



CIN : U23201UP2005PLC030834

# ANNUAL REPORT

## 2022-23





## Board of Directors



**Shri Deepak Gupta**  
Chairman  
(From 28.09.2022)



**Shri Sujoy Choudhury**  
Chairman\*  
(Till 27.09.2022)



**Shri Sandeep Jain**  
Director  
(From 16.11.2022)



**Shri K.B. Singh**  
Director  
(Till 28.09.2022)



**Shri J.P. Singh**  
Managing Director



**Shri Rajkishor Behera**  
Director (Commercial)  
(From 04.05.2023)



**Shri Sharat Kumar**  
Director (Commercial)  
(Till 04.05.2023)



**Shri S.L. Raina**  
Independent Director



**Smt. Usha Gupta**  
Independent Director

\*Nominee Director from 27.09.2022 till 16.11.2022





## GREEN GAS LIMITED

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#### Board of Directors

**Shri Deepak Gupta**  
Chairman

**Shri Sandeep Jain**  
Director

**Shri J.P. Singh**  
Managing Director

**Shri Rajkishor Behera**  
Director (Commercial)

**Shri S. L. Raina**  
Independent Director

**Smt. Usha Gupta**  
Independent Director

#### Auditors

**M/s. Shachi Hem & Associates**  
Secretarial Auditor

**M/s K. B. Saxena & Associates**  
Cost Auditor

**M/s Asija & Associates LLP**  
Statutory Auditor

**M/s S.N. Kapoor & Associates**  
Internal Auditor

#### Bankers



#### Registered office

Fortuna Tower, 2<sup>nd</sup> Floor, 10, Rana Pratap Marg, Lucknow-226001 (U.P.)

#### Registrars & Transfer Agents

**KFin Technologies Private Limited**

Selenium, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda,  
Serilingampally Mandal, Hyderabad-500032, Telangana





A photograph of a middle-aged man with grey hair and glasses, wearing a dark suit, white shirt, and blue tie. He is sitting in a wooden chair with a cream-colored cushion, holding a magazine or book. He is positioned in front of a round wooden table. In the background, there is a lamp with a green shade and some potted plants.

## Message from the Chairman

### Dear Shareholders,

My heartiest greetings to all of you on behalf of Green Gas Ltd (GGL) family as we sail through another glorious year with flying colours. This year has been marked by remarkable challenges and opportunities, and I am pleased to share our journey with you.

### Economic Overview:

In a world characterized by economic uncertainties, India stands as a beacon of optimism. The synergy between the Government's vision and the resilience of the Indian people has been instrumental in driving the nation forward. This progress is a result of strategic reforms, prudent regulations, and smart policy decisions.

While the global economy faced turbulence, primarily due to the conflict in Europe disrupting supply chains and inflation concerns leading to policy rate hikes by central banks worldwide, India maintained a more positive outlook. The Government's commitment to infrastructure-driven growth and continued capex spending, along with support from the Reserve Bank of India, ensured systemic liquidity and boosted confidence among households and businesses.





## GREEN GAS LIMITED

### Financial Performance:

Despite the challenges posed by the Russia-Ukraine conflict and the consequent surge in oil and gas prices, GGL has demonstrated resilience. In the fiscal year 2022-23, our company completed its 18th year of operation and recorded revenues of ₹ 87,939.28 Lakhs, a remarkable increase of 68% compared to ₹ 52,346.03 Lakhs in the previous fiscal year.

Finance cost was increased to ₹ 2162.74 Lakhs in FY 2022-23 as against ₹ 164.89 Lakhs in the previous year due to remaining disbursement of balance Rupee Term Loan (RTL) sanctioned by HDFC Bank Ltd. and charge off interest on CAPEX funded through RTL already capitalized and assets put to use.

Cost of material consumed increased by 122% to ₹ 60,705.76 Lakhs as compared to ₹ 27,315.78 Lakhs which was 69.05 % & 52.19% of the turnover during the current year and previous year, respectively. The EBITDA during FY 2022-23 declined by 23% at ₹ 8971.66 lakhs which was ₹ 11714.82 lakhs during previous FY 2021-22.

During the period, the Company recorded Profit Before Tax of ₹ 2400.29 Lakhs, as compared to Profit Before Tax of ₹ 8422.74 Lakhs during the FY 2021-22. Net profits after tax stood at ₹ 1752.53 Lakhs in FY 2022-23 as against ₹ 6259.87 Lakhs in the previous year. Despite rising input costs, the Company was able to generate profits through effective long-term gas procurement and cost optimization.

Challenges such as increased input costs and government policy changes for CNG & PNG segments impacted profit margins. However, our focus on long-term gas procurement and cost optimization enabled us to maintain profitability. Your company's liquidity position remains strong, ensuring we meet financial obligations while exiting the year with record-breaking revenue.

### Growth Initiatives:

GGL remains committed to growth, aligning with the Government's infrastructure-driven strategy. We have maintained robust capital expenditure and working capital management, with a gross block of PPE at ₹ 839.03 crores and a net balance of ₹ 707.53 crores as of March 31, 2023.

In FY 2022-23, we expanded our CNG network to 84 stations, a 6% increase from the previous year. Domestic PNG connections grew by 17%, while the commercial and industrial segments reported a 10% growth. Our MDPE pipeline network expanded by 17%, and the CS pipeline network showed remarkable growth, increasing by 57%. These developments reflect our commitment to enhancing infrastructure and serving a wider customer base. Your company achieved robust growth of 20% in Annual CNG Sales (in Kg) and 49% growth in annual PNG sales (in SCM), despite the challenges posed by rising natural gas prices.

### Dividend:

We take pride in being a consistent dividend-paying company. For the FY 2022-23, your Directors are pleased to recommend a Final dividend of 2.5% (₹ 0.25 per equity share of ₹ 10 each).

### Future Outlook:

Your company has a forward-looking vision, seizing the rising demand for CNG and PNG. Our expansion is aggressive, covering Unnao (part) District, Ayodhya, and Sultanpur Districts in Uttar Pradesh, complementing existing GAs in Lucknow and Agra. In the PNG domestic segment, we actively work to meet high targets.

Environmental regulations drive Natural Gas adoption through our City Gas Distribution network. Strict enforcement of environmental norms by authorities discourages the use of polluting fuels, making Natural Gas usage in our network inevitable. Your company collaborates with builders and developers to offer PNG in upcoming residential projects. Our focus remains on tying up with new high-volume industrial and commercial customers.

In the CNG sector, we plan to expand our customer base by setting up more CNG stations and promoting conversions of petrol/diesel vehicles to CNG. Increased use of factory-fitted CNG kits and the expansion of CNG stations would drive sectoral growth. Your company is also exploring DODO/FDODO models for CNG station installation, anticipating further volume growth.



Your company participates in the SATAT (Sustainable Alternative towards Affordable Transportation) initiative of MoPNG and intend to enter into a tripartite agreement with GAIL (India) Limited and other entrepreneurs for CBG plants under SATAT.

Our commitment is to create value for customers and stakeholders. We prioritize digitization and automation for operational efficiency and cost optimization. We remain dedicated to implementing our strategic growth plans, enhancing core businesses, improving efficiency, and embracing sustainability. We proactively seek new opportunities, while optimizing profitability responsibly.

### Corporate Social Responsibility:

Our company's philosophy deeply values social and environmental responsibility, anchored in our core principles of quality, reliability, and trust. Our Corporate Social Responsibility (CSR) Policy is based on the belief that even small steps can bring significant change to people's lives. We remain committed to making a meaningful impact in areas such as Health, Education, Skill Development, Sanitation, Environment, and humanitarian causes under our CSR initiatives. In the fiscal year, we spent ₹ 173.44 Lakhs to our CSR initiatives, surpassing the mandated expenditure of ₹ 173.42 Lakhs.

During the year, the Company has provided financial aid to Government Hospitals for strengthening medical infrastructure. We also organised a preventive health checkup camp for needy people. In addition, we have provided safe drinking water facilities for use of general public. Considering the need to empower women, we sponsored an organization, instrumental in providing self-employment vocational training programmes for women to acquire skills for enhancing their employability. Further, your Company is committed to provide adequate support to destitute persons. In view of same, the winter wear such as blankets, jackets, socks, etc. were distributed to needy people.

### Green Initiatives:

Environmental preservation is a cornerstone of our projects. We consciously work to reduce our impact on the environment, planting saplings and trees in our operational areas. Our commitment to a green economy aligns with global trends, and we continue to prioritize environmental responsibility.

### Ethical Governance and Vigilance:

We have established a "Vigil Mechanism" for our Employees and Directors, along with a 'Whistle Blower Policy' to ensure ethical governance. Adherence to guidelines set by the Central Vigilance Commission (CVC) underscores our commitment to transparency and accountability. We adhere to the provisions and guidelines set forth by the Central Vigilance Commission (CVC), ensuring transparency and accountability in all our operations. Vigilance function of your Company has been assigned to Chief Vigilance Officer (CVO), GAIL (India) Ltd

### Risk Management:

Risk management is integral to our operations. We have a robust Risk Management System, including a Risk Policy and a Risk Management Committee that periodically reviews and monitors identified risks. The Board Members are kept informed about risk assessment and minimization procedures.

### Health, Safety, and Environment:

Health, safety, and environmental concerns are paramount in our company's operations. We are deeply committed to prioritizing the well-being of our employees and stakeholders, especially in our core business of supplying compressed Natural Gas (CNG) to maintain an eco-friendly environment. Our aim extends to improving the overall health conditions of women through the safe distribution of PNG (cooking gas) to households, industries, and businesses in society.

We provide uninterrupted CNG services while preserving an eco-conscious community. Our strict adherence to global standards, including ISO 45001:2018 for Occupational Health Safety, ISO 14001:2015 for Environmental







## GREEN GAS LIMITED

Management, and ISO 9001:2015 for Quality Management, underscores our commitment. We are certified for Integrity Management and have an Emergency Response and Disaster Management Plan (ERDMP) in place to ensure safety and quality.

Internal and external safety audits, conducted under the guidelines of PNGRB, are integral part of our operations. We have also developed a certified ERDMP in compliance with regulations. To enhance safety culture, we have implemented a Management Information System (MIS) and encouraged employees to report unsafe conditions and near misses for thorough investigation and risk reduction.

Additionally, we promote safety awareness through activities like poster making contests, essay writing contests, and quizzes for employees and their families. To test the preparedness of key personnel during emergencies, we conduct periodic on-site and off-site mock drills in accordance with PNGRB norms.

Our company's vision is to achieve business excellence by adopting international standards for Health, Safety, and Environment, ensuring a safer and more sustainable future.

### Manpower:

Employee excellence is paramount to our company's success, and we're dedicated to equipping our workforce with the skills needed to keep pace with technological advancements. Your company employs professionals to ensure strict compliance with local and national regulations, agreements, and operational requirements.

We foster a culture of learning and development, motivating employees to enhance their skills and expand their knowledge, recognizing the importance of staying updated with technological advances. Moving a one step further, the Company has recently implemented the revised Pay-structure for GGL employees.

### General Status:

Our Corporate Office Building construction is progressing well, and we expect it to be available for use in the next fiscal year. We have taken measures to reduce losses, raise awareness, and improve recovery efforts. The Company has engaged specialized agency for improving the pace of recovery of outstanding from customers. During the year, Company took several concrete measures to reduce losses arising during the course of business such as campaigning, creating awareness among consumers, educating general public regarding hazards associated with nature of business, publishing advertisement in print media, regular patrolling of network, etc.

### Conclusion:

I would like to express our gratitude to the Government of India, the Ministry of Petroleum and Natural Gas, the Petroleum and Natural Gas Regulatory Board, State Government, and our Promoter Companies (GAIL & Indian Oil) for their guidance and support. We also extend our appreciation to all statutory authorities, banks, rating agencies, vendors, suppliers, customers, auditors, advisors, consultants, and other business partners.

As we conclude another successful year, I extend my sincere gratitude to our employees, Board members, stakeholders, and shareholders. Your support and trust have been instrumental in our achievements. We invite future associates to join us on our path to success, as we actively pursue excellence. We remain committed to building a sustainable, prosperous, and environmentally responsible future.

Together, we look forward to a future filled with achievements and mutual growth.

Sincerely,

**Deepak Gupta**  
Chairman, Green Gas Ltd





## Message from the Managing Director

*“Far and away the best prize that life offers is the chance to work hard at work worth doing.”*

– Theodore Roosevelt



**Shri J.P. Singh**  
Managing Director

### Dear Shareholders and Stakeholders,

I am honored to present to you the Annual Report of Green Gas Ltd for the fiscal year 2022-23. This year has been marked by both challenges and significant accomplishments, and I would like to provide you with a comprehensive overview of your company's performance and future prospects.

GGL continued with full vigour and resilience in significantly augmenting and investing in creating backbone CGD infrastructure across all its Geographical Areas. “The CGD industry continues to face a challenging scenario with significantly higher input gas prices mainly due to geopolitical factors as well as supply shortages across the globe. In the face of such challenges, we have been able to maintain growth in volume. We believe that these challenges are for the short term and that the infrastructure that we create is for generations to come as we continue to march with the nation on its journey towards a gas-based economy.”

### Operational Highlights

**CNG Stations Expansion:** The fiscal year saw significant expansion with the commissioning of 6 new CNG stations. These strategic additions have bolstered our distribution network, enhancing accessibility for customers seeking sustainable fuel alternatives.

**Impressive Growth in CNG Sales:** Despite a challenging environment marked by a steep rise in natural gas prices, your company recorded an impressive 20% growth in Annual CNG Sales (in Kg) compared to the previous financial year. This performance reflects our resilience and commitment to delivering environmentally friendly energy solutions.

**Exceptional Growth in PNG Sales:** Green Gas Ltd achieved a remarkable 49% increase in annual PNG sales (in SCM). This surge underscores our capacity to meet the evolving energy needs of our diverse customer base, including residential, commercial, and industrial consumers.

**PNG Domestic Connections:** The company registered a notable 17% increase in PNG domestic connections, reaching a total of 1,76,442 connections. This achievement solidifies our position as a leading provider of domestic PNG solutions in the region.

**Pipeline Network Expansion:** Your company expanded its MDPE pipeline network by 17%, covering a total length of 9,166 Inch-Kms by the end of FY 2022-23, compared to 7,814 Inch-Kms at the beginning of the year. Simultaneously, your company's CS pipeline network experienced a substantial 57% growth, extending to a total length of 1575 Inch-Kms at the fiscal year's close. These expansions reflect our dedication to delivering reliable gas supply to our customers.

**Commercial & Industrial Customer Growth:** We are pleased to report a 10% increase in Commercial & Industrial customers, growing from 125 in the previous year to 138. This growth segment remains a focus area for your company, and we are committed to serving it effectively.

### Financial Performance

**Profit Margins and Financials:** FY 2022-23 presented challenges, with our PAT margin declining to 1.99% from 11.96% in FY 2021-22. Global supply chain disruptions and geopolitical disturbances led to a significant rise in gas





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prices, impacting our margins as your company couldn't fully pass on the cost escalation to customers. Nonetheless, our prudent procurement strategies and cost optimization efforts enabled us to maintain profitability, with a Profit Before Tax of ₹ 2400.29 Lakhs.

**Record-Breaking Turnover:** In our eighteenth year of operation, your company achieved our highest-ever turnover, totaling ₹ 87,939.28 Lakhs, marking a substantial 68% increase from the previous year. This achievement reflects your company's commitment to sustainable growth and customer-centric strategies.

**Strengthening Net Worth:** Our Net Worth grew from ₹ 517.56 crore in FY 2021-22 to ₹ 530.49 crore in FY 2022-23, indicating a consistent and positive financial trajectory.

**Asset Growth:** During FY 2022-23, we capitalized assets worth ₹ 162.47 crores, further strengthening our infrastructure and capabilities.

### Future Strategies

**Sustainable Growth:** Looking ahead, our strategic vision involves expanding our CNG customer base, establishing additional CNG stations and promoting the conversion of petrol and diesel vehicles to CNG. Your company is actively exploring innovative models such as DODO/FDODO for strategic CNG station installations, which we believe will significantly boost our CNG volume.

**Corporate Social Responsibility (CSR):** Our commitment to sustainability extends to our CSR initiatives, which go beyond compliance. Your company remains focused on delivering maximum value to society through our CSR efforts, which encompass a range of community-focused projects.

**SATAT Initiative:** Green Gas Ltd is actively participating in the Sustainable Alternative towards Affordable Transportation (SATAT) initiative. We intend to enter into a tripartite agreement with GAIL (India) Limited and other entrepreneurs who have bid to establish Compressed Biogas (CBG) plants under SATAT. This initiative aligns with our commitment to providing sustainable transportation options.

### Net Zero Emission

Your Company recognizes the importance of ESG for sustainable growth of the Company and firmly believes in integrating Environmental, Social and Governance (ESG) norms in its value chain. The Company is continuously expanding its operations to provide eco-friendly fuel to its customers and taking further steps to reduce carbon emissions in its direct or indirect operations.

### Acknowledgments

In closing, I extend my heartfelt thanks to all our stakeholders, including government regulatory bodies such as PNGRB and MoPNG, as well as our dedicated shareholders. Your unwavering support has played a pivotal role in our growth and success.

As we move forward, Green Gas Ltd remains steadfast in its commitment to fostering sustainable growth, innovation, and excellence in serving our customers and society at large.

This comprehensive report encapsulates our journey in the fiscal year 2022-23 and sets the stage for our continued pursuit of excellence in the energy sector.

We would continue our journey of sustainable growth and value creation for all the stakeholders of the Company.

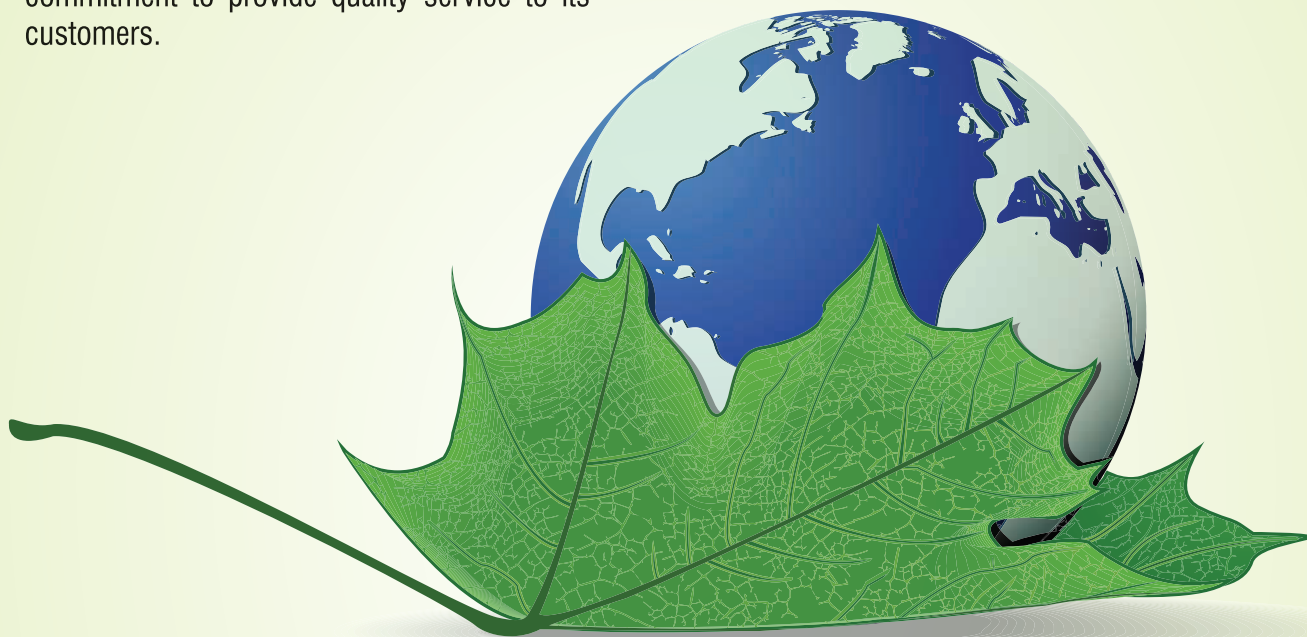
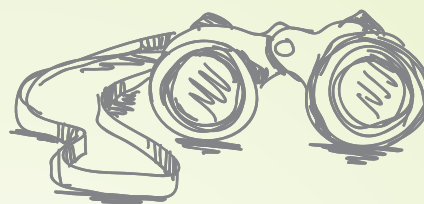
Warm regards,

**J.P. Singh**  
Managing Director,  
Green Gas Ltd.



## VISION

To make Green Gas Limited an unparalleled natural gas distribution company providing eco-friendly and clean fuel to transport, domestic, commercial and industrial sectors, with a total commitment to provide quality service to its customers.



## MISSION



To provide safe, convenient and reliable gas supply to our customers in transport, domestic, commercial and industrial sectors.

To provide a cleaner and environment friendly auto fuel to clients.

To facilitate conversions of commercial and private vehicles to CNG through external agencies by

1. Making available the quality kits; and
2. Creating a network of workshops to undertake reliable and speedy conversion to CNG

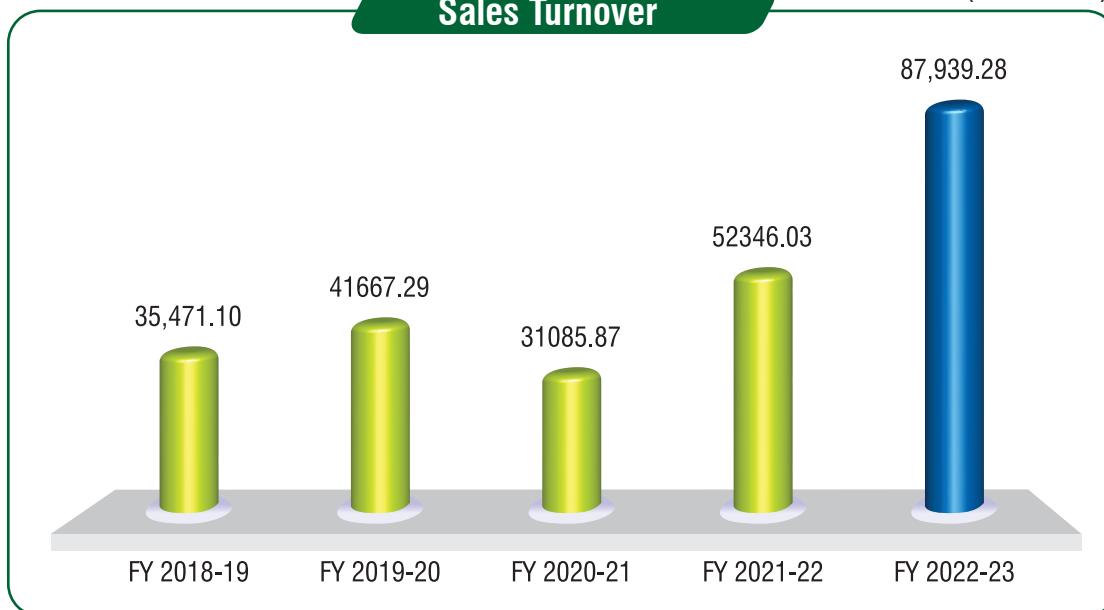




## KEY FINANCIAL HIGHLIGHTS

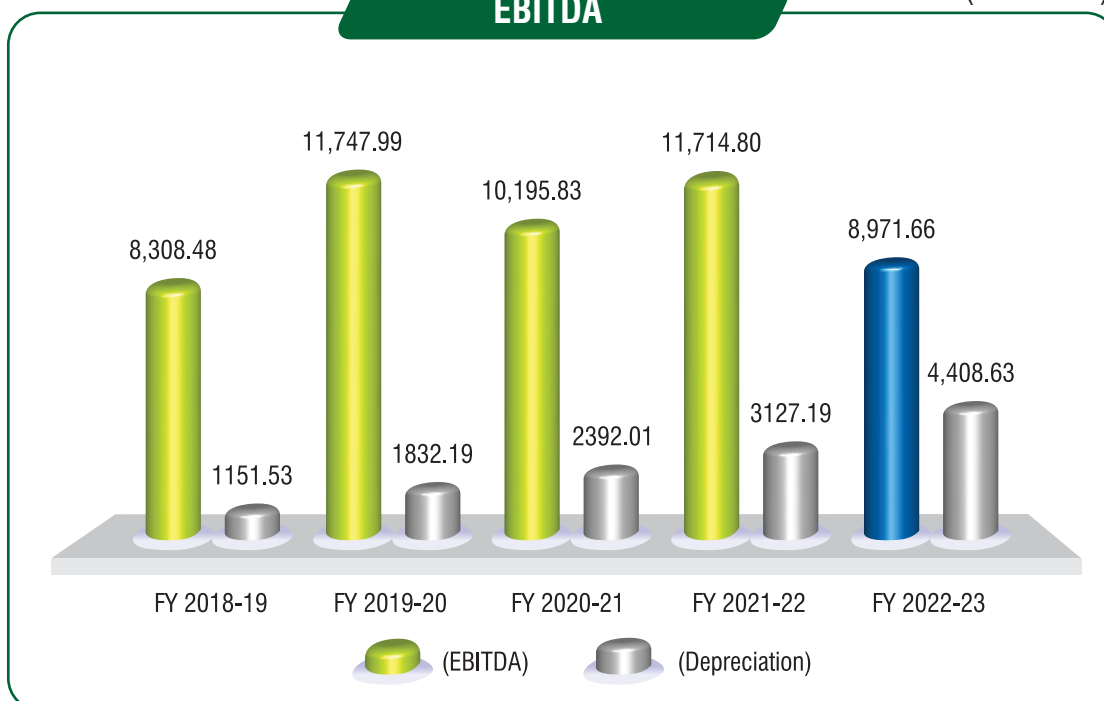
(In ₹ Lakhs)

### Sales Turnover



(In ₹ Lakhs)

### EBITDA

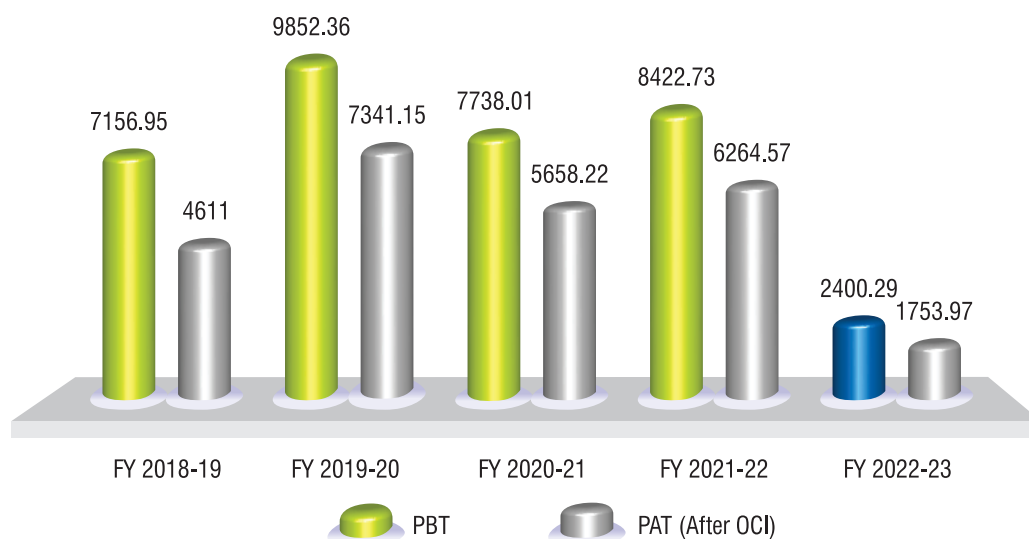




## KEY FINANCIAL HIGHLIGHTS

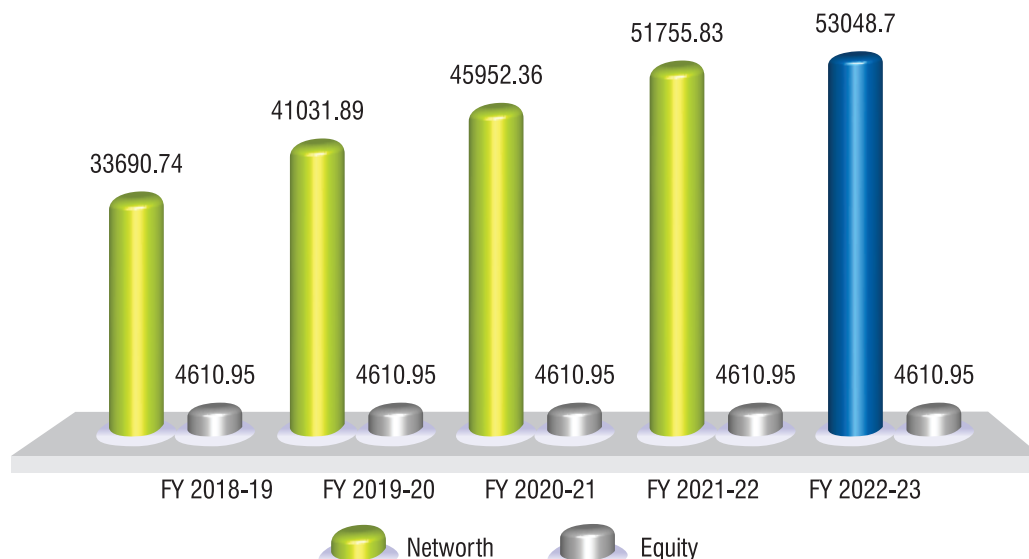
(In ₹ Lakhs)

### Profitability



(In ₹ Lakhs)

### Shareholders Fund

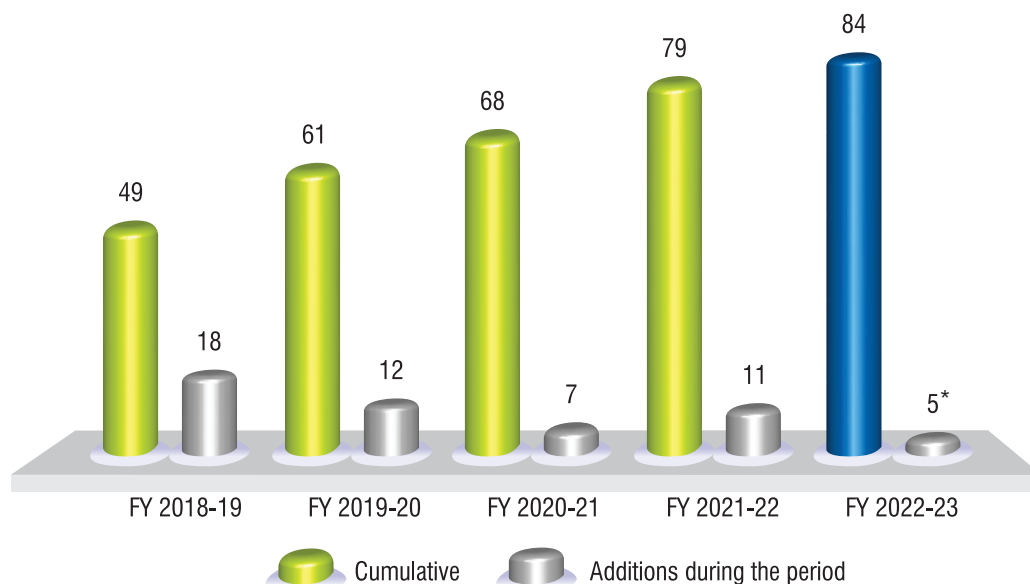




## KEY OPERATIONAL HIGHLIGHTS

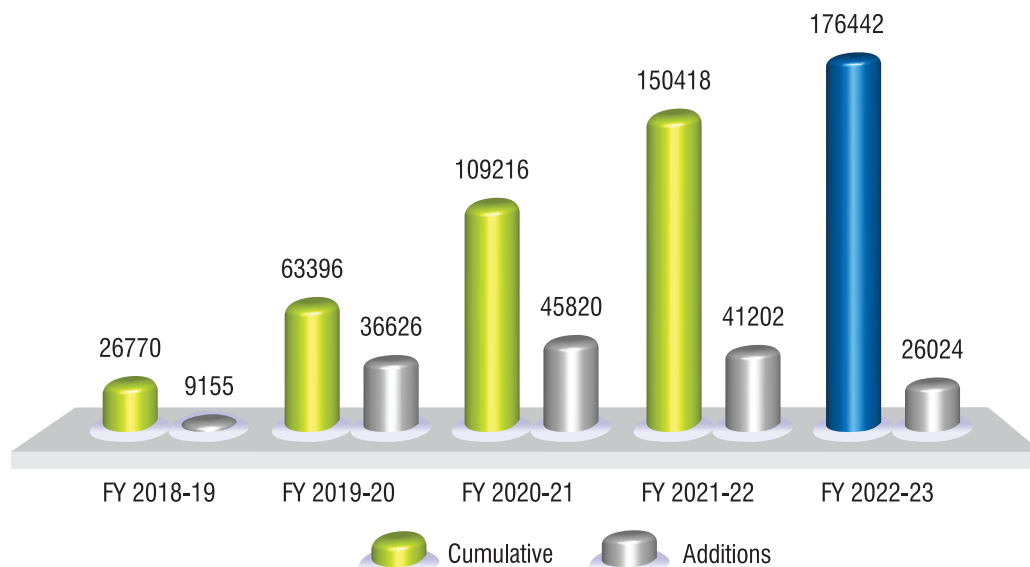
(Cumulative fig. in Nos.)

### CNG Stations

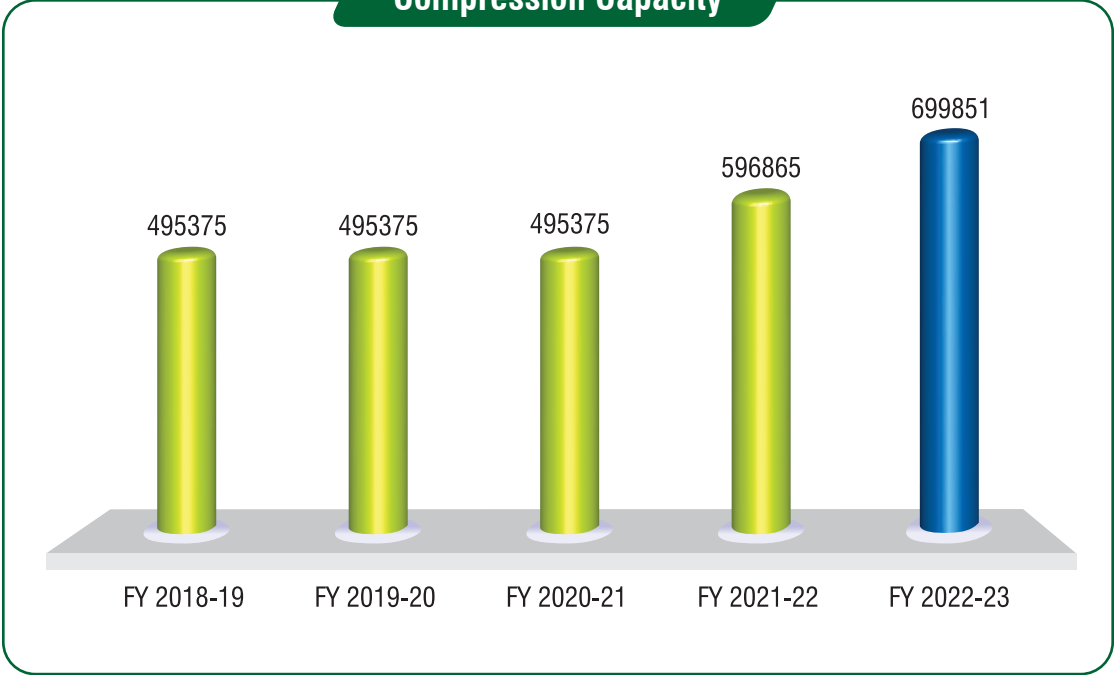


(Cumulative fig. in Nos.)

### PNG Connections (Domestic)



## KEY OPERATIONAL HIGHLIGHTS





## GREEN GAS LIMITED

### DIRECTORS' REPORT (For the year ended March 31, 2023)

To,

The Members,

Your Directors take great pleasure in presenting the 18<sup>th</sup> Annual Report, together with the Audited Financial Statements of your Company for the year ended March 31, 2023.

#### 1. NATURE OF BUSINESS

Green Gas Limited (GGL) is a Joint Venture Company of GAIL (India) Limited (GAIL) and IndianOil Corporation Limited (IndianOil). It is committed to supply safe and uninterrupted natural gas to domestic, commercial, industrial, and automotive sector at Lucknow, Agra, Unnao (except areas already authorized), Ayodhya and Sultanpur Geographical Areas (GAs) in Uttar Pradesh.

During the year under review, there was no change in the nature of the business of the Company.

#### 2. PERFORMANCE OF THE COMPANY (FINANCIAL REVIEW)

GGL's summarized financial performance is depicted below

(₹ in lakhs)

Items	For the Year 31-Mar-2023	For the Year 31-Mar-2022
Sales and Operating Income	87,939.28	52,346.03
Other Income	257.12	106.44
Total Income	88196.39	52,452.47
Cost of material consumed (Net of change in inventories)	60705.76	27,315.78
Excise Duty	9,155.46	5,484.30
Employee benefit expenses	1,055.01	937.55
Other expenses	8,308.51	7,000.02
Profit before Depreciation, Interest & Tax	8,971.66	11,714.82
Depreciation & Amortization Expenses	4,408.63	3,127.19
Finance Costs	2,162.74	164.89
<b>Profit before tax</b>	<b>2400.29</b>	<b>8,422.74</b>
Current tax	-307.75	1,417.01
Deferred tax	955.51	745.86
<b>Profit after tax</b>	<b>1752.53</b>	<b>6,259.87</b>





Items	For the Year 31-Mar-2023	For the Year 31-Mar-2022
Other comprehensive income net of tax	1.44	4.7
Total comprehensive income for the period	1753.97	6,264.57
Retained Earnings – opening balance	47144.88	41,341.41
Add : Profit for the period	1752.53	6,259.87
Profit available for appropriations	48897.41	47,601.28
<b>Appropriations:</b>		
Dividends	(461.1)	(461.1)
Transferred to general reserve		
Other comprehensive income recognized directly in retained earnings	1.44	4.70
Retained Earnings – closing balance	48437.75	47,144.88
Earnings per share (in ₹)	3.80	13.58
PBT % (of Turnover)	2.73%	16.09%
PAT Margin % (of Turnover)	1.99%	11.96%

**Note:**

1. There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.
2. Previous year figures have been regrouped / reclassified wherever considered necessary to correspond with current period classification /disclosures.

### 3. DIVIDEND

Your Company takes pride in being a consistent dividend-paying Company. For the FY 2022-23, based on the Company's performance, your Directors are pleased to recommend a Final dividend of 2.5% (₹ 0.25 per equity share of ₹ 10 each) subject to approval of shareholders. The said dividend on equity shares, if approved by shareholders, would involve a dividend payout of ₹ 115.25 Lakhs.

#### 4. TRANSFER OF UNCLAIMED DIVIDEND TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

In terms of the applicable provisions, there is no dividend which remains outstanding, or which remains to be paid and which requires to be transferred to the IEPF during the year.

## 5. RESERVE

Your Company has not transferred any amount to reserve. The Company proposes to retain the entire amount of profits in the Profit and Loss Account.





## GREEN GAS LIMITED

### 6. STATE OF COMPANY'S AFFAIRS

In its eighteenth year of operation, our revenues aggregated to ₹ 87,939.28 Lakhs, up by 68% from ₹ 52,346.03 Lakhs in the previous year 2021-22. Finance cost was increased to ₹ 2162.74 Lakhs in FY 2022-23 as against ₹ 164.89 Lakhs in the previous year due to remaining disbursal of balance Rupee Term Loan (RTL) sanctioned by HDFC Bank Ltd. and charge off interest on CAPEX funded through RTL already capitalized and assets put to use. Cost of material consumed increased to ₹ 60,705.76 Lakhs by 122% as compared to ₹ 27315.78 Lakhs which was 69.05 % & 52.19% of the turnover during the current year and previous year, respectively. The EBITDA during FY 2022-23 declined by 23% at ₹ 8971.66 lakhs which was ₹ 11714.82 lakhs during previous FY 2021-22.

During the FY 2022-23, the Company recorded Profit Before Tax of ₹ 2400.29 Lakhs, as compared to Profit Before Tax of ₹ 8422.74 Lakhs during the FY 2021-22. Net profits after tax stood at ₹ 1752.53 Lakhs in FY 2022-23 as against ₹ 6259.87 Lakhs in the previous year. Despite rising input costs, the Company was able to generate profits through effective long-term gas procurement and cost optimization.

Our principal sources of liquidity are cash and cash equivalents and the cash that we generate from our operations. Backed by revenue growth and strong financial discipline, we continued to generate cash flows to meet our strategic and operational requirements. We understand that liquidity in the Balance Sheet has to balance between earning adequate returns and the need to cover financial and business requirements. Liquidity enables us to be agile and ready for meeting unforeseen strategic and business needs. We believe that our working capital is sufficient to meet our current requirements.

PAT margin has fallen to 1.99 % in FY 2022-23, as compared to 11.96 % in FY 2021-22. This was mainly due to the squeezed Profit margin on account of higher input prices, an increase in Operation & Maintenance expenses, impact of interest on borrowings and change in the gas allocation policy by the Government for CNG & PNG (domestic) segment. Disruptions in the global supply chain with the geopolitical disturbances led to steep run-up in Gas prices. The impact of the same was witnessed on the Company margins as the entire cost escalation could not be passed on to the customers.

Despite several leaps and bounds, we exited the year with positive momentum, recording our highest ever revenue.

### 7. PERFORMANCE HIGHLIGHTS

In light of the changing regulatory and legal environments, the Company's performance has been satisfactory.

#### A. Sales Performance

Your Company registered robust growth of 20% in Annual CNG Sales (in Kg) during the year as compared to last financial year despite steep rise in the natural gas price during the year. In terms of annual PNG sales, the company continues to record exceptional double-digit growth of 49% (in SCM).



## B. Business Performance

(i) **Compressed Natural Gas (CNG)** - During FY 2022-23, new CNG stations were added thereby increasing the total no. of CNG Stations to 84 as against 79 CNG stations till FY 2021-22, registering a growth of 6%. Given the limited availability of land from government agencies, the company has also taken the initiative to establish CNG stations under the Dealer Owned Dealer Operated (DODO) model. Your company is in discussions with different landowners, OMCs, and others to identify and commission new CNG stations across GAs.

(ii) **Piped Natural Gas (PNG):**

a) **Domestic Connections:**

During the year, your Company has reported growth of 17% in PNG domestic connections, from 1,50,418 in previous year to the present 1,76,442. This rise in customer base was accomplished by ongoing network expansion and other infrastructure development operations. New clients were added, broadening the demand base.

b) **Industrial & Commercial (I & C) Connections:**

During the year, the Commercial & Industrial customer reported growth of 10% from 125 in previous year to the present 138.

## C. Network Expansion

Your Company has, during the year, undertaken activities for network expansion in Lucknow, Agra & Ayodhya G.A.s to cater to the demand of existing customers as well as considering future requirements. MDPE pipeline network grew by 17%, with a total of 9,166 Inch-Kms at the end of FY 2022-23 compared to a total of 7,814 Inch-Kms at the start of the year. The CS pipeline network increased by 57%, reaching 1575 Inch-Kms at the end of FY 2022-23, up from 1000 Inch-Kms at the start of the year.

## 8. CAPITAL EXPENDITURE AND WORKING CAPITAL MANAGEMENT

Your Company has gross block of PPE of ₹ 839.03 crores with net balance of ₹ 707.53 crores as on March 31, 2023. During the FY 2022-23, assets amounting to ₹ 162.47 crores were added/capitalized. Financing arrangement already made for Rupee Term Loan of ₹ 500 crores for funding the ongoing and future capex requirements of the Company are under draw down. Work is in various stages of progress with ₹ 388.73 Crores towards capital inventory/ projects under construction including interest during construction. Prudent financial management and profitability contributed to a strong balance sheet. Working capital has returned to normal, resulting in high cash levels.

Your Company for augmenting funds for CAPEX needs has taken disbursal out of the Rupee Term Loan sanctioned by HDFC Bank Ltd. and the total disbursal at close of the year stood at ₹ 481.47 crores. During the COVID-19 Pandemic period, it has not availed any moratorium on any of its payments to the institutions. Banks and Financial Institutions continue their unstinted support in all aspects and the Board records its appreciation for the same.





## EVENTS AT A GLANCE



Shri Manoj Jain, then CMD, GAIL (India) Ltd. on commencement of CNG supply at Ratan Khand CNG Mother Station, Lucknow



Shri Sandeep Kumar Gupta, CMD, GAIL (India) Ltd. on commencement of CNG supply at Transport Nagar CNG Mother Station, Lucknow



Har Ghar Tiranga campaign organised in premises of GGL.





## 9. FUTURE OUTLOOK

The growth in demand for CNG and PNG is expected to continue, and the company is preparing to grab this opportunity by significantly investing in the infrastructure in the city of Lucknow, Agra, Ayodhya and Sultanpur and Unnao in the state of Uttar Pradesh. In PNG domestic segment, the Company is working aggressively to meet the high target.

Your Company has aggressive plans to expand in GAs of Unnao (part) District and Ayodhya & Sultanpur Districts in Uttar Pradesh in addition to the existing GAs Lucknow and Agra. Business plan has been prepared through M/s SBI Caps with inputs from M/s MECON for 25 years infrastructure planning based on demand projections and network simulations.

Increase of factory fitted CNG engines by leading OEM players & considerable increase in number of CNG stations has given a big boost to the CNG sector in the cities. The convenience associated with PNG has already established it as the preferred fuel with its demand growing exponentially in domestic, commercial as well as industrial segments. Due to strict enforcement of the norms by various statutory authorities deterring use of polluting fuels by industries due to environmental concerns, the usage of Natural Gas while utilizing the existing City Gas Distribution network is bound to grow.

Also, GGL is continually interacting with major builders and developers to provide PNG facility in their upcoming residential projects. New high volume industrial & commercial customers will continue to be the target for achieving higher growth by your company. In CNG, GGL is intending to expand its CNG customer base & serve them effectively by setting up more CNG stations and by encouraging petrol/diesel vehicles to convert to CNG. Company is exploring DODO/FDODO models for installing CNG stations at strategic locations across its geographical areas. It is expected that these efforts will boost our CNG volume.

Your Company is participating under SATAT (Sustainable Alternative towards Affordable Transportation) initiative of MoPNG & intended to enter into a tripartite agreement with GAIL (India) Limited and other entrepreneurs who offered bids to establish CBG plants under SATAT initiative.

The endeavour of your Company is to create value for its customers and stakeholders. Your company is putting thrust on digitization and automation of services and operations for customers for enhancing the operational efficiency in the processes with cost optimization.

Your Company shall also be focusing on preparing the next line of leadership and developing capabilities to realize the strategic direction that has been envisioned. Your Company is continuously exploring new business opportunities which have the potential to offer a future growth engine and substantially add to the portfolio.

CNG is an excellent alternative source of fuel for driving the Automotive industry. There has been strong growth in this sector in India as CNG is being looked at as a replacement for Petrol and Diesel. Many segments like OEMs and the Government working towards a strong sustainable future.

We are bringing to our business the experience of yesterday, addressing the challenges of today and reinforcing our commitment to build a better tomorrow.





## EVENTS AT A GLANCE



Observing Swachhata Pakhwada in GGL.



Shri Deepak Gupta, Chairman GGL at Inaugural event of Taj Mahotsav at Agra.



Observing Vigilance Awareness Week in GGL.



International Day of Yoga celebration.



**10. PUBLIC DEPOSITS**

Your Company has not accepted any Deposits in terms of the provisions of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount of principal or interest payment was outstanding as on the Balance Sheet date.

**11. CHANGES IN SHARE CAPITAL**

The Authorized share capital of your Company as on March 31, 2023 is ₹ 103,00,00,000/- (Rupees One Hundred Three Crores only) consisting of 10,30,00,000 (Ten crore Thirty Lakhs) equity shares of ₹ 10/- each. The paid up and subscribed share capital of the Company as on March 31, 2023 is ₹ 46,10,95,000/-. There was no change in Authorized share capital and Paid-up share during FY 2022-23.

Your Company has appointed National Securities Depository Limited (NSDL) as a Depository and KFin Technologies Limited (formerly known as KFin Technologies Private Limited) as a Registrar and Transfer Agent (RTA).

**12. EQUITY SHARE WITH DIFFERENTIAL RIGHTS, EMPLOYEES STOCK OPTION, SWEAT EQUITY SHARES**

Your Company has not issued any shares with differential voting rights or sweat equity or ESOPS.

**13. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES COMPANIES**

Your Company does not have Subsidiaries, Joint Ventures and Associate Companies.

**14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Your Company did not give any other loans or guarantees, provide any security or make any investments as covered under Section 185 and 186 of the Companies Act, 2013.

**15. ANNUAL RETURN**

As required under the provisions of the Companies Act, 2013, the Annual Return is available on the Company's website [www.gglonline.net](http://www.gglonline.net)

**16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

Particulars of Transactions with related parties during the financial year are disclosed in Note No. 36 of the Financial Statements. These transactions entered were on arm's length basis and in ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management, Key Managerial Personnel or their relatives, which could have had a potential conflict with the interests of the Company at large.

Form AOC-2, containing the note on the aforesaid related party transactions is enclosed as **Annexure-A**.

**17. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars of Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo under the provisions of Section 134(1) (m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014, are appended as **Annexure-B**.







## GREEN GAS LIMITED

### 18. PARTICULARS OF EMPLOYEES UNDER COMPANIES ACT, 2013

No employee was in receipt of remuneration exceeding the threshold as set out under section 197 (12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### 19. CORPORATE SOCIAL RESPONSIBILITY

Social and Environmental responsibility has always been at the forefront of Company's philosophy and as a result the Company consistently contributes to socially responsible activities. Company's Corporate Social Responsibility Policy is deep rooted in the Company's core values of quality, reliability and trust. CSR activities are carried out with the sole philosophy of giving it back to the society.

CSR ethos are motivated by the belief that small steps lead to meaningful change in people's lives. This belief has led to targeted efforts by the organisation for the communities revolving around Health, Education, Skill and Development, Sanitation, Environment and other humanitarian causes. Your Company being a responsible corporate entity has been continuously contributing to social developments and our CSR initiatives are focused at delivering maximum value to the society. Company's approach to CSR has been more than just compliance.

During the year, ₹ 173.44 Lakhs were spent as against amount of ₹ 173.42 lakhs required to be spent on various CSR activities.

The Company has complied with the provisions of Section 135 of the Companies Act, 2013 and all its subsequent amendments. The brief outline of the Company's Corporate Social Responsibility (CSR) policy and the CSR initiatives undertaken during the year under review are set out in **Annexure-C** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

The CSR policy is available on website. (Url: <https://gglonline.net/wp-content/uploads/2023/01/CSR-Policy.pdf>)

### 20. DIRECTORS & KEY MANAGERIAL PERSONNELS

The Board of Directors of your company is comprised of the following Directors, as on March 31, 2023:

S.No.	Name of Directors	DIN	Designation
1	Shri Deepak Gupta	09503339	Chairman, Non-Executive & Non-Independent Director
2	Shri Sandeep Jain	09792777	Non-Executive & Non-Independent Director
3	Shri J. P. Singh	09419382	Managing Director
4	Shri Sharat Kumar	08758450	Director (Commercial)
5	Shri S. L. Raina	02766927	Independent Director
6	Smt. Usha Gupta	07206974	Independent Director

The following changes have taken place in the Directors of your Company during FY 2022-23 and till the date of this Report:



- 
- A decorative graphic consisting of five colored squares: a light blue square, a dark green square, a light green square, a white square, and a medium green square, arranged in a scattered pattern.





## ACTIVITIES UNDER CSR INITIATIVES



Donated Water Cooler with Purifier for General Public



CNG Kit Fitment Technician Program by ASDC



Distribution of School bag convertible into a study table to Government Schools



Skill & Entrepreneurship Development Vocational Training Program







Organizing Health camps



Distribution of Winter wear.





## GREEN GAS LIMITED

- i) Shri S. L. Raina (DIN: 02766927) was appointed as an Independent Director (Category-Non-Executive) of the Company for a first term of three consecutive years commencing from September 4, 2020. Accordingly, the first term of office of Shri S. L. Raina as an Independent Director of the Company is due to expire on September 3, 2023.

The Board of the Company, based on the recommendation of the Nomination & Remuneration Committee (NRC) and the results of the performance evaluation carried out by the NRC and the Board, has recommended the re-appointment of Shri S. L. Raina as Non-Executive Independent Director for a second term of three consecutive years commencing from the ensuing 18th Annual General Meeting for three years to the Members for approval through a special resolution. Shri S. L. Raina confirms the criteria of independence prescribed under the Companies Act, 2013.

Shri S. L. Raina is registered in the data bank maintained by the Indian Institute of Corporate Affairs ("IICA") and stated to be exempted from appearing in the proficiency test conducted by IICA. The Board, based on the recommendation of the NRC and considering the skills, experience, and acumen possessed by Shri S. L. Raina, is of the opinion that he is a person of integrity and possesses the relevant expertise and experience (including proficiency) to continue as an Independent Director of the Company and is Independent of the Management of the Company. Pursuant to Section 149 (6) of the Companies Act, 2013, the Company has received the declaration of independence from Shri S. L. Raina. A resolution seeking shareholders' approval for the re-appointment of Shri S. L. Raina as an Independent Director forms part of the Notice of the AGM.

- j) Smt. Usha Gupta (DIN: 07206974) was appointed as an Independent Director (Category: Non-Executive, Woman Director) of the Company for a first term of three consecutive years commencing from October 21, 2020. Accordingly, the first term of office of Smt. Usha Gupta as an Independent Director of the Company is due to expire on October 20, 2023.

The Board of the Company, based on the recommendation of the NRC and the results of the performance evaluation carried out by the NRC and the Board, has recommended the re-appointment of Smt. Usha Gupta as Non-Executive Independent Director for a second term of three consecutive years commencing from October 21, 2023, up to October 20, 2026, to the Members for their approval through a special resolution at the ensuing AGM (prior to expiry of his term).

Smt. Usha Gupta confirms the criteria of independence prescribed under the Companies Act, 2013. Smt. Usha Gupta is registered in the data bank maintained by the IICA and informed to falling in exempted category for passing the online proficiency self-assessment test conducted in accordance with the provisions of Section 150 of the Act read with the applicable rules made thereunder. The Board, based on the recommendation of the NRC and considering the skills, experience, and acumen possessed by Smt. Usha Gupta, is of the opinion that she is a person of integrity and possesses the relevant expertise and experience (including proficiency) to continue as an Independent Director of the Company and is Independent of the Management of the Company. Pursuant to Section 149 (6) of the Companies Act, 2013, the Company





## ACTIVITIES UNDER CSR INITIATIVES



Toilet Renovation at Government Schools



Providing financial assistance to Mobile Healthcare Unit.



Providing School-Kit to students and infrastructure to School.





## GREEN GAS LIMITED

has received the declaration of independence from Smt. Usha Gupta. A resolution seeking shareholders' approval for the re-appointment of Smt. Usha Gupta as an Independent Director forms part of the Notice of the AGM.

Your Company placed on record its sincere appreciation for the services rendered by Shri Sujoy Choudhury, Shri K. B. Singh and Shri Sharat Kumar during their tenure as a Director of the Company.

The Additional Directors are appointed to hold office upto the ensuing Annual General Meeting. The said appointments are subject to approval of members at the ensuing Annual General Meeting. The Company has received notices under Section 160 of the Companies Act, 2013 proposing their appointment as Directors of the Company.

The Nomination & Remuneration Committee has commended the appointment of Shri Deepak Gupta, Shri Sandeep Jain and Shri Rajkishor Behera as Directors of the Company. Being eligible, they have offered themselves to be appointed as Director of your Company.

During the year, all the Independent Directors have given declarations stating that, they meet the criteria of independence as contemplated under Section 149(6) read with Schedule IV to the Companies Act, 2013 and they have registered their names in the Independent Directors' Databank to qualify themselves to be appointed as Independent Director under the provisions of the Companies Act, 2013 and the relevant rules and the same were taken on record by the Board. In the opinion of the Board of Directors, Independent Directors appointed during the year have required integrity, expertise, and experience.

In accordance with the provisions of the Companies Act, 2013, none of the directors, being eligible to retire by rotation at the forthcoming Annual General Meeting, thus has not offered for re-appointment.

Brief Profile of Directors proposed to be appointed/re-appointed is provided in the Notice convening the Annual General Meeting for reference of the shareholders.

None of the Directors are disqualified under Section 164(2) of the Companies Act, 2013, from being appointed as a Director of the Company.

During the FY 2022-23, pursuant to Section 203 of the Companies Act, 2013, the key managerial personnel namely Shri J. P. Singh continues to act as Managing Director, Shri Sharat Kumar continues to act as Whole-time Director designated as Director (Commercial), Shri Amit Maheshwari as Chief Financial Officer and Shri Nikit Rastogi as Company Secretary. However, after the cessation of Shri Sharat Kumar as Director (Commercial) on May 04, 2023, Shri Rajkishor Behera has been nominated as Key Managerial Personnel.

There being no other change in Directors and Key Managerial Personnel during the year.

### 21. MANAGERIAL REMUNERATION

During the year, the Managing Director and Whole-time Director [holding the office of Director (Commercial)] of the Company are paid remuneration as per the Secondment policy of their respective parent companies namely GAIL and IndianOil.





The Company has not paid any remuneration to Non-Executive Directors (except Independent Directors) for attending meetings during the FY 2022-23.

At present, the Board has fixed the sitting fee of ₹ 25,000 and ₹ 15,000 for attending each Board Meeting and Committee/ Sub-Committee/ Separate Meeting respectively for the Independent Directors.

The Company's policy on directors' and key managerial personnel remuneration and other matters provided in Section 178(3) of the Act is available on the Company's website at <https://gglonline.net/wp-content/themes/greengas/images/GGL%20Nomination%20&%20Remuneration%20Policy.pdf>

## 22. ANNUAL PERFORMANCE EVALUATION

The Company has adopted a policy that provides a due process for performance evaluation of the board of directors. The Annual Performance Evaluation for the year was conducted for all Board Members as well as the working of the Board and its Committee. This evaluation was led by the Chairman of the Company with specific focus on the performance and effective functioning of the Board. The Board evaluation framework has been designed in compliance with the requirements under the Companies Act, 2013. The Board evaluation was conducted through a questionnaire having qualitative parameters and feedback based on the ratings. Thus, inputs were sought from all the directors based on criteria such as board composition and structure, effectiveness of board processes, information and functioning, etc.

The Board of Directors carried out the evaluation of every Director, Committees of Board, and the Board as a whole, based on the laid down criteria of performance evaluation. The results of such an evaluation were discussed in the Board Meeting, Nomination & Remuneration Committee Meeting and Separate Meeting of Independent Directors and noted with satisfaction.

## 24. BOARD MEETINGS

The Board of Directors meets at regular intervals to discuss and decide on the Company's operations, policies, and strategy apart from other Board business. The Board and Committee Meetings are pre-scheduled and a schedule of each of the Board and Committee Meetings is disseminated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the Board's approval is either taken by passing resolution by circulation, as permitted by law, which is noted and confirmed at the subsequent Board Meeting or meeting is called at a shorter notice. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

Six (6) Board Meetings were held during the year ended March 31, 2023 i.e., on May 11, 2022; June 9, 2022; September 3, 2022; September 24, 2022; December 7, 2022 & February 24, 2023. The gap between any two meetings did not exceed one hundred and twenty days. During the year, all the Directors were allowed/given option at their discretion to join the Board Meetings through VC/OAVM.





## GREEN GAS LIMITED

The details of the attendance of each Director at the Board Meetings are given below:

Name of Director	No. of Board Meeting held in their period	No. of Board Meeting attended
Shri Sujoy Choudhury <sup>1</sup>	4	4
Shri K. B. Singh <sup>2</sup>	4	2
Shri J. P. Singh	6	6
Shri Sharat Kumar <sup>3</sup>	6	6
Shri S. L. Raina	6	6
Smt. Usha Gupta	6	6
Shri Deepak Gupta <sup>4</sup>	2	2
Shri Sandeep Jain <sup>5</sup>	2	2

1. Ceased to be a Director effective November 16, 2022.
2. Ceased to be a Director effective September 28, 2022.
3. Ceased to be a Director effective May 04, 2023.
4. Appointed as an Additional Director (Non-Executive) & Chairman effective September 28, 2022.
5. Appointed as an Additional Director (Non-Executive) effective November 16, 2022.

### 24. COMMITTEES OF THE BOARD

The Board Committee play a crucial role in the governance structure of the Company and has been constituted to deal with specific areas / activities as mandated by applicable regulation, which concern the Company and need a closer review. The Board Committee is set up under the formal approval of the Board to carry out clearly defined roles which are to be performed by Members of the Board. The Board is informed about the summary of the discussions held in the Committee Meetings. The Minutes of the meetings of Committee is placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate. The Company Secretary acts as a Secretary to the Committees.

Although your Company is an Unlisted Joint Venture Company, it is not required to appoint Independent Directors but, as a part of corporate governance, it has on its Board appointed two Independent Directors.

#### a) Audit Committee

The Audit Committee consists of three Non-Executive Directors of whom two are Independent Directors. The Chairperson of the Committee is a Non-Executive Independent Director. The term of reference of the Audit Committee includes matters specified in Section 177 of the Companies Act, 2013. The Audit Committee has been constituted/re-constituted during the year. The constitution of the Audit Committee as on March 31, 2023\*:-



Name of Director	Designation	Role in Committee
Smt. Usha Gupta	Independent Director	Chairperson
Shri S. L. Raina	Independent Director	Member
Shri Sandeep Jain	Additional Director	Member
Shri K. B. Singh*	Director	Member

\* Committee was re-constituted on December 27, 2021, comprising Smt. Usha Gupta as Chairperson and Shri S. L. Raina and Shri K. B. Singh as Members. Subsequently, on cessation of Shri K. B. Singh as Director, the Committee was re-constituted with above composition on December 7, 2022.

During the financial year ended March 31, 2023, five (5) Audit Committee meetings were held on May 11, 2022; June 9, 2022; August 22, 2022; September 22, 2022; February 17, 2023. The attendance of the Members of Audit Committee Meetings was as follows: -

Name of Members	No. of Board Meeting held in their period	No. of Meeting attended
Smt. Usha Gupta	5	5
Shri S. L. Raina	5	5
Shri Sandeep Jain	1	1
Shri K. B. Singh	4	4

**b) Nomination and Remuneration Committee ('NRC')**

The Nomination & Remuneration Committee ('NRC') consists of three Non-Executive Directors of whom two are Independent Directors. The Chairman of the Committee is a Non-Executive Independent Director. NRC act in accordance with terms of reference as per provisions of the Companies Act, 2013. The Committee has been constituted/re-constituted during the year. The constitution of the NRC as on March 31, 2023\*:-

Name of Director	Designation	Role in Committee
Shri S. L. Raina	Independent Director	Chairperson
Smt. Usha Gupta	Independent Director	Member
Shri Deepak Gupta	Additional Director	Member

\* Committee was re-constituted on March 30, 2022, comprising Shri S. L. Raina as Chairperson and Smt. Usha Gupta and Shri Sujoy Choudhury as Members. Subsequently, on cessation of Shri Sujoy Choudhury as Director, the Committee was re-constituted with above composition on December 7, 2022.



## GREEN GAS LIMITED

During the financial year ended March 31, 2023, three (3) NRC meetings were held on June 9, 2022; September 3, 2022 & February 22, 2023. The attendance of the Members of Committee Meetings was as follows: -

Name of Members	No. of Board Meeting held in their period	No. of Meeting attended
Shri S. L. Raina	3	3
Smt. Usha Gupta	3	3
Shri Deepak Gupta	1	1
Shri Sujoy Choudhury	2	2

### c) Corporate Social Responsibility Committee

The power, role, and terms of reference of the Corporate Social Responsibility (CSR) Committee covers the areas as contemplated under Section 135 and Schedule VII of the Companies Act, 2013, based on other terms as defined by the Board of Directors. The Minutes of each Corporate Social Responsibility Committee Meeting are placed at the subsequent meeting of the Committee and the Board. There is no change in the composition of committees during the year.

The constitution of the CSR Committee as on March 31, 2023:-

Name of Director	Designation	Role in Committee
Smt. Usha Gupta	Independent Director	Chairperson
Shri S. L. Raina	Independent Director	Member
Shri J. P. Singh	Managing Director	Member

During the financial year ended March 31, 2023, four (4) CSR meetings were held on June 9, 2022; August 10, 2022; December 31, 2022 & March 29, 2023. The attendance of the Members of Committee Meetings was as follows:

Name of Members	No. of Board Meeting held in their period	No. of Meeting attended
Smt. Usha Gupta	4	4
Shri S. L. Raina	4	4
Shri J. P. Singh	4	4

Besides the above, the Share Transfer Sub-Committee consists of the Managing Director and Director (Commercial). The committee meets as per the requirement. No meeting was held during the year.





## GLIMPSES OF ANNUAL GENERAL MEETING



17<sup>th</sup> Annual General Meeting held on 27.09.2022 at Lucknow



Board Meetings



Interaction of Directors with GGL Employees.







## GREEN GAS LIMITED

Further, a separate meeting of Independent Directors was held on September 27, 2022, which, inter alia, reviewed the performance of Non-Independent Directors, the Chairman of the Company and the Board and assessed the quality, quantity, and timeliness of the flow of information between the Company, Management and the Board that is necessary for the Board to perform their duties effectively and reasonably.

### 25. GENERAL MEETINGS

The details of last three Annual General Meeting held are as follows:

Financial Year	Meeting	Day, Date & Time	Venue of Meeting	Special Resolution(s) Passed, if any
2020-21	15 <sup>th</sup> AGM	Monday 28.09.2020 3.00 P.M.	Through Video Conferencing (VC)	Yes
2021-22	16 <sup>th</sup> AGM	Wednesday 22.09.2021 11.00 A.M.	Hotel Renaissance, Gomti Nagar, Lucknow	Yes
2022-23	17 <sup>th</sup> AGM	Tuesday 27.09.2022 11.00 A.M.	Hotel Renaissance, Gomti Nagar, Lucknow (With option of Video Conferencing)	Yes

No Extraordinary General Meeting (EGM) was held during FY 2022-23.

### 26. SECRETARIAL STANDARDS OF ICSI

Your Company follows the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government.

### 27. AUDITORS

The matters related to Auditors and their reports are as under:

#### a) STATUTORY AUDITOR

M/s Asija & Associates LLP, Chartered Accountants, Lucknow are appointed by Comptroller and Auditor General ('C&AG') of India as Statutory Auditors of the Company for the audit of FY 2022-23. The Statutory Auditors of the Company have given unqualified report. The comments referred to in the Auditors' Report are self-explanatory and therefore do not call for any further explanations.

C&AG of India had decided not to conduct a supplementary audit under Section 143(6)(a) of the Companies Act, 2013 on the financial statements of your Company for the year ended March 31, 2023. Review & comments of C&AG of India on Company's financial statements for FY 2022-23 forms part of the Financial Statements.



**b) SECRETARIAL AUDITOR**

The Board of Directors has appointed M/s Sachi Hem & Associates, Practicing Company Secretary, Lucknow, as Secretarial Auditor of the Company for FY 2022-23. Secretarial Audit Report for the financial year ended March 31, 2023, is enclosed as **Annexure-D**.

The comments made by the Secretarial Auditor in their report are self-explanatory and do not call for any further explanations except which is stated below.

Regarding filing of Charge for Non-Fund based limit from HDFC Bank Ltd. for ₹ 165 crores viz-a-viz accepted limit of ₹ 110 crores which is duly rectified, it is informed that discrepancy pertaining to sanctioned limit by Bank viz-a-viz accepted limit by Company in the loan documentation executed were brought to HDFC Bank's attention; it was taken up by the Company and corrected by the Bank. As a result, rectification in Charge was electronically submitted.

**c) COST AUDITOR**

Your Company has appointed M/s K. B. Saxena & Associates, Lucknow as Cost Auditors for the FY 2022-23. Cost Audit Report will be filed within the period stipulated under the Companies Act, 2013.

The Board of Directors has appointed M/s. R. M. Bansal & Co. Cost Accountants as the Cost Auditors of the Company for the FY 2023-24. The remuneration proposed to be paid to the Cost Auditors is subject to ratification by the members at the ensuing Annual General Meeting of the Company.

Accordingly, a resolution seeking members' ratification for the remuneration payable to M/s. R. M. Bansal & Co., Cost Auditor is included in the notice convening the Annual General Meeting.

**d) INTERNAL AUDITOR**

Internal Audit of your Company is carried out by reputed external professional firm covering major business operations, which ensures the effectiveness of existing processes, controls, and compliances.

The Board had appointed M/s S. N. Kapoor & Associates., Chartered Accountant, Lucknow as Internal Auditor for the FY 2022-23. They have conducted internal audit of FY 2022-23 and submitted their Internal Audit Report.

**28. REPORTING OF FRAUDS BY AUDITORS**

Pursuant to provisions of Section 143 (12) of the Companies Act, 2013, the Auditors have not reported any incident of fraud during the year under review.

**29. DISCLOSURE FOR MAINTENANCE OF COST RECORDS UNDER THE COMPANIES ACT, 2013**

The Company has maintained cost accounting records as prescribed u/s 148 of the Companies Act, 2013.





## HEALTH SAFETY & ENVIRONMENT



Observance of the National Safety Week



Off Site Mockdrill at Agra GA.



Off Site Mockdrill at Lucknow GA.



Observation of Environment Day 5<sup>th</sup> June 2022.



STC Training for All Outsourced Employees at LKO GA



### 30. VIGIL MECHANISM

Your Company has established a “Vigil Mechanism” for its Employees and Directors, for enabling them to come forward and raise their genuine concerns or grievances pursuant to section 177 (9) of the Companies Act, 2013 and rules made there under.

To this effect, the Board has adopted a ‘Whistle Blower Policy’ (WBP). The policy inter-alia provides safeguards against victimization of the Whistle Blower. The details of the Whistle Blower Policy are available on the website of the Company [www.gglonline.net](http://www.gglonline.net). During the Financial Year under review, no complaint has been made by the Directors and Employees of the Company. During the Financial Year under review, no employee was denied access.

The Central Vigilance Commission (CVC) provisions/guidelines shall also mutatis-mutandis applies to the Company. In compliance to Office Memorandum of MoPNG, Vigilance function of your Company has been assigned to Chief Vigilance Officer (CVO), GAIL (India) Ltd.

### 31. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has put in place an adequate system of internal audit and internal control commensurate with its size and nature of its business and continuously focus on strengthening its internal control processes. These systems provide a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company, and ensuring compliance with corporate policies.

Your Company has engaged the services of an independent professional to carry out the internal audit and ensure that recording and reporting are adequate and proper, that the internal controls exist in the system and that sufficient measures are taken to update the internal control system. The system also ensures that all transactions are appropriately authorised, recorded, and reported.

M/s Asija & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company have issued report on Internal Financial controls over financial reporting u/s 143 (3)(i) of the Companies Act, 2013.

### 32. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

Your Company has Risk Management System in place including the Risk Policy & identification of the Risks which are reviewed periodically. The Risk Management Policy, inter alia, includes identification therein of elements of risk, including those which in the opinion of the Board may threaten the existence of the Company. The Company has also Risk Management Committee which periodically reviews & monitors various identified risk.

Your Company has put in place the mechanism to inform the Board Members about the risk assessment and minimization procedures, and periodical review to ensure that executive management controls risk by means of a properly identified framework.







GREEN GAS LIMITED

## CELEBRATIONS



Celebrating GGL Day



Celebrating Independence Day



Celebrating Republic Day





### 33. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013

Your Company has complied with the provision relating to the constitution of Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the Year 2022-23, no complaints were received.

### 34. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

There are no significant and material orders passed by the Courts or Tribunals impacting the going concern status and the Company's operations in the future.

### 35. HEALTH, SAFETY, AND ENVIRONMENT MANAGEMENT

Your Company is committed to adhere highest priority to Health, Safety, & Environment of the employees and stakeholders in the core business i.e. the uninterrupted supply of the compressed Natural Gas to maintain Eco friendly environment for the common people of the society as well as further to improve health condition of women in the society with the distribution of safe and reliable PNG, the cooking gas/ domestic and commercial fuel to Industries and other Business of the society.

Your Company, to achieve the business objective, lay, build, operate, and maintain the pipeline and associated systems with highest reliability and dedication to fulfil the requirement of customers in Lucknow, Agra, Ayodhya, Sultanpur & Unnao (part) and its adjoining areas.

Your Company is adhering to guidelines of Integrated management system of ISO 45001:2018 for Occupational Health Safety Management System, ISO 14001:20015 for Environment Management System and ISO 9001:2015 for Quality Management System. The company has a certified Integrity Management System as per PNGRB standard for ensuring the integrity of our systems. In line with HSE Policy and other requirements, the Company has conducted Internal Safety Audit, External Safety Audit T4S under the guideline of PNGRB, to ensure safe operation of the process, storage, and handling of the entire system. The company has also developed certified ERDMP as per ERDMP regulations.

Your Company has developed MIS and encouraged the employees to report unsafe condition/unsafe practices as well Near Miss for investigation and based on Corrective action further to reduce the risk in the process and at workplace.

In addition, various promotional and informational awareness dissemination on activities like poster making contest, Essay writing contest, Quiz contest were organized for the employees and their families 's member to motivate the working people and stakeholders to improve the safe culture.

To check the efficacy and preparedness of the key personnel to act in the event of an emergency, On-Site and Off- side mock drills are conducted periodically as per norms of PNGRB.





## GREEN GAS LIMITED

Your Company is promoting the business consistency as a socially responsible and corporate citizen and therefore ensures uninterrupted and safe supply of CNG to the consumers. However, Gas distribution system is paid special attention with continuous monitoring to ensure healthy condition of the pipelines and allied system.

Your Company is consistently monitoring the compliance of legal/statutory norms like the PESO Acts & Rules, the Factories Acts & Rules, the PNGRB Acts & Rules, the Environment Protection Acts & Rules, and such other applicable Acts, Rules and Regulations enacted by the State and the Central Govt. authorities.

The vision of the Company is to achieve the business excellence by adopting the best practices of the international/standard of Health Safety & Environment.

### 36. HUMAN RESOURCES

Your Company believes that Employee quality is the key to its success. In light of this, it is committed to providing them with skills that will allow them to keep up with technological advancements.

The Company employs professionals to ensure that its operations are fully compliant with local and national regulations, agreements, relevant manuals, and operational requirements. The Company enters into agreements with third-party manpower and service organisations to supply contract workers for services such as Security, Forecourt etc. at its CNG Mother Stations.

Employee learning and development is a key determinant in the Company's policy for achieving organisational goals. During the Financial Year, our employees were provided trainings in technical skills, behavioural skills, business excellence and general management. The training processes include web-based training modules as well as other mandatory Fire, Safety and general functions courses.

Considering Employees' Health and Safety, as well as advisories, orders, and directions issued by State and Central Governments to limit the novel Corona Virus, adequate safety measures were implemented to protect GGL employees and associated staffs deployed at its various locations. During the Financial Year, annual preventive health check - ups for employees were organised.

Your Company's permanent employee strength stood at 65 as on March 31, 2023, with total no. of 4-woman employees. The Salary Revision is implemented in the Company w.e.f. January 01, 2022.

### 37. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a) the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year.
- b) the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.



## 38. CORPORATE GOVERNANCE

Your Company's philosophy on the Corporate Governance is:

- a) To ensure transparency, high degree of disclosure and adequate control system,
- b) To ensure that the decision-making process is systematic and rational,
- c) To ensure full commitment of the Management to maximize shareholders value, and
- d) To ensure that the employees of the Company subscribe to the corporate values and apply them in their conduct.

### 39. DIRECTORS' RESPONSIBILITY STATEMENT PURSUANT TO SECTION 134(5) OF THE COMPANIES ACT, 2013

Pursuant to the requirement of section 134(5) of the companies Act, 2013 in relation to Directors' Responsibility Statement, it is confirmed that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures,
- (b) The directors had selected such accounting policies and applied 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 at the end of the financial year and of the profit and loss of the Company for that period,
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,
- (d) The directors had prepared the annual accounts on a going concern basis, and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 40. ENHANCING SHAREHOLDERS VALUE

Your Company believes that its members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base, and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions, as well as contributing to long-term growth and development.

## 41. ACKNOWLEDGEMENT

Your Directors express their gratitude to the Government of India, the Ministry of Petroleum and Natural Gas, the Petroleum and Natural Gas Regulatory Board, the Petroleum and Explosives Safety Organization, the State Government of Uttar Pradesh, and the Promoter Companies (viz., GAIL & IndianOil) for their continuous guidance and enduring support during the year.





## GREEN GAS LIMITED

The Directors also acknowledge the support of all Statutory & Local Authorities, banks, rating agencies, vendors, suppliers, customers, auditors, advisors, consultants, suppliers, and other business partners.

The Directors also convey their heartfelt gratitude to all the shareholders for their continued support and trust. Your Directors also express their genuine appreciation to all the employees of the Company for their unstinted commitment and continued contribution to the growth of your Company.

For and on behalf of the Board of Directors

Sd/-

Rajkishor Behera

[DIN: 10137854]

Director (Commercial)

Sd/-

J. P. Singh

[DIN: 09419382]

Managing Director

Place: New Delhi

Date: 31/08/2023





## Annexure-A

## FORM NO. AOC.2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

There were no contracts or arrangements, or transactions entered into during the year ended March 31, 2023, which are not at arm's length.

**2. Details of material contracts or arrangement or transactions at arm's length basis: -**

S. No.	Name(s) of the related party and nature of relationship	Nature of transaction	Transaction Value (₹ in Lakhs)	Duration of transaction	Salient terms of transactions	Date of approval by the board	Amt. paid in advance (₹ in Lakhs)
1	GAIL (India) Limited [Enterprise having Significant Influence]	Natural Gas Purchase	61470.36	F.Y. (2022-23)	The related party transactions (RPTs) entered during the year were in the ordinary course of business and on arm's length basis.	Since these RPT's are in the ordinary course of business and are at arm's length basis, approval of the board is not applicable.	NIL
2		Hook up Charges	300.90	F.Y. (2022-23)			300.90
3	GAIL Gas Limited [Subsidiary of Enterprise having Significant Influence]	Natural Gas Purchase (Transportation Expense)	886.63	F.Y. (2022-23)			NIL
4	Indian Oil Corporation Limited [Enterprise having Significant Influence]	CNG Sale	35047.85	F.Y. (2022-23)			NIL
5		Facility & Electricity Charges for Retail Outlet	453.48	F.Y. (2022-23)			NIL
6	GAIL (India) Limited [Enterprise having Significant Influence]	Supply of Manpower Services (Secondment Expenses)	120.94	F.Y. (2022-23)			NIL
7	Indian Oil Corporation Limited [Enterprise having Significant Influence]		90.31	F.Y. (2022-23)			NIL

For and on behalf of the Board of Directors

Sd/-

Rajkishor Behera

[DIN: 10137854]

Director (Commercial)

Sd/-

J. P. Singh

[DIN: 09419382]

Managing Director

Place: New Delhi

Date: 31/08/2023





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

#### A. CONSERVATION OF ENERGY

- (i) **The steps taken or impact on conservation of energy:** Conservation of energy is an ongoing process in the Company's activities. Detailed initiatives taken are as under:
1. Vehicle Tracking System has been installed in Light Commercial Vehicles (LCV's) used for transportation of CNG cascades to various CNG Daughter Booster Stations/Daughter Stations. This will help to track and optimize utilization of LCV's.
  2. Conventional light fittings have been replaced by LED light fittings at Amousi , Gomti & VY-2 CNG Mother Station at Lucknow. This has resulted in reduction of electrical power consumption at this station.
  3. Conventional light fittings have been replaced by LED light fittings at Taj Nagari CNG Mother Station at Agra. This has resulted in reduction of electrical power consumption at this station. It will further be implemented at other CNG mother stations.
- (ii) **The steps taken by the company for utilizing alternate sources of energy:** All LCVs used for transportation of CNG to Daughter Booster/ Daughter Stations from GGL Mother Stations under new contracts are fueled through CNG in place of HSD.
- (iii) **The capital investment on energy conservation equipments:** All new CNG mother stations (Vikalp & Ratan Khand & Transport Nagar) commissioned have been provided with LED lighting for electrical energy conservation.

#### B. TECHNOLOGY ABSORPTION

1. The efforts made towards technology absorption-	Green Gas Limited has launched a Web/Mobile application named GGL ENGAGE. It is an end-to-end process for the PNG segment starting from the Registration to the customer care service. The platform facilitates all stakeholders such as customers, vendors, contractors and employees of GGL for efficient data management of PNG segment.
2. The benefits derived like product improvement, cost reduction, product development or import substitution-	Introduction of SPOT Billing process has facilitated customers in monitoring their billing and consumption data along with facilitation of different payment options (i.e UPI options/Debit and Credit Cards/Net Banking). Moreover, customers have also been given the option of self-billing and other customer care related services which may be generated through the billing application.
3. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (a) the details of technology imported; (b) the year of import; (c) whether the technology has been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place and the reasons thereof-	NIL
4. The expenditure incurred on Research and Development-	NIL



### C. FOREIGN EXCHANGE EARNINGS AND OUTGO

There was no foreign exchange earnings and outgo during the year under review.

For and on behalf of the Board of Directors

Place: New Delhi  
Date: 31/08/2023

Sd/-  
Rajkishor Behera  
[DIN: 10137854]  
Director (Commercial)

Sd/-  
J. P. Singh  
[DIN: 09419382]  
Managing Director





## ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR FY 2022-23

*[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]*

### 1. Brief outline on CSR Policy of the Company: -

Green Gas Limited (GGL) recognizes that its business activities have direct and indirect impact on the society. The Company strives to integrate its business values and operations in an ethical and transparent manner to demonstrate its commitment to sustainable development and to meet the interest of its stakeholders.

A responsible business is expected to not only take care of its stakeholders but also to engage and contribute meaningfully towards improving the quality of life of the communities and environment in which it operates. Our CSR initiatives are guided by our CSR Policy.

### 2. Composition of CSR Committee:-

S. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Smt. Usha Gupta	Chairperson of Committee (Independent Director)	4	4
2.	Shri S. L. Raina	Member (Independent Director)	4	4
3.	Shri J. P. Singh	Member (Managing Director)	4	4

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: - [www.gglonline.net](http://www.gglonline.net)

- (a) Composition of CSR Committee (at present) :  
<https://gglonline.net/wp-content/uploads/2023/01/Composition-Of-CSR-Committee-at-present.pdf>
- (b) CSR Policy: <https://gglonline.net/wp-content/uploads/2023/01/CSR-Policy.pdf>
- (c) CSR projects for FY 2022-23: <https://gglonline.net/wp-content/uploads/2023/08/CSR-Projects-for-FY-2022-23.pdf>

### 4. Provide the executive summary along with web-links of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable- Not Applicable.





5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 8671.04 Lakh  
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135: ₹ 173.42 Lakh  
 (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – Nil  
 (d) Amount required to be set-off for the financial year, if any: Nil  
 (e) Total CSR obligation for the financial year (b+c-d): ₹ 173.42 Lakh
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Amount spent – ₹ 173.44 Lakh  
 (b) Amount spent in Administrative Overheads: Nil  
 (c) Amount spent on Impact Assessment, if applicable: Nil  
 (d) Total amount spent for the Financial Year (a+b+c): ₹ 173.44 Lakh  
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹ Lakhs)	Amount Unspent (in ₹ Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
173.44	Nil	NA	NA	Nil	NA

- (f) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹ Lakh)
(i)	Two percent of average net profit of the company as per section 135(5)	173.42
(ii)	Total amount spent for the Financial Year	173.44
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.02
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.02



### Details of Unspent CSR amount for the preceding three financial years: Nil

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a fund specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
NA	NA	Nil	NA	NA	Nil	NA	NA	NA

### 8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year (Yes/No): No

If Yes, enter the number of Capital assets created/ acquired: Not Applicable.

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [Including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (in ₹)	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered Address
NA							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

### 9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

Sd/-  
J. P. Singh  
[DIN: 09419382]  
Managing Director

Sd/-  
Smt. Usha Gupta  
[DIN: 08409465]  
Chairperson CSR Committee







## GREEN GAS LIMITED

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

**Not applicable to the Company during the Audit period being an Unlisted Company.**

(vi) **We, further report** that having regard to the compliance system prevailing in the Company and representations made by its officers for the same and on examination of the relevant documents/ records in pursuance thereof, on test-check basis, the Company has adequate system of compliances for the following laws applicable specifically to the Company:

- (a) The Petroleum and Natural Gas Regulatory Board Act, 2006 and the Rules and Regulations made there under;
- (b) The Explosives Act, 1804; and the Rules and Regulations made there under; and
- (c) Gas cylinders Rules, 2016

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s),

**Not applicable to the Company during the period under Audit as the Company being an unlisted Company.**

**We, further report** that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- a) **Charge for Non-Fund based limit from HDFC Bank Ltd. was filed for ₹ 165 crores viz-a-viz accepted limit of ₹ 110 crores which is duly rectified on 19.5.2022.**

**We, further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.







Date: 31.07.2023

[Note: This Report is to be read with our letter of even date which is annexed as **Annexure B** and forms an integral part of this Report.]



## GREEN GAS LIMITED

### Annexure–B to Secretarial Audit Report

To,  
The Members,  
**GREEN GAS LIMITED,**  
(CIN – U23201UP2005PLC030834)  
FORTUNA TOWER, 2<sup>ND</sup> FLOOR, 10, RANA PRATAP MARG,  
LUCKNOW, UTTAR PRADESH-226001

Our Secretarial Audit Report for the Financial year ended on 31<sup>st</sup> March,2023 is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis and to give our opinion whether Company has proper Board processes and compliance mechanism in place or not. .
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

for Shachi Hem & Associates Company Secretaries

Sd/-  
(Shachi Hem)

Proprietor

Membership No. : FCS 10447

C.P. No. 22591

Peer Review No.:3173/2023

UDIN : F010447E000713886

Place: Lucknow  
Date: 31.07.2023



**Green Gas Limited**  
CIN NO.: U23201UP2005PLC030834

**BALANCE SHEET**

As at 31<sup>st</sup> MARCH 2023

(₹ in Lacs)

	PARTICULARS	Notes	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March, 2022
	1	2	3	4
	<b>ASSETS</b>			
<b>(1) Non-Current Assets</b>				
	(a) Property, Plant And Equipment	2	70,667.12	58,132.33
	(b) Right-of-use-assets	2.1	2,604.80	3,808.32
	(c) Capital Work In Progress	2	38,872.61	31,401.91
	(d) Other Intangible Assets	2	86.05	120.65
	(e) Financial Assets			
	(i) Other Financial Assets	7	51.41	44.12
	(e) Financial Assets	3	8.40	-
	<b>Total Non-Current Assets</b>		<b>1,12,290.38</b>	<b>93,507.33</b>
<b>(2) Current Assets</b>				
	(a) Inventories	4	191.48	120.57
	(b) Financial Assets			
	(i) Trade Receivables	5	8,488.04	6,393.90
	(ii) Cash And Cash Equivalents	6	5,790.85	1,556.31
	(iii) Other Financial Assets	7	1,663.37	861.26
	(c) Current Tax Assets (Net)	8	510.42	705.50
	(d) Non Financial Assets	9	1,512.16	1,154.30
	<b>Total Current Assets</b>		<b>18,156.33</b>	<b>10,791.84</b>
	<b>TOTAL ASSETS</b>		<b>1,30,446.71</b>	<b>1,04,299.17</b>
	<b>EQUITY AND LIABILITIES</b>			
	Equity Share Capital	10	4,610.95	4,610.95
	Other Equity			
	Retained Earnings	11	48,437.75	47,144.88
	<b>Total Equity</b>		<b>53,048.70</b>	<b>51,755.83</b>
	<b>LIABILITIES</b>			
<b>(1) Non-Current Liabilities</b>				
	(a) Financial Liabilities			
	(i) Lease Liabilities	2.1	2,215.01	3,475.91





## GREEN GAS LIMITED

	PARTICULARS	Notes	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March, 2022
	1	2	3	4
	(ii) Other Financial Liabilities	14	-	-
	(iii) Non-Current Borrowings	12	41,897.01	29,096.76
	(b) Provisions	16	171.37	157.71
	(c) Deferred Tax Liabilities		4,909.87	4,262.12
	(d) Other Non-Current Liabilities		-	-
	<b>Total Non-Current Liabilities</b>		<b>49,193.27</b>	<b>36,992.49</b>
<b>(2) Current Liabilities</b>				
	(a) Financial Liabilities			
	(i) Trade Payables	13		
	(A) MSMEs		443.32	201.26
	(B) Others		2,984.28	1,742.91
	(ii) Lease Liabilities	2.1	607.07	416.57
	(iii) Other Financial Liabilities	14	15,465.25	11,385.23
	(b) Provisions	16	1,998.74	1,437.50
	(c) Current Tax Liabilities		-	-
	(d) Statutory Dues Payable	15	456.08	367.38
	(e) Short Term Borrowings	12	6,250.00	-
	<b>Total Current Liabilities</b>		<b>28,204.74</b>	<b>15,550.85</b>
	<b>Total Liabilities</b>		<b>77,398.00</b>	<b>52,543.34</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,30,446.71</b>	<b>1,04,299.17</b>
	Significant Accounting Policies	1		
	Notes to Accounts	2 - 37		

Notes referred to above form an integral part of Financial Statements

### For and on behalf of Board

As per our separate report of even date  
**For Asija & Associates LLP**  
**Chartered Accountants**  
**F.R. No.- 003155C/C400011**

Sd/-  
**Rajkishor Behera**  
 Director (Commercial)  
 DIN : 10137854

Sd/-  
**J. P. SINGH**  
 Managing Director  
 DIN: 09419382

Sd/-  
**CA Kamal Kumar Ferwani**  
**Partner**  
**Membership No. : 402982**  
**UDIN : 23402982BGRZFFV8806**  
**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**Amit Maheshwari**  
 Chief Financial Officer

Sd/-  
**Nikit Rastogi**  
 Company Secretary  
 A-30375

**Place : Lucknow**  
**Date : 19.05.2023**





CIN NO.: U23201UP2005PLC030834

## STATEMENT OF PROFIT AND LOSS

**FOR THE PERIOD ENDED 31<sup>st</sup> MARCH 2023**

(₹ in Lacs)

PARTICULARS	Notes	For the Year Ended 31 <sup>st</sup> March 2023	For the Year Ended 31 <sup>st</sup> March, 2022
<b>Income</b>			
Revenue From Operations	17	87,939.28	52,346.03
Other Income	18	257.12	106.44
<b>Total Income</b>		<b>88,196.39</b>	<b>52,452.47</b>
<b>Expenses</b>			
Cost Of Material Consumed	19	60,726.42	27,319.16
Changes In Inventories	20	(20.66)	(3.38)
Excise Duty		9,155.46	5,484.30
Employee Benefit Expenses	21	1,055.01	937.55
Depreciation And Amortisation Expense	22	4,408.63	3,127.19
Other Expenses	23	8,308.51	7,000.02
Finance Costs	24	2,162.74	164.89
<b>Total Expenses</b>		<b>85,796.11</b>	<b>44,029.73</b>
<b>Profit Before Tax</b>		<b>2,400.28</b>	<b>8,422.74</b>
<b>Tax Expense</b>			
Current Tax		(307.75)	1,417.01
Deferred Tax	25	955.51	745.86
Total Tax Expenses		647.75	2,162.87
<b>Profit For The Period</b>		<b>1,752.53</b>	<b>6,259.87</b>
<b>Other Comprehensive Income (OCI)</b>			
Re-measurement of post employment benefit obligations		1.93	6.28
Income tax relating to these items		(0.49)	(1.58)
<b>Other comprehensive income for the period, net of tax</b>		<b>1.44</b>	<b>4.70</b>
<b>Total comprehensive income for the period</b>		<b>1,753.97</b>	<b>6,264.57</b>





## GREEN GAS LIMITED

PARTICULARS	Notes	For the Year Ended 31 <sup>st</sup> March 2023	For the Year Ended 31 <sup>st</sup> March, 2022
Earnings per equity share			
Basic earnings per share		3.80	13.58
Diluted earnings per share		3.80	13.58
Significant Accounting Policies	1		
Notes to Accounts	2 - 37		

Notes referred to above form an integral part of Financial Statements

### For and on behalf of Board

As per our separate report of even date  
**For Asija & Associates LLP**  
**Chartered Accountants**  
**F.R. No.- 003155C/C400011**

Sd/-  
**CA Kamal Kumar Ferwani**  
**Partner**  
**Membership No. : 402982**  
**UDIN : 23402982BGRZ FV8806**  
**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**Rajkishor Behera**  
**Director (Commercial)**  
**DIN : 10137854**

Sd/-  
**Amit Maheshwari**  
**Chief Financial Officer**

**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**J. P. SINGH**  
**Managing Director**  
**DIN: 09419382**

Sd/-  
**Nikit Rastogi**  
**Company Secretary**  
**A-30375**



CIN NO.: U23201UP2005PLC030834

## CASH FLOWS STATEMENT

**FOR THE PERIOD ENDED 31<sup>st</sup> March 2023**

(₹ in Lacs)

Particulars	March 2023		March 2022	
<b>Cash flows from Operating Activities</b>				
<b>Net profit before taxation and prior period adjustment</b>		<b>2,400.28</b>		<b>8,422.74</b>
<b>Add:</b>				
Re-measurement of Post Employment Benefit Obligations	1.93		6.28	
Depreciation	4,408.63		3,127.19	
Interest Expense	2,162.74		164.89	
Preliminary expenses written off				
		<b>6,573.30</b>		<b>3,298.36</b>
<b>Less:</b>				
Interest Income	114.70		28.56	
		<b>114.70</b>		<b>28.56</b>
<b>Operating profit before working capital changes</b>		<b>8,858.88</b>		<b>11,692.54</b>
<b>Changes in Working Capital:</b>				
(Increase)/decrease in Trade receivables	(2,094.14)		(3,546.13)	
(Increase)/decrease in Inventories	(70.91)		48.22	
(Increase)/decrease in Other financial assets	(809.41)		(685.74)	
(Increase)/decrease in Other non-financial assets	(366.27)		(503.15)	
(Increase)/decrease in Current Tax Assets	(3.11)		(5.26)	
Increase/(decrease) in Trade Payables	1,483.42		842.62	
Increase/(decrease) in Provisions	574.90		398.86	
Increase/(decrease) in Other Financial Liability	4,080.02		2,923.61	
Increase/(decrease) in Lease Liabilities	(1,070.41)		3,214.97	
Increase/(decrease) in Statutory dues payable	88.70		119.00	
		<b>1,812.81</b>		<b>2,807.00</b>
<b>Cash generated from operations</b>		<b>10,671.70</b>		<b>14,499.54</b>
Taxes		(197.71)		1,992.10
<b>Net cash from operating activities (A)</b>		<b>10,869.41</b>		<b>12,507.44</b>
<b>Cash flow from Investing Activities:</b>				





## GREEN GAS LIMITED

Particulars	March 2023		March 2022	
<b>Add:</b> Interest Income	114.70		28.56	
<b>Less:</b> Purchase of Tangible & Intangible Assets	(23,175.99)	(23,061.29)	(31,249.54)	(31,220.98)
<b>Net cash flows from investing activities (B)</b>		<b>(23,061.29)</b>		<b>(31,220.98)</b>
Cash flow from Financing Activities:				
<b>Add :</b> Borrowings from Banks				
Proceeds from Borrowings (Net)	19,050.25		19,150.51	
<b>Less:</b> Lease Liability				
Dividend Paid	(461.10)		(461.10)	
Lease Assets				
Interest Expense	(2,162.74)		(164.89)	
Repayment of borrowings				
<b>Net cash flows from financing activities (C)</b>		<b>16,426.41</b>		<b>18,524.52</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>		<b>4,234.53</b>		<b>(189.02)</b>
<b>Cash &amp; Cash equivalents at beginning of financial year (Note 5)</b>		<b>1,556.31</b>		<b>1,745.33</b>
Balances with Banks	2,584.70		1,419.31	
Cash-in-hand	48.09		114.05	
In term deposits having maturity < 3 months	1,250.00		22.95	
In term deposits having maturity > 3 months & < 12 months	1,908.07			
<b>Cash &amp; cash equivalents at end of financial year (Note 5)</b>	<b>5,790.85</b>	<b>5,790.85</b>	<b>1,556.31</b>	<b>1,556.31</b>
Significant Accounting Policies		1		
Notes to Accounts		2 - 37		

Notes referred to above form an integral part of Financial Statements

### For and on behalf of Board

As per our separate report of even date  
**For Asija & Associates LLP**  
**Chartered Accountants**  
**F.R. No.- 003155C/C400011**

Sd/-  
**CA Kamal Kumar Ferwani**  
**Partner**  
**Membership No. : 402982**  
**UDIN : 23402982BGRZV8806**  
**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**Rajkishor Behera**  
**Director (Commercial)**  
**DIN : 10137854**

Sd/-  
**Amit Maheshwari**  
**Chief Financial Officer**

**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**J. P. SINGH**  
**Managing Director**  
**DIN: 09419382**

Sd/-  
**Nikit Rastogi**  
**Company Secretary**  
**A-30375**





**Green Gas Limited**

CIN NO.: U23201UP2005PLC030834

**STATEMENT OF CHANGES IN EQUITY****FOR THE PERIOD 31<sup>st</sup> March 2023**

<b>I) Equity Share Capital</b>		<b>(₹ in Lacs)</b>
<b>Balance as at April 1, 2021</b>		<b>4,610.95</b>
Changes in equity share capital during the year		-
<b>Balance as at March 31, 2022</b>		<b>4,610.95</b>
Changes in equity share capital during the period		-
<b>Balance as at 31<sup>st</sup> March 2023</b>		<b>4,610.95</b>
<b>II) Other equity</b>	<b>FY 2021-22</b>	<b>FY 2020-21</b>
<b>Balance as at April 1, 2021</b>	<b>41,341.41</b>	<b>36,420.94</b>
Profit for the year	6,259.87	5,633.65
Other comprehensive income	4.70	24.57
Appropriation of profits for dividend	(461.10)	(737.75)
<b>Balance as at March 31, 2022</b>	<b>47,144.88</b>	<b>41,341.41</b>
Profit for the year	1,752.53	
Other comprehensive income	1.44	
Appropriation of profits for dividend for FY 2021-22	(461.10)	
<b>Balance as at 31<sup>st</sup> March 2023</b>	<b>48,437.75</b>	

**For and on behalf of Board**

As per our separate report of even date  
**For Asija & Associates LLP**  
**Chartered Accountants**  
**F.R. No.- 003155C/C400011**

Sd/-  
**CA Kamal Kumar Ferwani**  
**Partner**  
**Membership No. : 402982**  
**UDIN : 23402982BGRZFBV8806**  
**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**Rajkishor Behera**  
**Director (Commercial)**  
**DIN : 10137854**

Sd/-  
**Amit Maheshwari**  
**Chief Financial Officer**

**Place : Lucknow**  
**Date : 19.05.2023**

Sd/-  
**J. P. SINGH**  
**Managing Director**  
**DIN: 09419382**

Sd/-  
**Nikit Rastogi**  
**Company Secretary**  
**A-30375**





## Green Gas Limited

CIN NO.: U23201UP2005PLC030834

### NOTES FORMING PART OF THE FINANCIAL STATEMENTS

#### NOTE 1: CORPORATE INFORMATION & SIGNIFICANT ACCOUNTING POLICIES

##### 1.1 CORPORATE INFORMATION

Green Gas Limited (the 'Company') was incorporated on 07.10.2005 under the Companies Act, 1956. The Company is a joint venture between GAIL (India) Limited and Indian Oil Corporation Limited. The Company's business consists of sale of CNG and PNG.

The registered office is situated at Fortuna Tower, 2<sup>nd</sup> floor, 10, Rana Pratap Marg, Lucknow – 226001

The financial statements of the Company for the year ended 31<sup>st</sup> March, 2023 were authorised for issue in accordance with a resolution of the Board of Directors on 19.05.2023.

##### 1.2 SIGNIFICANT ACCOUNTING POLICIES

###### A Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

###### Historical cost

The financial statements have been prepared as a going concern on accrual basis of accounting. The company has adopted historical cost basis except for certain items which have been measured on a different basis and such basis is disclosed in the relevant accounting policy.

- Defined benefit plans- plan assets measured at fair value.

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest lacs, except when otherwise indicated.

###### B Accounting Policies

Accounting Policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use.

###### C Inventories

- Stock of Natural Gas in pipelines and cascades is valued at the lower of cost computed on First in First out (FIFO) basis and net realisable value. Cost includes all charges in bringing the goods to the point of sale, including VAT/trade tax, transmission charges and other taxes paid/payable on the same.



- ii. Stores and spares are valued at weighted average cost or net realisable value, whichever is lower.

#### **D Cash and cash equivalents (for purposes of presentation in Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term (with original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of change in value.

#### **E Statement of Cash flow**

Cash flows are reported using the indirect method, whereby profit / (loss) 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.

#### **F Depreciation/ amortisation**

Depreciation and amortisation on fixed assets other than those mentioned below is provided in accordance with useful life as specified in Schedule II of the Companies Act, 2013, on straight line method on pro-rata basis.

- Assets costing up to INR 5,000 are depreciated fully in the year of capitalisation
- Cost of the leasehold land is amortized over the lease period except perpetual leases.
- Computer software is amortised on straight line basis over a period of 5 years.
- After impairment of assets, if any, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

Capital assets installed at the consumers' premises are depreciated on SLM basis in accordance with useful life as specified in Schedule II of the Companies Act, 2013.

#### **G Revenue recognition**

- i). Revenue on sale of natural gas is recognised on transfer of significant risks and rewards of ownership to the buyer. Revenue includes excise duty but excludes value added tax. It is measured at fair value of consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

**CNG:** Revenue on sale of Compressed Natural Gas (CNG) is recognised on sale of gas to customers from CNG stations.

**PNG:** Revenue on sale of Piped Natural Gas (PNG) is recognised based on the consumption by the consumers.

- ii. Income from deposits with Banks is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable





## GREEN GAS LIMITED

- iii. Claims (including interest on outstanding) are accounted:
  - a) when there is certainty that the claims are realisable
  - b) generally, at cost
- iv. Insurance claims are accounted for on basis of claims admitted by the insurers.
- v. As per IND AS 115, the entity accounted for consideration payable to a customer as a reduction of the transaction, unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. (by virtue of paragraph 70 of IND AS 115). Relevant requirements as per Ind AS 115 “Revenue Recognition” have been disclosed by the Company under note no 16.

### **H (a) Property, Plant and equipment**

- i. Property, Plant and Equipment are stated at original cost (net of tax/duty/credit availed) less accumulated depreciation, amortisation and cumulative impairment losses. Original cost includes expenditure directly attributable to the acquisition or construction of assets. In case of commissioned assets where final payment to the contractors is pending, capitalisation is made on provisional basis including provisional liability pending approval of competent authority and subject to adjustment in cost and depreciation in the year of settlement.
- ii. Stores & spares which meet the definition of Property, Plant & Equipment whether as a necessary component or otherwise and satisfy recognition criteria are capitalised with the cost of PPE in underlying asset and are fully depreciated when issued for consumption.
- iii. Major inspection/repair overhaul is recognised in the carrying amount of respective assets as a replacement if the recognition criteria are satisfied.
- iv. All other repair and maintenance costs are recognised in the statement of Profit and Loss as incurred.

### **(b) Intangible Assets**

Intangible assets like Software, Licenses which are expected to provide future enduring economic benefits are capitalized as Intangible Assets and are stated at its cost of acquisition less accumulated amortization and any accumulated impairment loss.

### **(c) Capital Work in Progress**

Expenditure incurred during the period of construction, exclusively attributable to construction, is carried forward and on completion, the costs are allocated to the respective Property, Plant and Equipment. Capital Work in Progress includes capital inventory excluding stores and spares.





## I Foreign currency transactions and translations

### Initial Recognition

The Company's financial statements are presented in INR (₹), which is also the Company's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of transaction.

## J Employee benefits

Employee benefits include provident fund, pension fund, gratuity and compensated absences.

### Defined contribution plans

The Company's contribution to provident fund and pension fund is considered as defined contribution plan and is charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees.

### Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using 'the Projected Unit Credit method', with actuarial valuations being carried out at each Balance Sheet date. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for un-recognised past service cost.

### Short-term employee benefits

The un-discounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.





## GREEN GAS LIMITED

### Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of the plan assets out of which the obligations are expected to be settled.

The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

### K Borrowing costs

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 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 are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

### L Leases

Ind AS 116 sets out the principles for recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Interest expense on the lease liability and the depreciation expense on the right-of-use asset is separately recognised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.



**M Earnings per share**

Basic earnings per share is computed by dividing the profit after tax (before other comprehensive income) by weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax (before other comprehensive income) by weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

**N Taxes on income**

Income tax expense comprises current tax and deferred tax. Current Tax is amount of tax for the period determined in accordance with the Income-tax Act, 1961. Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax assets are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Such assets are reviewed at each balance sheet date to re-assess realisation.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**O Capital Commitment**

Estimated number of contracts remaining to be executed on capital account above ₹ 5 lakhs, in each case are considered for disclosure.

**P Impairment of non - financial assets**

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.

**Q Provisions and contingencies**

A provision is recognised in the financial statements where there exists a present obligation as a





## GREEN GAS LIMITED

result of a past event, the amount of which can be reliably estimated, and it is probable that an outflow of resources would be necessitated in order to settle the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

### **Contingent Liability:**

- i) is a possible obligation that arises from past events and existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the enterprise,
- ii) is a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefit will be required to settle the obligation, or a reliable estimate of the amount of the obligation cannot be made.

Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

### **R Segment reporting**

The Company operates in a single segment of natural gas business. Hence, as per the chief operating decision maker i.e. Board of Directors, the sale of natural gas has been considered as a single operating segment per Ind AS 108 'Operating Segment' and accordingly disclosures have been limited to single operating segment.

### **S Operating Cycle**

Based on the nature of products/activities of the Company and the normal time between purchase of natural gas and their realisation in cash or cash equivalents, the company has determined its operation cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

### **T Fair value measurement**

The Company measures financial instruments such as investments in mutual funds, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to settle a liability at the measurement date.

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

- **Level 1-** Quoted (unadjusted) market prices in active markets for identical assets or liabilities.





- **Level 2** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level 3**- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## T Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### Financial assets

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

Financial assets are recognized initially at fair value. Financial assets which are not recorded at fair value through profit or loss are recognised at fair value plus transaction cost attributable to the acquisition of the financial asset. For all subsequent measurements financial assets are classified in following categories:

### Debt instruments

There are three measurement categories into which the company classifies its debt instruments:

- **Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at Amortized cost. Interest Income from these financial Assets is included in Finance Income using the effective interest rate (EIR) method.
- **Fair Value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for Amortized cost are measured at Fair value through profit or loss. A gain or loss on a debt investment is recognized in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest Income from these financial assets is included in other income.





## GREEN GAS LIMITED

### **Impairment of financial assets**

The company assesses on forward looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

### **De-recognition of financial assets**

A financial asset is derecognized only when:

- The company transfers the rights to receive cash flows from the financial asset or
- The company retains contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one more recipient.

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards if ownership of the financial asset, the financial asset is derecognized if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

### **Financial liabilities**

All financial liabilities are initially recognized at fair value. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdraft.

Subsequent measurement of financial liabilities depends on their classification as fair value through Profit and loss (FVTPL) or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortized cost category is applicable to loans and borrowings, trade and other payables. After initial recognition, the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR.

The EIR amortization is included as finance cost in Statement of Profit and Loss.

### **Derecognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de recognition of the original liability and the recognition of the new liability. The difference in the respective carrying amounts is recognized in the Statement of profit or loss.



## Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## 1.3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities that are not readily apparent from the sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

### Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

#### A Estimation of defined benefit obligation

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### B Impairment of trade receivables

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is recognised based on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

#### C Estimation of current tax and deferred tax

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to adjustment to the amounts reported in the financial statements.





## GREEN GAS LIMITED

### **D Recognition and measurement of unbilled gas sales revenue**

In case of consumers where meter reading dates for billing is not matching with reporting date, the gas sales between last meter reading date and reporting date have been accrued by the company based on past average sales. The actual sales revenue may vary compared to accrued unbilled revenue so included in Sale of natural gas and classified under current financial assets.

### **E Recognition and measurement of other provisions**

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure so provided and included as liability.





## NOTES TO FINANCIAL STATEMENTS

As at March 31<sup>st</sup>, 2023

## (2) Property Plant and Equipment

Particulars	Gross Carrying Amount			Depreciation/Amortization			Net Carrying Amount	
	As At 01 <sup>st</sup> April' 2022	Additions during the Year	Sales/ Adjustments during the year	As At 31 <sup>st</sup> March, 2023	For the Year	Adjustments during the year	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>(A) Land &amp; Building</b>								
Freehold land	8,113.66	-	-	8,113.66	-	-	8,113.66	8,113.66
Leasehold Land	-	-	-	-	-	-	-	-
Factory Buildings	2,019.63	335.51		2,355.14	73.68		318.18	1,775.13
<b>Total (A)</b>	<b>10,133.29</b>	<b>335.51</b>	<b>-</b>	<b>10,468.80</b>	<b>73.68</b>	<b>-</b>	<b>318.18</b>	<b>9,888.78</b>
<b>(B) Property, plant and equipment</b>								
Plant and Machinery	57,050.87	16,003.42	110.99	72,943.31	3,604.56		12,519.84	60,423.47
Furniture and Fixtures	94.62	10.63		105.25	8.45		49.19	56.05
Computers	144.09	4.72		148.81	21.83		111.83	36.98
<b>Total (B)</b>	<b>57,289.58</b>	<b>16,018.77</b>	<b>110.99</b>	<b>73,197.36</b>	<b>3,634.84</b>	<b>-</b>	<b>12,680.87</b>	<b>48,243.55</b>
<b>Current Year (A+B)</b>	<b>67,422.87</b>	<b>16,354.28</b>	<b>110.99</b>	<b>83,666.16</b>	<b>3,708.52</b>	<b>-</b>	<b>12,999.05</b>	<b>58,132.33</b>
<b>Previous Year</b>	<b>54,267.52</b>	<b>13,859.57</b>	<b>704.21</b>	<b>67,422.86</b>	<b>6,697.10</b>	<b>5.04</b>	<b>9,290.53</b>	<b>47,570.42</b>
<b>(C) Intangible Assets</b>								
Computer Software	233.32	3.65		236.97	38.25		150.92	120.65
<b>Current Year</b>	<b>233.32</b>	<b>3.65</b>	<b>-</b>	<b>236.97</b>	<b>38.25</b>	<b>-</b>	<b>150.92</b>	<b>120.65</b>
<b>Previous Year</b>	<b>233.32</b>	<b>-</b>	<b>-</b>	<b>233.32</b>	<b>38.43</b>	<b>-</b>	<b>112.67</b>	<b>159.09</b>
<b>Grand Total (A+B+C)</b>	<b>67,656.18</b>	<b>16,357.93</b>	<b>110.99</b>	<b>83,903.13</b>	<b>3,746.77</b>	<b>-</b>	<b>13,149.97</b>	<b>58,252.98</b>
<b>(D) Capital Work In Progress*</b>	<b>31,401.91</b>	<b>23,809.63</b>	<b>16,338.93</b>	<b>38,872.61</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>31,401.91</b>
Previous Year	16,944.28	26,854.07	12,396.44	31,401.91	-	-	-	16,944.29

\* Adjustment include the Inter head transfer

## CWIP aging schedule

CWIP	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	19,104.68	15,128.75	1,862.46	2,776.71
Projects temporarily suspended				
				<b>38,872.61</b>



## Green Gas Limited

CIN NO.: U23201UP2005PLC030834

### NOTES TO FINANCIAL STATEMENTS

As at March 31<sup>st</sup>, 2023

#### (2.1) Leases

Following are the changes in the carrying value of right of use assets for the period ended 31<sup>st</sup> March, 2023:  
(₹ in lacs)

Particulars	Category of ROU Asset			Total
	Land	Building	Vehicles	
<b>Gross Carrying amount</b>				
As at April 1, 2022	444.30	226.34	4283.11	4953.75
Additions	169.84	118.48	439.21	727.53
Deletions	0.00	0.00	1269.18	1269.18
<b>As at 31<sup>st</sup> March 2023</b>	<b>614.14</b>	<b>344.82</b>	<b>3453.14</b>	<b>4412.09</b>
<b>Depreciation</b>				
As at April 1, 2022	129.28	110.26	905.89	1,145.43
Additions	65.12	66.84	529.91	661.86
<b>As at 31<sup>st</sup> March 2023</b>	<b>194.40</b>	<b>177.10</b>	<b>1435.80</b>	<b>1,807.29</b>
Net Carrying Amount				
<b>As at 31<sup>st</sup> March 2023</b>	<b>419.74</b>	<b>167.73</b>	<b>2,017.35</b>	<b>2,604.80</b>

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss.

The following is the break-up of current and non-current lease liabilities as at 31<sup>st</sup> March, 2023

(₹ in lacs)

Particulars	As at
	31 <sup>st</sup> March 2021
Current Lease Liabilities	607.07
Non-Current Lease Liabilities	2215.01
<b>Total</b>	<b>2822.08</b>

The following is the movement in lease liabilities during the period ended 31<sup>st</sup> March, 2023:

(₹ in lacs)

Particulars	Period Ended
	31 <sup>st</sup> March 2023
Balance at the beginning	3,892.48
Additions	0.00
Deletions	804.67
Payment of lease Rental	1875.08
<b>Balance at the end</b>	<b>2822.08</b>



## Green Gas Limited

CIN NO.: U23201UP2005PLC030834

## NOTES TO FINANCIAL STATEMENTS

## (3) Non-Financial Assets

(₹ in lacs)

Particulars	March 2023		March 2022	
	Current	Non-current	Current	Non-current
Capital advances		8.40		-
Prepayment for land taken on operating lease		-		-
Deferred rent		-		-
<b>Total</b>		<b>8.40</b>		<b>-</b>
<b>(4) Inventories</b>				
Raw materials	44.81	-	13.68	-
Work in progress				
Finished goods	35.23	-	14.57	-
Traded goods				
Stores and spares	111.45	-	92.32	-
<b>Total</b>	<b>191.48</b>	<b>-</b>	<b>120.57</b>	<b>-</b>
<b>Financial assets</b>				
<b>(5) Trade receivables</b>				
Trade receivables				
Unsecured, Considered Good	8,488.04	-	6,393.90	-
Unsecured, Considered Doubtful	1,467.58		425.94	
Less: Provision for doubtful debts	(1,467.58)	-	(425.94)	-

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,782.17	630.01	807.27	214.32	54.27	8,488.04
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	119.72	119.72
(iii) Disputed Trade Receivables considered good	507.15	534.49	306.22	-	-	1,347.85
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>	<b>7,289.32</b>	<b>1,164.50</b>	<b>1,113.48</b>	<b>214.32</b>	<b>173.99</b>	<b>9,955.61</b>





## GREEN GAS LIMITED

Particulars	March 2023		March 2022	
	Current	Non-current	Current	Non-current
<b>(6) Cash and cash equivalents</b>				
Balances with banks				
- in current accounts	2,584.70	-	1,419.31	-
Cash on hand	48.09	-	114.05	-
In term deposits having maturity < 3 months	1,250.00	-	22.95	-
In term deposits having maturity > 3 months & < 12 months	1,908.07	-	-	-
<b>Total</b>	<b>5,790.85</b>	<b>-</b>	<b>1,556.31</b>	<b>-</b>
<b>(7) Other financial assets</b>				
Security Deposits	-	51.41	-	44.12
Interest accrued on FD	82.96	-	12.76	-
Insurance claim receivables	-	-	-	-
Unbilled revenue	1,236.41	-	665.38	-
FDR's as Security	344.00	-	183.12	-
Bank deposits with more than 12 months	-	-	-	-
<b>Total</b>	<b>1,663.37</b>	<b>51.41</b>	<b>861.27</b>	<b>44.12</b>
<b>(8) Current tax Assets</b>				
Opening balance	705.50	-	126.74	-
Adjustment for tax (PLA Account)	(5.26)	-	-	-
Less: Current tax payable for the year	(0.49)	-	(1,418.60)	-
Add: Taxes paid	(197.71)	-	1,992.10	-
	502.05	-	700.25	-
Balance with government authorities	8.37	-	5.26	-
<b>Total</b>	<b>510.42</b>	<b>-</b>	<b>705.50</b>	<b>-</b>
<b>(9) Non Financial Assets</b>				
Advances to employees	9.22	-	5.20	-
Prepayments	657.33	-	571.88	-
Advance to vendor	845.61	-	577.22	-
<b>Total</b>	<b>1,512.16</b>	<b>-</b>	<b>1,154.31</b>	<b>-</b>



## Green Gas Limited

CIN NO.: U23201UP2005PLC030834

### NOTES TO FINANCIAL STATEMENTS

#### Equity Share Capital for the Year ended on 31<sup>st</sup> March 2023

##### (10) Equity share capital

(₹ in lacs)

Particulars	March 2023		March 2022	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
10,30,00,000 Equity Shares of ₹ 10/- each	10,30,00,000	10,300.00	10,30,00,000	10,300.00
	10,30,00,000	10,300.00	10,30,00,000	10,300.00
<b>Issued, Subscribed and Paid up</b>				
4,61,09,500 Equity Shares of ₹ 10/- each fully paid up	4,61,09,500	4,610.95	4,61,09,500	4,610.95
	<b>4,61,09,500</b>	<b>4,610.95</b>	<b>4,61,09,500</b>	<b>4,610.95</b>
<b>(a) Reconciliation of shares outstanding at the beginning and at the end of the year.</b>				
<b>Equity Shares</b>				
Shares outstanding at the beginning of the year	4,61,09,500	4,610.95	4,61,09,500	4,610.95
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>4,61,09,500</b>	<b>4,610.95</b>	<b>4,61,09,500</b>	<b>4,610.95</b>

##### (b) Terms and rights attached to equity shares

- The company has only one class of Equity Shares having par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share.
- In the event of liquidation of the company Equity shareholders will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts.

##### (c) Shares of the company held by holding / ultimate holding company

There is no holding/ Ultimate holding company of the company.







## GREEN GAS LIMITED

### (d) Details of shareholders holding more than 5% shares in the company

(₹ in lacs)

NAME OF SHAREHOLDER	As at 31 <sup>st</sup> March 2023		As at Mar 31 <sup>st</sup> , 2022	
	Number of shares (in lakhs)	% holding	Number of shares (in lakhs)	% holding
GAIL (India) Limited	230.47	49.98	230.47	49.98
Indian Oil Corporation Limited	230.47	49.98	230.47	49.98

### (e) Shareholding of Promoters as below:

(₹ in lacs)

Shares held by promoters as on 31/03/2023			% Change during the year
Promoter name	No. of Shares	% of total shares	
1. Gail India Limited	2,30,47,247	49.98%	0%
2. Indian Oil Corporation Limited	2,30,47,247	49.98%	0%
3. Kamal Kumar Gwalani	1	0.00%	0%
4. Preeti Aggarwal Jointly with GAIL (India) Limited	1	0.00%	0%
5. Azhar Husain Jointly with GAIL (India) Limited	1	0.00%	0%
6. Nikhil Joshi Jointly with GAIL (India) Limited	1	0.00%	0%
7. Niranjana Mukund Bhalerao	1	0.00%	0%
8. Piyush Sharma	1	0.00%	0%
<b>Total</b>	<b>4,60,94,500</b>		

### (11) Retained Earnings

(₹ in lacs)

	March 2023	March 2022
<b>Retained Earnings</b>		
Opening balance	47,144.88	41,341.41
Net profit for the year	1,752.53	6,259.87
Items of other comprehensive income recognised directly in retained earnings		
- Re-measurements of post-employment benefit obligation, net of tax	1.44	4.70
Less: 'Appropriation of profits for dividend for FY 2020-21		(461.10)
Less: 'Appropriation of profits for dividend for FY 2021-22	(461.10)	
<b>Closing balance</b>	<b>48,437.75</b>	<b>47,144.88</b>



## Green Gas Limited

CIN NO.: U23201UP2005PLC030834

## NOTES TO FINANCIAL STATEMENTS

for the Year ended on 31<sup>st</sup> March 2023

## (12) Non-current borrowings

(₹ in lacs)

Financial liabilities	March 2023		March 2022	
	Current	Non-Current	Current	Non-Current
<b>Secured</b>				
Rupee - Term Loan From Bank				
HDFC Bank	6,250.00	41,897.01	-	29,096.76
<b>Total non-current borrowings</b>	<b>6,250.00</b>	<b>41,897.01</b>	<b>-</b>	<b>29,096.76</b>

Repayable in 32 quarterly instalments from 30/06/2023

The loan is secured against First charge on entire Fixed &amp; Current assets. (Present &amp; Future)

Quarterly returns or statements of Current Assets &amp; Fixed Assets filed by the Company with banks are in agreement with the books of accounts.

## (13) Trade payables

(₹ in lacs)

Financial liabilities	March 2023	March 2022
	Current	Current
Outstanding dues of micro enterprises and small enterprises	443.32	201.26
Outstanding dues of creditors other than micro enterprises and small enterprises	2,984.28	1,742.91
<b>Total</b>	<b>3,427.59</b>	<b>1,944.17</b>

## Aging of Trade Payables

(₹ in lacs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	293.16	102.78	18.75	28.63	443.32
(ii) Others	2,901.32	56.07	13.00	13.89	2,984.28
(iii) Disputed dues – MSME					-
(iv) Disputed dues - Others	-	-	-	-	-
	<b>3,194.47</b>	<b>158.85</b>	<b>31.75</b>	<b>42.52</b>	<b>3,427.59</b>





## GREEN GAS LIMITED

### (14) Other financial liabilities

(₹ in lacs)

Financial liabilities	March 2023		March 2022	
	Current	Non-Current	Current	Non-Current
<b>Current Financial Liability</b>				
Capital creditors	8,744.39	-	6,893.57	-
Deposits/Retention money from contractors and others	26.04	-	131.50	-
Security deposits from customers	6,619.06	-	4,336.82	-
Dividend Payable	-	-	-	-
Advance From Customers	75.77	-	23.34	-
<b>Total</b>	<b>15,465.25</b>	<b>-</b>	<b>11,385.23</b>	<b>-</b>

### (15) Statutory Dues

(₹ in lacs)

	March 2023	March 2022
	Current	Current
Tax Deducted At Source	176.03	85.15
Value Added Tax	250.53	219.07
Providend Fund	7.21	7.01
Goods and Service Tax	22.32	56.15
TCS	-	-
Excise Duty	-	(0.00)
<b>Total</b>	<b>456.08</b>	<b>367.38</b>

### (16) Provisions

(₹ in lacs)

Financial liabilities	March 2023		March 2022	
	Current	Non-Current	Current	Non-Current
<b>Provisions</b>				
Gratuity	-	5.61	-	29.70
Leave encashment	-	120.69	8.66	82.95
Provision for non-serviceable asset	-	45.06	-	45.06
Other Expenses Payable	1,998.74		1,428.84	
	<b>1,998.74</b>	<b>171.37</b>	<b>1,437.50</b>	<b>157.71</b>



CIN NO.: U23201UP2005PLC030834

## NOTES TO STATEMENT OF PROFIT AND LOSS ACCOUNT

(₹ in lacs)

Particulars	March 2023	March 2022
<b>(17) Revenue from operations</b>		
Sale of products		
- CNG (Including Excise Duty)*	72,900.62	44,171.32
- PNG	13,583.86	6,896.97
Other Operating Revenue	1,454.79	1,277.74
<b>Total</b>	<b>87,939.28</b>	<b>52,346.03</b>
*Net of Facility Charges paid to OMCs		
<b>(18) Other income</b>		
Interest income from bank	114.70	28.56
Miscellaneous income	142.42	77.88
<b>Total</b>	<b>257.12</b>	<b>106.44</b>
<b>(19) Cost of material consumed</b>		
Raw materials at the beginning of the year	13.68	7.79
Add: Purchases	60,757.54	27,325.05
Less: Closing stock	(44.81)	(13.68)
<b>Total</b>	<b>60,726.42</b>	<b>27,319.16</b>
<b>(20) Changes in inventories</b>		
<b>Opening balance</b>		
Finished goods	14.57	11.19
<b>Total</b>	<b>14.57</b>	<b>11.19</b>
<b>Closing balance</b>		
Finished goods	35.23	14.57
<b>Total</b>	<b>35.23</b>	<b>14.57</b>
<b>Total changes in inventories of Finished goods</b>	<b>(20.66)</b>	<b>(3.38)</b>
<b>(21) Employee benefit expense</b>		
Salaries, wages and bonus	703.66	619.43
Directors Remuneration	216.77	228.85
Contribution to provident fund	44.26	39.32
Gratuity	19.10	7.94
Leave Encashment	31.34	17.67
Staff welfare expenses	20.01	15.54
Staff training Expense	19.87	8.80
<b>Total</b>	<b>1,055.01</b>	<b>937.54</b>





## GREEN GAS LIMITED

Particulars	March 2023	March 2022
<b>(22) Depreciation and amortisation expense</b>		
Depreciation of Property, Plant and Equipment	3,708.52	2,598.48
Amortisation of intangible assets	38.25	38.43
Depreciation on Right-to-use-asset	661.86	490.29
<b>Total</b>	<b>4,408.63</b>	<b>3,127.20</b>
<b>(23) Other expenses</b>		
Operating Expenses at CNG Stations	1,446.48	1,209.34
Loss on Sale of Assets	-	0.68
Fuel expenses	1,980.31	866.37
Compressor O&M and LCV hiring Charges	2,641.14	2,305.55
Operation and Maintenance- Dispensers	87.77	103.37
Rent	95.22	94.43
Interest and Penalty	-	5.75
Advertisement & Sponsorship	31.37	36.95
Vehicle Hiring Expenses	146.03	124.18
<u>Repairs &amp; Maintenance</u>		
-Plant and Machinery	171.67	231.69
-Others	593.01	624.00
Provision For Bad & Doubtful Debts	(0.00)	322.80
Payment to Auditor	8.38	8.26
Office Expenses	291.66	238.90
Meeting Expenses	12.40	11.24
Printing and Stationery	11.82	18.21
Legal and Professional Expenses	95.22	126.13
Travelling Expenses	40.96	37.35
Bank Charges	38.40	68.98
Sitting fees	8.14	7.79
Communication Expenses	22.70	19.40
Statutory Expenses	102.31	65.42
Excise duty on difference in Closing and Opening Stock	25.02	16.00
Selling & Distribution Expenses	193.42	170.03
Miscellaneous Expenses	91.66	122.18
Corporate Social Responsibility	173.44	165.02
<b>Total</b>	<b>8,308.51</b>	<b>7,000.02</b>





Particulars	March 2023	March 2022
<b>(24) Finance Cost</b>		
Finance cost on lease liability	268.80	164.89
Finance Cost on RTL	3,114.23	1,484.29
Less:		
Transferred to Capital Work in Progress	(1,220.29)	(1,484.29)
<b>Total</b>	<b>2,162.74</b>	<b>164.89</b>
<b>(25) Income tax expense</b>		
<b>(a) Income tax expense</b>		
Current tax		
Current tax on profits for the year	(307.75)	1,417.01
Adjustments for current tax of prior periods	-	-
<b>Total</b>	<b>(307.75)</b>	<b>1,417.01</b>
Deferred tax		
Decrease (increase) in deferred tax assets	(307.75)	
(Decrease) increase in deferred tax liabilities	955.51	745.86
<b>Total</b>	<b>647.75</b>	<b>745.86</b>
<b>Income tax expense</b>	<b>340.00</b>	<b>2,162.87</b>
<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:</b>		
Profit before income tax expense	2,400.28	8,422.74
Tax at the Indian tax rate of 25.17%	604.10	2,119.84
<b>Tax effect of amounts which are not deductible (taxable) in calculating taxable income:</b>		
Reversal of depreciation due to wrong Capitalisation of Plant & Machinery	-	-
Corporate social responsibility expenditure	43.65	41.53
Other items	(307.75)	1.51
Re-measurements of post-employment benefit obligation	-	-
Adjustments for current tax of prior periods	-	-
Impact of Change in rate of tax on deferred tax	-	-
Excess Provisioning of Current Tax	-	-
<b>Income tax expense</b>	<b>340.00</b>	<b>2,162.87</b>



**Green Gas Limited**

CIN NO.: U23201UP2005PLC030834

**NOTES TO BALANCE SHEET - EMPLOYEE BENEFIT OBLIGATIONS****26. Employee benefit obligations**

(₹ in lacs)

Particulars	As At 31-03-2023			As At 31-03-2022		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absences	15.83	104.86	120.69	8.66	82.95	91.61
Gratuity	-	5.61	5.61	-	29.70	29.70
<b>Total employee benefit obligations</b>	<b>15.83</b>	<b>110.49</b>	<b>126.31</b>	<b>8.66</b>	<b>112.65</b>	<b>121.31</b>

**(i) Compensated absences**

The leave obligations cover the Company's liability for leaves encashable on termination of employment. The leave obligation plan is a unfunded plan. The amount of the provision of ₹ 15.83 lacs (31<sup>st</sup> March, 2022: 8.66 lacs) is presented as current, since the company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The obligation towards compensated leaves which are expected to be availed or encashed beyond 12 months from the end of the year is determined by the actuary using the Project Unit Credit Method (PUC) as per Ind AS 19 at the end of each year. The following amounts reflect leave that is expected to be taken or paid within the next 12 months.

(₹ in lacs)

	31 March, 2023	31 March, 2022
Current leave obligations expected to be settled within the next 12 months	15.83	8.66

**(ii) Gratuity**

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Company has purchased an insurance policy to provide for payment of gratuity of employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.



**(iii) Defined contribution plans**

The Company also has a defined contribution plan. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

(₹ in lacs)

Particulars	Gratuity		
	Present value of obligation	Fair value of plan assets	Net amount
<b>April 1, 2022</b>	<b>87.70</b>	<b>58.01</b>	<b>29.69</b>
Current service cost	14.39	-	14.39
Interest (expense)/income	6.09	4.03	2.06
<b>Total amount recognised in profit or loss</b>	<b>20.48</b>	<b>4.03</b>	<b>16.45</b>
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	2.50	(2.50)
(Gain)/loss from change in demographic assumptions	1.96	-	1.96
(Gain)/loss from change in financial assumptions	(4.24)	-	(4.24)
Experience (gains)/losses	2.85	-	2.85
<b>Total amount recognised in other comprehensive income</b>	<b>0.57</b>	<b>2.50</b>	<b>(1.93)</b>
Employer contributions	-	38.60	(38.60)
Benefit payments	(1.94)	(1.94)	-
<b>March 31, 2023</b>	<b>106.82</b>	<b>101.20</b>	<b>5.60</b>

\* As liability towards leave obligations(compensated absence) is a other long-term defined benefit plan not post employment benefit plan, remeasurements gain/(losses) are recognised in profit & loss.

The net asset disclosed above relates to funded and unfunded plans are as follows:

(₹ in lacs)

	31 March, 2023	31 March, 2022
Present value of funded obligations	106.82	87.7
Fair value of plan assets	(101.20)	(58.0)
<b>Surplus/(Deficit) of funded plan</b>	<b>5.61</b>	<b>29.69</b>
Unfunded plans	-	-
<b>Surplus/(Deficit) before asset ceiling</b>	<b>5.61</b>	<b>29.69</b>





## GREEN GAS LIMITED

### Effect of asset ceiling

Based on Company's gratuity trust's arrangement with LIC of India, the benefit relating to net defined benefit asset shall be available to the Company in full in form of reduction in future contributions.

### (iv) Post-Employment benefits and other long-term employee benefits

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

(₹ in lacs)

Particulars	Gratuity	
	31 March, 2023	31 March, 2022
Discount rate	7.40%	6.95%
Salary growth rate	6.00%	6.00%
Remaining working life	7.83 Years	10.29 Years
Withdrawal rate	11.00%	8.00%
Mortality Table	standard table – Indian Assured Lives Mortality (2012-14)	standard table – Indian Assured Lives Mortality (2012-14)

### (v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

#### Impact on defined benefit obligation

Particulars	Change in assumption		Increase in assumption		Decrease in assumption	
	31 March, 2023	31 March, 2022	31 March, 2023	31 March, 2022	31 March, 2023	31 March, 2022
<b>Gratuity</b>						
Discount rate	1%	1%	6.70	8.23	7.50	10.24
Salary growth rate	1%	1%	7.60	10.29	6.80	8.17
Attrition Rate	50%	1%	1.90	(69.30)	4.10	6.82
Mortality	10%	1%	-	9.16	-	9.14

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.



The method and types of assumption used in preparing the sensitivity analysis did not changed compared to prior period.

**(vi) The major categories of plans assets are as follows: (₹ in lacs)**

Particulars	31-Mar-23		31-Mar-22	
	Amount	in %	Amount	in %
Fund managed by insurer	101.20	100%	58.01	100%
<b>Total</b>	<b>101.20</b>	<b>100%</b>	<b>58.01</b>	<b>100%</b>

**(vii) Risk exposure**

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below:

**Interest Rate risk:** The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

**Liquidity Risk:** This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

**Salary Escalation Risk:** The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

**Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

**Regulatory Risk:** Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act, 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity of ₹ 20,00,000).

**Asset Liability Mismatching or Market Risk:** The duration of the liability is longer compared to duration of assets, exposing the Company to market risk for volatilities/fall in interest rate.

**Investment Risk:** The probability or likelihood of occurrence of losses relative to the expected return on any particular investment.

Expected contributions to post-employment benefit plans for the year ending 31<sup>st</sup> March 2023 are ₹ 19.15 Lacs

The weighted average duration (based on discounted cash flow) of the defined benefit obligation is 10 years. The expected maturity analysis of gratuity and other long-term employment benefits (Leave obligation) is as follows:







## GREEN GAS LIMITED

(₹ in lacs)

	1 year	2-5 years	6-10 years	More than 10 years	Total
<b>31 March, 2023</b>					
Defined benefit obligation (Gratuity)	12.91	48.26	49.82	92.95	203.93
<b>Total</b>	<b>12.91</b>	<b>48.26</b>	<b>49.82</b>	<b>92.95</b>	<b>203.93</b>
<b>31 March, 2022</b>					
Defined benefit obligation (Gratuity)	7.56	30.74	35.62	116.85	190.76
<b>Total</b>	<b>7.56</b>	<b>30.74</b>	<b>35.62</b>	<b>116.85</b>	<b>190.76</b>

### Significant judgment and estimate

#### Estimation of defined benefit obligation

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date..



**Green Gas Limited**  
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**NOTES TO FINANCIAL STATEMENTS**

**27. Financial risk management**

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board of Directors.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of the same in the financial statements.

**(i) Credit risk**

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly. The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in a repayment plan with the company. The company expects a default from some of its trade receivable and has recognised loss allowances on these receivables till the year ended March 31, 2022. During the year ended March 31, 2023, the Company has encounter similar loss:

(₹ in lacs)

Exposure to credit risk	As at 31.03.2023	As at 31.03.2022
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses		
Trade receivables (gross)	9,955.61	6,819.84
Less: Loss allowances	1,467.58	425.94
Trade receivables (net)	8,488.04	6,393.90

The ageing analysis of the receivables (gross of provision) has been considered from the date the invoice falls due.

(₹ in lacs)

Ageing analysis	As at 31.03.2023	As at 31.03.2022
Upto 6 months	7,289.32	5,575.52
More than 6 months	2,666.29	1,244.32





## GREEN GAS LIMITED

The following table summarizes the change in the loss allowances measured using life-time expected credit loss model:

(₹ in lacs)

As at 01.04.2022	425.94
Provided during the year	1,041.64
As at 31.03.2023	1,467.58

No significant changes in estimation techniques or assumptions were made during the reporting period.

### (ii) Liquidity risk

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at a reasonable basis. Processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in lacs)

As at 31.03.2023	Less than 1 year	More than 1 year	Total
Trade payables	3,194.47	233.12	3,427.59
Security deposits from customers	6,619.06	-	6,619.06
Deposits /Retention money from contractors and others	-	26.04	26.04
Capital creditors	7,861.62	882.77	8,744.39
<b>Retention money from contractors and others</b>	<b>17,675.15</b>	<b>1,141.93</b>	<b>18,817.08</b>

(₹ in lacs)

As at 31.03.2022	Less than 1 year	More than 1 year	Total
Trade payables	1,864.59	79.58	1,944.17
Security deposits from customers	4,336.82	-	4,336.82
Deposits /Retention money from contractors and others	-	131.50	131.50
Capital creditors	6,357.04	536.53	6,893.57
<b>Retention money from contractors and others</b>	<b>12,558.45</b>	<b>747.61</b>	<b>13,306.06</b>



**Green Gas Limited**  
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**NOTES TO FINANCIAL STATEMENTS**

**28. Contingent Liabilities & Capital Commitments (to the extent not provided for):**

**I. Contingent Liabilities:**

(₹ in lacs)

Sr.No.	Particulars	As at 31.03.2023	As at 31.03.2022
(a)	Claims against the Company not acknowledged as debts	NIL	NIL
(b)	Tax related matters*	126.20	126.20
(c)	Letter of Credit	8,255.54	7,541.26
(d)	Bank Guarantee	14,943.22	14,492.81
	<b>Total</b>	<b>23,324.96</b>	<b>22,160.27</b>

**\*Tax Related Matters**

- a) A demand of ₹ 6.78 Lacs had been raised by U P Commercial Tax Department for the financial year 2010-11 against which company has filed appeal with Additional Commissioner (Appeal), Commercial Tax Lucknow. The Appeal has since been rejected by the Additional Commissioner (Appeals), Commercial Tax Department, Lucknow against which the appeal with the Tribunal is already filled. Hearing was fixed for 15.6.2019, same was attended by Mr. Anupam Kumar, Advocate, hearing was adjourned. The case is pending before Tribunal Commercial Tax Lucknow.
- b) A demand of ₹ 20.95 Lacs had been raised by U P Commercial Tax Department for the financial year 2011-12 against which company has filed appeal with Additional Commissioner (Appeal), Commercial Tax Lucknow. Hearing was fixed for 24.5.2019 but due to non availability of AO same was adjourned. Our appeal was disallowed by Additional Commissioner (Appeal), Commercial Tax Lucknow on dated 21.09.2022 against which we had filed appeal in Commercial tax Tribunal on dated 30.12.2022.
- c) In respect of Assessment Year 2011-12, Income Tax Department has disallowed certain expenses claimed by the Company and has made a tax demand of ₹ 94.36 Lacs on account of the same. The Company filed an appeal against the aforesaid demand with Income Tax Appellate Tribunal and the case has been set aside to CIT(A) by the Hon ITAT, Lucknow Bench. Now the case is pending before CIT (A)–I for disposal.
- d) In respect of Assessment Year 2012-13, Income Tax Department has disallowed certain expenses claimed by the Company and has made a tax demand of ₹ 2.47 Lacs on account of the same. The Company has filed an appeal against the aforesaid demand and same is pending with Income Tax Appellate Tribunal, Lucknow Bench.
- e) In respect of Assessment Year 2017-18, Income Tax Department has disallowed certain expenses claimed by the Company to the tune of ₹ 9.50 Lac accordingly a notice U/s 270A





## GREEN GAS LIMITED

was issue for the imposition of penalty of ₹ 1.64 Lacs on the same. The Company filed an appeal against the aforesaid demand with CIT(A). Now the case is pending before CIT (A)–I for disposal.

### II. Commitments:

Sr. No.	Particulars	As at 31.03.2023 (Rupees in Lacs excluding taxes)	As at 31.03.2022 (Rupees in Lacs excluding taxes)
(a)	Estimated amount of contracts remaining to be executed on capital account and not provided for	5,449.34	6,738.86
(b)	Uncalled Liability on shares and other investments partly paid	Nil	Nil
(c)	Other commitments	Nil	Nil
	<b>Total</b>	<b>5,449.34</b>	<b>6,738.86</b>

**29.** On overall basis, assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which these are stated in the financial statements.

### 30. Earning per share

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Net profit / (loss) attributable to Shareholders ( Rupees in Lacs)	1,752.53	6,259.87
Weighted Average Number of equity shares	4,61,09,500.00	4,61,09,500.00
Basic Earnings per Share of ₹ 10/- each (in Rupees)	3.80	13.58
Diluted Earnings per Share of ₹ 10/- each (in Rupees)	3.80	13.58

### 31. Segment Reporting

The Company has only one line of business, which is manufacture and sale of compressed natural gas (CNG) and Piped Natural Gas (PNG). There are no other reportable segments as per Indian Accounting Standard (INDAS)-108 on “Operating Segment”.

**32.** In accordance with the Indian Accounting Standard (Ind AS-38) on Impairment of Assets, the company has assessed whether any indications with regard to impairment of any assets exists as on Balance sheet date. Based on such assessment, it has been ascertained that there are no such indications and thereby no formal estimate of recoverable amount has been made. Accordingly, no impairment loss has been provided in the books of account.

**33.** The Company had awarded 3 contracts for remaining work of laying steel pipelines at Agra to contractor M/s Taurant Projects Limited. Contractor even after receiving almost all the payments through running bills had subsequently raised a claim of ₹ 531.85 Lacs towards miscellaneous charges related to the said project through Arbitration.





Wherein further the company had launched a counter claim of ₹ 1030.82 Lacs on the contractor for delay in project and loss of profit to the company.

Arbitration Claims lodged by M/s Taurant Projects Limited as well as in all three counter claims filed by M/s Green Gas Limited, final award has been passed by the learned sole arbitrator on 18.05.2018.

M/s TPL has filed appeals against all three awards before the Commercial Court Lucknow duly registered as Misc. Case No. 15, 16 and 17 of 2018 wherein our objection is already filed. The appeal filed by the M/s Taurant Projects Limited was registered as Miscellaneous Case and it is yet to be admitted by the Court as an Appeal.

### 34. RATIOS HAVING % CHANGE MORE THAN 25% AND ITS REASONS

Debt-Equity Ratio	61%	Increased due to additional disbursement of RTL during the year
Debt Service Coverage Ratio	-58%	Decline due to Increased Finance cost on additional leased assets
Trade Receivables turnover Ratio	32%	Increase due to impact of increased purchase volume on enhanced gas price
Net Capital Turnover Ratio	64%	Increased due to Increase in Sales Volume
Return on Equity Ratio	-73%	Decreased due to lower profitability in current year
Return on Capital employed	-54%	Decreased due to increase in Capital Employed (investment in Fixed Assets)
Net profit Ratio	-83%	Decreased due to declined PAT in Q-3 & Q-4 on account of purchase of gas on increased prices

### 35. Corporate Social Responsibility (CSR)

(i) Amount required to be spent by the company during the year,	173.42
(ii) Amount of expenditure incurred,	173.44
(iii) Shortfall at the end of the year,	(0.02)
(iv) Total of previous years shortfall,	-
(v) Reason for shortfall,	NA

#### (vi) Nature of CSR activities

Party Name	Details	Amount (in ₹)
Sanjay Gandhi Post Graduate Institute of Medical Sciences	Providing Lab Equipments for development of Nursing Education Programme	14.58
NIESBUD	CSR for skill & Entrepreneurship development vocational training	45.06
National Youth Foundation	Donating Voltas 150LTR water Cooler & commercial UV Purifier	5.67
ASDC	Skill Development Programme of CNG Kit Fitment Technician.	8.93





## GREEN GAS LIMITED

Party Name	Details	Amount (in ₹)
PROSCO Innovation Pvt. Ltd	Deskit School Bag distribution program to Govt school in Lucknow	4.78
Centre for Social Responsibility & Leadership	CSR for coaching for students - Super 30 program of free Residential Coaching	25.00
Gram Samriddhi Trust	CSR Expenditure for Distribution of Winter Wear	13.71
Divisional Director Social Forestry Division, Ayodhya	CSR Payment for 200 tree plantation in Ayodhya	9.93
Young Ignited Minds Foundation	CSR Construction of Toilet in Govt Schools	24.84
Akanksha	CSR School support by NGO	4.59
Prime Minister's National Relief Fund	CSR to PMNRF	1.35
Divisional Forest Officer, Awadh Forest Division, Lucknow	CSR for tree plantation	15.00
	<b>Total</b>	<b>173.44</b>

(vii)	Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	NIL
(viii)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	NA

### 36. Related Party Transactions

**Disclosure as required by Indian Accounting Standard (Ind AS 24) on “Related Party Disclosures” issued under Companies (Indian Accounting Standard) Rules, 2015.**

**List of related parties as on 31.03.2023:**

**(a) Promoter venturers:**

- GAIL (India) Limited
- Indian Oil Corporation Limited

**(b) Subsidiary of Enterprise having Significant Influence**

- GAIL Gas Limited

**(c) Key management personnels (KMPs):**

- Mr. Sujoy Choudhury, Chairman till 27.09.22
- Mr. Sujoy Choudhury, Nominee Director from 27.09.22 to 16.11.22
- Mr. Deepak Gupta, Chairman from 28.09.22
- Mr. K.B Singh, Nominee Director till 28.09.22



- v. Mr. Sandeep Jain, Additional Director from 16.11.22
- vi. Mr. S.L. Raina, Independent Director from 04.09.2020
- vii. Mrs. Usha Gupta, Independent Director from 21.10.2020
- viii. Mr. J.P. Singh, Managing Director
- ix. Mr. Sharat Kumar, Director Commercial
- x. Mr. Amit Maheshwari, CFO
- xi. Mr. Nikit Rastogi, CS

**Transactions with related parties during the year****(₹ in lacs)**

Name of Related Party	Nature of Relationship	Nature of Transaction	FY 2022-23		FY 2021-22	
			Value of Transaction during the year	Outstanding Balance on March 31 <sup>st</sup> , 2023	Value of Transaction during the year	Outstanding Balance on March 31 <sup>st</sup> , 2022
GAIL (India) Limited	Enterprise having Significant Influence	Purchase of Natural Gas	61,470.36	2,622.68	27,149.97	614.70
		Remuneration (Secondment Expenses)	120.94	9.64	114.09	17.39
		Hook up Charges - Advance	300.9	728.06	427.16	427.16
		Security deposits	NIL	NIL	NIL	NIL
GAIL Gas Limited	Subsidiary of Enterprise having Significant Influence	Purchase of Natural Gas (Transportation Expense)	886.63	35.59	755.8	35.03
Indian Oil Corporation Limited	Enterprise having Significant Influence	Sale of CNG	35047.85	2,591.15	21187.81	779.59
		Remuneration (Secondment Expenses)	90.31	5.83	66.79	11.04
		Other Expenses	453.48	(1.21)	294.23	10.95
Key Management Personnel						
Shri JP Singh	Managing Director	Remuneration (Secondment Expenses)	120.94	9.64	45.88	17.39
Late Shri Sanzeev Medhi	Managing Director till 19.11.2021	Remuneration (Secondment Expenses)	-	-	68.22	-
Shri Sharat Kumar	Director (Commercial)	Remuneration (Secondment Expenses)	90.31	5.83	66.79	11.04
Shri Shadey Lal Raina	Independent Director	Sitting Fees	4.07	-	3.66	-





## GREEN GAS LIMITED

Name of Related Party	Nature of Relationship	Nature of Transaction	FY 2022-23		FY 2021-22	
			Value of Transaction during the year	Outstanding Balance on March 31 <sup>st</sup> , 2023	Value of Transaction during the year	Outstanding Balance on March 31 <sup>st</sup> , 2022
Smt Usha Gupta	Independent Director	Sitting Fees	4.07	-	4.13	-
Shri Amit Maheshwari	Chief Financial Officer	Salary & Allowances	15.41	-	5.96	-
Sri Nikit Rastogi	Company Secretary	Salary & Allowances	10.89	-	8.93	-

Salaries, allowances and other related payments include payments made to the related Companies on account of Key management personnel.

**Note:-** During the FY 2022-23 company has paid a total dividend of ₹ 461.10 Lakhs to the shareholders of the company.

### 37. Post Reporting Date Events

No adjusting or significant non - adjusting events have occurred between 31<sup>st</sup> March 2023 and the date of authorization of the Company's standalone financial statements.

However, the Board of Directors have recommended a final dividend of 2.5% i.e. ₹ 0.25 on equity shares of ₹ 10 each for the year ended 31<sup>st</sup> March 2023, subject to approval of shareholders at the ensuing annual general meeting.



## INDEPENDENT AUDITORS' REPORT

To,  
The Members  
Green Gas Ltd,  
2<sup>nd</sup> Floor, Fortuna Tower, 10, Rana Pratap Marg,  
Lucknow.

### Report on the Standalone Ind AS Financial Statements

#### Opinion

We have audited the standalone financial statements of Green Gas Limited (The Company), which comprise the balance sheet as at 31<sup>st</sup> March 2023, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, hereinafter referred to as "The financial statement".

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act 2013 (The Act) in the manner so required and give a true and fair view in conformity with the Indian accounting standards prescribed under section 133 of the act read with the companies (Indian Accounting Standards) rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit/ loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

- a. We draw attention to Note No. 33 regarding claim of Taurant Projects Limited of ₹ 531.85 Lacs on Green Gas Limited and subsequent counter claim by Green Gas Limited on Taurant Project Limited of ₹ 1030.82 Lacs, the matter is though decided by Arbitrator, but an appeal has been filed by TPL for all arbitration awards before commercial court Lucknow.

Our Opinion is not modified in respect of the matters mentioned in above paragraph.







## GREEN GAS LIMITED

### Key Audit Matters

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

- a. It has been observed by us that the total current year Unbilled Revenue amounting to ₹ 1236.41 Lacs appearing in the books of accounts of the company includes an amount pertaining to the previous Financial Years. The detail of the same is as follows:

1. Agra GA (FY 2018-19 to 2021-22): ₹ 70.57 Lacs
2. Lucknow GA (FY 2019-20 to 2021-22): ₹ 23.82 Lacs

However, with regard to the revenue system of the company, it is in the practice of billing the customer on a bi-monthly basis.

**Principal Audit Procedure:** We have assessed the Company's process to identify the Unbilled Revenue in the books of accounts and checked the appropriateness of the accounting transactions. We have also examined the adequacy of the information provided by the company.

- b. While verifying the circular issued by the Ministry of Petroleum & Natural Gas dated 01/11/2021 related to the DENOVO Margin, it has been observed by us that during the current Financial Year the dispute for recovery of differential additional trade margin (Denovo) of ₹ 1041.63 Lacs between GGL and OMCs has been adjusted from revenue from operation by creating the provisions with respect to disputed Trade Receivables but considered good.

**Principal Audit Procedure:** Our audit procedures involved checking of the communication received from the GAIL vide mail dated 28/04/2022, whereby the Company has provided 100% differential recoverable Denovo margin of ₹ 1041.63 Lacs and thereby created Provision of ₹ 1041.63 Lacs.

Our Opinion is not modified in respect of the matters mentioned in above paragraphs.

### Other Matters

- a. The detail of unaccounted Gas Losses including both PNG & CNG suffered by the company during the year is as follows:

S.No.	Name of Divisions	CNG Loss	PNG Loss	Overall
1.	Lucknow	0.22%	23.46%	4.78%
2.	Agra	0.47%	20.26%	6.74%

- b. The Company has invested ₹ 415.69 Lacs in Building and ₹ 534.25 Lacs in Plant & Machinery at Dubagga Mother station. The plant is ready for operation but commercial operations/activities in the said premises pertaining to sale of CNG could not be carried out due to pending statutory clearance from forest department.



- c. It has been observed by us that the total amount of ₹ 3427.59 Lacs pertaining to Trade Payables includes an amount of ₹ 443.32 Lacs payable to the vendors belonging to the MSME.

Our Opinion is not modified in respect of the matters mentioned in above paragraphs.

### **Information Other Than the Financial Statements and Auditors Reports Thereon**

The company's Board of Directors is responsible for the other information. The other information comprises the information included in Board's Report, Management Discussion & Analysis Report, Business Responsibility Report, but does not include the financial statements and our auditor's report thereon. The Board's Report, Management Discussion & Analysis Report, Business Responsibility Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the report, if we conclude that there is a material mis statement therein, we are required to communicate the matter to those charged with governance.

### **Responsibility of Management and those charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.





### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- a) Identify and assess the risk of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusions, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, under section 143(3) (i) of the Act we are also responsible for expressing our opinion whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or condition may cause the company to cease to continue as a going concern.
- e) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represents the underlying transactions and events in a manner that achieves fair representation.

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



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

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

### Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit, we report, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
  - b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of book.
  - c) The Balance sheets, the statement of profit and loss (the statement of change in equity) and cash flow statements dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
  - e) On the basis of the written representations received from the directors as on 31st March 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164 (2) of the Act
  - f) As required by the Companies (Auditor's Report) Order, 2020 ("the order") issued by the Central Government of India in terms of sub section (11) Section 143 of the Act, we give in the "**Annexure A**", statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable
  - g) With respect of adequacy of the Internal financial Controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"
  - h) As required by direction issued under section 143 (5) of the companies Act 2013 for the FY 2022-23, the compliance of which are given in "**Annexure C**" on the matters specified by the Comptroller and Auditor General of India for the company
  - i) With respect to the other matter to be include in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and accordance to the explanation given to us:





## GREEN GAS LIMITED

- i. The company has disclosed the impact of pending litigation on its financial position in its Financial Statements. (Refer Clause No 1 of Note 28 to the financial statements).
- ii. The company has made provisions as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. The company does not have any derivative contract.
- iii. There were no amounts which were required to be transferred to the investor education and Protection Fund by the company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (d) The dividend declared or paid by the Company during the year is in compliance with section 123 of the Companies Act 2013.

**For & On Behalf of:**  
**M/s Asija & Associates LLP,**  
**Chartered Accountants**  
**FRN: 003155C/ C400011**

**Sd/-**  
**CA Kamal Kr. Ferwani**  
**(Senior Partner)**  
**M.No.: 402982**  
**UDIN: 23402982BGRZV8806**

**Date: 19/05/2023**  
**Place: Lucknow**





## ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

**Annexure A** referred to in point (f) to “Report on Other legal and regulatory requirements” of the Independent Auditors’ Report of even date to the members of Green Gas Limited on the standalone financial statements for the year ended **31<sup>st</sup> March, 2023**

- (i) (a) (A) The company has generally maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company has generally maintained proper records showing full particulars of intangible assets;
- (b) The Company is having a regular programme of physical verification of all Property, Plant and Equipment once during the year, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. In our opinion and as per the information given by the Management, there were no any discrepancies has been observed.
- (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title/ lease deeds of all the immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) The company has not revalued any of its property, plant and equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to the information and explanations given to us, there are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to the information and explanations given to us, the inventory (excluding inventory lying with third parties and material in transit) has been physically verified by the management during the year and in our opinion, the frequency of verification is reasonable. As explained to us, no discrepancy of 10% or more in the aggregate for each class of inventory was noticed on physical verification of inventories as compared to the book records.
- (b) In our opinion and according to the information and explanations given to us, during the year, the Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, from a bank or financial institutions on the basis of security of current assets.
- (iii) During the year, company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loan, secured or unsecured, to companies, firms, Limited liability partnership or other Parties.
- (a) During the year the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity
  - A. The aggregate amount during the year and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiary joint venture and associates is **Nil**.





## GREEN GAS LIMITED

- B. The aggregate amount during the year and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than joint ventures and associates is **Nil**.
- (b) The investment made guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided by the company are not prejudicial to the company's interest.
- (c) In our opinion and according to the information and explanations given to us, the schedule of repayment of principal and payment of interest with respect to loans and advances in the nature of loans, has been stipulated and the repayments or receipts are regular.
- (d) According to the information and explanations given to us and based on the audit procedures performed by us, no amount of loan is overdue for a period of more than 90 days.
- (e) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) In our opinion and according to the information and explanations given to us, no such cases are found where the Company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us there are no such loans, investments, guarantees and security covered under the provisions of Section 185 and 186 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iv) of the Order is not applicable on the company.
- (v) In our opinion and according to the information and explanations given to us, during the year, the Company has not accepted deposits or amount which deemed to be deposits from the public in terms of the provisions of sections 73 to 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014, as amended and other relevant provisions of the Act or under the directives issued by the Reserve Bank of India.
- (vi) According to the information and explanations given to us, the accounts and records maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act read with Companies (Cost Records & Audit) Rules, 2014, as amended. However, the Cost Audit Report for the FY. 2022-2023 is not available till the date of our audit.
- (vii) (a) According to the information and explanation given to us, the Company has been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales tax, Service tax, Goods & Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other statutory dues applicable to it. Further, there are no outstanding statutory dues referred above as at the last day of the financial year under audit for a period of more than six months from the date they became payable.
- (b) According to records of the Company and information and explanation given to us, the disputed



statutory dues that have not been deposited on account of matters pending before appropriate authorities are given below:

S. No.	Name of the Statute	Assessment Year	Amount involved (₹ lakhs)	Amount deposited	Forum where dispute is pending
1	UP VAT Act, 2008	2011-12	6.78	₹ 6.77 Lakhs	Appeal pending with Tribunal Commercial Tax, Lucknow.
2	UP VAT Act, 2008	2012-13	20.95	₹ 12.57 lakhs in the form of FD & ₹ 8.38 lakhs against Stay order	Additional Commissioner (Appeals), Commercial Tax, Lucknow
3	Income Tax Act, 1961	2011-12	94.36	-	Commissioner of Income-Tax (Appeals)–I, Lucknow
4	Income Tax Act, 1961	2012-13	2.47	-	Income Tax Appellate Tribunal Lucknow Bench
5	Income Tax Act, 1961	2017-18	1.64	-	Commissioner of Income-Tax (Appeals)–I, Lucknow

- (viii) In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed as income, any transaction not recorded in the books of account, during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us, the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the term loans were applied for the purposes for which the loans were obtained.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis, have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and joint venture.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries and joint ventures.





## GREEN GAS LIMITED

- (x) (a) In our opinion and according to the information and explanations given to us, the Company did not raise monies by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, provisions of clause 3(x)(a) of the order are not applicable
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally). Accordingly, provisions of clause 3(x) (b) of the order are not applicable.
- (xi) (a) According to the information and explanations given to us and as represented by the Management and based on our examination of the books and records of the Company and in accordance with generally accepted auditing practices in India, no material case of frauds by the Company or on the Company has been noticed or reported during the year.
- (b) No report has been submitted by the auditors under sub section (12) of section 143 of the Companies Act, 2013 in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this audit report.
- (c) According to the information and explanations given to us, no whistle blower complaints were received by the Company during the year.
- (xii) The Company is not a Nidhi company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion, the Company has complied with provisions of sections 177 and 188 of Companies Act, 2013 in respect of transactions with the related parties and the details have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have not considered the internal audit report of the Company as the same has not been issued or received till the date of this report, for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3(xv) of the Order are not applicable.
- (xvi) According to the information and explanations given to us, as the Company is not carrying business of Non-Banking Financial activities and therefore not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a), 3(xvi)(b), 3(xvi)(c) & 3(xvi)(d) are not applicable.
- (xvii) In our opinion and according to the information and explanations given to us by the management, the Company has not incurred cash losses in the financial year 2022-23 and in the immediately preceding financial year 2021-22.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, provisions of clause 3 (xviii) of the order are not applicable.



- (xix) In our opinion and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the Board of Directors and management plans given to us, no material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In our opinion and according to the information and explanations given to us, the Company has incurred expenditure under Corporate Social Responsibility as required by the provisions of Section 135 of the Act and there are no unspent amounts which are required to be transferred to the Funds specified in Schedule VII to the Companies Act, 2013 within a period of six months of the expiry of the financial year in compliance with second proviso to subsection (5) of section 135 of the said Act.
- (b) In our opinion and according to the information and explanations given to us, with respect to “ongoing projects”, there are no unspent amounts that are required to be transferred to a special account, within a period of thirty days from the end of the financial year in compliance with section 135(6) of the said Act.
- (xxi) According to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor’s Report) Order 2020 (CARO) reports of the companies included in the consolidated financial statements.

**For & On Behalf of:**  
**M/s Asija & Associates LLP,**  
**Chartered Accountants**  
**FRN: 003155C/ C400011**

**Sd/-**

**CA Kamal Kr. Ferwani**  
(Senior Partner)

**M.No.: 402982**

**UDIN: 23402982BGRZFV8806**

**Date: 19/05/2023**

**Place: Lucknow**





### ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

**Annexure B referred to in point (g) to “Report on Other legal and regulatory requirements” of the Independent Auditors’ Report of even date to the members of Green Gas Limited on the standalone financial statements for the year ended 31<sup>st</sup> March, 2023**

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of Green Gas Limited as of 31<sup>st</sup> March 2023 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of the internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor’s Responsibility**

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

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





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

### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial reporting is a process designed to provide reasonable assurance the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditure of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have material effect on the financial statements.

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

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

According to the information and explanations given to us during our audit, the following control deficiencies have been identified in operating effectiveness of the Company's internal financial control over financial reporting as at 31<sup>st</sup> March 2023;

- a) The company, through have costing policy, but do not have any costing manual, resulting thereby loss on procurement of natural gas and subsequent sales of PNG and CNG for distributions is not recorded but absorbed in cost of consumption.

A material weakness is a deficiency or a combination of deficiencies in internal financial control over financial reporting such that there is reasonable possibility that a material misstatement of the Companies' annual or interim financial statements will not be prevented or detected on timely basis.

### Opinion

In our opinion, except for the effects/ probable effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company has maintained in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2023 based on the internal control over financial reporting criteria established by the company considering the essential components of the internal





## GREEN GAS LIMITED

control stated in the guidance note on audit of internal financial control over financial reporting issued by the Institute of Chartered Accountants of India. We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of 31<sup>st</sup> March, 2023 standalone Ind AS financial statements of the company and these material weakness does not affect our opinion on the standalone financial statements of the company.

**For & On Behalf of:**  
**M/s Asija & Associates LLP,**  
**Chartered Accountants**  
**FRN: 003155C/ C400011**

**Sd/-**  
**CA Kamal Kr. Ferwani**  
**(Senior Partner)**  
**M.No.: 402982**  
**UDIN: 23402982BGRZFV8806**

**Date: 19/05/2023**  
**Place: Lucknow**



## ANNEXURE “C” TO THE INDEPENDENT AUDITOR’S REPORT

**Annexure C referred to in point (h) to “Report on Other legal and regulatory requirements” of the Independent Auditors’ Report of even date to the members of Green Gas Limited on the standalone financial statements for the year ended 31<sup>st</sup> March, 2023.**

We have conducted audit of annual accounts of Green Gas Limited for the year ended 31<sup>st</sup> March 2023 in accordance with direction/ sub direction issued by the C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Direction/ Sub Direction issued to us.

S. No.	Direction/ Sub Directions	Action Taken	Impact on Standalone Financial Statements
1	Whether the company has system in place to process all the accounting transaction through IT System? If yes, the implication of processing of accounting transaction outside IT System on the integrity of the accounts along with financial implications, if any, may be stated	The Company maintains its books of account on IT system, SAP which is an ERP system and GGL Engage, all accounting transactions are processed in accounts maintained on the software. Based on the audit procedures carried out and as per the information and explanations given to us, in our opinion, there are no implications on the integrity of the accounts.	Nil
2	Whether there is any restructuring of an existing loans or cases of waiver/ write off of debt / loan/ interest etc. made by lender to the company due to the company’s inability to repay the loans? If yes, the financial impact may be stated.	The Company has been regular in discharging its principal and interest obligations on various loans during 2022-23. Therefore, there are no cases of restructuring of any loan or cases of waiver/ write off of debts/ loans/ interest etc. made by any lender due to the company’s inability to repay the loan.	Nil
3	Whether funds received/ receivable for specific skills from the central/ state agencies where properly accounted for/ utilized as per its terms and conditions? List the cases of deviation.	The company has not received any funds for any specific scheme from any Central / State agencies during the year.	Nil

**For & On Behalf of:**  
**M/s Asija & Associates LLP,**  
**Chartered Accountants**  
**FRN: 003155C/ C400011**

**Sd/-**  
**CA Kamal Kr. Ferwani**  
**(Senior Partner)**  
**M.No.: 402982**  
**UDIN: 23402982BGRZV8806**

**Date: 19/05/2023**  
**Place: Lucknow**





**COMMENT OF C&AG-SUPPLEMENTARY AUDIT**

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(B) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF GREEN GAS LIMITED FOR THE YEAR ENDED 31 MARCH 2023**

The preparation of financial statements of Green Gas Limited for the year ended 31 March 2023 in accordance with the financial reporting framework prescribed under the Companies Act, 2013(Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 19 May 2023.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Green Gas Limited for the year ended 31 March 2023 under Section 143(6)(a) of the Act.

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

**(Sanjay K. Jha)**  
**Director General of Audit (Energy)**  
**New Delhi**

**Place: New Delhi**  
**Dated: 19.7.23**



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## NOTES

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# GREEN GAS LIMITED

(A Joint Venture of GAIL (India) Ltd. & Indian Oil Corporation Ltd.)

For Better Environment and Clean Air to Breathe

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## REGISTERED OFFICE

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Web.: <https://gglonline.net>