

Ref. No.: EESL/CS/LC-Bonds/332

Date: 13.11.2021

To,

AGM- Dept. Corporate Services  
BSE Limited, P. J. Towers,  
Dalal Street, Fort,  
Mumbai – 400001

Dear Sir,

**Subject:** Submission of Unaudited Financial Results for the period ended on 30<sup>th</sup> September, 2020 in accordance with the Regulation 52 of Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015

**Ref: SCRIP CODE –954969 & 956723**

With reference to the captioned subject, we wish to inform you that the Board of Directors of Energy Efficiency Services Limited in its 97<sup>th</sup> Board Meeting held on 13<sup>th</sup> November, 2021 have approved the half yearly Unaudited Financial Statements for the period ended on 30<sup>th</sup> September, 2021. Accordingly, please find enclosed the following documents:

1. Unaudited Financial Results for the half year ended on 30<sup>th</sup> September, 2021 along with the Limited Review Report.

This is for your information & records.

Thanking You,

**For Energy Efficiency Services Limited**



Pooja Shukla  
Company Secretary

Encl.: As above

**Independent Auditors' Limited Review Report on  
Interim Standalone Financial Results**

To,  
The Board of Directors,  
Energy Efficiency Services Limited,  
New Delhi

**1. Introduction**

We have reviewed the accompanying **Unaudited Statement of Standalone Financial Results** (the 'Financial Results') of **Energy Efficiency Services Limited** (the 'Company') for the quarter and half year ended September 30, 2021, being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including relevant circulars issued by the SEBI. These financial results are the responsibility of the Company's Management and have been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on these financial results based on our review.

**2. Scope of Review**

We conducted our review of the financial results in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

**3. Basis for Qualified Conclusion**

As also qualified in the Independent Auditor's Report for the year ended on 31<sup>st</sup> March, 2021:

- a) The company has recognized the revenue under agreements with Urban Local Bodies (ULB's) based on certain assumptions/ estimates where in few of the project, the start date of the project is taken as the date of completion specified in the first completion certificate received from the ULB, and in few other project, the actual expenses towards PMC, AMC, interest (including indirect finance costs,) pre/post tax return on equity (in few cases) are more/ at a certain percentage which is different from the percentage specified in the agreement. The company is in the process of analyzing all agreements to seek necessary clarifications on such and other matters and shall carry out necessary rectification by the year end. We are unable to comment upon the impact of these assumptions pending such clarifications and formalization of agreements. (Note no. 9).

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- b) The company is in the process of reconciling the amounts billable, receivable and payable under various agreements entered into with various States, Urban Local Bodies (ULB's) and other organization under its energy service company (ESCO) model and other projects, physical verification of stores and assets under the scheme & otherwise, and reconciliation as assets to be installed, assets installed pending capitalization & assets capitalized (including capitalization of related direct & indirect cost including salaries, interest on loans/ bounds and forex gain/ loss etc.) and assets against which revenue is booked (as per applicable Indian Accounting Standards) as per the agreements we are unable to comment upon the differences that may exist and their impact on various account heads such as Capital work in progress, Property Plant and Equipment, Inventories, Trade Receivable/ Payable, Revenue recognition and any other consequential impact on the financial statements if any, pending completion of such verification and reconciliation by the management. (Note no. 10).
- c) The Company is in the process to seek clarifications/ amendments in few agreements for smart meter projects, for extension of period, change in rates etc., the effect of which shall be considered in the year in which such amendments are finalized. Further, the company had appointed a vendor for SMNP system in the earlier year for integration on per meter basis except for few items. Though the company has booked expenses on per meter basis and is in the process to modify and formalize the terms of payments with the vendor to ensure that all payments are made proportionately on per meter basis. We are unable to comment upon the impact of above, if any, on the financial results pending execution of the formal agreements / amendments etc. (Note no. 11)

**4. Qualified Conclusion**

Based on our review, with the exception of the matters described in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Unaudited Statement of Standalone Financial Results prepared in accordance with applicable Indian accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**5. Other Matter**

We have relied upon the financial statements of a foreign branch, as certified by the management.



Place : Noida  
Dated: 13<sup>th</sup> November, 2021

For S. P. Chopra & Co.  
Chartered Accountants  
Firm Regn. No. 000346N

A handwritten signature in blue ink, appearing to read 'Ankur Goyal', written over a horizontal line.

Ankur Goyal  
Partner  
Membership No. 099143  
UDIN 21099143AAAAEF6351

**ENERGY EFFICIENCY SERVICES LIMITED**  
Registered Office: NFL Building, 5th & 6th Floor, Core – III,  
SCOPE Complex, Lodhi Road, New Delhi – 110003  
CIN: U40200DL2009PLC196789, Website: [www.eeslindia.org](http://www.eeslindia.org),  
E-mail: [info@eesl.co.in](mailto:info@eesl.co.in)

**Unaudited Statement of Standalone Financial Results for the Quarter and Half Year Ended 30<sup>th</sup> SEP 2021**

(₹ In Lakhs except as stated otherwise)

Sr. No.	Particulars	Three months ended 30th SEP 2021	Half year ended 30th SEP 2021	Half year ended 30th SEP 2020	Year ended 31st MAR 2021*
		Unaudited	Unaudited	Unaudited	Audited
<b>1</b>	<b>Income</b>				
	Revenue from operations	35,550.00	70,206.04	62,958.14	1,52,573.01
	Other income	1,232.96	3,893.65	3,829.72	14,460.83
	<b>Total income</b>	<b>36,782.96</b>	<b>74,099.69</b>	<b>66,787.86</b>	<b>1,67,033.84</b>
<b>2</b>	<b>Expenses</b>				
	Purchase of stock-in-trade	2,424.25	4,810.66	8,433.81	20,917.02
	Distribution expenses (Ujala Project)	20.39	45.66	245.50	417.17
	Media expenses (Ujala Project)	-	-	100.35	88.90
	(Increase)/ Decrease in inventories	(1,205.15)	(1,527.88)	328.11	2,040.90
	Employee benefits expense	1,323.35	2,391.92	2,305.70	4,506.31
	Finance costs	11,214.52	20,840.57	15,594.17	36,545.94
	Depreciation and amortization expenses	15,932.31	29,735.42	25,778.71	55,813.24
	Other expenses	10,738.94	20,855.25	13,534.54	41,560.17
	<b>Total expenses</b>	<b>40,448.61</b>	<b>77,151.60</b>	<b>66,320.89</b>	<b>1,61,889.65</b>
<b>3</b>	<b>Profit/(Loss) before tax</b>	<b>(3,665.65)</b>	<b>(3,051.91)</b>	<b>466.97</b>	<b>5,144.19</b>
<b>4</b>	<b>Tax expenses:</b>				
	Current tax	(70.56)	83.91	-	196.42
	Deferred tax	(830.53)	(830.53)	257.84	1,976.37
<b>5</b>	<b>Profit/(Loss) for the period/ year</b>	<b>(2,764.56)</b>	<b>(2,305.29)</b>	<b>209.13</b>	<b>2,971.40</b>
	<i>Other comprehensive income: Items that will not be reclassified to profit &amp; loss (net of tax)</i>				
	Re-measurement (loss/ gain of defined benefit obligations)	(138.06)	(138.06)	(38.80)	(27.22)
	Less: Income tax related to these items that will not be reclassified to Profit or Loss	(34.75)	(34.75)	(9.77)	(6.85)
<b>6</b>	<b>Other comprehensive income for the year, net of income tax</b>	<b>(103.31)</b>	<b>(103.31)</b>	<b>(29.03)</b>	<b>(20.37)</b>
<b>7</b>	<b>Total comprehensive income for the period/ year</b>	<b>(2,867.87)</b>	<b>(2,408.60)</b>	<b>180.10</b>	<b>2,951.03</b>
<b>8</b>	<b>Paid up equity share capital (Face value of ₹ 10/- per share)</b>	<b>1,39,082.00</b>	<b>1,39,082.00</b>	<b>98,332.84</b>	<b>98,332.84</b>



*[Handwritten signature]*

9	Paid up debt capital	4,31,771.97	4,31,771.97	4,35,369.45	4,91,693.63
10	Reserves excluding Revaluation Reserves	9,592.34	9,592.34	12,608.30	12,000.94
11	Net Worth	1,48,674.34	1,48,674.34	1,10,941.14	1,10,333.78
12	Debenture Redemption Reserve	7,000.00	7,000.00	15,126.44	12,434.13
13	Earnings Per Share (EPS) (Face value of ₹ 10/- per share)				
	Basic (₹) (not annualised)	(0.20)	(0.22)	0.02	0.30
	Diluted (₹) (not annualised)	(0.20)	(0.22)	0.02	0.30
14	Debt Equity Ratio (Refer note no. 4)	2.90	2.90	3.92	4.46
15	Debt Service Coverage Ratio (Refer note no. 4)	0.71	0.73	2.00	1.36
16	Interest Service Coverage Ratio (Refer note no. 4)	2.23	2.34	2.97	3.24
17	Current Ratio	1.41	1.41	1.34	1.48
18	Long term debt to working capital	2.81	2.81	3.73	2.87
19	Bad debts to Account receivable ratio	-	-	-	-
20	Current liability ratio	0.45	0.45	0.43	0.41
21	Total debts to total assets	0.66	0.66	0.58	0.68
22	Debtors Turnover	0.43	0.43	0.42	0.51
23	Inventory turnover;	6.72	6.64	5.66	7.13
24	Operating margin (%)	63.84	64.14	62.65	58.37
25	Net profit margin (%)	(7.78)	(3.28)	0.33	1.95

\*Restated

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**Notes:**

1. The above unaudited standalone financial results for the quarter and six months ended 30.09.2021 were reviewed by the Audit Committee held on 12<sup>th</sup> November 2021 and after recommendation approved by the Board of Directors at their respective meetings held on 13<sup>th</sup> November 2021. The statutory auditors have carried out a limited review of unaudited financial results of the Company for the quarter and half year ended 30<sup>th</sup> Sep 2021, in accordance with Regulation 52 of the Securities and Exchange Board of India (Listing and Other Disclosure Requirements) Regulations, 2015 as modified by SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 and have issued modified review report which has been suitably addressed.
2. The above results have been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), specified under section 133 of the Companies Act, 2013.
3. No complaints were received from any of the Debenture holder(s) thus none was pending as at 30<sup>th</sup> Sep 2021.
4. Ratios has been computed as follows:
  - **Debt equity ratio:** Debt/ Equity, where Equity comprises of Equity share capital (₹ 1,39,082.00 lakhs) and Other equity (₹ 9,592.34 lakhs). Debt comprises of Bonds and Long-term Borrowings of the Company (₹ 4,31,771.97 lakhs), which is net of current maturities (₹ 99,947.30 lakhs); (figures are as on 30<sup>th</sup> Sep 2021)
  - **Debt service coverage ratio:** PBDIT (₹ 47,524.08 lakhs)/ (Repayments (₹ 44,421.71 lakhs) + Interest & finance charges (₹ 20,284.10 lakhs) pertaining to Long Term Borrowings; (figures are as on 30<sup>th</sup> Sep 2021).
  - **Interest service coverage ratio:** PBDIT (₹ 47,524.08 lakhs) / Interest & finance charges (₹ 20,284.10 lakhs) pertaining to Long Term Borrowings; (figures are as on 30<sup>th</sup> Sep 2021).
5. The Listed Non-convertible Bonds of the company aggregating to ₹ 25,055.27 lakhs (including accrued interest) as at 30<sup>th</sup> Sep 2021 (₹ 37,591.02 lakhs as at 30<sup>th</sup> Sep 2020) are secured by pari passu charge on the movable fixed assets of the Company both present and future. The Company has maintained 100% asset cover sufficient to discharge the principal amount of the said debentures in terms of the Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. The company has Unsecured Listed Debt Securities at 30<sup>th</sup> Sep 2021, 4500 Unsecured, Redeemable, Taxable, Non-Cumulative, Non-Convertible Bonds in the nature of Debenture of the Face Value of ₹ 10 lakhs each of Cash at Par amounting to ₹ 45,711.62 lakhs (including accrued interest) as at 30<sup>th</sup> Sep 2021 (₹ 80,093.40 lakhs as at 30<sup>th</sup> Sep 2020) - Series-II (2017-18) issued on 18<sup>th</sup> Jul 2017 at coupon rate of 7.80% p.a.
7. The Company has considered the possible effects that may result from the Covid-19 pandemic on the carrying amounts of property, plant and equipment, inventories, receivables and other current assets. The management, based on current indicators of future economic conditions, expects that the carrying amount of these assets will be recovered and sufficient liquidity is available to fund the business operations for at least another 12 months. Given the uncertainties of the pandemic, the Company will continue to closely monitor any material changes to future economic conditions.
8. Trade Receivables have been disclosed net of bills discounted and the amount discounted from bank has been presented under contingent liabilities.

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9. The Company has recognised the revenue under agreements with Urban Local Bodies (ULB's) based on certain assumptions / estimates wherein few of the project, the start date of the project period is taken as the date of completion specified in the first completion certificate received from the ULB and in few other project, the actual expenses towards PMC, AMC, interest (including current and expected indirect finance costs), pre/ post tax return on equity (in few cases) are more/ at a certain percentage which is different from the percentage specified in the agreement. The company is in the process of analysing all the agreements to seek necessary clarifications on such and other matters and shall carry out the necessary rectification by the year end.
10. The company is in the process of reconciling the figures of amounts billable, trade receivable and trade payable under the various ESCO agreements and other projects, the physical verification of capital stores and assets, the reconciliation of assets to be installed, assets installed pending capitalization (irrespective of the fact that the asset may be available for use), assets capitalized (including its associated costs - direct as well as indirect) and revenue booked against the assets as per the agreements and applicable Indian Accounting Standards. The company is unable to ascertain the differences that may exist and their consequential impact on the standalone financial statements, if any, pending completion of such verification and reconciliations.
11. The Company is in the process to seek clarifications/ amendments in few agreements for Smart Meter Projects, for extension of period, change in rates etc., the effect of which shall be considered in the year in which such amendments are finalized. Further, the company had appointed a vendor for SMNP system in the earlier year for integration on per meter basis, except for few items. Though the Company has paid the vendor on lumpsum basis but has booked the expenses proportionately on per meter basis and is in the process to modify and formalize the terms of payments with the vendor to ensure that all the payments are made proportionately on per meter basis.
12. The Company has retrospectively restated its financial statements in accordance with 'Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors' for the reasons stated below:
- a) During the current period, the Company has paid guarantee fees related to previous years to Government of India on account of guarantee provided to the Company on some of its foreign currency loans resulting in reduction in retained earnings as at 01<sup>st</sup> Apr 2020 by ₹ 529.12 lakhs and increase in finance cost for year ended 31<sup>st</sup> Mar 2021 by ₹ 1,026.145 lakhs.
- b) In the previous year, the Company capitalised the projects on the basis of Completion Certificates (CC) received from the ULBs. The Company has received certain CC for projects wherein the completion dates mentioned in the certificate falls in the previous year. For such projects, the Company has capitalised such assets from the previous year and has restated and increased the depreciation expense by ₹ 298.58 lakhs for year ended 31<sup>st</sup> Mar 2021.
- c) Subsidy income of ₹ 537.00 lakhs, excess provision written back of ₹ 437.47 lakhs and penalty charged from vendors of ₹ 285.31 lakhs related to previous year has been recognised as other income in the statement of profit and loss for the year ended 31<sup>st</sup> Mar 2021.
- d) Prior period repair and maintenance expense of ₹ 423.65 lakhs has been recognised in respective year resulting in reduction in retained earnings as at 01<sup>st</sup> Apr 2020 and prior period rent expense amounting to ₹ 20.65 lakhs has been recognised in other expenses for the year ended 31<sup>st</sup> Mar 2021.
- e) The above mentioned adjustments resulted in increase in deferred tax expense by ₹ 99.45 lakhs for the year ended 31<sup>st</sup> Mar 2021.
13. The appointment of Internal Auditors for the year 2021-22 is under process, accordingly, the internal audit for the half year ended 30th September, 2021 will be carried out during the year.



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14. The Company has two reportable segments i.e. sale of goods and sale of services, which are the Company's strategic business units. The strategic business units offer different products and services, and are managed separately as they require different technology and marketing strategies. Segment Reporting for the half year ended on 30<sup>th</sup> Sep 2021 is attached as Annexure-I.
15. Pursuant to the notification issued by the Ministry of Corporate Affairs dated 24<sup>th</sup> Mar 2021, in respect of changes incorporated in Schedule III of the Companies Act 2013, the figures of corresponding previous period/year have been regrouped/rearranged, wherever necessary to make them comparable.
16. The company has not compiled corresponding quarterly financial results for the quarter ended 30<sup>th</sup> Jun 2021 and corresponding Statement of cashflows for the Half year ended 30<sup>th</sup> Sep 2020; hence the column for the said quarter/ half year is not applicable.
17. Unaudited statement of standalone assets and liabilities as at 30<sup>th</sup> Sep 2021

(₹ in Lakhs except as stated otherwise)

Particulars	As at 30 <sup>th</sup> SEP 2021	As at 31 <sup>st</sup> MAR 2021*
	Unaudited	Audited
<b>Assets</b>		
<b>Non-current assets</b>		
Property, plant and equipment	2,85,871.61	2,89,154.49
Capital work-in-progress	1,17,287.82	1,21,223.06
Intangible assets	620.92	722.02
Investments in subsidiary and joint venture company	28,109.87	28,109.87
<b>Financial Assets</b>		
Loans	294.87	287.13
Other financial assets	9,045.27	9,051.36
Other non-current assets	3,665.89	3,913.92
<b>Total non-current assets</b>	<b>4,44,896.25</b>	<b>4,52,461.85</b>
<b>Current assets</b>		
Inventories	21,915.03	20,387.15
<b>Financial assets</b>		
Trade receivables	3,39,700.18	3,16,519.96
Cash and cash equivalent	46,507.60	70,716.74
Bank balances other than cash and cash equivalent	52,614.15	50,971.99
Loans	152.89	129.96
Other financial assets	21,061.95	18,371.06
Current tax assets (Net)	1,858.26	4,823.85
Other current assets	45,096.11	48,810.40
<b>Total current assets</b>	<b>5,28,906.17</b>	<b>5,30,731.11</b>
<b>Total Assets</b>	<b>9,73,802.42</b>	<b>9,83,192.96</b>
<b>Equity and Liabilities</b>		
<b>Equity</b>		
Equity share capital	1,39,082.00	98,332.84
Other equity	9,592.34	12,000.94
<b>Total equity</b>	<b>1,48,674.34</b>	<b>1,10,333.78</b>



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<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
Borrowings	4,31,771.97	4,91,693.63
Lease Liabilities	294.79	369.10
Trade Payables	13,537.01	15,034.53
Other financial liabilities	2,877.87	4,304.82
Provisions	1,280.63	1,112.03
Deferred tax liabilities (net)	258.55	1,123.88
<b>Total non-current liabilities</b>	<b>4,50,020.82</b>	<b>5,13,637.99</b>
<b>Current liabilities</b>		
Financial liabilities		
Borrowings	2,14,234.08	1,77,028.57
Lease Liabilities	278.40	167.12
Trade payables	1,00,232.84	1,16,836.04
Other financial liabilities	49,809.26	55,955.41
Other current liabilities	10,203.99	8,981.68
Provisions	70.47	55.95
Current Tax Liabilities (net)	278.22	196.42
<b>Total current liabilities</b>	<b>3,75,107.26</b>	<b>3,59,221.19</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>9,73,802.42</b>	<b>9,83,192.96</b>
* Restated		

18. Unaudited Statement of Standalone Cash Flows for the half year ended 30<sup>th</sup> Sep 2021

(₹ in Lakhs except as stated otherwise)

	Particulars	For the half year ended 30 Sep 2021 (Unaudited)
<b>A</b>	<b>Cash flow from operating activities</b>	
	<b>Profit/(Loss) before tax</b>	<b>(3,051.91)</b>
	<b>Adjustment for:-</b>	
	Depreciation and amortization expense	29,735.42
	Finance costs	18,518.64
	Allowance for doubtful receivables	1,950.52
	Net loss on sale of property, plant and equipment	0.05
	Interest income	(791.38)
	Net (gain) / loss on foreign currency transactions and translation	2,116.92
	<b>Operating profit/(loss) before working capital changes</b>	<b>48,478.26</b>
	<b>Adjustment for:</b>	
	(Increase) / Decrease in Trade receivables	(25,089.26)
	(Increase) / Decrease in Inventories	(1,527.88)
	(Increase) / Decrease in loans, other financial assets and other assets	516.46



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	Increase / (Decrease) in trade payables, other financial liabilities and other liabilities	(16,461.51)
	Increase / (Decrease) in provisions	45.06
	<b>Cash (used in) / generated from operations</b>	<b>5,961.13</b>
	Less: Income tax paid	(2,963.42)
	<b>Net cash (used in) / generated from operating activities (A)</b>	<b>8,924.55</b>
<b>B</b>	<b>Cash flow from investing activities</b>	
	Acquisition of property, plant and equipment and intangible assets	(22,904.14)
	Interest income	742.13
	Net investment in bank balances other than cash and cash equivalents	(1,516.14)
	<b>Net cash (used in) / generated from investing activities (B)</b>	<b>(23,678.15)</b>
<b>C</b>	<b>Cash flow from financing activities</b>	
	Proceeds from non-current borrowings	10,309.99
	Repayment of non-current borrowings	(44,421.71)
	Net proceeds / (repayments) of current borrowings	8,898.81
	Finance costs	(24,827.50)
	Share application money received	40,749.16
	Lease rent paid	(164.29)
	<b>Net cash (used in) / generated from financing activities (C)</b>	<b>(9,455.54)</b>
	<b>Net Increase / (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>(24,209.14)</b>
	Cash and cash equivalents at the beginning of the year	70,716.74
	<b>Cash and cash equivalents at the end of the period</b>	<b>46,507.60</b>

For and on behalf of Board of Directors of EESL

  
Arun Kumar Mishra  
CEO  
DIN : 09349810

  
Lokesh Kumar Aggarwal  
CFO

Place: New Delhi  
Date: 13<sup>th</sup> November 2021



## Segment Reporting as at 30th SEP 2021

Annexure- I  
(₹ in Lakhs except as stated otherwise)

Particulars	Sale of goods				Sale of services				Total			
	Three months ended 30.09.2021	Half year ended 30.09.2021	Half year ended 30.09.2020	Year ended March 2021	Three months ended 30.09.2021	Half year ended 30.09.2021	Half year ended 30.09.2020	Year ended March 2021	Three months ended 30.09.2021	Half year ended 30.09.2021	Half year ended 30.09.2020	Year ended March 2021
Segment revenue												
sale of products/esco projects/ other consultancy	1,342.58	3,563.33	9,540.40	23,280.47	34,207.42	66,642.71	53,417.74	1,29,292.54	35,550.00	70,206.04	62,958.14	1,52,573.01
segment expenses	1,219.10	3,282.78	9,357.77	22,957.92	32,206.22	60,334.46	46,171.46	1,10,892.10	33,425.32	63,617.24	55,529.23	1,33,850.02
Segment result	123.48	280.55	182.63	322.55	2,001.20	6,308.25	7,246.28	18,400.44	2,124.68	6,588.80	7,428.91	18,722.99
unallocated corporate interest and other income		-	-			-	-		1,232.96	3,893.65	3,829.72	14,460.83
unallocated corporate expenses finance charges depreciation and amortisation		-	-			-	-		7,023.29	13,534.36	10,791.66	28,039.63
Profit Before Tax									-3,665.65	-3,051.91	466.97	5,144.19
Particulars												
Segment assets	96,290.55	96,290.55	1,12,321.57	1,02,020.83	6,96,528.56	6,96,528.56	6,64,254.60	6,72,699.34	7,92,819.10	7,92,819.10	7,76,576.16	7,74,720.17
Unallocated corporate and other assets									1,80,983.33	1,80,983.33	1,28,933.92	2,08,472.79
Total Assets	96,290.55	96,290.55	1,12,321.57	1,02,020.83	6,96,528.56	6,96,528.56	6,64,254.60	6,72,699.34	9,73,802.43	9,73,802.43	9,05,510.08	9,83,192.96
Segment Liabilities	15,537.12	15,537.12	22,441.64	26,033.92	6,47,568.07	6,47,568.07	6,09,732.30	7,01,322.60	6,63,105.19	6,63,105.19	6,32,173.95	7,27,356.52
unallocated corporate and other liabilities									3,10,697.24	3,10,697.24	2,73,336.13	2,55,836.44
Total Liabilities	15,537.12	15,537.12	22,441.64	26,033.92	6,47,568.07	6,47,568.07	6,09,732.30	7,01,322.60	9,73,802.43	9,73,802.43	9,05,510.08	9,83,192.96



# **S. P. CHOPRA & CO.**

Chartered Accountants

Corporate Office

1505, Astralis Supernova  
Sector-94, Gautam Buddha Nagar  
Noida – 201 301  
Phone 0120 - 4516921  
www.spchopra.in  
spc1949@spchopra.in

To,  
The Board of Directors  
Energy Efficiency Services Limited  
**New Delhi**

## **Independent Statutory Auditor's Certificate for asset cover in respect of listed debt securities of Energy Efficiency Services Limited (EESL) as at 30<sup>th</sup> September, 2021**

We understand that Energy Efficiency Services Limited ("the Company") having its registered office at NFL Building, 5<sup>th</sup> and 6<sup>th</sup> Floor, Core-III, Scope Complex, Lodhi Road, New Delhi – 110 003, India is required to obtain a certificate with respect to asset cover in respect of listed debt securities of the Company as at 30<sup>th</sup> September, 2021 in terms of requirements of Regulation 54 read with regulation 56 (1) (d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR Regulations") and SEBI (Debtenture Trustees) Regulations, 1993, as amended ("DT Regulations").

### **Management's Responsibility**

The Company's Management is responsible for ensuring that the Company complies with the LODR Regulations and DT Regulations. Further, the Company is also responsible to comply with the requirements of Debtenture/ Bond Trust deed executed with respective Debtenture/ Bond Trustee.

### **Auditor's Responsibility**

Our responsibility is to certify the asset cover in respect of listed debt securities of the Company as at 30<sup>th</sup> September, 2021 based on the unaudited financial statements and as per the format specified in SEBI Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2020/230 circular dated 12 November 2020.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Opinion**

Based on the examination of books of accounts and other relevant records/ documents, we hereby certify that:

- a) Energy Efficiency Services Limited vide its Board Resolution and information memorandum/ offer document and under various Debtenture Trust Deeds, has issued the following listed debt securities outstanding as at 30<sup>th</sup> September, 2021:

ISIN	Private Placement/ Public Issue	Secured/ Unsecured	Sanctioned Amount (Rs. in lakhs)
INE688V07033	Private Placement	Secured	25,000.00
INE688V08015	Private Placement	Unsecured	45,000.00



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## b) Asset Cover for the listed debt securities:

- i. The financial information as at 30<sup>th</sup> September, 2021 has been extracted from the books of accounts for the period ended 30<sup>th</sup> September, 2021 and the other relevant records of the listed entity;
- ii. The assets of listed entity provide coverage of 10.39 times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed (the calculation as per statement of asset cover ratio for the Secured debt securities is given in Table – I below)

**Table – I:**

Sr. No.	Particulars		Amount (Rs. in lakhs)
i.	Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive charge on assets) (The share of Debt Securities' charge holders is 9.63%)	A	2,60,276.20
	• Property Plant & Equipment (Fixed assets) - movable/ immovable property etc.		2,60,276.20
	• Loans/ advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc.		Nil
	• Receivables including interest accrued on Term loan/ Debt Securities etc.		Nil
	• Investment(s)		Nil
	• Cash and cash equivalents and other current/ non-current assets		Nil
ii.	Total borrowings through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	25,055.27
	• Debt Securities (The details of debt securities are given ISIN wise in the table below)		25,000.00
	• IND - AS adjustment for effective Interest rate on secured Debt Securities		Nil
	• Interest accrued and payable on secured Debt Securities		55.27
iii.	Asset Coverage Ratio (100% or higher as per the terms of offer document/ information memorandum/ debenture trust deed)	A/B	1,038.81%



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**ISIN wise details**

Sr. No.	ISIN	Facility	Type of charge	Sanctioned Amount (Rs. in lakhs)	Outstanding amount as at 30-09-2021 (Rs. in lakhs)	Cover Required	Assets required (Rs. in lakhs)
1.	INE688V07033	Non-convertible Debt Securities	Pari Passu	25,000.00	25,000.00	1.00	25,000.00
	<b>Total</b>			<b>25,000.00</b>	<b>25,000.00</b>		<b>25,000.00</b>

- iii. The total assets of listed entity provide coverage of 1.36 times of the principal, which is in accordance with the terms of issue (the calculation as per statement of asset coverage ratio available for unsecured debt securities is given in Table – II below) (as per the requirement of Regulation 54 read with Regulation 56(1)(d) of LODR Regulations).

**Table – II**

Sr. No.	Particulars		Amount (Rs. in lakhs)
i.	Net assets of the listed entity available for unsecured lenders (Property Plant & Equipment (excluding intangible assets and prepaid expenses) + Investments + Cash & Bank Balances + Other current/ Non-current assets excluding deferred tax assets (-) Total assets available for secured lenders/ creditors on pari passu/exclusive charge basis under the above heads (-) unsecured current/ non-current liabilities (-) interest accrued/ payable on unsecured borrowings)	A	5,26,188.86
ii.	Total Borrowings (unsecured)	B	3,85,729.85
	• Term loan		3,36,018.23
	• Non-convertible Debt Securities		45,711.62
	• CC/ OD Limits		Nil
	• Other Borrowings		4,000.00
	• IND - AS adjustment for effective Interest rate on unsecured borrowings		Nil
iii.	Assets Coverage Ratio (100% or higher as per the terms of Offer Document/ Information Memorandum/ Debenture Trust Deed)	(A/B)	136.41%



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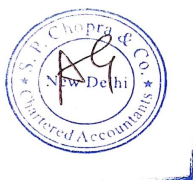
**c) Compliance of all the covenants/ terms of the issue in respect of listed debt securities of the listed entity**

We have examined the compliances made by Energy Efficiency Services Limited in respect of the covenants/ terms of the issue of the listed debt securities (NCD's) and certify that such covenants/ terms of the issue have been complied by the listed entity.

The above certificate has been given on the basis of information provided by the Company's Management and the records produced before us for our verification.

**Restriction on Use**

This certificate has been issued to the management of Energy Efficiency Services Limited to comply with requirements of LODR Regulations. Our certificate should not be used for any other purpose or by any person other than the Company. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**Place: Noida****Date: 13<sup>th</sup> November, 2021**

**For S.P. Chopra & Co.  
Chartered Accountants  
Firm Regn. No. 000346N**

**Ankur Goyal  
Partner**

**Membership No. 099143  
UDIN 21099143AAAAEG5746**