

17th ANNUAL REPORT 2011-12



INDOWIND ENERGY LIMITED



INDOWIND ENERGY LIMITED

BOARD OF DIRECTORS

- | | | |
|-----------------------|---|----------------------|
| Mr. Bala V Kutti | - | Chairman |
| Mr. K S Ravindranath | - | Whole Time Director |
| Mr. Niranjan R Jagtap | - | Independent Director |
| Mr. T.S. Raghavan | - | Independent Director |

COMPANY SECRETARY & Sr. VICE PRESIDENT - LEGAL

Mr. S. Diraviam

AUDITORS

STATUTORY

V. Ramaratnam & Co
Chartered Accountants

INTERNAL

S. Vasudevan & Associates
Chartered Accountants

SUBSIDIARY

Indowind Power Pvt. Ltd.

BANKERS

Bank of India
DCB Bank Limited
Axis Bank Limited
Canara Bank
Export - Import Bank of India

REGISTERED OFFICE

"Kothari Buildings", 4th Floor, 114, Mahatma Gandhi Road,
Nungambakkam, Chennai - 600 034.

Tel : 044-28330867 / 28331310 Fax : 044-28330208.

E-mail : contact@indowind.com Website : www.indowind.com

17th ANNUAL REPORT FOR THE YEAR 2011-12

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NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Shareholders of Indowind Energy Limited will be held at Hotel 'The Accord Metropolitan 35, G.N.Chetty Road, T.Nagar, Chennai 600 017, at 4.00 PM on Friday 28th September 2012 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the audited Balance sheet as at 31st March 2012 and the Profit and Loss Account for the year ended on that date together with the reports of the Directors and Auditors thereon.
2. To appoint a Director in the place of Mr. Bala V Kutti who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint M/s.V.Ramaratnam & Co, Chartered Accountants, as Statutory Auditors.

SPECIAL BUSINESS

4. To consider & if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution.

“RESOLVED THAT Mr. T. S. Raghavan be and is hereby appointed as a Director of the Company, whose period of office will be subject to retirement by rotation”.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
2. The Proxy form duly completed stamped and signed should reach the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. Members seeking any information are requested to write to the company at least 10 days in advance so as to enable the company to keep the information ready.
4. Members are requested to bring their copy of the Annual Report to the Meeting.
5. Members are requested to bring with them the Attendance slip and hand it over at the entrance duly filled in and signed by them.
6. The Register of Members and Share Transfer Book will remain closed from 19th September 2012 to 28th September 2012 (both days inclusive).
7. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.



INDOWIND ENERGY LIMITED

8. Member are requested to inform their change of address (with PIN code) e-mail id, nominations, etc., to the Registrars and share Transfer Agents (RTA) of the Company in respect of shares held in physical form and their Depository participants in respect of shares held in electronic form.

**BY ORDER OF THE BOARD
for INDOWIND ENERGY LIMITED**

Sd/

S. DIRAVIAM

*Company Secretary &
Sr. Vice President Legal*

Place: Chennai - 600 034.

Date: 10th August 2012

EXPLANATORY STATEMENT PURSUANT SEC 173(2) OF THE COMPANIES ACT, 1956.

ITEM No. (4)

Mr. T.S. Raghavan was appointed as additional Director u/s 260 of the Companies Act, 1956 on 15th May 2012. He holds office up to the conclusion of this meeting. The Company has received a notice from a member proposing Mr. T.S. Raghavan as a Director along with necessary deposit in accordance with sec. 257 of the Companies Act 1956.

The Directors recommend the resolution for approval of shareholders. Except Mr. T.S. Raghavan no other Director is interested in this Resolution.

DIRECTOR PROFILE

Name	-	Shri. T S RAGHAVAN
Date of Birth	-	30-04-1940
Place of Birth	-	Koradecheri, Tanjore District, Tamilnadu
Residential Address	-	No.8/2, Jeevaratham Nagar, Adyar, Chennai-600 020
Academic Qualification	-	M.A.,
Professional Qualification	-	C.A.I.I.B
Experience		<ol style="list-style-type: none">1. Joined Indian Overseas Bank, Madras in 1965 as Probationary officer and became the General Manager of the Bank in 19922. Executive Director Vijaya Bank, Bangalore from January 1996 to May 19973. Chairman & Managing Director of Bank of Maharashtra from May 1997 to October 19984. Chairman & Managing Director of Indian Bank from October 1998 to April 2000



INDOWIND ENERGY LIMITED

Functioning as Director

1. Tanfec Industries, Cuddalore, Tamilnadu
2. Empee Sugars & Chemicals Ltd, Chennai, Tamilnadu
3. Empee Distilleries Ltd, Chennai, Tamilnadu
4. Viswapriya Financial Services & Securities Ltd, Chennai
5. Onelife Capital Advisors Ltd
6. Hindustan Safe Deposit Lockers Ltd.
7. Indus Finance Corporations Limited, Chennai

Functioning as Chairman

Giri Trading Agency Private Limited, Mumbai & Chennai

Trustee

1. Sri Chandrasekara Rural Development Trust, Chennai
2. Public Health Centre, Chennai
3. Madras Medical Charities Trust, Chennai

Chairman

Guru Kaingarya Sabha Trust, Chennai

Member, Board of Management

Sri Chandrasekara Viswa Maha Vidhyalaya, Kanchipuram
(Deemed University)

**REPORT OF THE DIRECTORS AND MANAGEMENT DISCUSSIONS AND ANALYSIS**

To
The Members

Your Directors have great pleasure in presenting this 17th Annual Report of the Company together with the audited accounts for the year ended 31st March 2012.

FINANCIAL HIGHLIGHTS

PARTICULARS	(Rs. in Lacs)	
	2011-12	2010-11
Income from operations	2903.07	4772.61
Other income	308.66	262.75
Depreciation and amortization expenses	817.75	582.32
Total expenses	2846.81	4609.53
Profit for the Year	410.16	396.03

THE PERFORMANCE

Your Company has earned its income from operations for the period under review Rs. 2903.07 Lacs as against Rs. 4772.61 Lacs for the previous year. The reduction in income was due to reduction in project sale during the period under review. However your company has improved its income from power sale than that of its previous year. Similarly your company has improved its performance in other income amounting to Rs.308.66 Lacs when compared to that of previous year amounting to Rs. 262.75 Lacs. The depreciation expenses have increased during the period under review. Your company has controlled its total expenses by 50% from Rs. 4609.53 Lacs of previous year to Rs. 2846.81 Lacs for the period under review. Your company has achieved a net profit of Rs. 410.16 Lacs for the period under review against Rs. 396.03 Lacs of previous year. Since your company is required to undertake its redemption obligations, as per the restructured terms of FCCB in December 2012, your Directors are not in a position to recommend any dividend for the year under review.

FUTURE PLANS AND PROSPECTS

Your company has consolidated its operations during 2011-12 and also has successfully shifted a sizeable portion of power sale from Government utility to commercial customers and has effectively realized higher power price per unit than previous years. In the current year, your company is expected to complete shifting of the balance sale of power from Govt. utility to commercial customers.

Your company is currently pursuing the 28 MW capacity wind projects which is expected to be completed in the current year. The new project viability has been severely affected due to the sharp price of dollar against rupee which needs to be taken into account in our proposed projects. The introduction of REC has opened up the new opportunity for realizing higher revenue in the new projects to be established. Your company has successfully registered the 18 MW project under the Clean Development Mechanism with UNFCCC and is now eligible to get CERs for this project also. CER revenues are expected to flow from 2012-13 but the market prices of CER's have also come down drastically which will impact the expected revenue realization from CERs.



RISKS AND CONCERNS

A payment delay from SEBs are continuing in Tamilnadu and is expected to be sorted out by the end of the year which is still a cause for concern as this affects the project viability & also puts strain on the IPPs to meet their debt obligations to banks and FIs. The interest rates also continues to be higher thereby affecting the project viability. In order to address the above two risks, your company is exploring the option of ECB funding and selling of power through Group Captive scheme or under REC mechanism for our future projects. The grid availability and evacuation continues to be a constraint which affects the generation and the revenue from the existing projects.

The recent decision by the Govt. of India to remove the Accelerated Depreciation benefit for the wind mill industry has reduced the interest in non-core IPPS to establish new projects which is already visible in the reduction of new capacity additions. The proposed extension of Generation Based Incentive & REC mechanism is expected to act as an alternative stimulus to the Windmill industry.

OPPORTUNITY AND THREAT

The one year trading data of REC Certificate in the Indian exchanges shows realization of around Rs.2.50 per unit initially & is now reduced to Rs.2 per unit. This additional revenue stream provides an opportunity for higher revenue realization ensuing new project viabilities. The reduction in CER prices in the international market and its negative trend does not augur well for the projects which have been registered under the Clean Development Mechanism as the CER revenues do not even compensate for the registration expenses.

Govt. of India has initiated policy discussions for establishing off-shore wind farms across the Indian coast lines. This is expected to open up huge space for IPPs with large sized projects being established on the ocean beds. Your company expects to be part of this initiative to look at establishing offshore wind farms.

FORFEITURE OF SHARE WARRANTS AND EMPLOYEES' STOCK OPTION SCHEME

The Company has issued 40 Lacs share warrants to Subuthi Investments Pvt. Ltd., out of which 20 Lacs share warrants were converted in to equity shares as the Company has received the consideration amount in full and for further the balance of 20 Lacs shares warrants, the balance consideration amount was not received and there fore this share warrants were forfeited. As regards Employees' Stock Option Scheme Your Company has not issued any shares so far under this scheme.

STATUS OF FCCB

You are aware that the Company has raised 30 Mn. USD in December 2007 by issue of FCCB which carries interest @ 2.5 % p.a. The trustee (bank of New York Mellon) on the instruction of a bond holder has filed a winding up petition against the company before the Hon'ble High Court, Madras alleging occurrence of events of default. Your company has denied the same among other grounds that the bonds have been restructured in June 2009. As per the restructured terms, these bonds carry zero interest and to be redeemed in December, 2012 by paying 50% in cash and the balance 50% by mandatory conversion in to shares at the price prescribed under restructured terms. Since the matter is subjudice we refrain from touching the merits of the matter. The Hon'ble High Court has heard the arguments of both sides. The judgments stands reserved.



MEMORANDUM OF COMPROMISE WITH ICICI BANK

Pursuant to the Memorandum of Compromise entered in to with ICICI Bank Ltd., all the pending cases filed by the Company and against the Company were withdrawn by both the parties.

POSTAL BALLOT

The Company has obtained the approval of the share holders by means of special resolution through Postal Ballot during the year in respect of withdrawal and cancellation resolutions passed earlier the details of which is mention in corporate Governance Report.

STATUS OF GDR (GLOBAL DEPOSITORY RECEIPTS)

Your Company has raised Rs.81.58 crores by issuing 20,00,000 “GDRs” comprising of 4,00,00,000 equity shares of Rs. 10/- each. These GDRs are listed on the Luxembourg Stock Exchange. All GDRs were converted into equity shares of the company by the investors and there is no outstanding GDRs as of date.

DEPOSITS

During the year, the Company has not accepted any deposits with in the meaning of the provisions of Sec.58A of the Companies Act 1956.

INDUSTRIAL RELATIONS AND PARTICULARS OF EMPLOYEES

As of 31st March 2012, Your Company has 59 employees on its rolls. The employees will be inducted in to permanent services of the Company after training; to fill up vacancies as when arises.

The Company does not have any employee drawing salary in excess of the amount stipulated u/s 217 (2A) of the Companies Act, 1956.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements, drawn up in accordance with the applicable Accounting Standards, form part of the Annual Report.

In accordance with the general exemption granted by the Central Government under Section 212(8) of the Companies Act, 1956 in February 2011, the Balance Sheet, Profit and Loss Statement, Report of the Board of Directors and Report of the Auditors of the Subsidiary Company, is not attached to the Balance Sheet of your Company. The financial information relating to the Subsidiary Company in the aggregate has been disclosed in the consolidated financial statements, as required. Further,

- The annual accounts of the Subsidiary Company have been posted by your Company on its website www.indowind.com
- Annual accounts of the Subsidiary Company and related detailed information will be available for inspection by the members, at the Registered office of the Company and will also be made available to the members upon request.

SUBSIDIARY

- Indowind Power Private Limited

Indowind Power Private Limited has earned a Power income of Rs. 49.18 Lacs and posted a net profit of Rs. 45,455/- during the period under review. The issued and Paid up capital of the Company



comprises of 9,21,660 equity share of Rs. 10/- each amounting to Rs. 92,16,600/- in which Indowind Energy Ltd., holds 6,81,560 equity share Rs. 10/- amounting to 74% of the total paid up capital. The sundry debtors amounting to Rs. 54 Lacs are costumers of power generate by under group captive consumption

DIRECTORS

Mr. Bala V Kutti retires by rotation and being eligible offers himself for re-appointment.

Mr. T.S. Raghavan was appointed as additional Director U/s. 260 of the Companies Act 1956. He holds office up to the conclusion of 17th AGM of the Company. A notice has been received from a member proposing his candidature for the Directorship along with requisite fee and the same is included in the notice convening the 17th AGM for the consideration and approval of the shareholders.

Mr. T.R. Jayaraman, Independent Director passed away on 11th June 2012. Your Company places on record its appreciation for the excellent contribution of Mr. T.R. Jayaraman during his tenure as Director of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause 2(AA) of Section 217 of the Companies Act, 1956, the Board of Directors hereby state that;

1. In the presentation of the Annual accounts, applicable standards have been followed and there are no material departures.
2. The Directors have selected such accounting policies and apply them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2012 and profit for the Company for the year ended 31st March 2012.
3. The Directors have taken proper and sufficient care in the maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

Your Company has complied with the requirements regarding Corporate Governance as required under Revised clause 49 of the Listing agreement entered in with the Stock exchanges where the Company's shares are listed. A Report on the Corporate Governance in this regard is made as a part of this Annual Report and a certificate from the Auditors of Your Company regarding compliance of the conditions of the Corporate Governance is attached to this report.

LISTING OF EQUITY SHARES

Your Company's equity shares are continued to be listed on the Bombay Stock Exchange Ltd, Mumbai and National Stock Exchange of India Ltd., Mumbai, FCCBs are listed at Singapore Exchange Securities Trading Ltd., (SGXST), GDRs are listed at Luxembourg Stock Exchange at Luxembourg during the year under review.



AUDITORS

M/s.V.Ramaratnam & Co. retire at the conclusion of this Annual General Meeting and are eligible for reappointment.

ADEQUACY OF INTERNAL CONTROL

Your Company has effective and adequate internal control systems in combination with delegation of powers. The control system is also supported by internal audits and management reviews with documented policies and procedures.

M/s .S.Vasudevan & Associates are the Internal Auditors to continuously monitor and strengthen the financial control procedures in line with the growth operations of the Company.

PARTICULARS REQUIRED UNDER SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956

The particulars required to be given in terms of section 217 (1) (e) of the Companies Act, 1956 regarding conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Foreign Exchange outgo are not applicable to Your Company.

ACKNOWLEDGEMENT

The Directors wish to place on record their sincere thanks and gratitude to all its Bond holders, Share holders, Bankers, State Governments, Central Government and its agencies, statutory bodies, suppliers, and customers, for their continued co-operation and excellent support extended to the Company from time to time.

Your Directors place on record their utmost appreciation for the sincere and devoted services rendered by the employees at all levels.

For and on behalf of
**BOARD OF DIRECTORS OF
INDOWIND ENERGY LIMITED**

Place: Chennai - 600 034
Date: 10th August 2012

BALA V KUTTI
Chairman

**REPORT ON CORPORATE GOVERNANCE****INTRODUCTION**

The company is complying with the mandatory requirements of the Code of Corporate Governance (Code) introduced by the Securities and Exchange Board of India (SEBI) and incorporated in Clause 49 of the Listing Agreement in all material aspects, stipulated for listed companies.

A) COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The company is committed to the highest standards of corporate governance in all its activities and business practices. The Company looks at Corporate Governance as a measure to ensure sustained better financial performance and to serve the shareholders by providing better service. The Company considers Corporate Governance in its widest sense. The Corporate Governance measures the delivery of Company's objects with a view to translate the ability, opportunity into reality and results. The Board ensures better implementation of the key elements in Corporate Governance like transparency, disclosure, internal controls etc. It takes feedback into account in its reviews of the principles of commitment and growth to ensure better improvement and growth.

The following is the report on the practices of the company on major aspects of corporate governance:

a) COMPOSITION OF THE BOARD

The company has complied with the corporate governance norm in terms of constitution of the board. The Board comprises of 4 Directors details are given in Table 1.

b) NUMBER OF BOARD MEETINGS

Indowind Energy Limited held 6 Board Meetings during the year ended 31st March 2012. These were on 12th May 2011, 27th June 2011, 5th August 2011, 20th August 2011, 29th October 2011 and 11th February 2012.

c) DIRECTORS' ATTENDANCE RECORD AND DIRECTORSHIP HELD

Details of the above are given in table 1.

Table 1: DETAILS ABOUT BOARD OF DIRECTORS OF INDOWIND ENERGY LIMITED

Name	Designation	Board Meetings held during the year	Board Meetings attended during the year	Whether attended last AGM	Other Directorship (in Public Limited Companies)
Bala V. Kutti	Chairman	6	4	Yes	<ul style="list-style-type: none">➤ M/s.Ind Eco Ventures Ltd➤ M/s.Indus Finance Corporation Ltd., (Formerly known as Subuthi Finance Ltd.)➤ M/s.Indonet Global Ltd.➤ M/s.Loyal Credit & Investments Ltd



INDOWIND ENERGY LIMITED

Mr. K.S.Ravindranath	Director	6	4	Yes	Nil
Mr. Niranjan R Jagtap	# Independent Director	6	5	Yes	➤ M/s.Ind Eco Ventures Ltd
Mr. T.R.Jayaraman*	# Independent Director	6	6	Yes	➤ M/s.Indus Finance Corporation Ltd., (Formerly known as Subuthi Finance Ltd.)

Independent Director means a Director who, apart from receiving a Director's remuneration does not have any other material pecuniary relationship or transactions with the company, its promoters, its management, or its subsidiaries, which in the judgment of the Board may affect the independence of judgment of the Director.

* Ceased to be the Director effective 11.06.2012 due to death.

None of the Directors is a member of more than 10 Board-level committees, or a Chairman of more than five such committees, as required under Clause 49 of the listing agreement.

d) INFORMATION SUPPLIED TO THE BOARD:

Among others, this includes:

- a) Annual operating plans and budgets and any updates.
- b) Quarterly financial results of the company
- c) Minutes of meeting of Audit Committee and other committees of the Board
- d) Materially important show cause, demand, prosecution and penalty notices
- e) Fatal or serious accidents of dangerous occurrences
- f) Any materially relevant default in financial obligations to and by the company.
- g) Any issue which involves possible public claims of substantial nature
- h) Transactions that involve substantial payment towards goodwill, brand equity or intellectual property
- i) Sale of material nature, of investments, assets, which is not in the normal course of business
- j) Any issue which involves possible public claims of substantial nature
- k) Non-compliance of any regulatory or statutory provision or listing requirements as well as shareholder services such as non-payment of dividend and delays in share transfer.

The Board of M/s. Indowind Energy Limited is routinely presented with information under the above heads whenever applicable and materially significant. These are submitted either as part of the agenda papers well in advance of the Board meetings or are tabled in the course of the Board meetings.

e) COMMITTEES OF THE BOARD

1) AUDIT COMMITTEE

A qualified and independent Audit Committee of the Board of the company is functioning. It monitors and supervises the Management's financial reporting process with a view to ensure accurate and proper disclosure, transparency and quality of financial reporting. The committee reviews the financial and risk management policies and also the adequacy of internal control systems and holds discussions with Statutory Auditors and Internal Auditors. This is enhancing the credibility of the financial disclosures of the company and also provides transparency.



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The company continued to drive immense benefit from the deliberation of the Audit Committee comprising of three Directors, Mr.T.R.Jayaraman and Mr.Niranjan R.Jagtap who are eminent professionals having knowledge in project finance, accounts and company law. Mr.T.R.Jayaraman is the Chairman of the Audit Committee. The minutes of each Audit Committee meeting are placed before, and discussed in full by the Board.

The Audit Committee met 4 times during the year ended 31st March 2012.

Attendance records of Audit Committee Members are given in Table 2.

Table 2:

Name of Director	No. of Meetings held	Meetings attended
Mr.T.R.Jayaraman	4	4
Mr.Niranjan R.Jagtap	4	4

The terms of reference of the Audit Committee are as follows:

1. Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board the appointment, re-appointment and, if required, the replacement or removal of Auditor and the fixation of audit fees.
3. Approval of payment to Auditors for any other services rendered by them.
4. Reviewing with the management, the annual financial statements before submission to the Board for approval, with particular reference:
 - i. Matters required to be included in Director's responsibility statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act.
 - ii. Changes of any in accounting policies and practices and reasons for the same.
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management.
 - iv. Significant adjustments made in the financial statement arising out of audit findings.
 - v. Compliance with listing and other legal requirements relating to financial statements.
 - vi. Disclosure of any party transactions.
 - vii. Qualifications in the draft audit report.

II) SHAREHOLDERS / INVESTORS' GRIEVANCE COMMITTEE

The Shareholders / Investors' grievance committee comprises of the following members of the Board as take in Table 3.

Table 3:

Name	Designation	Status	No. of meetings held	No. of meetings attended
Mr.T.R.Jayaraman	Chairman	Non-Executive and Independent Director	4	4
Mr.K.S.Ravindranath	Member	Whole Time - Director	4	4
Mr.Niranjan R.Jagtap	Member	Non-Executive and Independent Director	4	4

The terms of reference of the Shareholders / Investor's Grievance Committee are as follows:

The shareholder / Investors grievance committee shall be responsible to look into redressal of the grievances of the shareholders and non receipt of dividend if any.

**I) REMUNERATION COMMITTEE**

The Remuneration Committee consists of the following members of the Board as stated in Table 4.

Table 4:

Name	Designation	Status
Mr.T.R.Jayaraman	Chairman	Non-Executive and Independent Director
Mr. Bala V. Kutti	Member	Chairman
Mr.Niranjan R.Jagtap	Member	Non-Executive and Independent Director

The Committee met two times during the Financial Year 2011-12 ie, on 29th October 2011 and 11th February 2012.

The terms of reference of the Remuneration Committee of our Company are as follows:

The Remuneration Committee shall have all necessary powers and authority to ensure appropriate disclosure on the remuneration of the whole-time Director and to deal with all elements of remuneration package of all directors.

f) MANAGEMENT

Disclosure by management to the Board

All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board, and interested Directors neither participate in the discussion, nor do they vote on such matters.

g) SHAREHOLDERS**a) Disclosure regarding appointment or re-appointment of Directors**

According to the Articles of Association of Indowind, not less than 1/3rd of the Directors who are liable to retire by rotation, shall retire from office. All the Directors are eligible and are offering themselves for re-appointment as and when required.

Mr. Bala V. Kutti is retiring at the conclusion of this AGM and being eligible, offers himself for re-appointment. Mr. T.S. Raghavan who was appointed as additional director u/s 260 of the Companies Act 1956 holds office up to the date of 17th AGM. A letter from a share holder has been received signifying his candidature for appointment as Director which will be considered in the 17th AGM by the shareholders.

b) Shareholding pattern of Directors:

As per our Memorandum, the Directors need not hold any Equity Shares as Qualification Shares.

Details as to shareholding of the Directors are furnished in Table 5.

Table 5

Name of Director	No. of Shares held as on 31.3.2012	% of Paid-up Equity Share Capital
Mr. Bala V. Kutti	4,356,995	4.86
Mr.K.S.Ravindranath	1,784,995	1.99
Mr.Niranjan R.Jagtap	NIL	NIL
Mr.T.R.Jayaraman	NIL	NIL
Total	6,141,990	6.84

**c) Registrar and Transfer Agent:**

M/s. Big Share Services Pvt Ltd. who is registered with SEBI as a Category II Registrar, have been appointed as the registrar and share transfer agent of the company for both physical and electronic segment and have attended to share transfer formalities regularly.

d) General Body Meetings

Details of last three annual general meetings are given in Table (6)

Table 6

Year	Location	Date	Time
2010-11	Hotel 'The Accord Metropolitan 35, G.N.Chetty Road, T.Nagar, Chennai 600 017	29/09/11	4.00 P.M
2009-10	Hotel 'The Accord Metropolitan 35, G.N.Chetty Road, T.Nagar, Chennai 600 017	20/12/10	4.00 P.M
2008-09	Hotel 'The Accord Metropolitan 35, G.N.Chetty Road, T.Nagar, Chennai 600 017	30/12/09	4.00 P.M

The following special resolution was passed in the previous general meetings

Date of AGM	Subject
30-12-2009	Resolution under sec 81(1A) of the companies Act 1956 enabling the company to issue GDR

e) Postal Ballot

The company has conducted Postal Ballot under Sec. 192 A of the Companies Act, 1956 read with the Companies (passing of the resolution by postal ballot) Rules 2001 during March 2012. The details of the postal ballot and its outcome are mentioned below Mr. R. Kannan a Practicing Company Secretary was appointed as the Scrutinizer of the voting process. The Company announced the result of the postal ballot on 26th March 2012.

S. No.	Particulars	Total ballot papers Received	No. of shares	No of votes cast for the resolution	No of votes cast against the resolution	Result
1.	Special Resolution-1 Withdrawal and cancellation of the special resolution passed earlier in respect of increase in the Authorized Share Capital of the Company	79	21395850	23190448	150	Passed
2	Special Resolution 2 Withdrawal and cancellation of the special resolution passed earlier in respect of change of Clause V of the Memorandum of Association of the Company.	79	21395850	21388198	150	Passed

**INDOWIND ENERGY LIMITED**

3	Special Resolution 3 Withdrawal and cancellation of the special resolution passed earlier in respect of change of Clause 3 of the Articles of Association of the Company.	79	21395850	21388198	150	Passed
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f) Disclosures:

Disclosure on materially significant related party transactions i.e., transactions of the company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large.

There are no materially significant related party transactions made by the company with its Promoters, Directors or Management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the company at large.

g) General Shareholder Information:**i) 17th Annual General Meeting for the year 2012**

Date	28.09.2012
Time	4.00 P.M
Venue	Hotel 'The Accord Metropolitan' 35, G.N.Chetty Road, T.Nagar, Chennai 600 017.
Date of Book Closure	19.09.2012 to 28.09.2012 (Both days inclusive)
Registrar and Share Transfer Agent	M/s. Bigshare Services Pvt Ltd.

ii) Financial Calendar:

Adoption of the Quarterly Results for the quarter ending:

30 th June 2011	5 th August 2011
30 th September 2011	29 th October 2011
31 st December 2011	11 th February 2012
31 st March 2012	15 th May 2012

iii) Listing on Stock Exchanges at

Bombay Stock Exchange Limited, Registered Office: Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.	National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai 400 051.
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iv) Scrip Code

Bombay Stock Exchange Limited	:	532894
National Stock Exchange of India Limited	:	INDOWIND
Demat ISIN Number in NSDL and CDSL	:	INE227G01018

h) Means Of Communication:

As stipulated under Clause 41 of the Listing Agreement, the Quarterly Results are published in one English National Newspaper (News Today) and one Tamil Newspaper (Maalai Sudar) within 48 hours



INDOWIND ENERGY LIMITED

of the conclusion of the Board meeting in which the results are approved. They are also displayed in the website of the Company www.indowind.com

The Company's website also displays official press/news releases and several other details/information of interest to various stakeholders, including the complete Annual Reports and shareholding pattern.

i) Distribution of Shareholding (In Shares) as on 31.3.2012

Shareholding	Number of Shareholders	% of total	Shares	% of total
1 -- 500	28925	74.1021	5021828	5.5959
501 -- 1000	4671	11.9665	3939031	4.3893
1001 -- 2000	2611	6.6890	4065419	4.5301
2001 -- 3000	908	2.3262	2366216	2.6367
3001 -- 4000	451	1.1554	1641504	1.8291
4001 -- 5000	383	0.9812	1828728	2.0378
5001 -- 10000	608	1.5576	4505480	5.0205
10001 and above	477	1.2220	66373280	73.9605
Total	39034	100.0000	89741486	100.0000

Shareholding Pattern

Name of the Company: INDOWIND ENERGY LIMITED

Quarter ending: 31.03.2012

Statement Showing Shareholding Pattern								
Name of the Company : INDOWIND ENERGY LIMITED								
Scrip Code : 532894 Quarter Ended : 31 st March 2012								
Category Code	Category of Shareholder	Number of Share holders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) ¹	As a percentage of (A+B+C)	Number of Shares	As a percentage (IX) = (VIII) (IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
1	Indian							
(a)	Individuals / Hindu Undivided Family	4	7472990	4931995	10.34	8.33	0	0.00
(b)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	4	21864670	16981516	30.27	24.36	500000	2.29
(d)	Financial Institutions/Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Others(Specify)							
	Sub Total (A)(1)	8	29337660	21913511	40.61	32.69	500000	1.70
2	Foreign							
a	Individuals (Non - Residents Individuals / Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
b	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
c	Institutions	0	0	0	0.00	0.00	0	0.00
d	Any Others(Specify)							
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	8	29337660	21913511	40.61	32.69	500000	1.70



INDOWIND ENERGY LIMITED

Statement Showing Shareholding Pattern
Name of the Company : INDOWIND ENERGY LIMITED
Scrp Code : 532894 Quarter Ended : 31st March 2012

Category Code	Category of Shareholder	Number of Share holders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) ¹ (VI)	As a percentage of (A+B+C) (VII)	Number of Sahres (VIII)	As a percentage (IX) = (VIII) (IV)*100
(I)	(II)	(III)	(IV)	(V)			(VIII)	(IX)
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds / UTI	0	0	0	0.00	0.00	0	0.00
(b)	Financial Institutions / Banks	1	250000	250000	0.35	0.28	0	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00
(f)	Foreign Institutional Investors	1	1950	1950	0.002	0.002	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (B)(1)	2	251950	251950	0.35	0.28	0	0.00
2	Non-institutions							
(a)	Bodies Corporate	661	11563399	11563399	16.00	12.89	0	0.00
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	37595	21657302	21657267	29.98	24.13	0	0.00
II	ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	307	8274941	8274941	11.45	9.22	0	0.00
(c)	Trusts	1	50	50	0.0001	0.0001	0	0.00
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
(d-i)	Clearing Member	73	174884	174884	0.24	0.19	0	0.00
(d-ii)	NRI (Repat)	369	942240	942240	1.30	1.05	0	0.00
(d-iii)	Directors / Relative & Friends	12	39060	6600	0.05	0.04	0	0.00
	Sub-Total (B)(2)	39018	42651876	42619381	59.04	47.53	0	0.00
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	39020	42903826	42871331	59.39	47.81	0	0.00
	TOTAL (A)+(B)	39028	72241486	64784842	100	80.50	500000	0.56
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
(c-i)	Promoter and Promoter Group	0	0	0	0.00	0.00	0	0.00
(c-ii)	Public	1	17500000	17500000	0.00	19.50	0	0.00
	GRAND TOTAL (A)+(B)+(C)	39029	89741486	82284842	100.00	100.00	500000	0.56



INDOWIND ENERGY LIMITED

Dematerialization of shares and Liquidity

91.69% Share are held in demat as on 31st March 2012 and the balance 8.31% are in Physical form. The shares of the Company are listed in Bombay and National Stock Exchanges of Indian Ltd.

Address for correspondence:

1) Indowind Energy Limited "Kothari Building" 4 th Floor, 114, M.G. Road, Nungambakkam, Chennai - 600 034. Phone: 044-2833 0867/ 2833 1310 Fax: 044-2833 0208 Email: diraviam@indowind.com	2) M/s.Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai - 400 072. Phone: 022-40430200 Fax: 022-2847 5207 Email: flavia@bigshareonline.com
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CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

We have examined the compliance of conditions of Corporate Governance by **M/s. Indowind Energy Limited**, for the year ended **31st March 2012**, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievances were pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/Investor's Grievance committee.

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

For **V. RAMARATNAM & CO**
Chartered Accountants

R. SUNDAR
Partner

Membership No. 12339

Place: Chennai - 600 034.

Date: 10th August 2012

DECLARATION BY CHAIRMAN

This is to declare that the respective Code of Conduct envisaged by the Company for Members of the Board and Senior Management Personnel have been complied with by all the members of the Board and senior Management Personnel of the Company.

ON BEHALF OF THE BOARD
For INDOWIND ENERGY LIMITED

Bala V. Kutti
Chairman

Place: Chennai - 600 034
10th August 2012



AUDITORS' REPORT TO SHAREHOLDERS

To

We have audited the attached Balance Sheet of INDOWIND ENERGY LIMITED Chennai as at 31st March 2012 and the Profit and Loss account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatements. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the manufacturing and other Companies (Auditor's report) order 2003 and (Amendment) Order 2004 issued by the Company Law Board in terms of section 227 (4A) of the Companies Act 1956, and on the basis of such checks as we considered appropriate, we enclose in the annexure a statement on the matter specified in paragraph 4 and 5 of the said order.
2. Further to our comments in the annexure referred to in paragraph 1 above, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, the Company, as required by law, has kept proper books of accounts so far as appears from our examination of those books.
 - c) The Balance Sheet and Profit and Loss account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
 - d) In our opinion, the Balance Sheet, Profit and Loss account and Cash Flow Statement comply with the Accounting Standards as referred to in sec 211(3C) of the Companies Act, 1956.
 - e) The Company has been consistently following the policy of writing off the prior period items against reserves. In our opinion, in view of the revised Schedule VI, such disclosure under Exceptional Items differs from the Accounting Standard 5 with respect to **"Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies"**
 - f) Based on the written representation received from Directors as on 31st March 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2012 from being appointed as Director under section 274(1)(g) of Companies Act, 1956.
 - g) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the Significant Accounting Policies and Notes thereon, give the information required by the Companies Act 1956, in the manner so required and give a true and fair view:



INDOWIND ENERGY LIMITED

In so far as it relates to Balance Sheet, of the state of affairs of the Company as at 31st March 2012;

In so far as it relates to the Profit and Loss Account, of the profit for the year ended on that date

And

In so far as it relates to cash flow statement, the cash flow of the Company for the year ended on that date.

Place: Chennai - 600 034.

Date : 10/08/2012

For V.Ramaratnam & Co

Chartered Accountants

R. Sundar

Partner

Firm Regn No: 002956S

PRN 005295

ANNEXURE REFERRED TO IN PARAGRAPH 1 OF THE REPORT OF EVEN DATE OF THE AUDITORS TO THE MEMBERS OF INDOWIND ENERGY LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2012

- I a) The Company has maintained proper records showing particulars, including quantitative details and situation of Fixed Assets.
 - b) All the assets have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noted on such verification.
 - c) During the year, the Company has disposed off the fixed assets, which are not substantial to affect the going concern status of the Company.
- II a) The Inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and its nature of business.
 - c) The Company is maintaining proper records of inventory. No discrepancies noticed on verification between the physical stocks and the book records.
- III a) The Company has not taken loans from Companies, firms covered in the register maintained under section 301 of the Companies Act, 1956.
 - b) The Company has given loans, including Capital Advances, to firms covered in the register maintained under section 301 of the Companies Act, 1956. The loans are given to nine entities and the amount outstanding on 31st March, 2012 is Rs 73,00,40,944/-
 - c) In our opinion, based on the information and explanations given, the terms and conditions on which loans were given to the parties listed in the register maintained under section 301 of the Companies act, 1956 are, prima facie, not prejudicial to the interest of the Company.
- IV In our opinion and according to the information and explanation given to us, the internal control procedures are adequate, commensurate with the size of the Company and nature of its business with regard to purchase of inventory and assets and with regard to sale of goods.



INDOWIND ENERGY LIMITED

- V a) According to the information and explanations given to us, we are of the opinion, that the transactions need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made exceeding the value of Rs.5,00,000/- with parties maintained under section 301 of the Companies Act, 1956 are not made under any contracts of arrangements but at the price at which it is made are reasonable to prevailing market price.
- VI The Company has not accepted any fixed deposits during the year in respect of which Section 58A of the Companies Act, 1956 is applicable. However the company has taken long term secured loans and short term loans from unrelated parties.
- VII In our opinion, the Company has an internal audit system commensurate with the size and nature of its business. External audit firm is doing internal audit and they are giving periodical report to the management and the scope of the audit is adequate.
- VIII We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the Maintenance of cost records under section 209(1)(d) of the Companies Act, 1956, related to the main business of the Company and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- IX a) The Company is regular in depositing with appropriate authorities statutory dues including provident fund, investor education and protection fund, employee's state insurance, sales tax, custom duty, excise duty, Cess and other material statutory dues applicable to it except the following mentioned below.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty, exercise duty and Cess were in arrears as at 31st March 2012 for a period of more than six months from the date they became payable, except the following:

Sl. No.	Act Under which the amount is payable	Assessment year to which demand relates	Amount of Demand	Forum where dispute is pending
1.	Income Tax Act	1998-99	26,54,944	Appeal pending before CIT - Appeals
2.	Income Tax Act	2004-05	538,759	Preferred an appeal before Madras High Court against order of the ITAT
3.	Income Tax Act	2006-07	10,985,773	Appeal pending before CIT Appeals
4.	Income Tax Act	2007-08	5,563,470	Appeal pending before CIT - Appeals
5.	Service Tax	F Y 2007-08	21,546,270	Appeal to be filed before CSTAT
6.	VAT	F Y 2008 -09	5,440,000	Appeal preferred before Hon'ble High Court of Madras
7.	VAT	F Y 2007 -08	2,169,024	Appeal preferred before Hon'ble High Court of Madras

- c) According to the information and explanations given to us, there is no undisputed tax pending for payment.



INDOWIND ENERGY LIMITED

- X In our opinion, there is no accumulated loss. The Company has not incurred any cash loss during the financial year covered under the audit and also immediately preceding financial year.
- XI According to the information and explanations given to us, the Company has not defaulted in repayment of its dues to Banks and Financial institutions. The Company has not issued any debentures.
- XII Based on our examination of the records and of the information and explanations given to us, the Company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures or other securities.
- XIII In our opinion the company is not a chit fund or Nidhi / Mutual benefit fund/ Society. Therefore the provisions of clause 4(Xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- XIV In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(XVI) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- XV According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from Banks and Financial Institutions.
- XVI In our opinion, the Company has availed term loan for Rs.44.00 Crores from EXIM Bank, during the year in addition to previously sanctioned Loans carried over to this year and these loans were utilized only for the purpose for which it is sanctioned.
- XVII According to information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- XVIII During the year the Company did not make any preferential allotment to any persons covered under the register maintained under section 301 of the Companies Act, 1956.
- XIX According to the information and explanations given to us, the company has not issued any debentures during the year and hence the provisions of clause no 4(XIX) of the Companies (Auditor's Report) Order, 2003 is not applicable to the Company.
- XX According to the information and explanations given to us, the company raised an amount of Rs. 81,40,26,500/- by way of issue of Global Depository Receipts during the year.
- XXI According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Place: Chennai - 600 034
Date : 10/08/2012

For V.Ramaratnam & Co
Chartered Accountants

R. Sundar
Partner
Firm Regn No.002956S
PRN 005295

**INDOWIND ENERGY LIMITED****Balance Sheet as at 31 March, 2012**

Particulars	Note No.	As at 31 March, 2012	As at 31 March, 2011
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	897,414,860	537,414,860
(b) Reserves and surplus	3	1,251,472,616	858,481,505
(c) Monies received against share warrants	27.1	-	19,090,000
		2,148,887,476	1,414,986,365
2 Share application money pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings	4	765,475,100	1,614,961,388
(b) Deferred tax liabilities (net)	29.4	61,742,147	66,015,325
(c) Other long-term liabilities	5	10,007,300	10,007,300
(d) Long-term provisions	6	-	-
		837,224,547	1,690,984,013
4 Current liabilities			
(a) Short-term borrowings	7	37,412,020	33,250,556
(b) Trade payables	8	9,175,716	29,276,832
(c) Other current liabilities	9	1,249,079,749	5,814,737
(d) Short-term provisions		-	-
		1,295,667,485	68,342,125
TOTAL		4,281,779,508	3,174,312,503
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
Tangible assets	10	1,550,566,639	1,456,170,345
		1,550,566,639	1,456,170,345
(b) Non-current investments	11	44,595,891	37,615,891
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	12	2,478,942,277	794,067,590
(e) Other non-current assets	13	19,918,308	485,945,311
		4,094,023,115	2,773,799,137
2 Current assets			
(a) Current investments		-	-
(b) Inventories	14	56,805,941	90,787,528
(c) Trade receivables	15	114,530,816	285,766,364
(d) Cash and cash equivalents	16	4,511,025	3,426,426
(e) Short-term loans and advances	17	4,626,125	1,539,922
(f) Other current assets	18	7,282,486	18,993,126
		187,756,393	400,513,366
TOTAL		4,281,779,508	3,174,312,503

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar
Partnerfor **INDOWIND ENERGY LIMITED****BALA V KUTTI**
Chairman**RAVINDRANATH K S**
Director**RAGHAVAN T S**
Director**NIRANJAN R JAGTAP**
Director

Place: Chennai - 600 034.

Date: 10th August, 2012

DIRAVIAM S
Company Secretary

**INDOWIND ENERGY LIMITED****Statement of Profit and Loss for the year ended 31 March, 2012**

Particulars	Note No.	For the year ended 31 March, 2012 Rs.	For the year ended 31 March, 2011 Rs.
CONTINUING OPERATIONS			
1 Revenue from operations (gross)	19	290,306,605	477,261,081
Revenue from operations (net)		290,306,605	477,261,081
2 Other income	20	30,865,893	26,274,750
3 Total revenue		321,172,498	503,535,831
4 Expenses			
(a) Project Expenses	21	80,932,750	46,182,982
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	22	-1,356,335	244,300,921
(c) Employee benefits expenses	23	14,242,937	12,021,892
(d) Finance costs	24	49,282,213	46,598,339
(e) Depreciation and amortisation expense	10	81,775,215	58,231,810
(f) Other expenses	25	59,804,202	53,617,470
Total expenses		284,680,982	460,953,414
5 Profit / (Loss) before exceptional and extraordinary items and tax		36,491,516	42,582,417
6 Exceptional items	26.a	-251,443	12,020,163
7 Profit / (Loss) before extraordinary items and tax		36,742,959	30,562,254
8 Extraordinary items	26.b	-	-
9 Profit / (Loss) before tax		36,742,959	30,562,254
10 Tax expense:			
(a) Tax expense for current year		-	1,367,227
(b) Deferred tax	29.4	-4,273,178	-10,407,484
		-4,273,178	-9,040,257
11 Profit / (Loss) from continuing operations		41,016,137	39,602,511
TOTAL OPERATIONS			
12 Profit / (Loss) for the year		41,016,137	39,602,511
13 Earnings per share (of Rs.10/- each):			
(a) Basic			
(i) Continuing operations		0.46	0.80
(ii) Total operations		0.46	0.80
(b) Diluted			
(i) Continuing operations		0.48	0.80
(ii) Total operations		0.48	0.80

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar
Partnerfor **INDOWIND ENERGY LIMITED****BALA V KUTTI**
Chairman
RAGHAVAN T S
*Director***RAVINDRANATH K S**
Director
NIRANJAN R JAGTAP
*Director***DIRAVIAM S**
Company Secretary

Place: Chennai - 600 034.

Date: 10th August, 2012



INDOWIND ENERGY LIMITED

Cash Flow Statement for the year ended 31 March, 2012

Particulars	For the year ended 31 March, 2012		For the year ended 31 March, 2011	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		41,016,137		39,602,511
<i>Adjustments for:</i>				
Depreciation and amortisation	79,619,907		58,231,810	
Provision for impairment of fixed assets and intangibles	-		-56,962,223	
Finance costs	49,282,213		46,598,339	
Interest income	-21,290,709		-23,784,452	
Rental income from investment properties	-17,000		-	
Net unrealised exchange (gain) / loss			-	
Operating profit / (loss) before working capital changes		107,594,411		24,083,474
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	33,981,587		514,330,930	
Trade receivables	171,235,548		-167,745,950	
Short-term loans and advances	-3,086,203			
Long-term loans and advances	-1,684,874,687			
Other current assets	11,710,640		-12,170,000	
Other non-current assets	466,027,003			
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	-20,101,116			
Other current liabilities	1,243,265,012		-38,511,067	
Short-term provisions	-			
Long-term provisions	-	218,157,784		295,903,913
Cash generated from operations		366,768,332		359,589,898
Net cash flow from operating activities (A)		366,768,332		359,589,898
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	-280,976,650		-436,972,428	
Proceeds from sale of fixed assets	106,960,449		241,543,708	
Purchase of long-term investments	-6,980,000		-450,000	
Interest received - Associates	9,192,712		22,008,440	
Interest received - Others	12,097,997		1,776,012	
Rental income from investment properties	17,000		-	
		-159,688,492		-172,094,268
Net cash flow from investing activities (B)		-159,688,492		-172,094,268
C. Cash flow from financing activities				
Proceeds from issue of equity shares	400,000,000		-	
Proceeds from issue of equity shares - Share Premium A/c	414,027,500		-	
Redemption / buy back of preference / equity shares	-40,000,000		-	
Transfer from Reserve.....	-27,142,527		-142,524,230	
Share application money received / (refunded)	-19,090,000		-	
Increase / (Decrease) in long-term borrowings	-849,486,288		-121,907,618	
Increase / (Decrease) in Deferred Tax Liability	-4,273,178		-	
Increase / (Decrease) in Reserves	-34,910,000		-	
Net increase / (decrease) in working capital borrowings	-		-	
Increase / (Decrease) in short-term borrowings	4,161,465		-	
Misc Expenses	-		5,047,200	
Finance cost	-49,282,213	-205,995,241	-46,598,339	-305,982,987
Net cash flow from financing activities (C)		-205,995,241		-305,982,987
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		1,084,599		-118,487,357
Cash and cash equivalents at the beginning of the year		3,426,426		121,913,783
Cash and cash equivalents at the end of the year		4,511,025		3,426,426
Cash and cash equivalents at the end of the year Comprising:				
(a) Cash on hand		-		-
(b) Balances with banks		4,511,025		3,426,426
		4,511,025		3,426,426

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar

Partner

Place: Chennai - 600 034.

Date: 10th August, 2012

for INDOWIND ENERGY LIMITED

BALA V KUTTI

Chairman

RAGHAVAN T S

Director

RAVINDRANATH K S

Director

NIRANJAN R JAGTAP

Director

DIRAVIAM S
Company Secretary



Notes forming part of the financial statements

Note	Particulars
1	Significant accounting policies
1.1	Basis of accounting and preparation of financial statements
	<p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.</p>
1.2	Use of estimates
	<p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p>
1.3	Inventories
	<p>Inventories are valued at the cost. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty. In the case of unsold power, it is valued at net realisable cost.</p>
1.4	Cash and cash equivalents (for purposes of Cash Flow Statement)
	<p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>
1.5	Cash flow statement
	<p>Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.</p>
1.6	Depreciation and amortisation
	<p>Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956, including on revaluation cost and the capitalisation of capital expenditure.</p>



Note	Particulars
1.7	<p>Revenue recognition</p> <p><u>Sale of goods</u> Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.</p> <p><u>Sale of power</u> Sale of power is recognised at the point generation of the power from the plant and stock points.</p> <p><u>Income from services</u> Revenues from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred. Revenues from turnkey contracts, which are generally time bound fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion.</p>
1.8	<p>Other income</p> <p>Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established. Income from sale of CER (Carbon Credits) is accounted for based on eligibility criteria.</p>
1.9	<p>Tangible fixed assets</p> <p>Fixed assets, are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.</p> <p><u>Capital work-in-progress:</u> Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.</p>
1.10	<p>Foreign currency transactions and translations</p> <p><u>Initial recognition</u> Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.</p> <p><u>Measurement of foreign currency monetary items at the Balance Sheet date</u> Foreign currency monetary items (other than derivative contracts) of the Company and</p>



Note	Particulars
	<p>its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates.</p> <p>In the case of integral operations, assets and liabilities (other than non-monetary items), are translated at the exchange rate prevailing on the Balance Sheet date. Non-monetary items are carried at historical cost. Revenue and expenses are translated at the average exchange rates prevailing during the year. Exchange differences arising out of these translations are charged to the Statement of Profit and Loss.</p> <p><u>Treatment of exchange differences</u></p> <p>Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company and its integral foreign operations are recognised as income or expense in the Statement of Profit and Loss. The exchange differences on restatement / settlement of loans to non-integral foreign operations that are considered as net investment in such operations are accumulated in a "Foreign currency translation reserve" until disposal / recovery of the net investment.</p> <p>The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement / over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of the tax effect thereon.</p>
1.11	<p>Investments</p> <p>Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.</p>
1.12	<p>Employee benefits</p> <p>Employee benefits include provident fund, gratuity fund, compensated absences and long service awards.</p> <p><u>Defined contribution plans</u></p> <p>The Company's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.</p> <p><u>Defined benefit plans</u></p> <p>Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur, as per the Life Insurance Corporation of India, with whom the Company has taken necessary policy under group Gratuity Scheme.</p>
1.13	<p>Borrowing costs</p> <p>Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the</p>



Note	Particulars
1.14	<p>extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets.</p> <p>Segment reporting</p> <p>The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.</p> <p>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.</p> <p>Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under “unallocated revenue / expenses / assets / liabilities”.</p>
1.15	<p>Earnings per share</p> <p>Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.</p>
1.16	<p>Taxes on income</p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.</p> <p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.</p> <p>Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if</p>



Note	Particulars
	<p>there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.</p>
1.17	<p>Impairment of assets</p> <p>The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.</p>
1.18	<p>Provisions and contingencies</p> <p>A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.</p>
1.19	<p>Share issues expenses</p> <p>Share issue expenses and redemption premium are adjusted against the Securities Premium Account as permissible under Section 78(2) of the Companies Act, 1956, to the extent balance is available for utilisation in the Securities Premium Account. The balance of share issue expenses is carried as an asset and is amortised over a period of 5 years from the date of the issue of shares.</p>
1.20	<p>Insurance claims</p> <p>Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.</p>
1.21	<p>Service tax input credit</p> <p>Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.</p>



INDOWIND ENERGY LIMITED

Notes forming part of the financial statements					
Note 2 Share capital					
Particulars	As at 31 March, 2012		As at 31 March, 2011		
	Number of shares	Rs.	Number of shares	Rs.	
(a) Authorised					
Equity shares of Rs. 10/- each with voting rights	100,000,000	1,000,000,000	100,000,000	1,000,000,000	
Redeemable preference shares of Rs.10,000,000/- each	7	70,000,000	7	70,000,000	
		1,070,000,000		1,070,000,000	
(b) Issued					
Equity shares of Rs.10/- each with voting right	89,741,486	897,414,860	49,741,486	497,414,860	
Redeemable preference shares of Rs.10,000,000/- each	–	–	4	40,000,000	
		897,414,860		537,414,860	
(c) Subscribed and fully paid up					
Equity shares of Rs.10/- each with voting rights	89,741,486	897,414,860	49,741,486	497,414,860	
Redeemable preference shares of Rs.10,000,000/- each	–	–	4	40,000,000	
		897,414,860		537,414,860	
Total		897,414,860		537,414,860	
Notes: (i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:					
Particulars	Opening Balance	Fresh issue	Bonus	Closing Balance	
Equity shares with voting rights					
Year ended 31 March, 2012					
- Number of shares	49,741,486	40,000,000	–	89,741,486	
- Amount (Rs.10/-each)	497,414,860	400,000,000	–	897,414,860	
Year ended 31 March, 2011					
- Number of shares	49,741,486	–	–	49,741,486	
- Amount (Rs.10/- each)	497,414,860	–	–	497,414,860	
Particulars	Opening Balance	Fresh issue	Redemption	Closing Balance	
Redeemable preference shares					
Year ended 31 March, 2012					
- Number of shares	4	–	4	–	
- Amount (Rs.10000000/-each)	40,000,000	–	40,000,000	–	
Year ended 31 March, 2011					
- Number of shares	4	–	–	4	
- Amount (Rs.10000000/-each)	40,000,000	–	–	40,000,000	
(ii) Details of shares held by each shareholder holding more than 5% shares:					
Class of shares / Name of shareholder	As at 31 March, 2012		As at 31 March, 2011		
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	
Equity shares with voting rights					
The Bank of Newyork Mellon	17500000	19.5	–	–	
Loyal Credit and Investments Ltd	7887071	8.79	7697871	15	
Indus Finance Corporation Ltd	6494265	7.24	6494265	13	
ICICI Bank Ltd	–	–	3467434	7	
Subuthi Investments Private Limited	6988334	7.79	2920900	6	
Bala Venckat Kutti	–	–	4306995	9	
Redeemable preference shares of Rs.10,000,000/- each					
ICICI Bank Ltd	–	–	4	100	
(iii) Aggregate number and class of shares allotted as fully paid up as bonus shares for the period of 5 years immediately preceding the Balance Sheet date:					
Particulars	Aggregate number of shares				
	As at 31.3.2011	As at 30.6.2010	As at 30.6.2009	As at 30.6.2008	As at 30.6.2007
Equity shares with voting rights	NIL	NIL	NIL	NIL	NIL
Fully paid up pursuant to contract(s) without payment being received in cash					
Fully paid up by way of bonus shares					



INDOWIND ENERGY LIMITED

Notes forming part of the financial statements					
Note 3 Reserves and surplus					
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.		
(a) Capital reserve					
Opening balance		-	-		
Add: Additions during the year - Transfer from Forfeited Share Warrants Reserve		19,090,000	-		
Less: Utilised / transferred during the year (give details)		-	-		
Closing balance		19,090,000	-		
(b) Capital redemption reserve					
Opening balance		25,000,000	25,000,000		
Add : Transfer during the Year		-	-		
Less : Transferred to General Reserve		25,000,000	-		
Closing balance		-	25,000,000		
(c) Securities premium account					
Opening balance		761,793,000	761,793,000		
Add : Premium on shares issued during the year		414,027,500	-		
Less : Utilised during the year for:					
Others - GDR Issue Expenses set off		27,142,527	-		
Closing balance		1,148,677,973	761,793,000		
(d) Revaluation reserve					
Opening balance		6,000,000	6,000,000		
(e) General reserve					
Opening balance		65,688,506	225,572,447		
Add: Transferred from surplus in Statement of Profit and Loss		41,016,137	39,602,511		
Transferred from Capital Redemption Reserve		25,000,000	-		
Less: Others (Adjusted against Prior Period Items)		54,000,000	199,486,453		
Closing balance		77,704,643	65,688,505		
(f) Forfeited Share Warrants Reserve					
Opening balance		-	-		
Add: Transferred from Share Application Money Pending Allotment		19,090,000	-		
Less: Transferred to Capital Reserve		19,090,000	-		
Closing balance		-	-		
Total		1,251,472,616	858,481,505		
Note 4 Long-term borrowings					
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.		
(a) Bonds / debentures (Refer Note (i) below)					
Unsecured - Foreign Currency Convertible Bond		-	1,243,180,130		
		-	1,243,180,130		
(b) Term loans					
From banks					
Secured		443,215,650	40,778,857		
		443,215,650	40,778,857		
From other parties					
Secured		322,259,450	331,002,401		
		322,259,450	331,002,401		
Total		765,475,100	1,614,961,388		
Notes:					
(i) Details of bonds / debentures issued by the Company:					
Particulars	Terms and conditions*	As at 31 March, 2012		As at 31 March, 2011	
		Secured Rs.	Unsecured Rs.	Secured Rs.	Unsecured Rs.
Redeemable bonds		-	-	-	-
Convertible bonds		-	-	-	1,243,180,130
Total - Bonds / debentures		-	-	-	1,243,180,130



Notes forming part of the financial statements

Notes:

(iii) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of repayment and security*	As at 31 March, 2012		As at 31 March, 2011	
		Secured Rs.	Unsecured Rs.	Secured Rs.	Unsecured Rs.
Term loans from banks: EXIM Bank	Secured against the project's WIP assets funded by the bank by 1.25 times	440,000,000			
Andhra Bank	Closed during the year.	-	-	35,502,464	-
Axix Bank - Vehicle Loan	Secured against the motor vehicles.	1,886,362		2,617,041	-
Kokak Bank-Vehicle Loan	Secured against the motor vehicles.	1,329,288		2,659,352	-
Total		443,215,650	-	38,119,505	-
Term loans from other parties: Indian Renewable Energy Development Agency Limited	Secured against 6 WEGs of 1.5Mw each situated in the state of Karnataka	309,498,200	-	318,661,090	-
LIC Of India	Secured against the Key Man Policy	12,761,250	-	12,341,311	-
Total		322,259,450	-	331,002,401	-

(iv) Details of long-term borrowings guaranteed by some of the directors or others:

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Bonds / debentures	NIL	NIL
Term loans from banks	NIL	NIL
Term loans from other parties	NIL	NIL

(v) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	As at 31 March, 2012		As at 31 March, 2011	
	Period of default	Rs.	Period of default	Rs.
Bonds / debentures Principal	-	NIL	-	NIL
Interest				
Term loans from banks Principal	-	NIL	-	NIL
Interest				
Term loans from other parties Principal	-	NIL	-	NIL
Interest				

Note 5 Other long-term liabilities

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Payables on purchase of fixed assets	10,007,300.00	10,007,300.00
Total	10,007,300.00	10,007,300.00

Note 6 Long-term provisions

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Provision for employee benefits:	-	-
(b) Provision for gratuity (net) (Refer Note 27.9.b)	-	-
(c) Provision for other employee benefits (give details)	-	-
(d) Provision - Others:	-	-
(e) Provision for other contingencies (Refer Note 27.3)	-	-
(f) Provision - others (give details)	-	-
Total	-	-



Notes forming part of the financial statements

Note 7 Short-term borrowings

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Loans repayable on demand		
From banks		
Secured	37,412,020	33,250,556
Total	37,412,020	33,250,556

Notes:

(i) Details of security for the secured short-term borrowings:

Particulars	Nature of security	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Loans repayable on demand from banks: Bank of India	Secured against hypothecation of power receivables	37,412,020	33,250,556

Note 8 Trade payables

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Trade payables:	9,175,716	29,276,832
Total	9,175,716	29,276,832

Note 9 Other current liabilities

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i) Current maturities of long-term debt (Refer Note (i) below)	1,243,180,130	-
(ii) Statutory remittances	-	-
(iii) Expenses Payable	5,899,619	5,814,737
Total	1,249,079,749	5,814,737

Note (i): Current maturities of long-term debt:

Particulars	Terms of Issue	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Foreign Currency Convertible Bonds	Out of 30 Mn USD Bonds, 50% to be redeemed and 50% to be converted into equity in Dec 2012, as per restructured terms.	1,243,180,130	-
Total		1,243,180,130	-



INDOWIND ENERGY LIMITED

Note 10 FIXED ASSETS

	Gross block		Accumulated depreciation and impairment				Net block	
	Balance as at 1 April, 2011	Additions	Disposals	Balance as at 1 April, 2011	Depreciation/ amortisation for the year	Eliminated on disposal of assets	Balance as at 31 Mar, 2012	Balance as at 31 Mar, 2011
	Rs	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
A. Tangible assets								
(a) Land Freehold Leasehold *	38,082,664 19,440,000	349,490	720,000	- -	- -	- -	38,082,664 19,440,000	38,432,154 18,720,000
(b) Buildings Own use	7,647,274	269,179		1,686,613	360,144	2,046,757	5,960,661	5,869,696
(c) Plant and Equipment Owned	1,617,589,050	279,590,722	106,240,449	244,748,013	77,601,066	2,155,308	1,372,841,037	1,470,745,552
(d) Furniture & Fixtures Owned				-	-	-	-	-
(e) Vehicles Owned	16,258,417	387,511		16,645,928	2,884,349	-	8,775,471	6,278,633
(f) Office equipment Owned	18,945,305	379,748		7,874,793	929,656	-	10,367,295	
Total	1,717,962,710	280,976,650	106,960,449	261,792,365	81,775,215	2,155,308	1,456,170,345	1,550,566,639

Depreciation and amortisation relating to continuing operations:

Particulars	For the year ended 31 March, 2012	For the year ended 31 March, 2011
	Rs.	Rs.
Depreciation and amortisation for the year on tangible assets	81,775,215.00	58,231,810.00
Depreciation and amortisation relating to continuing operations	81,775,215.00	58,231,810.00
Additions to the Fixed Assets during the year include an amount of Rs.13,66,07,645/- being capitalisation of disputed lease rentals payable to ICICI Bank Limited on settlement.		
The Plant and Machinery includes Revaluation amount of Rs.6,000,000/-, whose W D V as on 31st March 2012 is Rs. 3,297,200/-		



INDOWIND ENERGY LIMITED

Note 11 Non-current investments

Particulars	No. of Shares	As at 31st March, 2012			As at 31st March, 2011		
		Quoted Rs.	Unquoted Rs.	Total Rs.	Quoted Rs.	Unquoted Rs.	Total Rs.
Investments (At cost):							
(a) Investment in equity instruments							
(i) of Subsidiary							
Indowind Power Private Limited	740,500	-	7,405,000	7,405,000	-	425,000	425,000
(ii) of other entities							
The Jain Sahakari Bank Limited	4,247	-	124,500	124,500	-	124,500	124,500
India wind Power Limited	1,000,000	-	10,000,000	10,000,000	-	10,000,000	10,000,000
(b) Other non-current investments							
(Key Man Insurance Policy)		-	27,066,391	27,066,391	-	27,066,391	27,066,391
Total investments		-	44,595,891	44,595,891	-	37,615,891	37,615,891
Less: Provision for diminution in value of investments		-	-	-	-	-	-
Total		-	44,595,891	44,595,891	-	37,615,891	37,615,891



Notes forming part of the financial statements

Note 12 Long-term loans and advances

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
<i>(a) Capital advances / Guarantee Deposits</i>		
Secured, considered good - Others	380,154,889	-
Secured, considered good - Related Parties	463,883,755	-
Unsecured, considered good - Others	1,345,078,174	738,321,174
Unsecured, considered good - Related Parties	248,157,189	-
<i>(b) Security deposits</i>		
Unsecured, considered good	2,858,430	2,870,257
<i>(c) Loans and advances to related parties</i>		
Unsecured, considered good	18,000,000	23,564,374
<i>(d) Balances with government authorities</i>		
(i) Income Tax / TDS Certificates	15,711,238	14,769,995
(iii) Service Tax credit receivable	2,581,005	2,581,005
<i>(e) Other loans and advances (specify nature)</i>		
Unsecured, considered bad / non recoverable	2,517,597	11,960,785
Total	2,478,942,277	794,067,590

Note 13 Other non-current assets

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
<i>(a) Long-term trade advances</i>		
Unsecured, considered good	19,918,308	485,945,311
Total	19,918,308	485,945,311

Note 14 Inventories

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
<i>(a) Work-in-progress @ (Refer Note below)</i>	47,302,006	83,843,748
	47,302,006	83,843,748
<i>(b) Stock-in-trade - Energy Stock</i>	9,503,935	6,943,780
	9,503,935	6,943,780
Total	56,805,941	90,787,528

Note: Details of inventory of work-in-progress

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Closing Stock	42,795,499	79,337,241
Work in Progress - Agri Division	4,506,507	4,506,507
	47,302,006	83,843,748


Notes forming part of the financial statements

Note 15 Trade receivables			
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Trade receivables outstanding for a period exceeding six months from the date they were due for payment #			
Unsecured, considered good		70,288,510	38,126,904
Other Trade receivables			
Unsecured, considered good		44,242,306	247,639,460
Total		114,530,816	285,766,364
Note 16 Cash and cash equivalents			
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Cash on hand		454,730	298,877
(b) Balances with banks		4,056,295	3,127,549
(i) In current accounts			
(ii) In deposit accounts (Refer Note (i) below)			
- Other earmarked accounts (specify) (Refer Note (ii) below)			
(c) Others (specify nature)			
Total		4,511,025	3,426,426
Note 17 Short-term loans and advances			
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Loans and advances to employees			
Unsecured, considered good		637,476	663,553
(b) Prepaid expenses - Unsecured, considered good		3,988,649	876,369
Total		4,626,125	1,539,922
Note 18 Other current assets			
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Unamortised expenses			
(ii) Share issue expenses (where applicable)		7,282,486	18,993,126
(b) Others		-	-
Total		7,282,486	18,993,126
Note 19 Revenue from operations			
Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Sale of products @ (Refer Note (i) below)		200,306,605	143,561,081
(b) Sale of Projects @ (Refer Note (ii) below)		90,000,000	333,700,000
Total		290,306,605	477,261,081
Note	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i)	Sale of products - Power	200,306,605	143,561,081
	Total - Sale of products	200,306,605	143,561,081
(ii)	Sale of Projects	90,000,000	333,700,000
	Total - Sale of Projects	90,000,000	333,700,000



Notes forming part of the financial statements

Note 20 Other income

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Interest income (Refer Note (i) below)	21,290,709	23,784,452
(b) Other non-operating income (refer (ii) below)	9,575,184	2,490,298
Total	30,865,893	26,274,750

Note	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i)	Interest income comprises:		
	Interest from banks on: deposits	12,097,997	1,776,012
	Interest income from current investments associates	9,192,712	22,008,440
	Total - Interest income	21,290,709	23,784,452
(ii)	Other non-operating income comprises:		
	Rental income from investment properties	17,000	-
	CER Income	3,442,704	2,490,298
	Sale of Service Connection	468,000	-
	Others	5,647,480	-
	Total - Other non-operating income	9,575,184	2,490,298

Note 21 Project Expenses

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i) Purchases	80,841,476	36,123,293
(ii) Project Expenses	91,274	59,689
(iii) Compensations	-	10,000,000
Total Project Expenses	80,932,750	46,182,982

Note 22 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Inventories at the end of the year:		
Work-in-progress	42,795,499	79,337,241
Transfers from Project	37,898,077	227,661,324
	80,693,576	306,998,565
Inventories at the beginning of the year:		
Work-in-progress	79,337,241	551,299,486
	79,337,241	551,299,486
Net (increase) / decrease	-1,356,335	244,300,921

Note 23 Employee benefits expenses

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Salaries and wages	12,671,349	10,636,163
Contributions to provident and other funds	559,506	459,164
Staff welfare expenses	1,012,082	926,565
Total	14,242,937	12,021,892

**Notes forming part of the financial statements****Note 24 Finance costs**

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Interest expense on:		
(i) Borrowings	49,053,004	36,839,765
(ii) Others - Processing Charges	229,209	9,758,574
Total	49,282,213	46,598,339

Note 25 Other expenses

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Power and fuel	348,752	260,162
Rent including lease rentals	1,162,837	864,850
Repairs and maintenance - Buildings	196,399	110,738
Repairs and maintenance - Machinery	25,856,813	20,759,493
Repairs and maintenance - Vehicles	2,329,641	1,626,755
Insurance	3,144,738	2,455,563
Rates and taxes	3,265,985	4,548,296
Communication	1,069,880	786,999
Travelling and conveyance	5,821,832	4,994,501
Printing and stationery	545,215	487,228
Business promotion	3,309,355	1,928,526
AGM / EGM Expenses	1,649,576	1,475,806
Legal and professional	6,216,216	9,064,629
Security Charges	3,679,511	3,162,377
Bank Charges	82,487	74,025
Books & Periodicals	52,291	11,363
Payments to auditors (Refer Note (i) below)	171,240	162,464
Miscellaneous expenses	901,434	843,695
Total	59,804,202	53,617,470

Notes:

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	100,000	100,000
For taxation matters	40,000	47,500
For Certification matters	31,240	14,964
Total	171,240	162,464

**Notes forming part of the financial statements****Note 26.a Exceptional items**

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
	Provision for impairment of fixed assets	-	93,392,555
	Miscellaneous Expenses Written off	1,743,241	49,131,675
	Public Issue Expenses Written off	12,020,163	12,020,163
	Prior Period Items Written off *	39,985,153	
	Less:		
	Transfer from Reserves	54,000,000	142,524,230
	Total	-251,443	12,020,163

* The Prior Period Items written off include, CER Income recognised during earlier years to the extent of Rs. 308,81,612/- and the Repairs and Maintenance charges of earlier years of Rs.91,03,541/- Income recognised as CER during earlier years, due to technical reasons, treated as exceptional items.

Note 26.b Extraordinary items

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
-	--	-	-
		-	-
	Total	-	-



Notes forming part of the financial statements

Note 27 Additional information to the financial statements

Note	Particulars																							
27.1	<p>Monies received against share warrants</p> <p>The Board of Directors of the Company at their meeting held on 29th October, 2011 forfeited an amount of Rs.1,90,90,000/- being the amount transferred from Share application money pending allotment received for share warrants based on the terms and conditions of the issue of the share warrants.</p>																							
27.2	<p>Share application money pending allotment</p> <p>During the year the Company transferred from Share Application Money Pending Allotment to Monies Received against share warrants an amount of Rs.1,90,90,000/-.</p>																							
27.3	<p>Contingent liabilities and commitments (to the extent not provided for) Income Tax: A Ys 1998-99, 2004-05, 2006-07 and 2007-08 Service Tax Asset : F Y 2007 -08 VAT : F Ys 2007 -08 and 2008 - 09</p>	As at 31 March, 2012 Rs. in Lacs	As at 31 March, 2011 Rs. in Lacs																					
		197.43	197.43																					
		215.46	-																					
		76.09	76.09																					
	<p>The Company has contracts entered in various currencies for supply of projects, sale of Carbon Credits, capital and fund raising activities which carry foreign currency risk apart from penalties for not providing LC facilities for taking delivery, getting statutory approvals, release of funds in time, repayments etc. The company also has raised / certain rights to raise claims on counter parties. There may arise certain claims on the company and company has also raised / shall raise certain demands on the counter parties. The Company has not provided for such contingencies as of date. The Company may have to provide for such contingencies to the tune of Rs.20 to Rs.30 crores in future from the share premium account or provide as expenditure to be written off over a period of time as they are not arising out of regular operations of the company and are extraordinary in nature.</p>																							
27.4	<p>Details of unutilised amounts out of issue of securities made for specific purpose During the year the Company issued Global Depository Receipts for USD 18.15 Million. The Company utilised the GDR Receipts as follows and the balance of USD2,344 still pending to be used and kept in Bank abroad.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">GDR - Issue Details</th> <th style="text-align: center;">USD</th> <th style="text-align: center;">Rs.</th> </tr> </thead> <tbody> <tr> <td>GDR - ISSUE Proceeds</td> <td style="text-align: center;">18,150,000</td> <td style="text-align: center;">814,026,500</td> </tr> <tr> <td>Less: Utilisation as follows:</td> <td></td> <td></td> </tr> <tr> <td>Issue Expenses</td> <td style="text-align: center;">600,000</td> <td style="text-align: center;">27,145,528</td> </tr> <tr> <td>Project Advances</td> <td style="text-align: center;">17,500,000</td> <td style="text-align: center;">791,046,064</td> </tr> <tr> <td>Other Expenses</td> <td style="text-align: center;">47,656</td> <td style="text-align: center;">2,060,299</td> </tr> <tr> <td>Balance to be utilised</td> <td style="text-align: center;">2,344</td> <td style="text-align: center;">119,544</td> </tr> </tbody> </table>			GDR - Issue Details	USD	Rs.	GDR - ISSUE Proceeds	18,150,000	814,026,500	Less: Utilisation as follows:			Issue Expenses	600,000	27,145,528	Project Advances	17,500,000	791,046,064	Other Expenses	47,656	2,060,299	Balance to be utilised	2,344	119,544
GDR - Issue Details	USD	Rs.																						
GDR - ISSUE Proceeds	18,150,000	814,026,500																						
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Issue Expenses	600,000	27,145,528																						
Project Advances	17,500,000	791,046,064																						
Other Expenses	47,656	2,060,299																						
Balance to be utilised	2,344	119,544																						
27.5	<p>Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">As at 31 March, 2012 Rs.</th> <th style="text-align: center;">As at 31 March, 2011 Rs.</th> </tr> </thead> <tbody> <tr> <td>(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> </tbody> </table>			Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.	(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-															
Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.																						
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-																						
	<p>Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.</p>																							



Notes forming part of the financial statements

27.6	Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges Loans and advances in the nature of loans given to subsidiaries, associates and others and investment in shares of the Company by such parties:			
	Name of the party	Relationship	Amount outstanding as at 31 March, 2012	Maximum balance outstanding during the year
	Indus Finance corporation Ltd	Associates	219,868,450 (8,049,803)	234,252,888 (8,049,803)
Note: Figures in bracket relate to the previous year.				
27.7	Expenditure in foreign currency Travelling Expenses		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
			103,622	-
27.8	Earnings in foreign exchange:		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
			NIL	NIL
27.9	Employee benefit plans <u>Defined contribution plans</u> The Company has provided for retirement benefits to the employees such as Gratuity, Provident Fund and ESI. The Company has formulated in consultation with the Life Insurance Corporation of India, for gratuity benefits, necessary benefit plans, the details of which are as follows :			
	Accrued Gratuity Liability			Rs. 1,913,464
	Actuarial Value of Accrued Gratuity Liability			1,701,648
	Fund with Life Insurance Corporation of India			1,646,507
	Net Liability			55,141
	Assumptions for Actuarial Valuation			
	Discounting Rate			8.00%
	Salary Escalation Rate			7.00%
	Method of Valuation			Projected unit credit method



INDOWIND ENERGY LIMITED

Notes forming part of the financial statements

Note 28 Disclosures under Accounting Standards (contd.)

Ref. No.	Note	Particulars	For the year ended 31 March, 2012					
			Power Rs.	Project Rs.	Others Rs.	Eliminations Rs.	Total Rs.	
	28.1	Segment information The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Power Generation, Project Sale and Others which include Finance. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments.						
		Revenue	200,306,605 (14,356,108)	90,000,000 (3,337,000,000)	30,865,893 (2,378,445)	-	321,172,498 (50,104,553)	
		Expenses	177,369,373 (14,095,246)	79,576,415 (2,904,839)	2,039,298 (1,804,155)	-	258,985,086 (4,332,403)	
		Segment result	22,937,232 (26,088,35)	10,423,585 (4,321,609)	28,826,595 (2,199,029)	-	62,187,412 (6,780,529)	
		Unallocable expenses (net)	-	-	-	-	25,695,896	
		Operating income	-	-	-	-	(27,713,110)	
		Profit before taxes	-	-	-	-	36,491,516	
		Tax expense	-	-	-	-	(4,009,219)	
		Net profit for the year	-	-	-	-	36,491,516 (4,009,219) (4,273,178) (9,040,257) 40,764,694 (49,132,377)	

Note 28 Disclosures under Accounting Standards (contd.)

	Particulars	For the year ended 31 March, 2012			Total Rs.
		Power Rs.	Project Rs.	Others Rs.	
	Segment assets	2,513,642,606 (2,485,427,943)	1,627,449,430 (793,372,41)	140,687,472 (844,784,601)	4,281,779,508 (317,182,205)
	Total assets				4,281,779,508 (317,182,205)
	Segment liabilities	1,449,559,820 (1,693,310,813)	-	683,332,212 (888,661,99)	2,132,892,032 (1,759,326,138)
	Total liabilities				2,132,892,032 (1,759,326,138)

Note : Figures in brackets relates to the previous year.



Notes forming part of the financial statements

Note 29 Disclosures under Accounting Standards (contd.)

Note	Particulars				
29.2	Related party transactions				
29.2a	Details of related parties:				
	Description of relationship	Names of related parties			
	Subsidiary Fellow Subsidiaries (to be given only if there are transactions)	Indowind Power Private Limited			
	Associates	Indus Finance Corporation Ltd., Ind Eco Ventures Limited IndoNet Global Limited Indus Nutri Foods P Ltd Loyal Credit & Investment Limited Indus Capital Limited Subuthi investments P Ltd., Bewind Power Pltd., Bekae propertise P Ltd. Ravello Advertising P Ltd.,			
	Key Management Personnel (KMP)	Mr. Bala V Kutti, Chairman Mr. Ravindranath, Whole time Director Mr. T R Jayaraman, Director Mr. Niranjana R Jagtap			
29.2 b	Note: Related parties have been identified by the Management.				
	Details of related party transactions during the year ended 31 March, 2012 and balances outstanding as at 31 March, 2012:				
		Subsidiary	Associates	KMP	Total
	Sale of goods	-	90,000,000	-	90,000,000
	Travelling Expenses	-	-	1,774,548	1,774,548
		-	-	(937924)	(937924)
	Salary	-	-	1,475,772	1,475,772
		-	-	(1032837)	(1032837)
	Sitting Fees	-	-	105,000	105,000
		-	-	(105000)	(105000)
	Sale of Assets	25,755,000	-	-	25,755,000
		(55,50,000)	-	-	(5550000)
	Investments	6,980,000	-	-	6,980,000
		(425000)	-	-	(425000)
	Interest Received	-	9,192,712	-	9,192,712
	Power	-	4,457,290	-	4,457,290
	<u>Balances outstanding at the end of the year</u>				
	Trade receivables	28,801,064	-	-	28,801,064
		(5564374)	-	-	(5564374)
	Loans Advances and Deposits	-	712,040,944	-	712,040,944
	Deposits	-	18,000,000	-	-
	Trade payables	-	1,561,616	-	1,561,616
	Note: Figures in bracket relates to the previous year				



Notes forming part of the financial statements

Note 29 Disclosures under Accounting Standards (contd.)

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
29.3	<p>Earnings per share</p> <p><u>Basic - Total & Continuing operations</u></p> <p>Net profit / (loss) for the year from continuing operations</p> <p>Net profit / (loss) for the year from continuing operations attributable to the equity shareholders</p> <p>Weighted average number of equity shares</p> <p>Par value per share</p> <p>Earnings per share from continuing operations - Basic</p> <p><u>Diluted - Total & Continuing operations</u></p> <p>Net profit / (loss) for the year from continuing operations</p> <p>Net profit / (loss) for the year from continuing operations attributable to the equity shareholders</p> <p>Weighted average number of equity shares</p> <p>Par value per share</p> <p>Earnings per share from continuing operations - Diluted</p>	<p>41,016,137</p> <p>41,016,137</p> <p>89741486</p> <p>10</p> <p>0.46</p> <p>41016137</p> <p>41016137</p> <p>85138746</p> <p>10</p> <p>0.48</p>	<p>39,602,511</p> <p>39,602,511</p> <p>49741486</p> <p>10</p> <p>0.80</p> <p>39602511</p> <p>39602511</p> <p>49741486</p> <p>10</p> <p>0.80</p>
29.4	<p>Deferred tax (liability) / asset</p> <p>Opening Balance - Deferred Tax Asset</p> <p>Total value of items constituting timing differences for Deferred Tax effect</p> <p>Tax effect of items constituting deferred tax effect</p> <p>MAT Credit availed for current year</p> <p>Net deferred tax - Asset</p> <p>Closing Balance - Deferred Tax Asset</p>	<p>66,015,325</p> <p>12,571,868</p> <p>4,273,178</p> <p>-</p> <p>4,273,178</p> <p>61,742,147</p>	<p>77,790,036</p> <p>30,619,253</p> <p>10,407,484</p> <p>1,367,227</p> <p>11,774,711</p> <p>66,015,325</p>
	<p>The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.</p>		
30	<p>Note 30 Previous year's figures</p> <p>The Revised Schedule VI has become effective from 1 April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.</p>		



**AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF INDOWIND ENERGY LIMITED ON
THE CONSOLIDATED FINANCIAL STATEMENTS**

We have examined the attached consolidated Balance Sheet of INDOWIND ENERGY LIMITED, Chennai, its subsidiary as at 31st March 2012 the Consolidated Profit and Loss account and the Consolidated Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatements. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.

The financial statements of the subsidiary Company reflecting total assets of Rs.329.44 Lakhs as at 31st March, 2012, total revenue of Rs.491.78 Lakhs for the year ended on that date have been audited by other auditors, whose reports have been furnished to us. We have relied upon these reports for the purpose of the amounts included in respect of the above company in the Consolidated Financial Statements.

We report that the Consolidated Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard

AS21 Consolidated Financial Statements

AS23 Accounting for Investments in Associates in Consolidated Financial Statements

as prescribed in Section 211(3C) of the Companies Act, 1956 and on the basis of the separate audited financial statements of Indowind Energy Limited and its subsidiary included in the Consolidated Financial Statements.

On the basis of the information and explanations given to us and on the consideration of the separate audit reports of individual audited financial statements of Indowind Energy Limited and its subsidiary, we are of the opinion that in conformity with the accounting principles generally accepted in India

a) The Consolidated Balance Sheet gives a true and fair view of the Consolidated State of Affairs of Indowind Energy Limited, its subsidiary as at 31st March, 2012,



INDOWIND ENERGY LIMITED

- b) The Consolidated Profit & Loss Statement gives a true and fair view of the Consolidated results of operations of Indowind Energy Limited and its subsidiary for the year ended 31st March, 2012, and
- c) The Consolidated Cash Flow Statement gives a true and fair view of the Consolidated cash flows of Indowind Energy Limited and its subsidiary for the year ended 31st March, 2012

Place: Chennai - 600 034.

Date : 10/08/2012

For V.Ramaratnam & Co

Chartered Accountants

R. Sundar

Partner

Firm Regn No: 002956S

PRN 005295


INDOWIND ENERGY LIMITED
Consolidated Balance Sheet as at 31 March, 2012

Particulars	Note No.	As at 31 March, 2012	As at 31 March, 2011
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	897,414,860	537,414,860
(b) Reserves and surplus	3	1,251,452,036	858,415,470
(c) Monies received against share warrants	27.1	-	19,090,000
		2,148,866,896	1,414,920,330
Minority Interests		2,401,000	151,000
2 Share application money pending allotment			-
3 Non-current liabilities			
(a) Long-term borrowings	4	765,475,100	1,614,961,388
(b) Deferred tax liabilities (net)	29.4	61,742,147	66,015,325
(c) Other long-term liabilities	5	10,007,300	10,007,300
(d) Long-term provisions	6	-	-
		837,224,547	1,690,984,013
4 Current liabilities			
(a) Short-term borrowings	7	37,412,020	33,250,556
(b) Trade payables	8	9,175,716	29,276,832
(c) Other current liabilities	9	1,249,208,513	5,829,737
(d) Short-term provisions		-	-
		1,295,796,249	68,357,125
TOTAL		4,284,288,692	3,174,412,468
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10	1,583,510,839	1,462,129,145
		1,583,510,839	1,462,129,145
(b) Non-current investments	11	37,190,891	37,190,891
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	12	2,478,942,277	794,067,590
(e) Other non-current assets	13	19,918,308	485,945,311
		4,119,562,315	2,779,332,937
2 Current assets			
(a) Current investments		-	-
(b) Inventories	14	56,966,801	90,787,528
(c) Trade receivables	15	91,130,432	280,201,990
(d) Cash and cash equivalents	16	4,715,533	3,556,965
(e) Short-term loans and advances	17	4,631,125	1,539,922
(f) Other current assets	18	7,282,486	18,993,126
		164,726,377	395,079,531
TOTAL		4,284,288,692	3,174,412,468

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar
Partner

 for **INDOWIND ENERGY LIMITED**
BALA V KUTTI
Chairman
RAVINDRANATH K S
Director
RAGHAVAN T S
Director
NIRANJAN R JAGTAP
Director
DIRAVIAM S
Company Secretary

Place: Chennai - 600 034.

Date: 10th August, 2012



INDOWIND ENERGY LIMITED

Consolidated Statement of Profit and Loss for the year ended 31 March, 2012

Particulars	Note No.	For the year ended 31 March, 2012 Rs.	For the year ended 31 March, 2011 Rs.
CONTINUING OPERATIONS			
1 Revenue from operations (gross)	19	295,224,395	477,261,081
Revenue from operations (net)		295,224,395	477,261,081
2 Other income	20	30,865,893	26,274,750
3 Total revenue		326,090,288	503,535,831
(a) Project Expenses	21	80,932,750	46,182,982
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	22	-1,356,335	244,300,921
(c) Employee benefits expenses	23	14,242,937	12,021,892
(d) Finance costs	24	49,282,213	46,598,339
(e) Depreciation and amortisation expense	10	81,775,215	58,231,810
(f) Other expenses	25	64,676,537	53,617,470
Total expenses		289,553,317	460,953,414
5 Profit / (Loss) before exceptional and extraordinary items and tax		36,536,971	42,582,417
6 Exceptional items	26.a	-251,443	12,020,163
7 Profit / (Loss) before extraordinary items and tax		36,788,414	30,562,254
8 Extraordinary items	26.b	-	-
9 Profit / (Loss) before tax		36,788,414	30,562,254
10 Tax expense:			
(a) Tax expense for current year		-	1,367,227
(b) Deferred tax	29.4	-4,273,178	-10,407,484
		-4,273,178	-9,040,257
11 Profit / (Loss) from continuing operations TOTAL OPERATIONS		41,061,592	39,602,511
12 Profit / (Loss) for the year		41,061,592	39,602,511
13 Earnings per share (of Rs.10/- each):			
(a) Basic			
(i) Continuing operations		0.46	0.80
(ii) Total operations		0.46	0.80
(b) Diluted			
(i) Continuing operations		0.48	0.80
(ii) Total operations		0.48	0.80

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar
Partner

for **INDOWIND ENERGY LIMITED**

BALA V KUTTI
Chairman
RAGHAVAN T S
Director

RAVINDRANATH K S
Director
NIRANJAN R JAGTAP
Director

DIRAVIAM S
Company Secretary

Place: Chennai - 600 034.

Date: 10th August, 2012



INDOWIND ENERGY LIMITED

Consolidated Cash Flow Statement for the year ended 31 March, 2012

Particulars	For the year ended 31 March, 2012		For the year ended 31 March, 2011	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		41,061,592		39,602,511
<i>Adjustments for:</i>				
Depreciation and amortisation	79,619,907		58,231,810	
Provision for impairment of fixed assets and intangibles	-		-56,962,223	
Finance costs	49,282,213		46,598,339	
Interest income	-21,290,709		-23,784,452	
Rental income from investment properties	-17,000		-	
Net unrealised exchange (gain) / loss		107,594,411		24,083,474
Operating profit / (loss) before working capital changes		148,656,003		63,685,985
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	33,820,727		514,330,930	
Trade receivables	189,071,558		-167,745,950	
Short-term loans and advances	-3,091,203		-	
Long-term loans and advances	-1,684,874,687		-	
Other current assets	11,710,640		-12,170,000	
Other non-current assets	466,027,003		-	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	-20,101,116		-	
Other current liabilities	1,243,378,776		-38,511,067	
Short-term provisions	-		-	
Long-term provisions	-	235,941,698	-	295,903,913
Cash generated from operations		384,597,701		359,589,898
Net cash flow from operating activities (A)		384,597,701		359,589,898
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	-307,962,050		-436,972,428	
Proceeds from sale of fixed assets	106,960,449		241,543,708	
Purchase of long-term investments	-		-450,000	
Interest received - Associates	9,192,712		22,008,440	
Interest received - Others	12,097,997		1,776,012	
Rental income from investment properties	17,000		-	
		-179,693,892		-172,094,268
Net cash flow from investing activities (B)		-179,693,892		-172,094,268
C. Cash flow from financing activities				
Proceeds from issue of equity shares	400,000,000		-	
Proceeds from issue of equity shares - Share Premium A/C	414,027,500		-	
Redemption / buy back of preference / equity shares	-40,000,000		-	
Transfer from Reserve.....	-27,142,527		-142,524,230	
Share application money received / (refunded)	-19,090,000		-	
Increase / (Decrease) in long-term borrowings	-849,486,288		-121,907,618	
Increase / (Decrease) in Deferred Tax Liability	-4,273,178		-	
Increase / (Decrease) in Reserves	-34,910,000		-	
Net increase / (decrease) in working capital borrowings	-		-	
Increase / (Decrease) in short-term borrowings	4,161,465		-	
Misc Expenses	-		5,047,200	
Minority Interest - Changes	2,250,000		-	
Finance cost	-49,282,213	-203,745,241	-46,598,339	-305,982,987
Net cash flow from financing activities (C)		-203,745,241		-305,982,987
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		1,158,568		-118,487,357
Cash and cash equivalents at the beginning of the year		3,556,965		122,044,322
Cash and cash equivalents at the end of the year		4,715,533		3,556,965
Cash and cash equivalents at the end of the year Comprising:				
(a) Cash on hand				
(b) Balances with banks		4,715,533		3,556,965
		4,715,533		3,556,965

See accompanying notes forming part of the financial statements

In terms of our report attached.

For V. Ramaratnam & Co.

Chartered Accountants

R. Sundar

Partner

Place: Chennai - 600 034.

Date: 10.8.2012

for INDOWIND ENERGY LIMITED

BALA V KUTTI

Chairman

RAGHAVAN T S

Director

RAVINDRANATH K S

Director

NIRANJAN R JAGTAP

Director

DIRAVIAM S

Company Secretary



Consolidated Notes forming part of the financial statements

Note	Particulars
1	Significant accounting policies
1.1	Basis of accounting and preparation of financial statements
	The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
1.2	Use of estimates
	The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.
1.3	Inventories
	Inventories are valued at the cost. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty. In the case of unsold power, it is valued at net realisable cost.
1.4	Cash and cash equivalents (for purposes of Cash Flow Statement)
	Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
1.5	Cash flow statement
	Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.
1.6	Depreciation and amortisation
	Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956, including on revaluation cost and the capitalisation of capital expenditure.
1.7	Revenue recognition
	<u>Sale of goods</u>
	Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.



Consolidated Notes forming part of the financial statements

Note	Particulars
	<p><u>Sale of power</u></p> <p>Sale of power is recognised at the point generation of the power from the plant and stock points.</p>
	<p><u>Income from services</u></p> <p>Revenues from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred. Revenues from turnkey contracts, which are generally time bound fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion.</p>
1.8	<p>Other income</p> <p>Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established. Income from sale of CER (Carbon Credits) is accounted for based on eligibility criteria.</p>
1.9	<p>Tangible fixed assets</p> <p>Fixed assets, are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.</p>
	<p><u>Capital work-in-progress:</u></p> <p>Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.</p>
1.10	<p>Foreign currency transactions and translations</p> <p><u>Initial recognition</u></p> <p>Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.</p> <p><u>Measurement of foreign currency monetary items at the Balance Sheet date</u></p> <p>Foreign currency monetary items (other than derivative contracts) of the Company and its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates.</p> <p>In the case of integral operations, assets and liabilities (other than non-monetary items), are translated at the exchange rate prevailing on the Balance Sheet date. Non-monetary</p>



Consolidated Notes forming part of the financial statements

Note	Particulars
	<p>items are carried at historical cost. Revenue and expenses are translated at the average exchange rates prevailing during the year. Exchange differences arising out of these translations are charged to the Statement of Profit and Loss.</p> <p><u>Treatment of exchange differences</u></p> <p>Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company and its integral foreign operations are recognised as income or expense in the Statement of Profit and Loss. The exchange differences on restatement / settlement of loans to non-integral foreign operations that are considered as net investment in such operations are accumulated in a "Foreign currency translation reserve" until disposal / recovery of the net investment.</p> <p>The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement / over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of the tax effect thereon.</p>
1.11	<p>Investments</p> <p>Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.</p>
1.12	<p>Employee benefits</p> <p>Employee benefits include provident fund, gratuity fund, compensated absences and long service awards.</p> <p><u>Defined contribution plans</u></p> <p>The Company's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.</p> <p><u>Defined benefit plans</u></p> <p>Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur, as per the Life Insurance Corporation of India, with whom the Company has taken necessary policy under group Gratuity Scheme.</p>
1.13	<p>Borrowing costs</p> <p>Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to</p>



Consolidated Notes forming part of the financial statements

Note	Particulars
1.14	<p>and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets.</p> <p>Segment reporting</p> <p>The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.</p> <p>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.</p> <p>Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under “unallocated revenue / expenses / assets / liabilities”.</p>
1.15	<p>Earnings per share</p> <p>Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.</p>
1.16	<p>Taxes on income</p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets.</p>



Consolidated Notes forming part of the financial statements

Note	Particulars
1.17	<p>Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.</p>
1.18	<p>Impairment of assets</p> <p>The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.</p>
1.19	<p>Provisions and contingencies</p> <p>A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.</p>
1.20	<p>Share issues expenses</p> <p>Share issue expenses and redemption premium are adjusted against the Securities Premium Account as permissible under Section 78(2) of the Companies Act, 1956, to the extent balance is available for utilisation in the Securities Premium Account. The balance of share issue expenses is carried as an asset and is amortised over a period of 5 years from the date of the issue of shares.</p>
1.21	<p>Insurance claims</p> <p>Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.</p>
1.21	<p>Service tax input credit</p> <p>Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.</p>



INDOWIND ENERGY LIMITED

Note 2 Share capital **Consolidated Notes forming part of the financial statements**

Particulars	As at 31 March, 2012		As at 31 March, 2011	
	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised				
Equity shares of Rs. 10/- each with voting rights	100,000,000	1,000,000,000	100,000,000	1,000,000,000
Redeemable preference shares of Rs.10,000,000/- each	7	70,000,000	7	70,000,000
		1,070,000,000		1,070,000,000
(b) Issued				
Equity shares of Rs.10/- each with voting right	89,741,486	897,414,860	49,741,486	497,414,860
Redeemable preference shares of Rs.10,000,000/- each	-	-	4	40,000,000
		897,414,860		537,414,860
(c) Subscribed and fully paid up				
Equity shares of Rs.10/- each with voting rights	89,741,486	897,414,860	49,741,486	497,414,860
Redeemable preference shares of Rs.10,000,000/- each	-	-	4	40,000,000
		897,414,860		537,414,860
Total		897,414,860		537,414,860

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Bonus	Closing Balance
Equity shares with voting rights				
Year ended 31 March, 2012				
- Number of shares	49,741,486	40,000,000	-	89,741,486
- Amount ('Rs.10/-each)	497,414,860	400,000,000	-	897,414,860
Year ended 31 March, 2011				
- Number of shares	49,741,486	-	-	49,741,486
- Amount ('Rs.10/- each)	497,414,860	-	-	497,414,860
Particulars	Opening Balance	Fresh issue	Redemption	Closing Balance
Redeemable preference shares				
Year ended 31 March, 2012				
- Number of shares	4	-	4	-
- Amount (Rs.10000000/-each)	40,000,000	-	40,000,000	-
Year ended 31 March, 2011				
- Number of shares	4	-	-	4
- Amount (Rs.10000000/-each)	40,000,000	-	-	40,000,000

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2012		As at 31 March, 2011	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
The Bank of Newyork Mellon	17500000	19.5	-	-
Loyal Credit and Investments Ltd	7887071	8.79	7697871	15
Indus Finance Corporation Ltd	6494265	7.24	6494265	13
ICICI Bank Ltd	-	-	3467434	7
Subuthi Investments Private Limited	6988334	7.79	2920900	6
Bala Venckat Kutti	-	-	4306995	9
Redeemable preference shares of Rs.10,000,000/- each				
ICICI Bank Ltd	-	-	4	100

(iii) Aggregate number and class of shares allotted as fully paid up as bonus shares for the period of 5 years immediately preceding the Balance Sheet date:

Particulars	Aggregate number of shares				
	As at 31.3.2011	As at 30.6.2010	As at 30.6.2009	As at 30.6.2008	As at 30.6.2007
Equity shares with voting rights	NIL	NIL	NIL	NIL	NIL
Fully paid up pursuant to contract(s) without payment being received in cash					
Fully paid up by way of bonus shares					



INDOWIND ENERGY LIMITED

Consolidated Notes forming part of the financial statements

Note 3 Reserves and surplus

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Capital reserve		
Opening balance	-	-
Add: Additions during the year - Transfer from Forfeited Share Warrants Reserve	19,090,000	-
Less: Utilised / transferred during the year (give details)	-	-
Closing balance	19,090,000	-
(b) Capital redemption reserve		
Opening balance	25,000,000	25,000,000
Add : Transfer during the Year	-	-
Less : Transferred to General Reserve	25,000,000	-
Closing balance	-	25,000,000
(c) Securities premium account		
Opening balance	761,793,000	761,793,000
Add : Premium on shares issued during the year	414,027,500	-
Less : Utilised during the year for: Others GDR issue expenses set off	27,142,527	-
Closing balance	1,148,677,973	761,793,000
(d) Revaluation reserve		
Opening balance	6,000,000	6,000,000
(e) General reserve		
Opening balance	65,622,471	225,506,412
Add: Transferred from surplus in Statement of Profit and Loss	41,016,592	39,602,511
Transferred from Capital Redemption Reserve	25,000,000	-
Less: Others (Adjusted against Prior Period Items)	54,000,000	199,486,453
Closing balance	77,684,063	65,622,470
(f) Forfeited Share Warrants Reserve		
Opening balance	-	-
Add: Transferred from Share Application Money Pending Allotment	19,090,000	-
Less: Transferred to Capital Reserve	19,090,000	-
Closing balance	-	-
Total	1,251,452,036	858,415,470

Note 4 Long-term borrowings

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Bonds / debentures (Refer Note (i) below)		
Unsecured - Foreign Currency Convertible Bond	-	1,243,180,130
	-	1,243,180,130
(b) Term loans		
From banks		
Secured	443,215,650	40,778,857
	443,215,650	40,778,857
From other parties		
Secured	322,259,450	331,002,401
	322,259,450	331,002,401
Total	765,475,100	1,614,961,388

Notes:

(i) Details of bonds / debentures issued by the Company:

Particulars	Terms and conditions*	As at 31 March, 2012		As at 31 March, 2011	
		Secured Rs.	Unsecured Rs.	Secured Rs.	Unsecured Rs.
Redeemable bonds		-	-	-	-
Convertible bonds		-	-	-	1,243,180,130
Total - Bonds / debentures		-	-	-	1,243,180,130



Consolidated Notes forming part of the financial statements

Notes:

(iii) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of repayment and security*	As at 31 March, 2012		As at 31 March, 2011	
		Secured Rs.	Unsecured Rs.	Secured Rs.	Unsecured Rs.
Term loans from banks: EXIM Bank	Secured against the project's WIP assets funded by the bank by 1.25 times	440,000,000			
Andhra Bank	A/c Closed during the year.	-	-	35,502,464	-
Axix Bank - Vehicle Loan	Secured against the motor vehicles.	1,886,362		2,617,041	-
Kokak Bank-Vehicle Loan	Secured against the motor vehicles.	1,329,288		2,659,352	-
Total		443,215,650	-	38,119,505	-
Term loans from other parties:					
Indian Renewable Energy Development Agency Limited	Secured against 6 WEGs of 1.5Mw each situated in the state of Karnataka	309,498,200	-	318,661,090	-
LIC Of India	Secured against the Key Man Policy	12,761,250	-	12,341,311	-
Total		322,259,450	-	331,002,401	-

(iv) Details of long-term borrowings guaranteed by some of the directors or others:

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Bonds / debentures	NIL	NIL
Term loans from banks	NIL	NIL
Term loans from other parties	NIL	NIL

(v) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	Opening Balance	Fresh issue	Bonus	Closing Balance
Bonds / debentures				
Principal	-	NIL	-	NIL
Interest				
Term loans from banks				
Principal	-	NIL	-	NIL
Interest				
Term loans from other parties				
Principal	-	NIL	-	NIL
Interest				

Note 5 Other long-term liabilities

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Payables on purchase of fixed assets	10,007,300.00	10,007,300.00
Total	10,007,300.00	10,007,300.00

Note 6 Long-term provisions

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Provision for employee benefits:	-	-
(b) Provision for gratuity (net) (Refer Note 27.9 b)	-	-
(c) Provision for other employee benefits (give details)	-	-
(d) Provision - Others:	-	-
(e) Provision for other contingencies (Refer Note 27.3)	-	-
(f) Provision - others (give details)	-	-
Total	-	-



Notes forming part of the financial statements

Note 7 Short-term borrowings

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Loans repayable on demand		
From banks		
Secured	37,412,020	33,250,556
Total	37,412,020	33,250,556

Notes:

(i) Details of security for the secured short-term borrowings:

Particulars	Nature of security	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Loans repayable on demand from banks: Bank of India	Secured against hypothecation of stocks.	37,412,020	33,250,556

Note 8 Trade payables

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Trade payables:	9,175,716	29,276,832
Total	9,175,716	29,276,832

Note 9 Other current liabilities

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i) Current maturities of long-term debt (Refer Note (i) below)	1,243,180,130	-
(ii) Statutory remittances	-	-
(iii) Expenses Payable	6,028,383	5,829,737
Total	1,249,208,513	5,829,737

Note (i): Current maturities of long-term debt:

Particulars	Terms of Issue	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Foreign Currency Convertible Bonds	Out of 30 Mn USD Bonds, 50% to be redeemed and 50% to be converted into equity in Dec 2012, as per restructured terms.	1,243,180,130	-
Total		1,243,180,130	-



INDOWIND ENERGY LIMITED

Note 10 FIXED ASSETS

	Gross block				Accumulated depreciation and impairment				Net block	
	Balance as at 1 April, 2011	Additions	Disposals	Balance as at 31 Mar, 2012	Balance as at 1 April, 2011	Depreciation/ amortisation for the year	Eliminated on disposal of assets	Balance as at 31 Mar, 2012	Balance as at 1 March, 2012	Balance as at 31 Mar, 2011
	Rs	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
A. Tangible assets										
(a) Land										
Freehold	38,082,664	349,490		38,432,154	-	-	-	-	38,082,664	38,432,154
Leasehold *	19,440,000		720,000	18,720,000	-	-	-	-	19,440,000	18,720,000
(b) Buildings										
Own use	7,647,274	269,179		7,916,453	1,686,613	360,144	-	2,046,757	5,960,661	5,869,696
(c) Plant and Equipment										
Owned	1,623,547,850	306,576,122	106,240,449	1,923,883,523	244,748,013	77,601,066	2,155,308	320,193,771	1,378,799,837	1,503,689,752
(d) Furniture and Fixtures										
Owned	16,258,417	387,511		16,645,928	7,482,946	2,884,349	-	10,367,295	8,775,471	6,278,633
(e) Vehicles										
Owned	18,945,305	379,748		19,325,053	7,874,793	929,656	-	8,804,449	11,070,512	10,520,604
(f) Office equipment										
Owned	1,723,921,510	307,962,050	106,960,449	1,924,923,111	261,792,365	81,775,215	2,155,308	341,412,272	1,462,129,145	1,583,510,839
Total										

Depreciation and amortisation relating to continuing operations:

Particulars	For the year ended 31 March, 2012	For the year ended 31 March, 2011
	Rs.	Rs.
Depreciation and amortisation for the year on tangible assets	81,775,215.00	58,231,810.00
Depreciation and amortisation relating to continuing operations	81,775,215.00	58,231,810.00
Additions to the Fixed Assets during the year include an amount of Rs.13,66,07,645/- being capitalisation of disputed lease rentals payable to ICICI Bank Limited on settlement.		
The Plant and Machinery includes Revaluation amount of Rs.6,000,000/-, whose W D V as on 31st March 2012 is Rs. 3,297,200/-		



INDOWIND ENERGY LIMITED

Note 11 Non-current investments

Particulars	No. of Shares	As at 31st March, 2012			As at 31st March, 2011		
		Quoted Rs.	Unquoted Rs.	Total Rs.	Quoted Rs.	Unquoted Rs.	Total Rs.
Investments (At cost):							
(a) Investment in equity instruments							
(ii) of other entities							
The Jain Sahakari Bank Limited	4,247	-	124,500	124,500	-	124,500	124,500
India wind Power Limited	1,000,000	-	10,000,000	10,000,000	-	10,000,000	10,000,000
(b) Other non-current investments							
(Key Man Insurance Policy)		-	27,066,391	27,066,391	-	27,066,391	27,066,391
Total Investments		-	37,190,891	37,190,891	-	37,190,891	37,190,891
Less: Provision for diminution in value		-	-	-	-	-	-
Total		-	37,190,891	37,190,891	-	37,190,891	37,190,891



Consolidated Notes forming part of the financial statements

Note 12 Long-term loans and advances

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) <i>Capital advances / Guarantee Deposits</i>		
Secured, considered good - Others	380,154,889	-
Secured, considered good - Related Parties	463,883,755	-
Unsecured, considered good - Others	1,345,078,174	738,321,174
Unsecured, considered good - Related Parties	248,157,189	-
(b) <i>Security deposits</i>		
Unsecured, considered good	2,858,430	2,870,257
(c) <i>Loans and advances to related parties</i>		
Unsecured, considered good	18,000,000	23,564,374
(d) <i>Balances with government authorities</i>		
(i) Income Tax / TDS Certificates	15,711,238	14,769,995
(ii) Service Tax credit receivable	2,581,005	2,581,005
(e) <i>Other loans and advances (specify nature)</i>		
Unsecured, considered bad / non recoverable	2,517,597	11,960,785
Total	2,477,245,615	794,067,590

Note 13 Other non-current assets

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Long-term trade receivables		
Unsecured, considered good	19,918,308	485,945,311
Total	19,918,308	485,945,311

Note 14 Inventories

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Work-in-progress @ (Refer Note below)	47,302,006	83,843,748
	47,302,006	83,843,748
(b) Stock-in-trade - Energy Stock	9,664,795	6,943,780
	9,664,795	6,943,780
Total	56,966,801	90,787,528

Note: Details of inventory of work-in-progress

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Closing Stock	42,795,499	79,337,241
Work in Progress - Agri Division	4,506,507	4,506,507
	47,302,006	83,843,748


Consolidated Notes forming part of the financial statements
Note 15 Trade receivables

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Trade receivables outstanding for a period exceeding six months from the date they were due for payment # Unsecured, considered good	20,841,922	38,126,904
Other Trade receivables Unsecured, considered good	70,288,510	242,075,086
Total	91,130,432	280,201,990

Note 16 Cash and cash equivalents

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Cash on hand	457,344	302,251
(b) Balances with banks (i) In current accounts (ii) In deposit accounts (Refer Note (i) below) - Other earmarked accounts (specify) (Refer Note (ii) below)	4,258,189	3,254,714
(c) Others (specify nature)		
Total	4,715,533	3,556,965

Note 17 Short-term loans and advances

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Loans and advances to employees Unsecured, considered good	637,476	663,553
(b) Prepaid expenses - Unsecured, considered good	3,988,649	876,369
(c) Travel Advances	5,000	-
Total	4,626,125	1,539,922

Note 18 Other current assets

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Unamortised expenses (ii) Share issue expenses (where applicable)	7,282,486	18,993,126
(b) Others	-	-
Total	7,282,486	18,993,126

Note 19 Revenue from operations

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Sale of products @ (Refer Note (i) below)	205,224,395	143,561,081
(b) Sale of Projects @ (Refer Note (ii) below)	90,000,000	333,700,000
Total	295,224,395	477,261,081

Note	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i)	Sale of products - Power	205,224,395	143,561,081
	Total - Sale of products	205,224,395	143,561,081
(ii)	Sale of Projects	90,000,000	333,700,000
	Total - Sale of Projects	90,000,000	333,700,000



Consolidated Notes forming part of the financial statements

Note 20 Other income

Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a)	Interest income (Refer Note (i) below)	21,290,709	23,784,452
(b)	Other non-operating income	9,575,184	2,490,298
Total		30,865,893	26,274,750
Note	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i)	Interest income comprises:		
	Interest from banks on: deposits	12,097,997	1,776,012
	Interest income from current investments associates	9,192,712	22,008,440
	Total - Interest income	21,290,709	23,784,452
(ii)	Other non-operating income comprises:		
	Rental income from investment properties	17,000	-
	CER Income	3,442,704	2,490,298
	Sale of Service Connection	468,000	-
	Others	5,647,480	-
	Total - Other non-operating income	9,575,184	2,490,298

Note 21 Project Expenses

Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i)	Purchases	80,841,476	36,123,293
(ii)	Project Expenses	91,274	59,689
(iii)	Compensations	-	10,000,000
Total Project Expenses		80,932,750	46,182,982

Note 22 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Inventories at the end of the year:			
	Work-in-progress	42,795,499	79,337,241
	Transfers from Project	37,898,077	227,661,324
		80,693,576	306,998,565
Inventories at the beginning of the year:			
	Work-in-progress	79,337,241	551,299,486
		79,337,241	551,299,486
	Net (increase) / decrease	-1,356,335	244,300,921

Note 23 Employee benefits expenses

Particulars		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
	Salaries and wages	12,671,349	10,636,163
	Contributions to provident and other funds	559,506	459,164
	Staff welfare expenses	1,012,082	926,565
	Total	14,242,937	12,021,892

**Consolidated Notes forming part of the financial statements****Note 24 Finance costs**

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(a) Interest expense on:		
(i) Borrowings	49,053,004	36,839,765
(ii) Others - Processing Charges	229,209	9,758,574
Total	49,282,213	46,598,339

Note 25 Other expenses

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
Power and fuel	348,752	260,162
Rent including lease rentals	1,162,837	864,850
Repairs and maintenance - Buildings	196,399	110,738
Repairs and maintenance - Machinery	26,050,297	20,759,493
Repairs and maintenance - Vehicles	2,329,641	1,626,755
Insurance	3,144,738	2,455,563
Rates and taxes	7,914,883	4,548,296
Communication	1,069,880	786,999
Travelling and conveyance	5,838,411	4,994,501
Printing and stationery	547,240	487,228
Business promotion	3,316,954	1,928,526
AGM / EGM Expenses	1,649,576	1,475,806
Legal and professional	6,216,216	9,064,629
Security Charges	3,679,511	3,162,377
Bank Charges	82,487	74,025
Books & Periodicals	52,291	11,363
Payments to auditors (Refer Note (i) below)	171,240	162,464
Miscellaneous expenses	905,184	843,695
Total	64,676,537	53,617,470

Notes:

Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	100,000	100,000
For taxation matters	40,000	47,500
For Certification matters	31,240	14,964
Total	171,240	162,464

**Consolidated Notes forming part of the financial statements****Note 26.a Exceptional items**

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
	Provision for impairment of fixed assets	-	93,392,555
	Miscellaneous Expenses Written Off	1,743,241	49,131,675
	Public Issue Expenses Written Off	12,020,163	12,020,163
	Prior Period Items Written Off*	39,985,153	-
	Less: Transfer from Reserves	54,000,000	142,524,230
	Total	-251,443	12,020,163

* The Prior Period Items written off include, CER Income recognised during earlier years to the extent of Rs. 308,81,612/- and the Repairs and Maintenance charges of earlier years of Rs.91,03,541/- Income recognised as CER during earlier years, due to technical reasons, treated as exceptional items.

Note 26.b Extraordinary items

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
-	-	-	-
	Total	-	-



Consolidated Notes forming part of the financial statements

Note 27 Additional information to the financial statements

Note	Particulars																							
27.1	<p>Monies received against share warrants</p> <p>The Board of Directors of the Company at their meeting held on 29th October, 2011 forfeited an amount of Rs.1,90,90,000/- being the amount transferred from Share application money pending allotment received for share warrants based on the terms and conditions of the issue of the share warrants.</p>																							
27.2	<p>Share application money pending allotment</p> <p>During the year the Company transferred from Share Application Money Pending Allotment to Monies Received against share warrants an amount of Rs.1,90,90,000/-.</p>																							
27.3	<p>Contingent liabilities and commitments (to the extent not provided for) Clincome Tax:: A Ys 1998-99, 2004-05, 2006-07 and 2007-08 Service Tax Asset : F Y 2007 -08 VAT : F Ys 2007 -08 and 2008 - 09</p>	As at 31 March, 2012 Rs. in lacs	As at 31 March, 2011 Rs. in lacs																					
		197.43 215.46 76.09	197.43 - 76.09																					
	<p>The Company has contracts entered in various currencies for supply of projects, sale of Carbon Credits, capital and fund raising activities which carry foreign currency risk apart from penalties for not providing LC facilities for taking delivery, getting statutory approvals, release of funds in time, repayments etc. The company also has raised / certain rights to raise claims on counter parties. There may arise certain claims on the company and company has also raised / shall raise certain demands on the counter parties. The Company has not provided for such contingencies as of date. The Company may have to provide for such contingencies to the tune of Rs.20 to Rs.30 crores in future from the share premium account or provide as expenditure to be written off over a period of time as they are not arising out of regular operations of the company and are extraordinary in nature.</p>																							
27.4	<p>Details of unutilised amounts out of issue of securities made for specific purpose During the year the Company issued Global Depository Receipts for USD 18.15 Million. The Company utilised the GDR Receipts as follows and the balance of USD2,344 still pending to be used and kept in Bank abroad.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">GDR - Issue Details</th> <th style="text-align: center;">USD</th> <th style="text-align: center;">Rs.</th> </tr> </thead> <tbody> <tr> <td>GDR - ISSUE Proceeds</td> <td style="text-align: right;">18,150,000</td> <td style="text-align: right;">814,026,500</td> </tr> <tr> <td>Less: Utilisation as follows:</td> <td></td> <td></td> </tr> <tr> <td>Issue Expenses</td> <td style="text-align: right;">600,000</td> <td style="text-align: right;">27,145,528</td> </tr> <tr> <td>Project Advances</td> <td style="text-align: right;">17,500,000</td> <td style="text-align: right;">791,046,064</td> </tr> <tr> <td>Other Expenses</td> <td style="text-align: right;">47,656</td> <td style="text-align: right;">2,060,299</td> </tr> <tr> <td>Balance to be utilised</td> <td style="text-align: right;">2,344</td> <td style="text-align: right;">119,544</td> </tr> </tbody> </table>			GDR - Issue Details	USD	Rs.	GDR - ISSUE Proceeds	18,150,000	814,026,500	Less: Utilisation as follows:			Issue Expenses	600,000	27,145,528	Project Advances	17,500,000	791,046,064	Other Expenses	47,656	2,060,299	Balance to be utilised	2,344	119,544
GDR - Issue Details	USD	Rs.																						
GDR - ISSUE Proceeds	18,150,000	814,026,500																						
Less: Utilisation as follows:																								
Issue Expenses	600,000	27,145,528																						
Project Advances	17,500,000	791,046,064																						
Other Expenses	47,656	2,060,299																						
Balance to be utilised	2,344	119,544																						
27.5	<p>Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">As at 31 March, 2012 Rs.</th> <th style="text-align: center;">As at 31 March, 2011 Rs.</th> </tr> </thead> <tbody> <tr> <td>(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> </tbody> </table>			Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.	(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-															
Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.																						
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-																						
	<p>Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.</p>																							



Consolidated Notes forming part of the financial statements

27.6	Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges Loans and advances in the nature of loans given to subsidiaries, associates and others and investment in shares of the Company by such parties:			
	Name of the party	Relationship	Amount outstanding as at 31 March, 2012	Maximum balance outstanding during the year
	Indus Finance corporation Ltd	Associates	219,868,450 (8,049,803)	234,252,888 (8,049,803)
Note: Figures in bracket relate to the previous year.				
27.7	Expenditure in foreign currency Travelling Expenses		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
			103,622	-
27.8	Earnings in foreign exchange:		As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
			NIL	NIL
27.9	Employee benefit plans <u>Defined contribution plans</u> The The Company has provided for retirement benefits to the employees such as Gratuity, Provident Fund and ESI. The Company has formulated in consultation with the Life Insurance Corporation of India, for gratuity benefits, necessary benefit plans, the details of which are as follows :			
	Accrued Gratuity Liability			Rs. 1,913,464
	Actuarial Value of Accrued Gratuity Liability			1,701,648
	Fund with Life Insurance Corporation of India			1,646,507
	Net Liability			55,141
	Assumptions for Actuarial Valuation			
	Discounting Rate			8.00%
	Salary Escalation Rate			7.00%
	Method of Valuation			Projected unit credit method



INDOWIND ENERGY LIMITED

Consolidated Notes forming part of the financial statements

Note 28 Disclosures under Accounting Standards (contd.)

Ref. No.	Note	Particulars	For the year ended 31 March, 2012				
			Power Rs.	Project Rs.	Others Rs.	Eliminations Rs.	Total Rs.
AS 17 AS 17.58	28.1	Segment information The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Power Generation, Project Sale and Others which include Finance. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments.					
AS 17.40.a		Revenue	205,224,395 (14,356,108)	90,000,000 (3,337,000,000)	30,865,893 (2,378,452)	-	326,090,288 (50,104,553)
AS 17.40.b		Expenses	177,369,373 (14,095,246)	79,576,415 (2,904,839,003)	6,911,633 (1,804,155)	-	263,857,421 (4,332,403,04)
AS 17.46		Segment result	27,855,022 (26,088,35)	10,423,585 (4,321,60,97)	23,954,260 (2,198,029,7)	-	62,232,867 (6,780,522,9)
		Unallocable expenses (net)	-	-	-	-	25,695,896 (2,771,311,0)
		Operating income	-	-	-	-	36,536,971 (4,009,211,9)
		Profit before taxes	-	-	-	-	36,536,971 (4,009,211,9)
		Tax expense	-	-	-	-	-4,273,178 (-9,040,297)
		Net profit for the year	-	-	-	-	40,810,149 (4,913,237,7)

Note 28 Disclosures under Accounting Standards (contd.)

	Particulars	For the year ended 31 March, 2012			Total Rs.
		Power Rs.	Project Rs.	Others Rs.	
AS 17.40.c	Segment assets	2,523,186,422 (2,485,427,943)	1,627,449,430 (79,337,241)	133,718,875 (8,447,846,01)	4,284,354,727 (3,171,822,206)
	Total assets				4,284,354,727 (3,171,822,206)
AS 17.40.d	Segment liabilities	1,449,688,584 (1,693,310,813)	-	683,332,212 (8,886,199)	2,133,020,796 (1,759,326,138)
	Total liabilities				2,133,020,796 (1,759,326,138)

Note : Figures in brackets relates to be previous year.



Consolidated Notes forming part of the financial statements

Note 29 Disclosures under Accounting Standards (contd.)

Note	Particulars			
29.2	Related party transactions			
29.2a	Details of related parties:			
	Description of relationship	Names of related parties		
	Associates	Indus Finance Corporation Ltd., Ind Eco Ventures Limited IndoNet Global Limited Indus Nutri Foods P Ltd Loyal Credit & Investmenst Limited Indus Capital Limited Subuthi investments P Ltd., Bewind Power Pltd., Bekae propertise P Ltd. Ravello Advertising P Ltd.,		
	Key Management Personnel (KMP)	Mr. Bala V Kutti, Chairman Mr. Ravindranath, Whole time Director Mr. T R Jayaraman, Director Mr. Niranjan R Jagtap		
29.2 b	Note: Related parties have been identified by the Management. Details of related party transactions during the year ended 31 March, 2012 and balances outstanding as at 31 March, 2012:			
		Associates	KMP	Total
	Sale of goods	90,000,000	-	90,000,000
	Travelling Expenses	-	1,774,548	1,774,548
		-	(937924)	(937924)
	Salary	-	1,475,772	1,475,772
		-	(1032837)	(1032837)
	Sitting Fees	-	105,000	105,000
		-	(105000)	(105000)
	Interest Received	9,192,712	-	9,192,712
	Power	4,457,290	-	4,457,290
	<u>Balances outstanding at the end of the year</u>			
	Loans Advances and Deposits	712,040,944	-	712,040,944
	Deposits	18,000,000	-	18,000,000
	Trade payables	1,561,616	-	1,561,616
Note: Figures in bracket relates to the previous year				



Consolidated Notes forming part of the financial statements

Note 29 Disclosures under Accounting Standards (contd.)

Ref. No.	Particulars	As at 31 March, 2012 Rs.	As at 31 March, 2011 Rs.
29.3	<p>Earnings per share</p> <p><u>Basic - Total & Continuing operations</u></p> <p>Net profit / (loss) for the year from continuing operations</p> <p>Net profit / (loss) for the year from continuing operations attributable to the equity shareholders</p> <p>Weighted average number of equity shares</p> <p>Par value per share</p> <p>Earnings per share from continuing operations - Basic</p> <p><u>Diluted - Total & Continuing operations</u></p> <p>Net profit / (loss) for the year from continuing operations</p> <p>Net profit / (loss) for the year from continuing operations attributable to the equity shareholders</p> <p>Weighted average number of equity shares</p> <p>Par value per share</p> <p>Earnings per share from continuing operations - Basic</p>	<p>41,061,592</p> <p>41,061,592</p> <p>89741486</p> <p>10</p> <p>0.46</p> <p>41,061,592</p> <p>41,061,592</p> <p>85138746</p> <p>10</p> <p>0.48</p>	<p>39,602,511</p> <p>39,602,511</p> <p>49741486</p> <p>10</p> <p>0.80</p> <p>39,602,511</p> <p>39,602,511</p> <p>49741486</p> <p>10</p> <p>0.80</p>
29.4	<p>Deferred tax (liability) / asset</p> <p>Opening Balance - Deferred Tax Asset</p> <p>Total value of items constituting timing differences for Deferred Tax effect</p> <p>Tax effect of items constituting deferred tax effect</p> <p>MAT Credit availed for current year</p> <p>Net deferred tax - Asset</p> <p>Closing Balance - Deferred Tax Asset</p>	<p>66,015,325</p> <p>12,571,868</p> <p>4,273,178</p> <p>-</p> <p>4,273,178</p> <p>61,742,147</p>	<p>77,790,036</p> <p>30,619,253</p> <p>10,407,484</p> <p>1,367,227</p> <p>11,774,711</p> <p>66,015,325</p>
	<p>The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.</p>		
30	<p>Note 30 Previous year's figures</p> <p>The Revised Schedule VI has become effective from 1 April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.</p>		



INDOWIND ENERGY LIMITED

BRANCH OFFICES

MUMBAI

603, Keshava Building, 6th Floor,
Bandra Kurla Complex, Bandra East,
Mumbai - 400 051. Tel : 022-26590125

MADURAI

85, Kamarajar Salai,
Madurai - 625 009.
Tel : 0452 - 2623161

SITE OFFICES

NETTOR

Kidararakulam,
Alangulam,
Tirunelveli District,
Tamilnadu - 627 854.

ARALVOIMOZHI

Subash Nagar
Kumarapuram Road,
Kanyakumari District,
Tamilnadu - 629 301.

GADAG

Adarsha Nagar,
Plot No. 16, Gadag,
Karnataka - 582 103.
Tel : 08372 - 230262

CHITRADURGA

Srinivas Complex,
First Floor,
B.P. Extension Area,
Chitradurga - 577 501.

Tel : 04652 - 263889

WORKS

PUDUCHERRY

1/3, Karasur Revenue Village, Sedarapet,
Puducherry - 605 111. Tel : 0413 - 2671231

PROJECT SITES

TAMILNADU

Kanyakumari Dist.

1. Aralvaimozhi
2. Senbagaramanpudur
3. Muppandal

Tirunelveli Dist.

1. Pazhavor
2. Kasukuviathan
3. Keelaveeranam
4. Karungulam
5. Sundarapandiapuram
6. Sambavar Vadakarai
7. Perungudi
8. Levingipuram

KARNATAKA

Gadag Dist.

1. Mallasamudra
2. Nagavi
3. Beladaddi

Koppal Dist.

1. Hanumasagar

Chitradurga Dist.

1. Elkornahalli
2. Palavanahalli



INDOWIND ENERGY LIMITED
Regd. Office "Kothari Building", 4th Floor
114, Mahatma Gandhi Road, Nungambakkam,
Chennai- 600 034.

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall. Members and their proxies only are entitled to be present at the meeting.

Name and address of the share holder
With folio No.

Date : 28th September, 2012
Time : 4.00 P.M
Venue : "The Accord Metropolitan"
35, G.N. Chetty Road, T.Nagar,
Chennai - 600 017

Signature of Member/Proxy



INDOWIND ENERGY LIMITED
Regd. Office "Kothari Building", 4th Floor
114, Mahatma Gandhi Road, Nungambakkam,
Chennai- 600 034.

PROXY FORM

Folio No:

I/we _____ Member of M/s. Indowind Energy Limited do hereby appoint _____ as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the 28th September, 2012 and at any adjournment thereof.

Signed this _____ day of _____ 2012.

Re 1/-
Revenue
Stamp

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member.
2. This form duly completed should be deposited at the registered office of the Company at Chennai on or before 26th September 2012.

BOOK-POST

If Undelivered Please return to :



INDOWIND ENERGY LIMITED

"Kothari Buildings",
4th Floor, 114, Mahatma Gandhi Road,
Nungambakkam, Chennai - 600 034.
Tel : 044-28330867 / 28331310