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NOTIFICATIONS BY GOVERNMENT

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ENERGY DEPARTMENT

(Power-III)

TRANSFER OF PROCUREMENT AND BULK SUPPLY OF ELECTRICITY AND TRADING OF ELECTRICITY AND ALLOCATION OF POWER PURCHASE AGREEMENTS FROM TRANSMISSION CORPORATION OF ANDHRA PRADESH LIMITED TO FOUR DISTRIBUTION COMPANIES VIZ., APCPDCL, APEPDCL, APNPDCCL AND APSPDCL - PROVISIONAL THIRD TRANSFER SCHEME.

[G.O.Ms.No.58, Energy (Power-III), Dated: 07-06-2005.]

In exercise of the powers conferred by Sections 23 and 24 of the Andhra Pradesh Electricity Reform Act, 1998 (A.P. Act No. 30 of 1998) and Section 131 of the Electricity Act, 2003 (36 of 2003), the Governor of Andhra Pradesh hereby order transfer of Bulk Supply Undertaking and Power Purchase Agreements from Transmission Corporation of Andhra Pradesh (hereinafter referred to as "APTRANSCO") to Distribution Companies (hereinafter referred to as "DISCOMs"), viz., Central Power Distribution Company of Andhra Pradesh Limited; Eastern Power Distribution Company of Andhra Pradesh Limited; Southern Power Distribution Company of Andhra Pradesh Limited; and Northern Power Distribution Company of Andhra Pradesh Limited.

The rights and obligations and agreements and contracts relating to procurement and Bulk Supply of Electricity or trading of electricity, to which APTRANSCO was originally a party shall stand transferred and vested in the APCPDCL, APEPDCL, APSPDCL and APNPDCCL respectively, in specified ratios with effect from 09-06-2005.

The State Government hereby orders that the Third Transfer Scheme as detailed in the schedules I (A to F) shall come into force and be effective and be binding upon all persons from the date the Order is published in the Official Gazette.

Except to the extent specifically provided for in the Order and/or the Third Transfer Scheme, upon the transfer of the Bulk Supply Undertaking being effected in accordance with the Electricity Act, 2003, the Order and the Third Transfer Scheme, the rights and obligations of all persons in respect of Bulk Supply Undertaking shall be

restricted to the concerned Transferee notwithstanding anything to the contrary contained in any deed, document, instrument, agreement or arrangement which such persons may have entered into with APTRANSCO, and such persons shall not claim any right or interest against APTRANSCO and/or the State Government, in connection therewith.

Firm allocations in each of the Central Generating Stations and State Generating Stations along with any allocations from the unallocated quota as determined by the Government of India for Andhra Pradesh will stand completely reallocated to the Distribution Companies in inter-se ratio of re-allocation, which can be modified by the State Government from time to time.

Subject to the terms and conditions contained herein, the State Government hereby provides that the transfer of the Bulk Supply Undertaking made under the Transfer Scheme shall be provisional till 2 (two) years.

To the extent and during the period that the transfer of the Bulk Supply Undertaking is provisional, as stated above, the State Government may, by notification on the Official Gazette, alter, vary, modify, add or otherwise change the term(s) of the Third Transfer Scheme in such manner as the State Government may consider appropriate.

Upon the expiry of the provisionality period stated above, the transfer of the Bulk Supply Undertaking shall become final and the State Government shall cease to have and shall not exercise the power to make any alteration, variation, modification, addition or other change in or to any term of the Third Transfer Scheme.

Neither the Transferees, nor any other person shall, whether based upon any provision of the Order, the Third Transfer Scheme or otherwise, be entitled to dispute the transfer on the ground that they are provisional.

The State Government hereby provides that, notwithstanding what is contained in above, the transfer, allocation and absorption of Transferred Posts to the APDISCOMs under the Third Transfer Scheme, shall be final.

All Proceedings of whatever nature by or against APTRANSCO which have been assumed by APTRANSCO, pending on the Effective Date, shall not abate or discontinue or otherwise in any way be prejudicially affected by reason of any transfer effected under the Third Transfer Scheme. Subject to what is provided in the Third Transfer Scheme, such Proceedings may be continued by or against the concerned Transferee, in the same manner and to the same extent as would or might have been continued, prosecuted and/or enforced by or against APTRANSCO had the transfers specified in the Third Transfer Scheme not been made.

The State Government shall have the power to remove difficulties arising in implementing the Third Transfer Scheme.

ANNEXURE TO G.O.MS.NO.58, ENERGY (PR.HI) DEPARTMENT, DT. 07-06-2005**SCHEDULE-I****Andhra Pradesh Electricity Reform (Transfer of Bulk Supply Undertaking from The Transmission Corporation of Andhra Pradesh Ltd. to Distribution Companies) Scheme, 2005.****Preamble**

- A. Transmission Corporation of Andhra Pradesh Ltd. (herein referred to as "APTRANSCO") is the "Transmission and Bulk Supply Licensee" for the state of Andhra Pradesh.
- B. APTRANSCO was promoted and established by the State Government in terms of Section 13 of the Andhra Pradesh Electricity Reform Act, 1998 (Andhra Pradesh Act No. 30 of 1998) with the principal objects of, inter alia, engaging in the business of procurement, transmission and bulk supply of electricity in the state of Andhra Pradesh.
- C. Under and in terms of the First Transfer Scheme as defined in clause 2(I) , the Transmission and Distribution Undertaking (as defined in the First Transfer Scheme under 2 (I)) was vested and transferred to APTRANSCO, in the manner and on terms provided in the said First Transfer Scheme (refer 2 (I)).
- D. Thereafter, on the basis of the Second Transfer Scheme as defined in clause 2 (I), the Distribution Undertaking (as defined in the Second Transfer Scheme under 2 (I)) was transferred from APTRANSCO and vested with the various distribution companies in the State of Andhra Pradesh, (collective referred to as "APDISCOMs"), in the manner and on terms provided in the Second Transfer Scheme(refer 2 (I)).
- E. On 10th June, 2003 the Central Government notified the Electricity Act, 2003, wherein U/s 172(a), upon expiry of the transition period therein provided (including the extension of the transition period as has been approved by the Central Government) APTRANSCO is required to divest its entire Bulk Supply Undertaking and related activities. In the meantime, pursuant to a notification issued by the Government of Andhra Pradesh (being GO MS 114 dated 6th October, 2003), APTRANSCO has been notified as the State Transmission Utility, in the manner envisaged under section 39 (1) of the Electricity Act, 2003
- F. The State Government in compliance with the mandate of the Electricity Act, 2003 and as a part of the ongoing reform and re-structuring of the electricity sector in the state of Andhra Pradesh, by GO Ms No. 69 dated 28.5.2004 directed APTRANSCO to submit the Third Transfer Scheme, which inter-alia, entails the disaggregation of the electricity Bulk Supply Undertaking from APTRANSCO and transfer of the same to the APDISCOMs.
- G. Upon APTRANSCO submitting the draft Third Transfer Scheme, the State Government has approved the same and at present wishes to disaggregate the electricity Bulk Supply Undertaking of APTRANSCO and allocate and transfer the same to APDISCOMs, in the manner herein provided.

NOW THIS TRANSFER SCHEME WITNESSETH AS UNDER**1. Effective Date**

The Third Transfer Scheme shall come into force on the date the Order is published in the Andhra Pradesh Government Gazette ("Official Gazette").

2. Definitions

- (I) In the Third Transfer Scheme, unless the context otherwise requires, the following expressions shall have the meaning set out hereto :

“AP Act” means the Andhra Pradesh Electricity Reform Act, 1998 (Andhra Pradesh Act No. 30 of 1998).

“Authorised” means, in relation to any business or activity of APTRANSCO authorised by license granted by APERC under Section 15 of the Act or exemption granted under Section 16 of the Act;

“APDISCOM(s)” means, as per the context and usage, all or either of the distribution companies i.e. (i) Eastern Power Distribution Company of Andhra Pradesh Limited (herein referred to as **“APEPDCL”**); (ii) Southern Power Distribution Company of Andhra Pradesh Limited (herein referred to as **“APSPDCL”**); (iii) Central Power Distribution Company of Andhra Pradesh Limited (herein referred to as **“APCPDCL”**) and Northern Power Distribution Company of Andhra Pradesh Limited (herein referred to as **“APNPDCL”**).

“APGENCO” means the Generation Corporation of Andhra Pradesh registered under the Companies Act, 1956 under the name and style of Andhra Pradesh Power Generation Corporation Ltd. and having its registered office at Hyderabad.

“APTRANSCO” means the Transmission Corporation of Andhra Pradesh registered under the Companies Act, 1956 under the name and style of Andhra Pradesh Transmission Corporation Ltd. and having its registered office at Hyderabad.

“Assets” means movable and immovable, corporeal and incorporeal, tangible and intangible, land, building, offices, equipment including computer systems and telecommunication systems, installations, furniture, fixtures, vehicles, and amenities and installations pertaining thereto, and other movable and immovable property, software, books and records, files, manuals, warranties, plans, drawings, designs, specifications, customer lists, billing and payment records, cash in hand, cash at bank, investments, book debts, claims, receivables, deposits, capital work in progress, deferred costs, advances paid, accrued incomes and pre-paid expenses, benefits, licenses, permits, consents, authorities, registrations, liberties, patents, trademarks, designs, copyrights and other intellectual property rights, privileges, liberties, easements, advantages, benefits and approvals, contract-deeds, schemes, bonds, guarantees, agreements, insurance, and other instruments and interests of whatsoever nature, and all other interests, rights and powers of every kind, nature and description whatsoever.

“Bulk Supply” means the sale of bulk electricity to any Licensee for resale;

“Bulk Supply Business” means the Authorised business of Bulk Supply of APTRANSCO.

“Bulk Supply Undertaking” means the Assets, Liabilities and Proceedings constituting the Bulk Supply Business of APTRANSCO, to be segregated and transferred to APDISCOMs in the manner provided in Third Transfer Scheme.

“Board” means the Andhra Pradesh State Electricity Board that had been constituted under the Electricity (Supply) Act, 1948.

“**CGS**” means the electricity generating stations that are owned and controlled by the Central Government/ Central Government undertakings.

“**EA 2003**” means The Electricity Act, 2003 (Central Act No. 36 of 2003) and the amendments made thereto.

“**Effective Date**” means the date on which the Order is published in the Official Gazette.

“**First Transfer Scheme**” means the Andhra Pradesh Electricity Reform (Transfer Scheme) Rules, 1999 published in the Official Gazette as Notification No. G.O. Ms No. 9, Energy (Power-III), dated 29th January, 1999.

“**Liabilities**” means all liabilities including debts, expenses accrued, advances received, deposits received, duties, obligations, payables, other outgoings, including statutory liabilities and government levies of whatever nature and the contingent liabilities which may arise in respect of dealings before the Effective Date.

“**License**” means the license under which APTRANSCO is authorised to conduct the Licensed Business;

“**Licensee**” means APTRANSCO in its capacity as operator of the Licensed Business;

“**Licensed Business**” means the Bulk Supply Business as authorised under the License;

“**NCE**” means the non-conventional energy generating stations that are located in the State of Andhra Pradesh:

“**Order**” means the Andhra Pradesh Electricity Reforms (Transfer of Bulk Supply Undertaking from APTRANSCO to Distribution Companies) Order, 2005, under which the Third Transfer Scheme is notified;

“**Person**” shall include any individual, firm, company or association or body of individuals whether incorporated or not;

“**Posts**” means such of the existing sanctioned posts of APTRANSCO in any cadre, including vacant posts, as on the Effective Date.

“**Proceedings**” means all proceedings of whatever nature, whether civil or criminal or otherwise, including suits, appeals, complaints, petitions, applications, conciliation, arbitration and disciplinary inquiries.

“**Schedule(s)**” means schedule or schedules appended to the Third Transfer Scheme.

“**State Government**” means the Government of the state of Andhra Pradesh.

“**Second Transfer Scheme**” means the Andhra Pradesh Electricity Reforms (Transfer of Distribution Undertaking from APTRANSCO to Distribution Companies) Scheme, 2000 published in the Official Gazette as Notification No. G.O. Ms. No. 35, (Energy (Power- III) dated 31st March, 2000.

“**Transferred Posts**” means the Posts of APTRANSCO that are exclusively or primarily related to and / or connected with the Bulk Supply Undertaking and have been identified for transfer to APDISCOMs under the Third Transfer Scheme;

“**Transferee**” means APEPDCL, APSPDCL, APCPDCL or APNPDCL as the case may be.

“**Transferor**” means APTRANSCO.

“Third Transfer Scheme” means the Andhra Pradesh Electricity Reform (Transfer of Bulk Supply Undertaking from APTRANSCO to Distribution Companies) Scheme, 2005, which instrument shall effect the transfer of APTRANSCO’s Bulk Supply Undertaking to the APDISCOMs.

“Tripartite Agreements” mean the agreements and individually each of them, as listed in Schedule “D” to the First Transfer Scheme entered into by the State Government, the Board and the concerned union or association of the Personnel. These Agreements had been entered into during the period August 1997 till April 1998 with the object of protecting the interests of the employees who were members of the concerned union/association on the respective dates of the concerned Tripartite Agreement.

- (II) Words and expressions used in the third Transfer Scheme, but not defined herein, shall have the same meaning as assigned to them in the Act.

3. Transfer of Bulk Supply Undertaking to APDISCOMs

- (I) On and with effect from the Effective Date, without any further act(s) or thing(s) to be done by the State Government, APTRANSCO, APDISCOMs, their respective debtors or creditors, or any other person, the Bulk Supply Undertaking of APTRANSCO shall stand allocated and transferred to the APDISCOMs in the manner herein provided and fully described in Schedules B, C, D and E.
- (II) The generation capacities of the NCE stations to the extent that is vested with APTRANSCO under the PPAs or otherwise, including all obligations of APTRANSCO to purchase unallocated energy from NCE stations under any wheeling or banking agreement, shall also be allocated and transferred to APDISCOMs in accordance with Schedule B, C, D and E as on the effective date.
- (III) The generation capacities of thermal and hydro energy generating stations that are, as on the Effective Date, allocated to and /or vested with APTRANSCO under any PPA or otherwise, including the generation capacities of the APGENCO stations, the IPPs the APGPCL stations and the firm allocations of the CGS stations (along with any allocations from the unallocated quota therein), shall stand entirely allocated and transferred to the APDISCOMs, in terms of the following ratios:

APEPDCL - 16.89%

APSPDCL - 22.83%

APCPDCL - 43.42%

APNPDCL - 16.86%

It is clarified that any addition or increase in the existing capacities of the generating companies / stations which are presently allocated to or vested with APTRANSCO in terms of any PPA or otherwise, shall be also be allocated and transferred to the APDISCOMs in terms of the ratios provided herein above.

- (IV) The short-term PPAs executed by APTRANSCO with any Person or entity, including any agreement with any electricity trading company shall be allocated and transferred to the APDISCOMs in the manner provided in paragraph 3 (III) herein above.

(V.) In the event of any increase or decrease in the capacity- allocation of the State of the Andhra Pradesh from the CGS stations as a result of any increase or decrease in the generation capacities of the CGS stations, such increase or decrease shall be apportioned among the APDISCOMs on the basis of the ratios specified in paragraph 3 (III) herein above.

(VI.) Post this transfer, certain imbalances may arise amongst Discoms and power may have to be traded inter-se. Necessary rules will be framed by Discoms for such inter-se power procurement, trading and imbalance settlement and Discoms would obtain necessary approvals for the same. The guiding principle for such rules will be to ensure that the power is shared amongst Discoms in the most equitable manner and no Discom is unduly prejudiced on account of allocation per se.

4. Transfer of Transferred Posts

(I) The transfer, allocation and absorption of Transferred Posts shall be subject to the terms and conditions contained in the A.P. Act, and the EA, 2003, Order and the Third Transfer Scheme.

(II) Subject to the provisions hereof, on and with effect from the Effective Date, all the Transferred Posts shall stand classified, transferred and allocated to the APDISCOMs concerned as provided for and in the manner specified in Part III of the applicable Schedule "B", "C", "D" and "E" hereto, without any further act or thing to be done by the State Government, APTRANSCO or the APDISCOM concerned, as the case may be;

(III) Upon such transfer, on and from the Effective Date, the Transferred Posts shall cease to be Posts of APTRANSCO.

(IV) The concerned APDISCOM may, at its discretion, create fresh posts by merging the Transferred Posts within the categories of workmen and non-workmen and limiting the financial costs to that of the Transferred Posts.

(VII) Subject to the provisions of the AP Act, EA, 2003, the Order and the Third Transfer Scheme on transfer of Transferred Posts, APDISCOMs may frame service rules and regulations governing and / or relating to the Transferred Posts.

5. Retention by APTRANSCO of other undertakings

APTRANSCO has not and shall not be deemed to have transferred, and shall continue to hold, all rights and interests in and bear all obligations and liabilities relating to all APTRANSCO undertaking(s), including all assets, liabilities, proceedings and personnel comprising the same, other than the Bulk Supply Undertaking transferred to the APDISCOMs, under the Third Transfer Scheme.

6. Substitution of APTRANSCO by APDISCOMs

Subject to the AP Act, EA, 2003, the Order and the Third Transfer Scheme, upon the transfer of contracts, deeds, schemes, bonds, agreements and other instruments of whatever nature to the APDISCOMs, the respective Transferee APDISCOM shall replace APTRANSCO in all respects with regard to such Bulk Supply Undertaking. All parties to such contracts, deeds, schemes, bond, agreements and other instruments shall execute such other or further document or documents and / or take such steps, as may be necessary and / or incidental thereto, in order to give full and complete effect to such transfer of contracts, deeds, schemes, bonds, agreements and other instruments of whatever nature to the APDISCOMs.

7. Apportionment of security

If any Asset transferred to a Transferee APDISCOM is subject to any charge ("the Charged Asset") in favour of a third party for any financial assistance or obligation taken by APTRANSCO ("the Secured Liability"), then the Charged Asset shall continue to be a security in favour of the concerned third party but only to the extent the Secured Liability shall have been transferred to such Transferee APDISCOM.

8. Rights and obligations of persons, including third parties, restricted

Except to the extent specifically provided for in the Order and/or the Third Transfer Scheme, upon the transfer of the Bulk Supply Undertaking being effected in accordance with the A.P Act, EA, 2003, the Order and the Third Transfer Scheme, the rights and obligations of all persons in respect of Bulk Supply Undertaking shall be restricted to the concerned Transferee APDISCOM notwithstanding anything to the contrary contained in any deed, document, instrument, agreement or arrangement which such persons may have entered into with APTRANSCO, and such persons shall not claim any right or interest against APTRANSCO in connection therewith.

9. Provisionality of the Transfer

- (I) Subject to the terms and conditions contained herein, the State Government hereby provides that the transfer of the Bulk Supply Undertaking made under the Third Transfer Scheme shall be provisional till 2 (two) year.
- (II) To the extent and during the period that the transfer of the Bulk Supply Undertaking is provisional, as stated in sub-rule (1) above, the State Government may, by notification on the Official Gazette, alter, vary, modify, add or otherwise change the term(s) of the Third Transfer Scheme in such manner as the State Government may consider appropriate;
- (III) Upon the expiry of the provisionality period stated in sub-clause (1) above, the transfer of the Bulk Supply Undertaking shall become final and the State Government shall cease to have and shall not exercise the power to make any alteration, variation, modification, addition or other change in or to any term of the Third Transfer Scheme.
- (IV) Neither the Transferees, nor any other person shall, whether based upon any provision of the Order, the Third Transfer Scheme or otherwise, be entitled to dispute the transfers on the ground that they are provisional.

10. Pending Proceedings

All Proceedings of whatever nature by or against APTRANSCO which have been assumed by APTRANSCO, pending on the Effective Date, shall not abate or discontinue or otherwise in any way be prejudicially affected by reason of any transfer effected under the Third Transfer Scheme. Subject to what is provided in the Third Transfer Scheme, such Proceedings may be continued by or against the concerned Transferee, in the same manner and to the same extent as would or might have been continued, prosecuted and/or enforced by or against APTRANSCO had the transfers specified in the Third Transfer Scheme not been made.

11. Transfer of APTRANSCO's investments in Discoms to GoAP

APTRANSCO would transfer its entire investments in the equity of Discoms to the Govt of AP. In lieu of this, the GoAP would make a corresponding reduction in its equity share capital in APTRANSCO.

APTRANSCO will take necessary steps for complying with all necessary provisions required, including those of the Companies Act 1962

12. Residual Responsibility

APTRANSCO will carry out all other residuary actions as may be necessary for operationalising this scheme with the approval of GoAP.

Schedule "A"

Station wise Capacities of Central Generators allocated to APDISCOMs

Sl No.	Particulars	Capacity in MW
1	SIMHADRI	1000
2	NTPC Rgundam	838
3	NLC - I	106
4	NLC - II	191
5	MAPS	32
6	Eastern Region	0
7	Talcher - II	107
8	Talcher - II, Stage II	107
9	Talcher - II, Stage III	107
10	Talcher - II, Stage IV	107
	Total CGS	2594

Capacities of APGenco allocated to APDISCOMs

Sl. No.	Particulars	MW Capacity
1	KTPS "A"	240
2	KTPS "B"	240
3	KTPS "C"	240
4	KTPS V - Unit 1	250
5	KTPS V - Unit 2	250
6	VTPS I	420
7	VTPS II	420
8	VTPS III	420
9	Nellore	0
10	Ramagundam B	62.5
11	RTPP - Stage I	420
	Total APGenco (Thermal)	2,963
	Total APGenco (Hydel)	3,588
	Total APGenco	6,551

Capacities of Independent Power Producers allocated to the APDISCOMs

Sl. No.	Particulars	MW Capacity
1	GVK-J	217
2	SPEC	208
3	LANCO	368
4	BSES	220
5	LVS	37
6	RVK	0
7	SVS	17
	Total IPPs	1067

Capacities of Joint sector projects allocated to the APDISCOMs

Sl. No.	Particulars	MW Capacity
1	APGPCL - I	16
2	APGPCL - II	43
	Total JT sector	59

Capacities of Non-Conventional Energy generators allocated to the APDISCOMs**At 132 KV**

Sl. No.	Company Name	Capacity in MW
1	Nagarjuna Green Power Ltd.	9.00
2	Clarion Power Corporation Ltd.	12.00
3	Ganpati Sugars Limited	15.00
4	GMR Technologies Limited	16.00
5	Jeypore Sugar Company Ltd.	12.00
6	Kakatiya Cement Sugar & Industries Limited	16.70
7	Sagar Sugars & Allied Products Limited	20.00
8	M/s NCL Energy Limited	6.60
	Total Capacity	107.30

Notes: (i) Value of bonds Rs. 20 L Crores and REC Rescheduled bonds Rs. 1000 Crores are to be raised from APT raised.

At 33 KV

Sl. No.	Company Name	Capacity in MW
1	Vamshi Industries Limited	4.00
2	Varam Power Projects (P) limited	6.00
3	Perpetual Energy Systems Ltd.	6.00
4	Sri Kalyani Agro Products & Industries limited	4.00
5	Shree papers limited	4.00
6	Gautami Solvent Oils Limited	2.75
7	Vensa Biotek Limited	4.00
8	Sai Renewable Power (P) Limited	4.50
9	Deccan Sugars Ltd.	2.00
10	Etikoppaka Co-operative Agricultural & Industrial Society Limited	1.50
11	Chodavaram Co-operative Sugars limited	7.00
12	Manihansa Power Projects Limited	3.00
13	Matrix Power Limited	4.50
14	SLS Power Limited	6.00
15	Roshni Power Tech limited	6.00
16	Satyakala power Projects (P) Limited	4.00
17	KMS Power Pvt. Ltd.	6.00
18	Rithwik Energy Systems Ltd.	6.00
19	Veeraiah Non-Conventional Power Projects Pvt. Ltd.	4.00
20	B. Seenaiah & Co. (Projects) Ltd.	6.00
21	Agri Gold Projects Ltd.	4.00
22	Sri Balaji Biomass Power (P) Ltd.	6.00
23	Sathya Maharshi Power Corporation Ltd.	6.00
24	Jyothi Bio Energy Pvt. Ltd. (2nd)	6.00
25	Om.Shakthi Renegies Limited	6.00
26	Jocil ltd.	6.00
27	Vijaya Agro Products Limited	4.00
28	Balaji Agro Oils Limited	4.50
29	Shree Vaani Sugars Limited	6.00
30	Active Power Corporation Limited	1.40
31	PMC Power (P) Limited	0.65
32	Bhavani Hydro power projects (P) Ltd.	0.55
33	NEDCAP, Narsimhakonda	2.50
34	Shriram Energies Limited	6.00
35	Gayatri Agro Industrial Power Limited	6.00
36	Suchand Power Generation Pvt. Ltd.	6.00
37	Saro Power and Infrastructures Ltd.	6.00

Sl. No.	Company Name	Capacity in MW
38	Sree Rayalaseema Hi-strength Hypo Ltd.	6.00
39	NCL Energy Limited	7.50
40	Srinivasa power projects (P) Limited	0.55
41	Janapadu Hydro Power Projects Limited	1.00
42	KM Power Limited	4.00
43	KM Power Limited	3.30
44	KM Power Limited	4.00
45	NILE Limited	2.00
46	BHEL	4.00
47	BHEL	3.00
48	IL&FS Windfarms Limited	6.50
49	Veeramani Biscuit Industries Limited	1.00
50	NEDCAP, Kondamedapalli	2.75
51	Selco Internartional Limited	6.60
52	The Gowthami Bio Energy Limited	6.00
53	Shalivahana Constructions Ltd.	6.00
54	Rithwik Power Projects Pvt. Ltd.	6.00
55	Indur Green Power (P) Ltd.	6.00
56	NCS Gayatri Sugars Limited	6.00
57	Saraswati Power & Industries (P) Limited	2.00
58	Kallam Spinning Mills limited	2.40
Total Capacity		255.45

Schedule "B"**BULK SUPPLY UNDERTAKING OF APTRANSCO AS TRANSFERRED TO APEPDCL****PART I****1. Bulk Supply Undertaking**

- (a) All Assets, Liabilities, and Proceedings and Posts pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO, as segregated herein below, which shall include but not be limited to the following:

Allocated Capacities

- (i) Hydel energy from APGenco (including that from Jurala, at appropriate time of commissioning) will be allocated to each APDISCOM, in proportion to the capacities (in MW) allocated, as per the table set out below.
- (ii) NCEs at 33KV have been allocated based on the geographical location of the APDISCOM and NCEs at 132 KV have been allocated on a proportionate allocation basis¹.

Generating stations and their capacities, along with Power Purchase Agreements are as follows:

Station Name	MW Capacity	Allocated MW	Summary	MW Capacity	Allocated MW
KTPS "A"	240	41	APGenco (Thermal)	2,963	500
KTPS "B"	240	41	APGenco (hydel)	3,588	606
KTPS "C"	240	41	IPPs	1,067	180
KTPS V - Unit 1	250	42	CGS	2,594	438
KTPS V - Unit 2	250	42	Joint Sector	59	10
VTPS I	420	71	NCEs	363	67
VTPS II	420	71	Grand Total	10,633	1,802
VTPS III	420	71			
Nellore	-	-			
Ramagundam B	62.5	11			
RTPP - Stage I	420	71			
Total APGenco	2,963	500			
				MW Capacity	Allocated MW
GVK-J	217	37	New Capacities		
SPEC	208	35			
LANCO	368	62	KONASEEMA	445	75
BSES	220	37	GAUTAMI	470	79
LVS	36.8	6	VEMAGIRI	370	62
RVK	0.0	-	GVK-EXT	220	37
SVS	17.2	3	RTPP	420	71
Total IPPs	1,067	180	VTPS	660	111
SIMHADRI	1,000	169	Future NCEs (with PPA's, PWPAs)	292	64
NTPC Rgundam	838	142	Jurala	117	20
NLC - I	106	18	Total New capacities	2,994	520
NLC - II	191	32			
MAPS	32	5			
Eastern Region	-	-			
Talcher - II	107	18			
Talcher - II, Stage II	107	18			
Talcher - II, Stage III	107	18			
Talcher - II, Stage IV	107	18			
Total CGS	2,594	438			
APGPC - I	16	3			
APGPC - II	43	7			
Total JT sector	59	10			

Note: Allocated MW for individual stations rounded-off.

¹ The allocation percentage for APEPDCL is 16.89%

APEPDCL:**NCE Capacities – Existing**

Sl. No.	Company Name	Capacity in MW
1	Vamshi Industries Limited	4.00
2	Varam Power Projects (P) limited	6.00
3	Perpetual Energy Systems Ltd.	6.00
4	Sri Kalyani Agro Products & Industries limited	4.00
5	Shree Papers Limited	4.00
6	Gautami Solvent Oils Limited	2.75
7	Vensa Biotek Limited	4.00
8	Sai Renewable Power (P) Limited	4.50
9	Deccan Sugars Ltd.	2.00
10	Etikoppaka Co-operative Agricultural & Industrial Society Limited	1.50
11	Chodavaram Co-operative Sugars Limited	7.00
12	Manihamsa Power Projects Limited	3.00
Total Capacity		48.75

NCE Capacities – To be commissioned

Sl. No.	Company Name	Capacity in MW
1	M/s Sri Sarvaraya Sugars Ltd.	10.00
2	M/s Nav Bharat Ferro Alloys Ltd. (Deccan Sugars Ltd.)	4.00
3	M/s Coastal Agro Industries Ltd.	4.00
4	M/s R.R. Bio Energies Ltd.	12.00
5	M/s BBS Power Project Ltd.	6.00
6	M/s Sardar Power Ltd.	3.00
7	M/s Foods, Fats & Fertilisers Ltd.	6.00
8	M/s Raus Power (P) Ltd.	3.00
Total Capacity		48.00

- b) Other Assets, including but not limited to, special tools and equipment, material handling equipment heavy and light vehicles, furniture and fixtures, office equipment (including computer systems,

telecommunication systems and software), air conditioners, refrigerators, spares, consumables, raw materials, lands and civil work installations including roads, buildings.

- c) **Current Assets, including without limitation, cash in hand, cash at bank, short term investments, deposits, advances paid, receivables, accrued incomes, pre-paid expenses and inventories.**
- d) **All current contracts, agreements, easements, licenses, permits, consents, approvals, arrangements, patents, trademarks and other intellectual property rights and interests, books and records, files, plans, drawings, designs, specifications, customer list, billing and payment records, insurance and all interests, rights, claims and rights of action relating to any of the Assets described in paragraph 1.**
- e) **Liabilities (other than contingent liabilities) restricted to the extent specified in the balance sheet as on the Effective Date.**
- f) **Related contingent liabilities arising in the ordinary course of business pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO including consumer claims, refund of security deposits, claims and all proceedings related thereto whether pending on the Effective Date or initiated after the Effective Date, subject to the potential liability having arisen before the Effective Date.**
- g) **All related Proceedings identified by APTRANSCO pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO.**
- h) **Posts being transferred from APTRANSCO to APEDPCL as specified in Part-III of this Schedule.**

2. Accounting Adjustments

- (1) **The opening balance sheet of APEPDCL as on the Effective Date shall be prepared/adjusted as per the books of account of APTRANSCO, as on the Effective Date and shall be subject to the adjustments that may be determined by the State Government, in accordance with the Order and the Transfer Scheme. The provisional balance sheet of APEPDCL in Part-II hereof is based on the audited balance sheet of APTRANSCO as on March 31, 2004.**
- (2) **The adjustments required to prepare the balance sheet of APEPDCL as on the Effective Date based on the books of account of APTRANSCO, shall include, but not be limited to:**
 - a) **Updating the books of accounts, assets and liabilities balances, to account for the operations of APTRANSCO from 31.03.2004 till the Effective Date;**
 - b) **Adjustments arising from the audit of the financial statements of APTRANSCO as on the Effective Date.**
 - c) **Adjustment of re-structuring adjustments in accordance with the Third Transfer Scheme and the Order and to implement the objectives of the Third Transfer Scheme and the Order;**
 - d) **To allocate/re-allocate assets and liabilities, including outstanding and/or accrued liabilities, as may be determined by the State Government to implement the objectives of the Third Transfer Scheme and the Order;**
 - e) **Such other adjustments as the State Government may deem necessary to implement the objectives of the Third Transfer Scheme and the Order.**

Schedule "B"

Part II

Provisional Opening Balance Sheet of Eastern Power Distribution Company of Andhra Pradesh Limited (APEPDCL) as on effective date

(Rs in Crores)

Particulars	EPDCL
Gross Fixed Assets	1015.33
Less: Depreciation	459.54
Net Fixed Assets	555.79
Capital WIP	235.52
Total Fixed Assets	791.31
Investments	1.70
Receivables	
Subsidy Receivable from GoAP	76.52
Current Assets	
Cash & Bank balances	49.16
Stock net of provision	26.07
Receivables from Sale of Power	150.87
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	299.55
Net Debtors	450.42
Loans and Advances	9.13
Other Current Assets	52.49
Total Current Assets	587.27
Total Assets	1456.81
Share Capital	75.66
Consumer contribution	254.68
Accumulated Surplus	-10.77
Other Reserves	-13.21
Total Net Worth	306.36
Debts	
LT Loans	499.63
Loans from GoAP	48.09
Loans from others (Short term)	20.22
Total Debts	567.94
Current Liabilities	
Capital & O&M supplies	30.53
Deposits from consumers	0.00
Deposits and retentions	0.00
Other Current Liabilities	277.58
Power purchases	274.39
Total current liabilities	582.50
Total Liabilities	1456.81

Notes: (i) Vidyut bonds Rs 20.22 Crores and REC Rescheduled loans of Rs 56.30 Crores have been transferred from APTransco.

Part III

Schedule "C"

Transfer of vacant posts

PART-I

BULK SUPPLY UNDERTAKING OF APTRANSCO AS TRANSFERRED TO
Bulk Supply Undertaking

(a) All Assets, Liabilities, Proceedings and Personnel pertaining to the Bulk Supply Undertaking as segregated herein below, which shall include

(i) Hydel energy from APGENCO (including that which will be allocated to each APDISCOM, in proportion to their respective share in the total capacity of the APDISCOM and table set out below.

(ii) NCE s at 33KV have been allocated based on the geographical location of the APDISCOM and NCE s at 132 KV have been allocated on a proportionate basis. Generating stations and their capacity, along with their respective shares are as follows:

Station Name	Capacity	WM	Allocated	Post	Number
KTPS "A"	240	240	1	UDC	4
KTPS "B"	240	240	1	LD Steno	1
KTPS "C"	240	240	5	Typist	5
KTPS V - Unit 1	250	250	5	EDC	5
KTPS V - Unit 2	250	250	29	Attender	29
VTPS I	420	420	2	Sr. Steno	2
VTPS II	420	420	8	Assistants	8
VTPS III	420	420	3	Jr. Steno	3
Nellore	0	0	1	Record Assitant	1
Ramsundam B	62.5	62.5	1	Non-Tech Non. Exe.	1
RTPP - Stage I	420	420	56	Sub-Total	56
Total APGENCO	2,083	2,083			
GVK-1	217	217	1	DRIVER/LMD	1
SPEC	208	208	2	SWG/SOR	2
LANCO	388	388	2	Telephone Operator	2
BSES	220	220	1	Lift Operator	1
LVS	38.8	38.8	1	Mali/Malans	1
RVK	0.0	0.0	1	Public Prosecutor	1
SVS	17.2	17.2	1	Head Constable	1
Total IPPS	1,087	1,087			
SIMHADRI	1,000	1,000	1	Police Constable	1
NTPC Rindam	838	838	1	FM Gr-I	1
NLC - I	108	108	1	JLM	1
NLC - II	191	191	1	Watchman	1
MAPS	32	32	1	LMD	1
Eastern Region	0	0	1	LMD Gr-I	1
Talcher - II	107	107	1	Civil Maistry Gr-I	1
Talcher - II, Stage II	107	107	1	ABPO	1
Talcher - II, Stage III	107	107	1	Supervisory Gr-I	1
Talcher - II, Stage IV	107	107	1	Supervisory Gr-II	1
Total CGS	2,294	2,294			
APQCL - I	16	16	1	Supervisory Gr-III	1
APQCL - II	43	43	1	Other Misc Posts	21
Total JT sector	29	29		GRAND TOTAL	92

The allocation percentage for APSPDCL is 25.83%

Schedule "C"**PART-I****BULK SUPPLY UNDERTAKING OF APTRANSCO AS TRANSFERRED TO APSPDCL****1. Bulk Supply Undertaking****Allocated Capacities**

- (a) All Assets, Liabilities, Proceedings and Personnel pertaining exclusively or primarily to the Bulk Supply Undertaking as segregated herein below, which shall include but not be limited to the following:-
- (i) Hydel energy from APGenco (including that from Jurala, at appropriate time of commissioning) will be allocated to each APDISCOM, in proportion to the capacities (in MW) allocated, as per the table set out below.
- (ii) NCE s at 33KV have been allocated based on the geographical location of the APDISCOM and NCE s at 132 KV have been allocated on a proportionate allocation basis².

Generating stations and their capacity, along with Power Purchase Agreements are as follows:

Station Name	MW Capacity	Allocated MW	Summary	MW Capacity	Allocated MW
KTPS "A"	240	55	APGenco (Thermal)	2,963	676
KTPS "B"	240	55	APGenco (hydel)	3,588	819
KTPS "C"	240	55	IPPs	1,067	244
KTPS V - Unit 1	250	57	CGS	2,594	592
KTPS V - Unit 2	250	57	Joint Sector	59	13
VTPS I	420	96	NCEs	363	127
VTPS II	420	96	Grand Total	10,633	2,471
VTPS III	420	96			
Nellore	0	-			
Ramagundam B	62.5	14			
RTPP - Stage I	420	96			
Total APGenco	2,963	676			
				MW Capacity	Allocated MW
GVK-J	217	50	New Capacities		
SPEC	208	48			
LANCO	368	84	KONASEEMA	445	102
BSES	220	50	GAUTAMI	470	107
LVS	36.8	8	VEMAGIRI	370	84
RVK	0.0	-	GVK-EXT	220	50
SVS	17.2	3.9	RTPP	420	96
Total IPPs	1,067	244	VTPS	660	151
			Future NCEs (with PPAs, PWPAs)	292	98
SIMHADRI	1,000	228	Jurala	117	27
NTPC Rgundam	838	191	Total New capacities	2,994	715
NLC - I	106	24			
NLC - II	191	44			
MAPS	32	7			
Eastern Region	0	-			
Talcher - II	107	24			
Talcher - II, Stage II	107	24			
Talcher - II, Stage III	107	24			
Talcher - II, Stage IV	107	24			
Total CGS	2,594	592			
APGPCL - I	16	4			
APGPCL - II	43	10			
Total JT sector	59	13			

Note: Allocated MW for individual stations rounded-off

² The allocation percentage for APSPDCL is 22.83%

NCE Capacities – Existing**APSPDCL:**

Sl. No.	Company Name	Capacity in MW
1	Matrix Power Limited	4.50
2	SLS Power Limited	6.00
3	Roshni Power Tech limited	6.00
4	Satyakala Power Projects (P) Limited	4.00
5	KMS Power Pvt. Ltd.	6.00
6	Rithwik Energy Systems Ltd.	6.00
7	Veeraiah Non-Conventional Power Projects Pvt. Ltd.	4.00
8	B. Seenaiah & Co. (Projects) Ltd.	6.00
9	Agri Gold Projects Ltd.	4.00
10	Sri Balaji Biomass Power (P) Ltd.	6.00
11	Sathya Maharshi Power Corporation Ltd.	6.00
12	Jyothi Bio Energy Pvt. Ltd. (2nd)	6.00
13	Om Shakthi Renergies Limited	6.00
14	Jocil Ltd.	6.00
15	Vijaya Agro Products Limited	4.00
16	Balaji Agro Oils Limited	4.50
17	Shree Vaani Sugars Limited	6.00
18	Active Power Corporation Limited	1.40
19	PMC Power (P) Limited	0.65
20	Bhavani Hydro Power Projects (P) Ltd.	0.55
21	NEDCAP, Narsimhakonda	2.50
22	Shriram Energies Limited	6.00
	Total Capacity	102.10

NCE Capacity – To be commissioned

NCE Capacities – Existing

Sl. No.	Company Name	Capacity in MW
1	M/s The Kovur Co-operative Sugar Factor Ltd.	3.00
2	M/s KCP Sugar & Industries Corporation Ltd.	20.00
3	M/s KCP Sugars & Industries Ltd.	5.00
4	M/s Vani Power Projects Pvt. Ltd., Hyderabad	4.50
5	M/s Velagapudi Power Generation Pvt. Ltd., Vijayawada.	3.00
6	M/s CRST Powergen Pvt. Ltd.	6.00
7	M/s Anatha Lakshmi Biomass Power Projects (P) Ltd.	6.00
8	M/s Hari Sai Biomass Power Project Pvt. Ltd.	4.00
9	M/s Pinakini Power Projects (P) Ltd.	6.00
10	M/s Singaraya Hills Green Power Genco (P) Ltd.	6.00
11	M/s Balaji Energy Ltd.	10.00
12	M/s Delta Agro Power Ltd.	3.00
13	M/s Vijayawada Municipal Corporation	0.14
	Total Capacity	76.64

- b) Other Assets, including but not limited to, special tools and equipment, material handling equipment heavy and light vehicles, furniture and fixtures, office equipment (including computer systems, telecommunication systems and software), air conditioners, refrigerators, spares, consumables, raw materials, lands and civil work installations including roads, buildings.
- c) Current Assets, including without limitation, cash in hand, cash at bank, short term investments, deposits, advances paid, receivables, accrued incomes, pre-paid expenses and inventories.
- d) All current contracts, agreements, easements, licenses, permits, consents, approvals, arrangements, patents, trademarks and other intellectual property rights and interests, books and records, files, plans, drawings, designs, specifications, customer list, billing and payment records, insurance and all interests, rights, claims and rights of action relating to any of the Assets described in paragraph 1.
- e) Liabilities (other than contingent liabilities) restricted to the extent specified in the balance sheet as on the Effective Date.
- f) Related contingent liabilities arising in the ordinary course of business pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO including consumer claims, refund of security deposits, claims and all proceedings related thereto whether pending on the Effective Date or initiated after the Effective Date, subject to the potential liability having arisen before the Effective Date.
- g) All related Proceedings identified by APTRANSCO pertaining exclusively or primarily to the Bulk Supply Undertaking.

2. Accounting Adjustments

(1) The opening balance sheet of APSPDCL as on the Effective Date shall be prepared/adjusted as per the books of account of APTRANSCO, as on the Effective Date and shall be subject to the adjustments that may be determined by the State Government, in accordance with the Order and the Transfer Scheme. The provisional balance sheet of APSPDCL in Part-II hereof is based on the audited balance sheet of APTRANSCO as on March 31, 2004.

(2) The adjustments required to prepare the balance sheet of APSPDCL as on the Effective Date based on the books of account of APTRANSCO, shall include, but not be limited to:

- a) Updating the books of accounts, assets and liabilities balances, to account for the operations of APTRANSCO from 31.03.2004 till the Effective Date;
- b) Adjustments arising from the audit of the financial statements of APTRANSCO as on the Effective Date.
- c) Adjustment of re-structuring adjustments in accordance with the Third Transfer Scheme and the Order and to implement the objectives of the Third Transfer Scheme and the Order;
- d) To allocate/re-allocate assets and liabilities, including outstanding and/or accrued liabilities, as may be determined by the State Government to implement the objectives of the Third Transfer Scheme and the Order;
- e) Such other adjustments as the State Government may deem necessary to implement the objectives of the Third Transfer Scheme and the Order

Particulars	
Gross Fixed Assets	1,499.26
Net Fixed Assets	392.27
Capital WIP	114.46
Investments	-
Subsidy Receivable from GoAP	114.46
Current Assets	-
Cash & Bank balances	-
Stock net of provision	-
Receivables from sale of Power	-
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	300.87
Net Debtors	442.70
Loans and Advances	78.91
Other Current Assets	381.27
Total Current Assets	989.48
Total Assets	2308.07
Share Capital	310.61
Consumer contribution	322.17
Accumulated Surplus	(24.86)
Other Reserves	22.93
Total Net Worth	630.85
Deposits	-
LT Loans	823.62
Loans from GoAP	2.21
Loans from others (Short term)	31.31
Total Debts	890.14
Current Liabilities	-
Capital & O&M supplies	32.30
Deposits from consumers	-
Deposits and retentions	-

Schedule "C"

Part II

Provisional Opening Balance Sheet of Southern Power Distribution Company of Andhra Pradesh Limited as on the Effective Date

(Rs. In Crores)

Particulars	SPDCL
Gross Fixed Assets	1,499.56
Less: Depreciation	714.12
Net Fixed Assets	785.44
Capital WIP	395.57
Total Fixed Assets	1181.01
Investments	23.12
<i>Receivables</i>	
Subsidy Receivable from GoAP	114.46
<i>Current Assets</i>	
Cash & Bank balances	51.17
Stock net of provision	35.06
Receivables from Sale of Power	141.89
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	300.87
Net Debtors	442.76
Loans and Advances	78.91
Other Current Assets	381.57
Total Current Assets	989.48
Total Assets	2308.07
Share Capital	310.61
Consumer contribution	352.17
Accumulated Surplus	(24.86)
Other Reserves	25.93
Total Net Worth	663.85
<i>Debts</i>	
LT Loans	853.62
Loans from GoAP	5.21
Loans from others(Short term)	31.31
Total Debts	890.14
<i>Current Liabilities</i>	
Capital & O&M supplies	32.30
Deposits from consumers	-
Deposits and retentions	-

Other Current Liabilities	102.26
Power purchases	619.51
Total current liabilities	754.07
Total Liabilities	2308.07

- i. Vidyt bonds Rs 31.31 Crores and REC Rescheduled loans of Rs 83.15 Crores have been transferred from APTransco.

Part III

Transfer of vacant posts

Posts	Number
ADE/ELEC	1
AE/AAE/ELEC	2
Engg. Exe. Sub-Total	3
SUB-ENGINEER (Eecl.)	1
DM GR-I	1
DM GR-II	2
DM GR-III	3
TRACER	7
Engg. Non Exe. Sub Total	14
UDC	5
UD Steno	1
LD Steno	1
TYPIST	8
Storekeeper Gr II	1
ATTENDER	35
Sr. Steno	2
Assistants	10
Jr. Steno	3
Record Assistant	1
Non-Tech Non. Exe. Sub-Total	67
SWG/SOR	3
Telephone Operator	1
Lift Operator	1
Room Attendant	1
Helper/Server(Canteen)	1
Sub Inspector	1
Head Constable	1

Posts	Number
Police Constable	1
FM Gr-I	4
JLM	1
SWG/SOR	2
Watchman	1
H.V.Driver	1
ABPO	1
Washerman	1
Mason Gr-II	1
Supervisory Gr-II	1
Painter	1
Other Misc Posts	25
GRAND TOTAL	109

Part III
Transfer of vacant posts

Head Constable	1
Sub Inspector	1
Helper/Server(Canteen)	1
Room Attendant	1
Lift Operator	1
Telephone Operator	1
SWG/SOR	3
Total	07
Non-Tech Non-Exc. Sub-	
Record Assistant	1
Jr. Steno	3
Assistants	10
Sr. Steno	2
ATTENDER	32
Storekeeper Gr II	1
TYPIST	8
LD Steno	1
UD Steno	1
UDC	2
Engg. Non Exc. Sub Total	14
TRACER	7
DM GR-III	3
DM GR-II	2
DM GR-I	1
SUB-ENGINEER (Elec.)	1
Engg. Exc. Sub-Total	3
ANNAELEC	2

Without bonds Rs. 31 Crores and R.C. bonds of Rs. 83.12 Crores have been transferred from A.P. Transco

Schedule "D"**Supply Undertaking****Allocated Capacities**

- (a) All Assets, Liabilities, Proceedings and Personnel pertaining exclusively or primarily to the Bulk Supply Undertaking, as segregated herein below, which shall include but not be limited to the following:-
- (i) Hydel energy from APGenco (including that from Jurala, at appropriate time of commissioning) will be allocated to each APDISCOM, in proportion to the capacities (in MW) allocated, as per the table set out below.
- (ii) NCE s at 33KV have been allocated based on the geographical location of the APDISCOM and NCE s at 132 KV have been allocated on a proportionate allocation basis³.

Generating stations and their capacity, along with Power Purchase Agreements are as follows:

Station Name	MW Capacity	Allocated MW	Summary	MW Capacity	Allocated MW
KTPS "A"	240	104	APGenco (Thermal)	2,963	1,286
KTPS "B"	240	104	APGenco (hydel)	3,588	1558
KTPS "C"	240	104	IPPs	1,067	463
KTPS V - Unit 1	250	109	CGS	2,594	1,126
KTPS V - Unit 2	250	109	Joint Sector	59	26
VTPS I	420	182	NCEs	363	117
VTPS II	420	182	Grand Total	10,633	4,576
VTPS III	420	182			
Nellore	0	-			
Ramagundam B	62.5	27			
RTPP - Stage I	420	182			
Total APGenco	2,963	1,286			
				MW Capacity	Allocated MW
GVK-J	217	94	New Capacities		
SPEC	208	90			
LANCO	368	160	KONASEEMA	445	193
BSES	220	96	GAUTAMI	470	204
LVS	36.8	16	VEMAGIRI	370	161
RVK	0.0	-	GVK-EXT	220	96
SVS	17.2	7.5	RTPP	420	182
Total IPPs	1,067	463	VTPS	660	287
SIMHADRI	1,000	434	Future NCEs (with		
NTPC Rgundam	838	364	PPAs, PWPAs)	292	104
NLC - I	106	46	Jurala	117	51
			Total New capacities	2,994	1,277
NLC - II	191	83			
MAPS	32	14			
Eastern Region	0	-			
Talcher - II	107	46			
Talcher - II, Stage II	107	46			
Talcher - II, Stage III	107	46			
Talcher - II, Stage IV	107	46			
Total CGS	2,594	1,126			
APGPCL - I	16	7			
APGPCL - II	43	19			
Total JT sector	59	26			

Note: Allocated MW for individual stations rounded-off

³ The allocation percentage for APCPDCL is 43.42%

APCPDCL:**NCE Capacities – Existing**

Sl. No.	Company Name	Capacity in MW
1	Gayatri Agro Industrial Power Limited	6.00
2	Suchand Power Generation Pvt. Ltd.	6.00
3	Saro Power and Infrastructures Ltd.	6.00
4	Sree Rayalaseema Hi-strength Hypo Ltd.	6.00
5	NCL Energy Limited	7.50
6	Srinivasa Power Projects (P) Limited	0.55
7	Janapadu Hydro Power Projects Limited	1.00
8	KM Power Limited	4.00
9	KM Power Limited	3.30
10	KM Power Limited	4.00
11	NILE Limited	2.00
12	BHEL	4.00
13	BHEL	3.00
14	IL&FS Windfarms Limited	6.50
15	Veeramani Biscuit Industries Limited	1.00
16	NEDCAP, Kondamedapalli	2.75
17	Selco Internartional Limited	6.60
Total Capacity		70.20

NCE Capacities – To be commissioned

Sl. No.	Company Name	Capacity in MW
1	M/s Lepakshi Power Projects Ltd.	6.00
2	M/s Sri Power Company Ltd.	6.00
3	M/s B.S.R. Bio-Energy (P) Ltd.	4.50

Sl. No.	Company Name	Capacity in MW
4	M/s Penna Cement Industries Ltd. (Pioneer Genco Ltd.)	6.00
5	M/s Mata Energy Ltd., (M/s Mata Cements Ltd.)	6.00
6	M/s Venkatraya Fibres (P) Ltd.	6.00
7	M/s AP Power Projects (P) Ltd.	2.00
8	M/s Fivess Ltd.	6.00
9	M/s Mahitha Power Projects Pvt. Ltd.	0.40
10	M/s Kakitiya Alloys Ltd.	6.00
11	M/s Shravana Power Projects Ltd.	6.00
12	M/s PSR Green Power Projects (P) Ltd.	6.00
13	M/s SLT Power & Infrastructure Projects (P) Ltd.	3.00
Total Capacity		63.90

- b) Other Assets, including but not limited to, special tools and equipment, material handling equipment heavy and light vehicles, furniture and fixtures, office equipment (including computer systems, telecommunication systems and software), air conditioners, refrigerators, spares, consumables, raw materials, lands and civil work installations including roads, buildings.
- c) Current Assets, including without limitation, cash in hand, cash at bank, short term investments, deposits, advances paid, receivables, accrued incomes, pre-paid expenses and inventories.
- d) All current contracts, agreements, easements, licenses, permits, consents, approvals, arrangements, patents, trademarks and other intellectual property rights and interests, books and records, files, plans, drawings, designs, specifications, customer list, billing and payment records, insurance and all interests, rights, claims and rights of action relating to any of the Assets described in paragraph 1.
- e) Liabilities (other than contingent liabilities) restricted to the extent specified in the balance sheet as on the Effective Date.
- f) Related contingent liabilities arising in the ordinary course of business pertaining exclusively or primarily to the Bulk Supply Undertaking including consumer claims, refund of security deposits, claims and all proceedings related thereto whether pending on the Effective Date or initiated after the Effective Date, subject to the potential liability having arisen before the Effective Date.
- g) All related Proceedings identified by APTRANSCO pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO.

2. Accounting Adjustments

- (1) The opening balance sheet of APCPDCL as on the Effective Date shall be prepared/adjusted as per the books of account of APTRANSCO, as on the Effective Date and shall be subject to the adjustments that may be determined by the State Government, in accordance with the Order and the Transfer Scheme. The provisional balance sheet of APCPDCL in Part-II hereof is based on the audited balance sheet of APTRANSCO as on March 31,2004.
- (2) The adjustments required to prepare the balance sheet of APCPDCL as on the Effective Date based on the books of account of APTRANSCO, shall include, but not be limited to:
- Updating the books of accounts, assets and liabilities balances, to account for the operations of APTRANSCO from 31.03.2004 till the Effective Date;
 - Adjustments arising from the audit of the financial statements of APTRANSCO as on the Effective Date.
 - Adjustment of re-structuring adjustments in accordance with the Third Transfer Scheme and the Order and to implement the objectives of the Third Transfer Scheme and the Order;
 - To allocate/re-allocate assets and liabilities, including outstanding and/or accrued liabilities, as may be determined by the State Government to implement the objectives of the Third Transfer Scheme and the Order;
 - Such other adjustments as the State Government may deem necessary to implement the objectives of the Third Transfer Scheme and the Order

Schedule "D"

Part II

Provisional Opening Balance Sheet of Central Power Distribution Company of Andhra Pradesh Limited as on the Effective Date

(Rs. In Crores)

Particulars	CPDCL
Gross Fixed Assets	2,496.72
Less: Depreciation	1,015.79
Net Fixed Assets	1480.93
Capital WIP	245.25
Total Fixed Assets	1726.18
Investments	5.17
Receivables	
Subsidy Receivable from GoAP	175.20
Current Assets	
Cash & Bank balances	171.46

Particulars	CPDCL
Stock net of provision	40.58
Receivables from Sale of Power	940.34
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	120.58
Net Debtors	1060.92
Loans and Advances	25.77
Other Current Assets	605.25
Total Current Assets	1903.98
Total Assets	3810.53
Share Capital	654.94
Consumer contribution	479.07
Accumulated Surplus	(262.31)
Other Reserves	8.84
Total Net Worth	880.54
<i>Debts</i>	
LT Loans	881.10
Loans from GoAP	170.45
Loans from others(Short term)	50.52
Total Debts	1102.07
<i>Current Liabilities</i>	
Capital & O&M supplies	106.17
Deposits from consumers	-
Deposits and retentions	-
Other Current Liabilities	(504.17)
Power purchases	2,225.92
Total current liabilities	1827.92
Total Liabilities	3810.53

- i. Vidyut bonds Rs 36.75 Crores and REC Rescheduled loans of Rs 138.45 Crores have been transferred from APTransco.

Part III

Transfer of vacant posts

Posts	Number
ADE/ELEC	2
AE/AAE/ELEC	4
Engg. Exe. Sub-Total	6
SUB-ENGINEER (Eelec.)	1
DM GR-I	1
DM GR-II	4
DM GR-III	4
TRACER	11
CHIEF HEAD D.M	1
Engg. Non Exe. Sub Total	22
UDC	6
UDRI	1
UD Steno	1
LD Steno	1
Typist	11
LDC	1
Storekeeper Gr. II	1
Attender	52
Sr. Steno	4
Assistants	16
Jr. Steno	6
Record Assistant	1
RO	1
Non-Tech Non. Exe. Sub-Total	102
Asst. Director (Statistics)	1
Dy. Statistical Officer	1
Dy. Tahasildar	1
DRIVER/LMD	1
SWG/SOR	5
WATCHMAN	1
Motor Cycle Despatch Rider	1
Lift Operator	1
Lift Mechanic	1
Room Attendant	1
Jammedar	1
Daffedar	1

Posts	Number
Helper/Server(Canteen)	1
IGP(V&S)	1
ADDL.SP	1
Public Prosecutor	1
Inspector of Police (CI)	1
Police Constable	1
ALM	1
JLM	6
SWG/SOR	1
Watchman	3
LMD Gr-I	1
Civil Maistry Gr-I	1
ABPO	1
Fitter	1
Mechanic Gr-II	1
Supervisory Gr-I	1
Other Misc Posts	39
GRAND TOTAL	169

Station	Allocated MW	Capacity MW	New Capacities
Total JT sector	58	10	10
APRPO-I	18	3	3
APRPO-II	40	7	7
Total CGR	284	43	43
Station - II Stage I	107	18	18
Station - II Stage II	107	18	18
Station - III Stage	107	18	18
Station - IV Stage	107	18	18
Eastern Sector	0	0	0
MAR	32	5	5
IND-II	191	32	32
VIC-I	108	18	18
NTPO Region	838	141	141
SIMBADI	1000	169	169
Total	4087	180	180
VTPS	180	30	30
RTPO	111	20	20
GVKEXT	37	7	7
VENAGIRI	62	11	11
GAUTAMI	79	14	14
KONASEMA	448	79	79
New Capacities	217	37	37
Total	2983	500	500
Total APNDC	420	77	77
RAMANUJAM	62.5	11	11
Station	0	0	0

*The allocation percentage for APNDC is 16.88%

Schedule "E"**PART-I****BULK SUPPLY UNDERTAKING OF APTRANSCO AS TRANSFERRED TO APNPDC****1. Bulk Supply Undertaking**

- (a) All Assets, Liabilities, Proceedings and Personnel pertaining exclusively or primarily to the Bulk Supply Undertaking, as segregated herein below, which shall include but not be limited to the following:-

Allocated Capacities

- (i) Hydel energy from APGenco (including that from Jurala, at appropriate time of commissioning) will be allocated to each APDISCOM, in proportion to the capacities (in MW) allocated, as per the table set out below.
- (ii) NCEs at 33KV have been allocated based on the geographical location of the APDISCOM and NCEs at 132 KV have been allocated on a proportionate allocation basis⁴.

Generating stations and their capacity, alongwith Power Purchase Agreements are as follows:

Station Name	MW Capacity	Allocated MW	Summary	MW Capacity	Allocated MW
KTPS "A"	240	40	APGenco (Thermal)	2,963	500
KTPS "B"	240	40	APGenco (hydel)	3,588	605
KTPS "C"	240	40	IPPs	1,067	180
KTPS V - Unit 1	250	42	CGS	2,594	438
KTPS V - Unit 2	250	42	Joint Sector	59	10
VTPS I	420	71	NCEs	363	53
VTPS II	420	71	Grand Total	10,633	1,785
VTPS III	420	71			
Nellore	0	-			
Ramagundam B	62.5	11			
RTPP - Stage I	420	71			
Total APGenco	2,963	500			
				MW Capacity	Allocated MW
GVK-J	217	37	New Capacities		
SPEC	208	35			
LANCO	368	62	KONASEEMA	445	75
BSES	220	37	GAUTAMI	470	79
LVS	37	6	VEMAGIRI	370	62
RVK	0	0	GVK-EXT	220	37
SVS	17	3	RTPP	420	71
Total IPPs	1067	180	VTPS	660	111
			Future NCEs (with PPA's, PWPAs)	292	26
SIMHADRI	1000	169	Jurala	117	20
NTPC Rgundam	838	141	Total New capacities	2,994	482
NLC - I	106	18			
NLC - II	191	32			
MAPS	32	5			
Eastern Region	0	0			
Talcher - II	107	18			
Talcher - II, Stage II	107	18			
Talcher - II, Stage III	107	18			
Talcher - II, Stage IV	107	18			
Total CGS	2594	438			
APGPCL - I	16	3			
APGPCL - II	43	7			
Total JT sector	59	10			

Note: Allocated MW for individual stations rounded-off

⁴ The allocation percentage for APNPDC is 16.86%.

NCE Capacities – Existing

Sl. No.	Company Name	Capacity in MW
1	The Gowthami Bio Energy Limited	6.00
2	Shalivahana Constructions Ltd.	6.00
3	Rithwik Power Projects Pvt. Ltd.	6.00
4	Indur Green Power (P) Ltd.	6.00
5	NCS Gayatri Sugars Limited	6.00
6	Saraswati Power & Industries (P) Limited	2.00
7	Kallam Spinning Mills Limited	2.40
Total Capacity		34.40

NCE Capacities – To be commissioned

Sl. No.	Company Name	District	Capacity in MW
1	Sri Satyanarayana Power Pvt. Ltd.	Nellore	4.00
2	Sainath Power concepts Limited	Warangal	6.00
Total Capacity			10.00

- b) Other Assets, including but not limited to, special tools and equipment, material handling equipment heavy and light vehicles, furniture and fixtures, office equipment (including computer systems, telecommunication systems and software), air conditioners, refrigerators, spares, consumables, raw materials, lands and civil work installations including roads, buildings.
- c) Current Assets, including without limitation, cash in hand, cash at bank, short term investments, deposits, advances paid, receivables, accrued incomes, pre-paid expenses and inventories.
- d) All current contracts, agreements, easements, licenses, permits, consents, approvals, arrangements, patents, trademarks and other intellectual property rights and interests, books and records, files, plans, drawings, designs, specifications, customer list, billing and payment records, insurance and all interests, rights, claims and rights of action relating to any of the Assets described in paragraph 1.
- e) Liabilities (other than contingent liabilities) restricted to the extent specified in the balance sheet as on the Effective Date.
- f) Related contingent liabilities arising in the ordinary course of business pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO including consumer claims, refund of security deposits, claims and all proceedings related thereto whether pending on the Effective Date or initiated after the Effective Date, subject to the potential liability having arisen before the Effective Date.
- g) All related Proceedings identified by APTRANSCO pertaining exclusively or primarily to the Bulk Supply Undertaking of APTRANSCO.

2. Accounting Adjustments

- (1) The opening balance sheet of APNPDCL as on the Effective Date shall be prepared/adjusted as per the books of account of APTRANSCO, as on the Effective Date and shall be subject to the adjustments that may be determined by the State Government, in accordance with the Order and the Transfer Scheme. The provisional balance sheet of APNPDCL in Part-II hereof is based on the audited balance sheet of APTRANSCO as on March 31,2004.
- (2) The adjustments required to prepare the balance sheet of APNPDCL as on the Effective Date based on the books of account of APTRANSCO, shall include, but not be limited to:
 - a) Updating the books of accounts, assets and liabilities balances, to account for the operations of APTRANSCO from 31.03.2004 till the Effective Date;
 - b) Adjustments arising from the audit of the financial statements of APTRANSCO as on the Effective Date.
 - c) Adjustment of re-structuring adjustments in accordance with the Third Transfer Scheme and the Order and to implement the objectives of the Third Transfer Scheme and the Order;
 - d) To allocate/re-allocate assets and liabilities, including outstanding and/or accrued liabilities, as may be determined by the State Government to implement the objectives of the Third Transfer Scheme and the Order;
 - e) Such other adjustments as the State Government may deem necessary to implement the objectives of the Third Transfer Scheme and the Order.

Schedule "E"

Part II

Provisional Opening Balance Sheet of Northern Power Distribution Company of Andhra Pradesh Limited as on the Effective Date

(Rs. In Crores)

Particulars	NPDCL
Gross Fixed Assets	1,197.72
Less: Depreciation	519.51
<i>Net Fixed Assets</i>	678.21
Capital WIP	196.88
Total Fixed Assets	875.09
Investments	27.99
<i>Receivables</i>	
Subsidy Receivable from GoAP	87.70
<i>Current Assets</i>	
Cash & Bank balances	30.63
Stock net of provision	34.91
Receivables from Sale of Power	208.02
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	87.24
Net Debtors	295.26
Loans and Advances	14.12
Other Current Assets	351.41
Total Current Assets	726.33
Total Assets	1717.11
Share Capital	256.01
Consumer contribution	156.31
Accumulated Surplus	(50.82)
Other Reserves	8.04
Total Net Worth	369.54
<i>Debts</i>	
LT Loans	640.14

Loans from GoAP	52.19
Loans from others(Short term)	21.28
Total Debts	713.61
<i>Current Liabilities</i>	
Capital & O&M supplies	47.07
Deposits from consumers	-
Deposits and retentions	-
Other Current Liabilities	(95.05)
Power purchases	681.94
Total current liabilities	633.96
Total Liabilities	1717.11

- i. Vidyut bonds Rs 21.28 Crores and REC Rescheduled loans of Rs 66.42 Crores have been transferred from APTransco.

Part III

Transfer of vacant posts

Post	Number
ADE/ELEC	1
AE/AAE/ELEC	2
Engg. Exe. Sub-Total	3
DM GR-II	2
DM GR-III	3
TRACER	6
Engg. Non Exe. Sub Total	11
UDC	4
LDC	1
LD Steno	1
Typist	7
Attender	29
Sr. Steno	2
Assistants	8
Jr. Steno	3
Record Assistant	1
Non-Tech Non. Exe. Sub-Total	56

Post	Number
SWG/SOR	2
Daffedar	1
Surveyor	1
Police Constable	1
Sub-Inspector	1
Head Constable	1
JLM	3
SWG/SOR	1
Watchman	1
LMD	1
Driver	1
Civil Maistry Gr-I	1
Carpenter	1
ABPO	1
Electrician	1
Mason	1
Mason Gr-II	1
Supervisory Gr-II	1
Other Misc Posts	21
GRAND TOTAL	91

Total Net Worth	237.80
Other Reserves	66.78
Accumulated Surplus	82.32
Consumer contribution	49.69
Share Capital	779.01
Total Assets	3734.64
Total Current Assets	611.22
Other Current Assets	32.62
Accumulated Advances	27.93
Other Debtors	202.09
Other Creditors	202.09
Provision for safe of power	-
Revenue	-
Reserves from Sale of Power	-
Block net of provision	122.92

Schedule "F"

Provisional Balance sheet of Transmission Corporation of Andhra Pradesh limited

(Rs in Crores)

Particulars	AP Transco
Gross Fixed Assets	3698.83
Less: Depreciation	1259.33
<i>Net Fixed Assets</i>	2439.50
Capital WIP	472.51
Total Fixed Assets	2912.01
Investments	43.35
<i>Receivables</i>	
Subsidy Receivable from GoAP	167.73
<i>Current Assets</i>	
Cash & Bank balances	192.96
Stock net of provision	152.95
Receivables from Sale of Power	-
Accrued Revenue	-
Less: Provision for sale of power	-
Other receivables	205.09
Net Debtors	205.09
Loans and Advances	27.93
Other Current Assets	32.62
Total Current Assets	611.55
Total Assets	3734.64
Share Capital	779.01
Consumer contribution	49.66
Accumulated Surplus	82.35
Other Reserves	66.78
Total Net Worth	977.80
<i>Debts</i>	

LT Loans	1294.68
Loans from GoAP	119.33
Loans from others (Short term)	621.43
Total Debts	2095.41
Current Liabilities	
Capital & O&M supplies	201.84
Deposits from consumers	-
Deposits and retentions	-
Other Current Liabilities	227.10
Power purchases	232.49
Total current liabilities	661.43
Total Liabilities	3734.64

Capacity in MW	4.00
	6.00
Total Capacity	10.00

S.V.PRASAD,
Principal Secretary to Government.

