WAA SOLAR LIMITED
CIN : L40106GJ2009PLC076764
R.O. : Madhav House, Plot No. 4
Near Panchratna Building
Subhanpura, Vadodara - 23 (Gui)
Telefax : 0265-2290722
E-mail : Info@waasolar.org
www.waasolar.org

Date: July 30, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sirs,

Sub: Outcome of Board Meeting held on July 30, 2020

Ref: Waa Solar Limited (Security Id/Code: WAA/541445)

Pursuant to Regulations 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby informed that the Board of Directors of the Company, in their Board Meeting held on today, *i.e.* on July 30, 2020, at the registered office of the Company situated at Madhav House, Plot No- 04, Nr. Panchratna Tower, Beside Amul Apartment, Subhanpura, Vadodara – 390 023, which was commenced at 04:00 P.M. and concluded at 06:10 P.M. have;

(i) Considered, approved and taken on record the Standalone Audited Financial Statement for the year ended on March 31, 2020 along with the Auditor's Report; and
(ii) Considered, approved and taken on record the Consolidated Audited Financial Statement for the year ended on March 31, 2020 along with the Auditor's Report; and
(iii) Declaration pursuant to Regulation 33 (3)(d) of the SEBI (LODR) Regulations, 2015, are enclosed herewith.
(iv) Other approvals related to and required in the normal course of business were taken on record by the board.

Kindly take the same on your record and oblige us.

Thanking you,
For **Waa Solar Limited**

Amit Khurana
Managing Director
(DIN: 00003626)

WAA SOLAR LIMITED

CIN: L40106GJ2009PLC076764

Registered Office: Madhav House, Plot No. -04, Nr. Panchratna Building, Subhanpura, Vadodara - 390 023

Email: info@waasolar.org **Website :** www.waasolar.org **Tel:** 0265 2290722

Statement of Audited Financial Results for the year ended on March 31, 2020

(INR in Lakh)

	PARTICULARS	HALF YEAR ENDED			YEAR ENDED		HALF YEAR ENDED		YEAR ENDED	
		31-03-2020	30-09-2019	31-03-2019	31-03-2020	31-03-2019	31-03-2020	30-09-2019	31-03-2020	31-03-2019
A	Date of start of reporting quarter	01-10-2019	01-04-2019	01-10-2018	01-04-2019	01-04-2018	01-10-2019	01-04-2019	01-04-2019	01-04-2018
B	Date of end of reporting quarter	31-03-2020	30-09-2019	31-03-2019	31-03-2020	31-03-2019	31-03-2020	30-09-2019	31-03-2020	31-03-2019
C	Whether results are audited or unaudited	Audited	Un-audited	Audited	Audited	Audited	Audited	Un-audited	Audited	Audited
	Nature of Statement	Standalone					Consolidated			
Part I										
1	**Revenue From Operations**									
	Net sales or Revenue from Operations	1,247.09	1,252.48	1,332.92	2,499.57	2,537.14	1,694.33	3,129.42	4,823.75	7,988.76
	Other operating revenues	-	-	-	-	-	-	-	-	-
	Total Revenue from operations	**1,247.09**	**1,252.48**	**1,332.92**	**2,499.57**	**2,537.14**	**1,694.33**	**3,129.42**	**4,823.75**	**7,988.76**
2	**Other income**	1,025.03	99.19	309.98	1,124.22	365.39	1,926.62	209.87	2,136.49	578.95
3	**Total Income (1+2)**	**2,272.12**	**1,351.67**	**1,642.90**	**3,623.79**	**2,902.53**	**3,620.95**	**3,339.29**	**6,960.24**	**8,567.71**
4	**Expenses**	-								
(a)	Cost of materials consumed	-	73.01	-	73.01	-	-	73.01	73.01	-
(b)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-	-	-	-
(c)	Employee benefit expense	89.90	13.32	45.76	103.22	67.66	122.35	51.70	174.05	276.43
(d)	Finance costs	417.51	440.76	473.29	858.27	950.39	601.49	1,229.33	1,830.82	2,642.94
(e)	Depreciation and amortisation expense	429.45	471.73	471.78	901.18	943.53	585.30	1,370.20	1,955.50	3,302.04
(f)	Other Expenses	390.43	50.61	122.97	441.04	190.68	1,395.75	279.45	1,675.20	1,660.35
	Total Expenses	**1,327.29**	**1,049.43**	**1,113.80**	**2,376.72**	**2,152.25**	**2,704.89**	**3,003.69**	**5,708.58**	**7,881.76**
5	**Profit/ (Loss) before exceptional items and tax (3-4)**	944.83	302.24	529.10	1,247.07	750.28	916.06	335.60	1,251.66	685.94
6	Exceptional items	-	-	-	-	-	-	-	-	-
7	**Profit / (Loss) before tax (5-6)**	**944.83**	**302.24**	**529.10**	**1,247.07**	**750.28**	**916.06**	**335.60**	**1,251.66**	**685.94**
8	**Tax Expense**						-			
(i)	Current Tax	170.85	47.15	112.33	218.00	154.46	162.98	75.36	238.34	179.00
(ii)	Deferred Tax	-	-	-		-	-	-	-	-
(iii)	Provision for earlier year	-	-	21.32	-	66.83	(1.57)	-	(1.57)	140.68
9	**Net Profit/ (Loss) for the period (7-8)**	**773.98**	**255.09**	**395.45**	**1,029.07**	**528.99**	**754.66**	**260.23**	**1,014.89**	**366.26**
10	Share of Profit / (Loss) of Associates & Joint Ventures	-	-	-	-	-	103.78	6.41	110.19	**12.72**
11	Non- Controling Interest / Minority Interest	-	-	-	-	-	0.89	12.02	12.91	(39.42)
12	**Net Profit/ (Loss) for the period after taxes, non- controling interest and share of Profit/ (Loss) of Associates & Joint Ventures (9+10-11)**	**773.98**	**255.09**	**395.45**	**1,029.07**	**528.99**	**857.56**	**254.61**	**1,112.17**	**418.40**
13	**Other Comprehensive Income (OCI)**									
(i)	a) item that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-	-
	b) Income tax relating to item that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-	-
(ii)	a) item that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-
	b) Income tax relating to item that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-
14	**Total Comprehensive Income for the period (12 +13)**	**773.98**	**255.09**	**395.45**	**1,029.07**	**528.99**	**857.56**	**254.61**	**1,112.17**	**418.40**
15	**Paid-up Equity Share Capital** (face value per share Rs. 10 each)	663.34	663.34	663.34	663.34	663.34	663.34	663.34	663.34	663.34
16	**Earnings per Share of Rs. 10 each**									
(a)	**Basic** (Rs.)	11.67	3.85	5.96	15.51	8.39	12.93	3.84	16.77	6.63
(b)	**Diluted** (Rs.)	11.67	3.85	5.96	15.51	8.39	12.93	3.84	16.77	6.63

Notes:-

1. The above results were reviewed by the Audit [illegible]
2. In accordance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Statutory Auditors of the Company have carried out limited review of the above results.
3. The Company is engaged in the business of :
   a. Standalon
   - Solar Power generation
   b. Console
   - Solar power Generation
   - Toll Collection

WAA SOLAR LIMITED

4	Consequent to action under section 132 of the Income Tax Act, 1961 initiated against the company, on or about 09/11/2016 or thereafter, searches/ surveys were carried out by the department at various places which resulted in seizure / impounding of documents. Based on the search, department issued notices to the Company for filing returns of income which led to admission of certain undisclosed/ unaccounted income of Rs. 15.90 crores (including Rs. 2.47 crores of Subsidiary Company) in the return. The company has generated unaccounted cash funds by inflating the cost of capital assets and revenue expenses. In acknowledgement of the notices, the Company filed an application to the Hon'ble Income Tax Settlement Commission, for settlement of its cases, disclosing additional / unaccounted income, of the company as well as various other companies of the Madhav Group who also filed the application for settlement. Vide order dated 05.11.2019, the Hon'ble Income Tax Settlement Commission accepted the said disclosure. Based on the above facts, the Company, in the current financial year, has passed necessary entries in its books of account on receipt of the order of the Settlement Commission. The company has recognised the said undisclosed income of Rs. 3,31,03,580 under the head General Reserve in the Balance Sheet and by reducing the WDV of Plant and Machinery by Rs. 3,62,85,723/- and BOT Cost of Rs. 9,98,82,494 and debited Investment account, Sister Concern account and Other Account by Rs. 6,21,26,000, Rs. 9,98,82,494 and Rs. 72,63,303 respectively.
5	Due to outbreak of COVID-19 globally and in India, the quarter ended 31st March, 2020 was adversely impacted. The EPC work of the Company is also closed during this period. There have been no changes in the controls and processes which are key to the abilily to run the Company's oper.ations without disruption. Further, there is no adverse impact of capital and fmancial resources of the company. The capital and financial resources of the cornoanv are well maintained. The Company's management believes that the impact is likely to be short term in nature and does not foresee any medium to long term risk in company's ability to continue as a going concern.
6	Figuers for the year ended on 31st March 2020 and 31st March 2019 are the balancing figuers between the audited in respect of the financial year.
7	The prior period figures have been regrouped and reclassified, wherever necessary.
8	The Investors can also view the Financial Results on the Stock Exchange website (www.bseindia.com) and on the Company's website (www.waasolar.org).

For, Waa Solar Limited

Amit Khurana
Managing Director
[DIN: 00003626]

Date :- July 30, 2020
Place:- Vadodara

Annexure I

WAA SOLAR LIMITED

CIN: L40106GJ2009PLC076764

Registered Office: Madhav House, Plot No. -04, Nr. Panchratna Building, Subhanpura, Vadodara - 390 023

Email: info@waasolar.org **Website :** www.waasolar.org **Tel:** 0265 2290722

Segment wise reporting for the year ended on March 31, 2020

(INR in Lakh

Particulars	HALF YEAR ENDED		YEAR ENDED	YEAR ENDED
	31-03-2020	30-09-2019	31-03-2020	31-03-2019
Date of start of reporting quarter	01-10-2019	01-04-2019	01-04-2019	01-04-2018
Date of end of reporting quarter	31-03-2020	30-09-2019	31-03-2020	31-03-2019
Whether results are audited or unaudited	Audited	Unaudited	Audited	
Nature of Statement	Consolidated			
Segment Revenue				
Solar Power Generation	926.86	2,079.95	3,006.81	4,840.02
Toll Collection	767.47	1,049.47	1,816.94	3,148.74
Total Sales/ Income from Operation	**1,694.33**	**3,129.42**	**4,823.75**	**7,988.76**
Segment Result				
Solar Power Generation	181.65	1,013.79	1,195.44	2,390.40
Toll Collection	(590.72)	341.27	(249.45)	359.54
Total	**(409.07)**	**1,355.06**	**945.99**	**2,749.94**
Add:-Other Income (including interest income)	1,926.62	209.87	2,136.49	578.95
Profit before finance cost & tax	1,517.55	1,564.93	3,082.48	3,328.88
Less:-Financial Costs	(601.50)	(1,229.33)	(1,830.83)	(2,642.94
Add/(less) Share of loss from associates	103.78	6.41	110.19	12.72
Profit from ordinary activities before tax	**1,019.83**	**342.01**	**1,361.84**	**698.66**
Capital Employed				
Segment Assets				
Solar Power Generation	25,665.31	34,554.17	25,665.31	37,093.82
Toll Collection	7,367.71	8,251.75	7,367.71	9,020.90
Unallocated	1,134.18	1,215.71	1,134.18	15,172.72
Total (A)	**34,167.20**	**44,021.63**	**34,167.20**	**61,287.44**
Segment Liabilities				
Solar Power Generation	9,312.62	19,184.15	9,312.62	21,958.32
Toll Collection	7,564.20	8,523.01	7,564.20	9,281.20
Unallocated	1,134.18	1,215.71	1,134.18	15,172.72
Total (B)	**18,011.00**	**28,922.87**	**18,011.00**	**46,412.24**
Total (A-B)	**16,156.20**	**15,098.76**	**16,156.20**	**14,875.20**

For, Waa Solar Limite

Amit Khurar

Managing Directo

[DIN: 0000362

Date :- July 30, 2020

Place:- Vadodara

WAA SOLAR LIMITED

CIN: L40106GJ2009PLC076764

Registered Office: Madhav House, Plot No. -04, Nr. Panchratna Building, Subhanpura, Vadodara - 390 023

Email: info@waasolar.org **Website :** www.waasolar.org **Tel:** 0265 2290722

Statement of Assets and Liabilities for the year ended on March 31, 2020

(INR in Lakh

Sr No	Particulars	As At 31-03-2020	As At 31-03-2019	As At 31-03-2020	As At 31-03-2019
		Standalone		Consolidated	
A	**EQUITY AND LIABILITIES**				
1	**Shareholders' funds**				
(a)	Share capital	663.34	663.34	663.34	663.34
(b)	Reserves and surplus	15,656.50	14,296.98	15,492.86	14,224.58
	Sub-total Shareholders' funds	**16,319.84**	**14,960.32**	**16,156.20**	**14,887.92**
2	**Share application money pending allotment**	-	-	-	-
3	**Minority interest**	-	-	2,431.36	3,331.65
4	**Non-current liabilities**				
(a)	Long-term borrowings	6,287.37	7,402.81	13,123.51	20,975.17
(b)	Deferred tax liabilities (net)	-	-	-	-
(c)	Other long-term liabilities	-	-	-	-
(d)	Long-term provisions	-	-	-	178.02
	Sub-total Non-current liabilities	**6,287.37**	**7,402.81**	**15,554.87**	**24,484.84**
5	**Current liabilities**				
(a)	Short-term borrowings		-	-	-
(b)	Trade payables	193.67	321.18	293.15	383.21
(c)	Other current liabilities	1,448.10	4,425.27	2,162.98	6,294.33
(d)	Short-term provisions		-		-
	Sub-total Current liabilities	**1,641.77**	**4,746.45**	**2,456.13**	**6,677.54**
	TOTAL - EQUITY AND LIABILITIES	**24,248.97**	**27,109.58**	**34,167.20**	**46,050.30**
B	**ASSETS**				
1	**Non-current assets**				
(a)	Fixed assets	7,643.75	8,907.78	15,008.90	27,528.19
(b)	Non-current investments	9,943.09	13,673.48	7,672.04	8,099.44
(c)	Deferred tax assets (net)	-	-	-	-
(d)	Long-term loans and advances	-	-	-	-
(e)	Other non-current assets	-	-	-	-
	Sub-total Non-current assets	**17,586.84**	**22,581.26**	**22,680.94**	**35,627.63**
2	**Current assets**				
(a)	Current investments	-	-	-	-
(b)	Inventories	90.29	90.29	90.29	90.29
(c)	Trade receivables	5.29	7.39	1,070.37	316.30
(d)	Cash and cash equivalents	3,106.71	2,612.27	3,671.24	4,229.41
(e)	Short-term loans and advances	3,145.41	1,487.38	6,087.17	4,832.08
(f)	Other current assets	314.44	330.99	567.19	954.59
	Sub-total Current assets	**6,662.14**	**4,528.32**	**11,486.26**	**10,422.67**
	TOTAL - ASSETS	**24,248.97**	**27,109.58**	**34,167.20**	**46,050.30**

For, Waa Solar Limited

WAA SOLAR LIMITED

Amit Khurana
Managing Director
[DIN: 00003626

Date :- July 30, 2020
Place:- Vadodara

WAA SOLAR LIMITED

CIN: L40106GJ2009PLC076764

Registered Office: Madhav House, Plot No. -04, Nr. Panchratna Building, Subhanpura, Vadodara - 390 023

Email: info@waasolar.org **Website :** www.waasolar.org **Tel:** 0265 2290722

Statement of Cash Flow for the year ended on March 31, 2020

(INR in Lakh

SR NO.	PARTICULARS	YEAR ENDED			
		31-03-2020	31-03-2019	31-03-2020	31-03-2019
A	Date of start of reporting half year/ year	01-04-2019	01-04-2018	01-04-2019	01-04-2018
B	Date of end of reporting half year/ year	31-03-2020	31-03-2019	31-03-2020	31-03-2019
C	Whether results are audited or unaudited	Audited			
D	Nature of Report	Standalone		Consolidated	
A	**CASH FLOW FROM OPERATING ACTIVITIES:**				
	Net Profit Before Tax and Extraordinary Items	1,029.08	528.98	1,112.17	418.40
	Adjustments for :				
	- Depreciation and amortisation expenses	901.18	943.53	1,955.50	3,302.04
	- Interest paid	858.27	950.39	1,830.83	2,642.94
	- Interest Received	(166.88)	(149.71)	(357.25)	(362.94
	- Income Tax (MAT)	218.00	221.29	236.76	319.68
	- Capital Gain on Sale of Investments	(942.67)	-	(942.67)	-
		867.90	1,965.50	2,723.17	5,901.72
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	**1,896.98**	**2,494.48**	**3,835.34**	**6,320.12**
	Adjustments for :				
	- Trade and Other Receivable	18.65	823.96	(366.67)	(238.31
	- Trade Payables & Other liabilities	519.46	3,549.31	(775.31)	4,864.14
		538.11	4,373.27	(1,141.98)	4,625.83
	CASH GENERATED FROM OPERATION	**2,435.09**	**6,867.75**	**2,693.36**	**10,945.95**
	- Income Tax	(218.00)	(221.29)	(236.76)	(319.68
	NET CASH FROM OPERATING ACTIVITIES	**2,217.09**	**6,646.46**	**2,456.60**	**10,626.27**
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	- (Purchase) / Sales of Fixed Assets	-	(1.90)	-	(8,198.66
	- (Purchase)/Sales of Investments	1,048.92	(4,898.81)	(2,254.07)	(3,824.16
	- Adjustment of Assets / Liabilities - admission & ommission of Subsidiaries	-	-	9,027.79	-
	- Excess booking of Fixed Assets reveresed against ITSC	362.86	-	1,361.68	-
	- Investments declared against ITSC	331.03	-	331.03	-
	- Loans & Advances given	(1,658.03)	-	(1,255.09)	(1,592.04
	- Interest Received	166.88	149.71	357.25	362.94
	NET CASH USED IN INVESTING ACTIVITIES	**251.66**	**(4,751.00)**	**7,568.59**	**(13,251.92**
C	**CASH FLOW FROM FINANCING ACTIVITIES**				
	- Non Controlling Interest	-	-	(900.28)	2,443.19
	- Proceeds from issue of Share Capital	-	2,817.50	-	2,817.50
	- Borrowings (Long term & Short term)	(1,115.44)	(1,263.98)	(7,851.66)	3,674.80
	- Public Issue Expenses	(0.60)	(37.17)	(0.60)	(37.17
	- Interest paid	(858.27)	(950.39)	(1,830.83)	(2,642.94
	NET CASH IN FINANCING ACTIVITIES	**(1,974.31)**	**565.96**	**(10,583.37)**	**6,255.38**
	NET INCREASE IN CASH AND CASH EQUIVALENTS	494.44	2,461.42	(558.17)	3,629.74
	CASH AND CASH EQUIVALENTS AS AT THE BEGINNING OF THE YEAR	2,612.27	150.85	4,229.41	599.67
	CASH AND CASH EQUIVALENTS AS AT THE YEAR ENDED	3,106.71	2,612.27	3,671.24	4,229.41

Notes:

1. The statement of cash flow is prepared in accordance with the format prescribed as per Ind AS 7.
2. In Part - A of the cash flow statement, figures in bracket indicates deductions made from the Net Profit for deriving the net cash flow from operating activities. In Part - B & In Part C figures in bracket indicates cash outflows.

For, Waa Solar Limite

Amit Khuran
Managing Directo
[DIN: 00003626

Date :- July 30, 2020
Place:- Vadodara

Chandrakant & Sevantilal & J. K. Shah & Co.
CHARTERED ACCOUNTANTS
4th Floor, Padmavati Complex, Near Jain Temple,
Cow Circle, Akota, Vadodara-390 020.

CA Jitendra K. Shah
CA Himanshu D. Shah
CA Pradeep S. Shah
CA Kiran C. Shah
CA Pratap B. Shah
CA Mayank J. Shah

Independent Auditor's Report

To

The Board of Directors of Waa Solar Ltd

Report on the Audit of the Standalone Annual Financial Results

Opinion

We have audited the accompanying standalone annual financial results of Waa Solar Limited (hereinafter referred to as the "Company") for the year ended 31 March 2020, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

a) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

b) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended 31 March 2020.

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 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results 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 Act, 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

CHANDRAKANT & SEVANTILAL & J. K. SHAH & CO. CHARTERED ACCOUNTANTS BARODA

30.7.2020

Chandrakant & Sevantilal & J. K. Shah & Co.
CHARTERED ACCOUNTANTS
4th Floor, Padmavati Complex, Near Jain Temple,
Cow Circle, Akota, Vadodara-390 020.

CA Jitendra K. Shah
CA Himatlal B. Shah
CA Pradeep S. Shah
CA Kiran C. Shah
CA Pratap B. Shah
CA Mayank J. Shah

the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion on the Standalone annual financial results.

Management's and Board of Directors' Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone annual financial results, the Management and the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

CHANDRAKANT & SEVANTILAL & J. K. SHAH & CO. CHARTERED ACCOUNTANTS BARODA

30.1.2020

Phone : 0265-235 3043, 235 3471 **E-mail : info@csjksco.com**

Chandrakant & Sevantilal & J. K. Shah & Co.
CHARTERED ACCOUNTANTS
4th Floor, Padmavati Complex, Near Jain Temple,
Cow Circle, Akota, Vadodara-390 020.

CA Jitendra K. Shah
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CA Pradeep S. Shah
CA Kiran C. Shah
CA Pratap B. Shah
CA Mayank J. Shah

Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results 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 annual financial results.

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

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence

CHANDRAKANT & SEVANTILAL & J. K. SHAH & CO. CHARTERED ACCOUNTANTS BARODA

30.7.2020

Chandrakant & Sevantilal & J. K. Shah & Co.
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CA Mayank J. Shah

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

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

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

Other Matters

- The standalone annual financial results include the results for the half year ended 31 March 2020 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the second quarter of the current financial year which were subject to limited review by us.
- Attention is drawn on note no. 4 stated in Review Report in respect of effect given based on the order of Hon'ble Income Tax Settlement Commission in respect of the search by the Income Tax Department.

FOR CHANDRAKANT & SEVANTILAL & J.K. SHAH & CO.
Chartered Accountants
FRN. : 101676W

CHANDRAKANT & SEVANTILAL & J.K. SHAH & CO. CHARTERED ACCOUNTANTS BARODA

(H.B. SHAH) PARTNER
MEMBERSHIP NO. : 016642
UDIN: 20016642AAAABJ6736

PLACE: Vadodara
DATE: 30.07.2020

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(ii) includes the year-to-date financial results of the following Associates:

Sr. No.	Name of the entity	% of Holding
1	MI Solar (India) Private Limited	44.19
2	Sol kar Infrastructure Private Ltd	49.00
3	Madhav Phoolsagar Niwas Shahpura Corridor Private Limited	48.99

(iii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations read with the Circular, in this regard; and

(iv) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2020.

Basis of Opinion

We have conducted audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of Consolidated Annual Financial Results* section of our report. We are independent of the Group 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 Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with the requirements of the Code of Ethics. We believe that the audit evidence obtained by us along with the considerations of audit reports of the other auditors referred in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide basis for our opinion on the consolidated annual financial results.

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Management's and Board of Directors' Responsibilities for the consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit/ loss and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and the Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

CHANDRAKANT & SEVANTILAL & J.K. SHAH & CO. ★ CHARTERED ACCOUNTANTS BARODA

30.7.20.20

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Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

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

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

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the

CHANDRAKANT & SEVANTILAL & J. K. SHAH & CO. CHARTERED ACCOUNTANTS BARODA

30.7.2020

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related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled "Other Matters" in this audit report.

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

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

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

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Other Matters

(a) The consolidated annual financial results include the audited financial results of 7 subsidiaries, whose financial statements/financial results/ financial information reflect Group's share of total assets of Rs. 154.67 crores as at 31 March 2020, Group's share of total revenue of Rs. 33.36 crores and Group's share of total net loss after tax of Rs. 0.1418 crores and Group's share of net cash outflows of Rs. 2.39 crores for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. The independent auditors' reports on financial results of these entities have been furnished to us by the management and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

(b) Attention is drawn on note no. 4 stated in Review Report in respect of effect given based on the order of Hon'ble Income Tax Settlement Commission in respect of the search by the Income Tax Department.

FOR CHANDRAKANT & SEVANTILAL & J.K. SHAH & CO.
Chartered Accountants
FRN. : 101676W

CHANDRAKANT & SEVANTILAL & J.K. SHAH & CO. ★ CHARTERED ACCOUNTANTS BARODA

(H.B. SHAH) PARTNER
MEMBERSHIP NO. : 016642
UDIN: 20016642AAAABI7700

PLACE: Vadodara
DATE: 30.07.2020

WAA SOLAR LIMITED
CIN : L40106GJ2009PLC076764
R.O. : Madhav House, Plot No. 4
Near Panchratna Building
Subhanpura, Vadodara - 23 (Guj)
Telefax : 0265-2290722
E-mail : Info@waasolar.org
www.waasolar.org

Date: July 30, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sirs,

Sub: Declaration pursuant to Regulation 33 (3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with the SEBI (LODR) (Amendment) Regulations, 2016

Ref: Waa Solar Limited (Security Id/Code: WAA/541445)

Pursuant to Regulations 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI (LODR) (amendment) Regulations, 2016 issued by SEBI vide Notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and SEBI Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we hereby confirming that the Statutory Auditors *M/s. Chandrakant & Seventilal & J K Shah & Co.*, have not expressed any modified opinion in their Audit Report pertaining to the Audited Financial Results (Standalone and Consolidated) for the year ended on March 31, 2020.

Kindly take the same on your record.

Thanking you,

For, **Waa Solar Limited**

Amit Khurana
Managing Director
(DIN: 00003626)

WAA SOLAR LIMITED