31
Total	**38,194.56**	**56.22**	**3.31**
As at March 31, 2021			
Financial assets			
Trade receivables	137.24	0.71	-
Bank balance in EEFC accounts	61.83	-	-
Total	**199.08**	**0.71**	-
Financial liabilities			
Foreign currency loan	37,998.48	-	-
Trade payables	206.49	192.40	9.01
Total	**38,204.96**	**192.40**	**9.01**

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The aggregate net foreign exchange gain (loss) (including exchange difference presented as part of finance cost) recognised in statement of profit and loss is Rs.(1374.28) Million. (31 st March 2021 Rs. 843.58 Million)

Foreign currency sensitivity analysis

The Company is mainly exposed to the currency United States Dollar (USD). Sensitivity of profit or loss arises mainly from USD denominated receivables and payables.

As per management's assessment of reasonable possible changes in the exchange rate of +/- 5% between USD-INR and USD-EURO currency pair, sensitivity of profit or loss only on outstanding foreign currency denominated monetary items at the period end is presented below:

USD sensitivity at year end	As at March 31, 2022	As at March 31, 2021
Financial assets		
Weakening of INR by 5%	59.72	9.95
Strengthening of INR by 5%	(59.72)	(9.95)
Financial liabilities		
Weakening of INR by 5%	(1,909.73)	(1,910.25)
Strengthening of INR by 5%	1,909.73	1,910.25

EURO sensitivity at year end	As at March 31, 2022	As at March 31, 2021
Financial assets		
Weakening of INR by 5%	0.03	0.04
Strengthening of INR by 5%	(0.03)	(0.04)
Financial liabilities		
Weakening of INR by 5%	(2.81)	(9.62)
Strengthening of INR by 5%	2.81	9.62

37.1c Interest rate risk management

The Company has availed borrowings at fixed and floating interest rates, hence is exposed to interest rate risk. The Company has not entered into any of the interest rate swaps and hence the Company is exposed to interest rate risk.

Interest rate risk exposure

The exposure of the company borrowings to interest rate changes at the end of reporting period are included in the table below. As at the end of reporting period, the company had following variable rate borrowings.

Particulars	Weighted average interest rate %	Balance	% of total loans
As at March 31, 2022			
Bank Loans	6.06%	200,719.56	84.61%
As at March 31, 2021			
Bank Loans	6.75%	200,987.66	83.91%

Interest rate sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates at the end of the reporting period. For floating rate borrowings, the analysis is prepared assuming the amount of the borrowings outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used for disclosing the sensitivity analysis.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Company's profit for the year ended March 31, 2022 would decrease/increase by Rs. 989.99 Million (for the year ended March 31, 2021 decrease/increase by Rs.1,004.94 Million). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

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37.2 Credit risk management

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from cash and cash equivalents, deposits with banks as well as customers including receivables. Credit risk management considers available reasonable and supportive forward-looking information including indicators like external credit rating (as far as available), macro-economic information (such as regulatory changes, government directives, market interest rate).

Only high rated banks are considered for placement of deposits. Bank balances are held with reputed and creditworthy banking institutions.

Security- The Company is selling products through channel partners against their security deposit and to direct customers backed by advance or Letter of Credits.

37.2.1 Impairment of trade receivable

The Company assesses impairment loss due from Plastic and Petrochemical companies on facts and circumstances relevant to each transaction. Usually, Company collects all its receivables from Plastic and Petrochemical companies against advance payments / Letter of Credits / Security Deposits.

The company assesses and manages credit risk based on company credit policy. Under company credit policy each new customer is analysed individually for credit worthiness before the company standard payment and delivery terms and conditions are offered.

Our accounts receivable are geographically dispersed. We do not believe there are any particular customer or company of customers that would subject us to any significant credit risks in the collection of our accounts receivable.

Payment towards trade receivables is received as per the terms and conditions of the contract / sales orders. In case of Domestic polymer sale credit period allowed for cash sale is T+2 days and for credit sale it is T+14 days subject to available credit limits of the channel partners. For any delay in payment, delay interest is levied as per the terms and conditions of the contract/ sales orders.

In case of domestic chemicals sale, majority of sales is made against advance. However credit sales is made against security.

Exports sales of the company is made against advance / letter of credit.

The Company is selling products through channel partners against security deposit and to direct customers backed by advance or Bank Guarantee. There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and/or regions.

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37.3 Liquidity risk management

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due. Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios. The Company manages liquidity risk by maintaining adequate reserves and continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of reporting period:

Particulars	As at March 31, 2022	As at March 31, 2021
Floating Rate Expiring within one year (Bank loans and working capital facilities)	10,467.92	11,822.39
Total	**10,467.92**	**11,822.39**

Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	1 month - 1 year	1 year – 3 years	More than 3 years	Total	Carrying amount
As at March 31, 2022					
External Commercial Borrowings	2,749.74	-	-	2,749.74	2,749.74
Term Loan-Secured	12,946.76	25,893.51	42,086.52	80,926.79	80,913.22
Rupee Term Loan-Unsecured	5,000.00	19,125.00	40,875.00	65,000.00	65,000.00
Non Convertible Debentures	17,245.00	12,355.00	4,750.00	34,350.00	34,350.00
Compulsory Convertible Debentures (CCDs)	2,509.50	464.93		2,974.43	1,676.94
Working Capital Loan	5,431.14	-	-	5,431.14	5,431.14
Short term Loan	41,160.95	-	-	41,160.95	41,160.95
Commercial Paper	6,000.00	-	-	6,000.00	5,942.22
Trade payable	11,306.46			11,306.46	11,306.46
Lease Liabilities	552.58	638.61	324.78	1,515.97	1,165.22
Other financial liabilities	5,777.31	553.43	-	6,330.74	6,330.74
Total	**110,679.43**	**59,030.49**	**88,036.30**	**257,746.22**	**256,026.63**
As at March 31, 2021					
External Commercial Borrowings	2,246.86	2,668.15	-	4,915.02	4,915.02
Term Loan-Secured	12,177.29	25,699.07	54,711.80	92,588.16	92,569.54
Rupee Term Loan-Secured	22,500.00	10,000.00	35,500.00	68,000.00	68,000.00
Non Convertible Debentures	3,350.00	19,845.00	9,405.00	32,600.00	32,600.00
Compulsory Convertible Debentures (CCDs)	5,531.44	2,042.02	-	7,573.46	5,353.44
Working Capital Loan	4,202.00			4,202.00	4,202.00
Short term Loan	24,956.90			24,956.90	24,956.90
Commercial Paper	7,000.00			7,000.00	6,936.62
Trade payable	8,798.32			8,798.32	8,798.32
Lease Liabilities	274.96	465.45	503.65	1,244.06	885.44
Other financial liabilities	5,675.07	622.31		6,297.38	6,297.38
Total	**96,712.84**	**61,342.00**	**100,120.45**	**258,175.29**	**255,514.66**

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38 **Financial Ratios**

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	% Variance	Reason for variance
Current Ratio	Current Assets	Current Liability	0.23	0.23	-1.38%	
Debt-Equity ratio	Total debt	Net Worth	5.18	4.72	9.57%	
Debt Service Coverage Ratio	Earning before interest and tax	Finance cost + Principal Repayments made during the period for long term	0.33	0.57	-42.37%	EBIT reduced and increase in repayments
Return on Equity ratio %	Net profit after tax	Average Shareholder Equity	-11.04%	-16.19%	-31.79%	Reduction in Loss after tax
Inventory turnover ratio	Cost of goods sold	Average Inventory	18.35	12.04	52.35%	Improvement in company's ability to sell goods quickly
Trade Receivables turnover ratio	Net Credit Sales	Average Trade Receivables	49.78	62.28	-20.06%	
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	12.44	8.95	38.98%	Increase in amount of purchases
Net capital turnover ratio	Net Sales	Average Working Capital	(2.04)	(2.42)	-15.42%	
Net profit ratio Margin %	Net profit after tax	Revenue from operation	-3.32%	-6.94%	-52.11%	Reduction in Loss after tax
Return on capital employed %	Earning before interest and tax	Capital Employed (Capital Employed = Total Assets-Current Liabilities)	6.18%	7.45%	-17.03%	
Return on investment %	Net profit after tax	Capital Invested (Capital Invested = Debt+Equity)	-1.88%	-2.74%	-31.40%	Investment performance improved

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39 Contingent liabilities, Contingent Assets and commitments
Contingent liabilities:

39.1 Claims against the Company/disputed demands not acknowledged as debt:

Sl. No.	Particulars	As at March 31, 2022	As at March 31, 2021
1	In the matter of Professional charges with regard to transaction and non-adherence to milestone requirements for which Invoice not raised regarding claim.	43.50	43.50
2	Civil matters filed against OPaL by Sub-contractors/employee of LSTK contractor for recovery of unpaid Invoices / Salary-Gratuity payments.	1,778.31	713.78
3	Matter with regard to LSTK contractor for damages on account of alleged losses and other declarations against OPaL. Arbitral award pronounced in favour of LSTK contractors, OPaL filed application before Honourable Delhi High Court for setting aside the award.	2,097.23	1,974.06
4	Matter handed over to company by JV Partner.	498.83	481.49
5	Matter of dispute w.r.t. Stamp duty with Deputy Collector office Vadodara	6.74	6.74
6	Claim of arrears of Lease Rent w.r.t. Lease Deed executed for office premises	2.64	2.64
7	Claim raised by contractor towards outstanding of their unpaid invoices and PBG amount	0.59	0.59
8	Income Tax (TDS) Demand w.r.t. Interest on non-deduction of tax for AY 2018-19 and AY 2019-20	5.63	5.63
9	Matter of Penalty imposed under SEZ Act w.r.t. non achievement of Net Foreign Earning for which amount paid under protest and appeal filed.	-	850.00
10	Matter of Penalty imposed under GST Act w.r.t. incorrect particulars in E-way bill for which amount paid under protest and appeal filed.	0.96	0.96
11	Central Sales tax demand for FY 2017-18	2.01	-
12	Claim by contractor on account of LD deducted by OPaL in the matter of delay in delivery of material	0.71	-
13	Claim by employee of contractor towards outstanding salary	2.20	-
14	Appeal filed with CESTAT in the matter of Custom duty forgone on Fire burnt material	107.34	-
15	Liability on SEZ Exit*		
	Total	**4,546.68**	**4,079.39**

*The Company has set up a Petrochemical Complex in Special Economic Zone (SEZ), situated at Dahej, State of Gujarat. In view of changes in market dynamics over the years, the demand for petrochemical products has increased in domestic market and India is now a net importer of polymers. Therefore, Company is selling its majority of products in Domestic Tariff Area (DTA), thereby substituting the imports and saving foreign exchange outflow of the country. However, Basic Custom Duty is applicable on the sale of products from SEZ to DTA which is directly impacting the margin of the company. Therefore, Board of directors has accorded approval to make an application for voluntary exit from SEZ.

Development Commissioner, Dahej SEZ has conveyed in-principal approval for exit from SEZ subject to de-notification of the area; EPCG authorisation from Director General of Foreign Trade; payment of all applicable duties and taxes which may be finalised on the basis of the date of final exit and compliance of all the provisions of SEZ Act and other Rules. The unit is still under the SEZ and the proposal for approval of final exit will be considered subject to approval of de-notification from Board of Approvals, MoCI, New Delhi.

SEZ Developer has to make an application for De-notification along with inter alia NOC from State Government, No due certificate from Specified Officer and demarcation of area from SEZ. These approvals/ activities are in process.

SEZ exit is expected to bring significant improvement in the future margins along with one time cost. Based on the available information, the provisional estimated amount on account of SEZ exit is Rs.27,344 Million. This includes (i) Duty on capital goods Rs.15,585 Million, which is permitted to be settled under EPCG scheme; (ii) Duty on inventory is Rs.5,240 Million out of which Rs.3,750 Million is eligible for Input Tax credit; (iii) Capital expenses of Rs.1,936 Million on land and construction of infrastructure; (iv) Duty, taxes and charges payable to Developer & others Rs.3,645 Million; (v) SEZ exit expenses of ONGC C2C3 plant Rs.938 Million. The above amount does not include provisional duty computed by Specified Officer, Dahej SEZ on immovable properties and provisional VAT amount estimated by State tax department.

It is pertinent to mention that the duty amount and other estimates are provisional. Actual outflow on account of SEZ exit and its quantum is contingent upon the terms and conditions on which various approvals may be granted.

As the exit is voluntary in nature, OPAL has requested for exit from SEZ considering economic benefits in future to the concerned authority. Since various NOC, approvals and duty assessment for SEZ exit are under consideration with the competent authorities, management believes that a final decision on exit can only be taken based on the terms and conditions mentioned in these approvals. In view of that management has considered that as on date OPaL has no liability to consider the books of accounts.

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39.2 **Contingent Assets - Claims lodged by the Company :**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. During the normal course of business, several unresolved claims are currently outstanding. The inflow of economic benefits, in respect of such claims cannot be measured due to uncertainties that surround the related events and circumstances.

39.3 **Guarantees and commitments executed by the Company (to the extent not provided for)**

39.3.1 **Guarantees executed for financial obligations:**

Particulars	As at March 31, 2022	As at March 31, 2021
Guarantee The company has executed a Performance Bond-cum-Legal undertaking in favour of the President of India acting through the Development Commissioner of Kandla, Special Economic Zone and the Specified Officer, binding itself to follow and accept the Special Economic Zone Act and Rules provided there under and also the terms, as prescribed in Development Commissioner's Letters of Approval No. KASEZ/P&C/6/28/07-08/7722 Dated. 16.10.2007, KASEZ/P&C/6/28/07-08/Vol-IV3728 Dated. 28.08.2020, and KASEZ/P&C/6/25/07-08/Vol-III /4414 Dated. 27.08.2021	38,790.60	23,000.00
Guarantees execution for financial obligation in form of comfort Letters issued to vendors	31.34	31.34
Commitments Estimated amount of contracts remaining to be executed on capital account and not provided as liability	4,463.15	4,089.45

40 **Covid-19**

The Covid-19 pandemic impacted manpower and supply chain management of the company during 2nd wave (during April-May 2021). However, according to internal assessment no material impact on operation of the company was observed by company.

41 **Going concern**

The Company has incurred a net loss for the year ended March 31, 2022 of Rs.5,330 Million (year ended March 31, 2021 Rs. 7,966 Million) and cumulative loss up to March 31, 2022 reached to Rs. 88,677 Million. There is negative working capital as at March 31, 2022 of Rs.84,867 Million (March 31, 2021 Rs. 72,110 Million). In spite of this situation, company do not doubt its sustainability as it constantly reviewing its operations to improve margins. It has taken following measures which will improve profitability: -

1) Production ramp up year on year basis.
2) Exploring option of exit from SEZ area.
3) Improvement in Product mix.
4) Further steps are being evaluated to improve the net back and reduce the cost to improve overall profitability.
5) Finance cost reduction through Forex loan.
6) Scheduled Major turnaround activity (MTA) for production improvement.

Keeping above measures these financial statements have therefore been prepared on a going concern basis.

42 The company has reclassified comparative amounts to confirm with current year presentation as per the requirements of Ind AS 1. The impact of such classification is summarised below :

Balance Sheet (Extract)	31st March 2021 (As previously reported)	Increase / (Decrease)	31st March 2021
Other financial liabilities -Current	47,007.61	(41,332.54)	5,675.07
Borrowings-Current	38,112.04	40,274.22	78,386.26
Trade Payable	7,740	1,058.32	8,798.32

43 Previous year figures have been regrouped wherever necessary.

44 **Approval of financial statements**

The Financial Statements were approved for issue by the board of directors on 9th May 2022.

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