

By Fax & Hand Delivery

TPL/269

28th January, 2013

To,

Bombay Stock Exchange Limited, Corporate Relationship Department 14 th Floor, P. J. Towers, Dalal Street, Fort, <u>Mumbai-400001</u>	National Stock Exchange of India Limited Corporate Relationship Department "Exchange Plaza", C – 1, Block G, Bandra- Kurla Complex, Bandra (East), <u>Mumbai 400051</u>
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Dear Sirs,

Re: Clause 41 of Listing Agreement

Unaudited financial results for the quarter ended on 31st December, 2012

Scrip Code: 532779

Script Symbol: TORNTPOWER

In terms of Clause- 41 of the Listing Agreement, we are enclosing the statement of unaudited financial results alongwith Limited Review Report for the quarter ended on 31st December, 2012 as approved by the Board of Directors of the Company at its meeting held on 28th January, 2013.

Thanking you,

Yours faithfully,
For Torrent Power Limited



T. P. Vijayasaraty
Director

Encl: As above

Deloitte Haskins & Sells

Deloitte Haskins & Sells
Chartered Accountants
'Heritage', 3rd Floor,
Near Gujarat Vidhyapith,
Off Ashram Road,
Ahmedabad - 380 014.
Tel: +91 (079) 27582542
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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF TORRENT POWER LIMITED

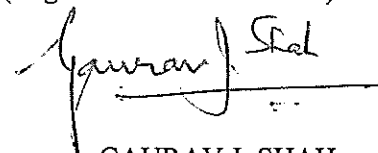
We have reviewed the accompanying statement of Unaudited Financial Results of **TORRENT POWER LIMITED** ("the Company") for the quarter and nine month ended 31st December, 2012 ("the Statement"). This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Registration No. 117365W)



GAURAV J. SHAH
Partner

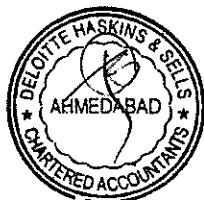
Membership No.35701

AHMEDABAD, 28th January, 2013

TORRENT POWER LIMITED

Registered Office: Torrent House, Off Ashram Road, Ahmedabad-380 009

Part I		(Rs. in Crores except per share data)				
STATEMENT OF STAND ALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST DECEMBER, 2012						
Particulars	For the quarter ended			For the nine months ended		For the year ended
	31.12.2012	30.09.2012	31.12.2011	31.12.2012	31.12.2011	31.03.2012
	Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
Income from operations						
(a) Net sales/income from operations	1,854.32	2,125.67	1,848.74	6,051.55	5,614.39	7,445.78
(b) Other operating income	27.37	73.93	28.51	138.17	321.65	471.51
Total income from operations	1,881.69	2,199.60	1,877.25	6,189.72	5,936.04	7,917.29
Expenses						
(a) Power purchase	817.24	870.58	580.87	2,598.72	1,637.75	2,282.72
(b) Fuel cost	503.48	667.33	599.70	1,815.99	1,891.46	2,427.26
(c) Employee benefits expense	67.82	64.16	67.05	200.18	195.55	241.59
(d) Depreciation and amortisation expense	102.86	101.51	107.15	304.38	315.43	365.88
(e) Other expenses	171.27	186.21	180.46	512.23	560.40	712.27
Total expenses	1,662.67	1,889.79	1,535.23	5,431.50	4,600.59	6,029.72
Profit from operations before other income, finance costs & exceptional items	219.02	309.81	342.02	758.22	1,335.45	1,887.57
Other income	37.48	29.38	25.80	97.19	80.14	102.37
Profit from ordinary activities before finance costs & exceptional items	256.50	339.19	367.82	855.41	1,415.59	1,989.94
Finance costs	111.39	100.03	73.01	302.61	233.37	310.69
Profit from ordinary activities after finance costs but before exceptional items	145.11	239.16	294.81	552.80	1,182.22	1,679.25
Exceptional items	-	-	-	-	-	-
Profit from ordinary activities before tax	145.11	239.16	294.81	552.80	1,182.22	1,679.25
Tax expense						
- Current Tax	30.00	49.48	58.30	115.00	239.49	338.94
- Deferred tax	20.31	28.43	25.23	77.39	91.10	105.26
- Short / (-) excess provisions for current tax of earlier years	-	-	-	-	(0.34)	(2.41)
Net profit from ordinary activities after tax	94.80	161.25	211.28	360.41	851.97	1,237.46
Extraordinary items	-	-	-	-	-	-
Net profit for the period	94.80	161.25	211.28	360.41	851.97	1,237.46
Paid up equity share capital (F.V. ₹ 10/- per share)	472.45	472.45	472.45	472.45	472.45	472.45
Reserves excluding revaluation reserves as per balance sheet of previous accounting year						5,275.43
a. Earnings per share (before extraordinary items) (of ₹ 10/- each)(not annualised)						
(a) Basic	2.01	3.41	4.47	7.63	18.03	26.19
(b) Diluted	2.01	3.41	4.47	7.63	18.03	26.19
b. Earnings per share (after extraordinary items) (of ₹ 10/- each)(not annualised)						
(a) Basic	2.01	3.41	4.47	7.63	18.03	26.19
(b) Diluted	2.01	3.41	4.47	7.63	18.03	26.19



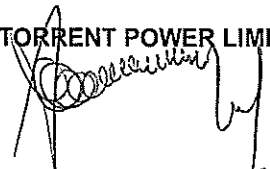
Part II**Select information for the quarter ended 31st December 2012**

Particulars	For the quarter ended			For the nine months ended		For the year ended
	31.12.2012	30.09.2012	31.12.2011	31.12.2012	31.12.2011	31.03.2012
PARTICULARS OF SHAREHOLDING						
1. Public Shareholding						
Number of Shares (in Lacs)	2199.96	2199.96	2230.06	2199.96	2230.06	2229.86
Percentage of Shareholding	46.57%	46.57%	47.20%	46.57%	47.20%	47.20%
2. Promoters and Promoter Group Shareholding						
a) Pledged / Encumbered						
- Number of shares(in Lacs)	-	-	41.64	-	41.64	41.64
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	-	-	1.67%	-	1.67%	1.67%
- Percentage of shares(as a % of the total share capital of the company)	-	-	0.88%	-	0.88%	0.88%
b. Non-encumbered						
- Number of shares(in Lacs)	2524.52	2524.52	2452.78	2524.52	2452.78	2452.98
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	98.33%	100.00%	98.33%	98.33%
- Percentage of shares(as a % of the total share capital of the company)	53.43%	53.43%	51.92%	53.43%	51.92%	51.92%

Particulars	Quarter ended 31.12.2012
INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	8
Disposed of during the quarter	8
Remaining unresolved at the end of the quarter	NIL

Notes:

- The Figures for the corresponding period have been regrouped, wherever necessary, to make them comparable with the figures for the current periods.
- The Company operates only in one business segment viz. Generation, Transmission and Distribution of Electricity.
- During the quarter, the Company made investment of Rs.71.57 crore by way of share application money in its subsidiary Torrent Energy Limited.
- The Audit Committee has reviewed the above results and the same have been approved by the Board of Directors in their respective meetings held on 28th January , 2013. The statutory auditors of the Company have carried out a Limited Review of the financial results for the quarter ended on 31st December , 2012.

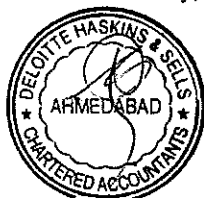
For, **TORRENT POWER LIMITED**


Samir Mehta

Executive Vice Chairman

Place : Ahmedabad

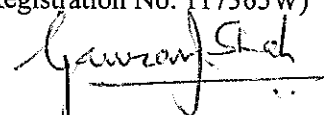
Date : 28th January, 2013



AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF TORRENT POWER LIMITED

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results ("the Statement") of **TORRENT POWER LIMITED** ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group") for the quarter and nine month ended 31st December, 2012. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial results based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.
3. The Statement includes the results of the following three subsidiaries:
(i) Torrent Power Grid Limited (ii) Torrent Pipavav Generation Limited and (iii) Torrent Energy Limited.
4. Based on our review, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. Further, we also report that we have traced the number of shares as well as the percentage of shareholdings in respect of the aggregate amount of public shareholdings and the number of shares as well as the percentage of shares pledged/encumbered in respect of the aggregate amount of promoter and promoter group in terms of Clause 35 of the Listing Agreements from the details furnished by the Management and the particulars relating to the undisputed investor complaints from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Registration No. 117365W)



GAURAV J. SHAH
Partner

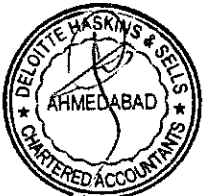
Membership No.35701

AHMEDABAD, 28th January, 2013

TORRENT POWER LIMITED

Registered Office: Torrent House, Off Ashram Road, Ahmedabad-380 009

Part I						
(Rs. in Crores except per share data)						
STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST DECEMBER, 2012						
Particulars	For the quarter ended			For the nine months ended		For the year ended
	31.12.2012	30.09.2012	31.12.2011	31.12.2012	31.12.2011	31.03.2012
	Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
Income from operations						
(a) Net sales/income from operations	1877.66	2135.34	1859.71	6095.50	5641.62	7483.62
(b) Other operating income	27.57	74.24	28.68	138.86	321.82	472.11
Total income from operations	1905.23	2209.58	1888.39	6234.36	5963.44	7955.73
Expenses						
(a) Power purchase	824.84	863.56	574.49	2597.28	1618.22	2258.29
(b) Fuel cost	503.48	667.33	599.70	1815.99	1891.46	2427.26
(c) Employee benefits expense	68.18	64.44	68.42	201.21	198.12	244.39
(d) Depreciation and amortisation expense	107.71	106.35	111.86	318.86	328.89	383.90
(e) Other expenses	172.88	187.52	181.20	516.44	562.57	716.77
Total expenses	1677.09	1889.20	1535.67	5449.78	4599.26	6030.61
Profit from operations before other income, finance costs & exceptional items	228.14	320.38	352.72	784.58	1364.18	1925.12
Other income	38.00	30.25	26.81	99.56	84.13	107.37
Profit from ordinary activities before finance costs & exceptional items	266.14	350.63	379.53	884.14	1448.31	2032.49
Finance cost	119.13	107.20	79.17	324.76	251.01	334.95
Profit from ordinary activities after finance costs but before exceptional items	147.01	243.43	300.36	559.38	1197.30	1697.54
Exceptional items	-	-	-	-	-	-
Profit from ordinary activities before tax	147.01	243.43	300.36	559.38	1197.30	1697.54
Tax expense						
- Current tax	30.46	50.08	59.42	116.16	241.50	341.34
- Deferred tax	20.39	28.35	27.40	77.57	89.48	103.23
- Short / (excess) provisions for current tax of earlier years	-	-	-	-	-0.34	-2.35
Net profit from ordinary activities after tax	96.16	165.00	213.54	365.65	866.66	1255.32
Extraordinary items	-	-	-	-	-	-
Minority interest	0.50	0.63	0.78	1.19	2.36	2.73
Net profit after taxes and minority interest	95.66	164.37	212.76	364.46	864.30	1252.59
Paid up equity share capital (F.V. ₹ 10/- per share)	472.45	472.45	472.45	472.45	472.45	472.45
Reserves excluding revaluation reserves as per balance sheet of previous accounting year						5288.06
Earnings per share (EPS)						
a. Earnings per share (before extraordinary items) (of ₹ 10/- each)(not annualised)						
(a) Basic	2.02	3.48	4.50	7.71	18.29	26.51
(b) Diluted	2.02	3.48	4.50	7.71	18.29	26.51
b. Earnings per share (after extraordinary items) (of ₹ 10/- each)(not annualised)						
(a) Basic	2.02	3.48	4.50	7.71	18.29	26.51
(b) Diluted	2.02	3.48	4.50	7.71	18.29	26.51



Part II						
Select information for the quarter ended 31st December 2012						
Particulars	For the quarter ended			For the nine months ended		For the year ended
	31.12.2012	30.09.2012	31.12.2011	31.12.2012	31.12.2011	31.03.2012
PARTICULARS OF SHAREHOLDING						
1.Public Shareholding						
Number of Shares (in Lacs)	2,199.96	2,199.96	2,230.06	2,199.96	2,230.06	2,229.86
Percentage of Shareholding	46.57%	46.57%	47.20%	46.57%	47.20%	47.20%
2. Promoters and Promoter Group Shareholding						
a. Pledged / Encumbered						
- Number of shares(in Lacs)	-	-	41.64	-	41.64	41.64
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	-	-	1.67%	-	1.67%	1.67%
- Percentage of shares(as a % of the total share capital of the company)	-	-	0.88%	-	0.88%	0.88%
b. Non-encumbered						
- Number of shares(in Lacs)	2,524.52	2,524.52	2,452.78	2,524.52	2,452.78	2,452.98
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	98.33%	100.00%	98.33%	98.33%
- Percentage of shares(as a % of the total share capital of the company)	53.43%	53.43%	51.92%	53.43%	51.92%	51.92%

Stand-Alone Information

(Rs. in crores)

Particulars	For the quarter ended			For the nine months ended		For the year ended
	31.12.2012	30.09.2012	31.12.2011	31.12.2012	31.12.2011	31.03.2012
	Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
Turnover	1881.69	2199.60	1877.25	6189.72	5936.04	7917.29
Profit Before Tax	145.11	239.16	294.81	552.80	1182.22	1679.25
Profit After Tax	94.80	161.25	211.28	360.41	851.97	1237.46

Particulars	Quarter ended 31.12.2012
INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	8
Disposed of during the quarter	8
Remaining unresolved at the end of the quarter	NIL

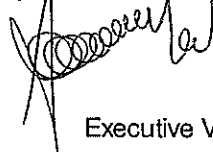


Notes:

- 1 The Figures for the corresponding period have been regrouped, wherever necessary, to make them comparable with the figures for the current periods.
- 2 The Company operates only in one business segment viz. Generation, Transmission and Distribution of Electricity.
- 3 During the quarter, the Company made investment of Rs.71.57 crore by way of share application money in its subsidiary Torrent Energy Limited.
- 4 The consolidated financial results include the financial results of three subsidiaries: Torrent Power Grid Limited, Torrent Pipavav Generation Limited and Torrent Energy Limited.
- 5 The Audit Committee has reviewed the above results and the same have been approved by the Board of Directors in their respective meetings held on 28th January , 2013. The statutory auditors of the Company have carried out a Limited Review of the financial results for the quarter ended on 31st December , 2012.
- 6 The Stand alone financial results for the quarter ended on 31st December , 2012 are available on Company's website at www.torrentpower.com.

Place : Ahmedabad
Date : 28th January, 2013

For, TORRENT POWER LIMITED



Samir Mehta
Executive Vice Chairman

