STERLING AND WILSON SOLAR LIMITED

Noor Abu Dhabi - World's Largest Single Location Solar Project

Investor Presentation
14th November 2019

Safe Harbor

This presentation and the accompanying slides (the "Presentation"), which have been prepared by **Sterling and Wilson Solar Limited** (the "Company"), have been prepared solely for information purposes and do not constitute any offer, recommendation or invitation to purchase or subscribe for any securities, and shall not form the basis or be relied on in connection with any contract or binding commitment whatsoever. No offering of securities of the Company will be made except by means of a statutory offering document containing detailed information about the Company.

This Presentation has been prepared by the Company based on information and data which the Company considers reliable, but the Company makes no representation or warranty, express or implied, whatsoever, and no reliance shall be placed on, the truth, accuracy, completeness, fairness and reasonableness of the contents of this Presentation. This Presentation may not be all inclusive and may not contain all of the information that you may consider material. Any liability in respect of the contents of, or any omission from, this Presentation is expressly excluded.

This presentation contains certain forward looking statements concerning the Company's future business prospects and business profitability, which are subject to a number of risks and uncertainties and the actual results could materially differ from those in such forward looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, our ability to manage growth, competition (both domestic and international), economic growth in India and abroad, ability to attract and retain highly skilled professionals, time and cost over runs on contracts, our ability to manage our international operations, government policies and actions regulations, interest and other fiscal costs generally prevailing in the economy. The Company does not undertake to make any announcement in case any of these forward looking statements become materially incorrect in future or update any forward looking statements made from time to time by or on behalf of the Company.

Contents

Contents

Sterling and Wilson Solar – The Largest Global Solar EPC Player

Market Leader

#1 World's No. 1 Solar EPC[1]

#1 Largest Solar EPC player in India, Middle East & Africa [1]

Abu Dhabi
1,177 MWp

Installing world's largest single location Solar PV plant [4]

Market share 2018 [5]
4.60% Global

16.6%	36.6%	40.4%
India	Africa	Middle East

Global Recognition

Renewable Energy India Awards

Leading Solar EPC – 2018
RE International Excellence - Indian Companies - 2018

Excellence in Renewable Energy Project Execution Award
CBIP 2017

Strong Parentage

Shapoorji Pallonji

Operations in 45 countries

STERLING & WILSON

90+ years of experience globally

Operational Excellence

End-to-end "Concept to Commission" solar EPC

25
Countries

175	8,888 MWp	6,903 MWp
Design & Engineering team	Total EPC capacity[6]	Total O&M capacity [6]

Financial Performance

Rs. 24,383 mn	44%
Operational Revenue (H1FY20)	Op. Revenue CAGR (FY16-19)

Rs. 124,889 mn	72%	62%
Order Book + LOI[2]	PAT CAGR (FY16-19)	RoE (FY19)[3]

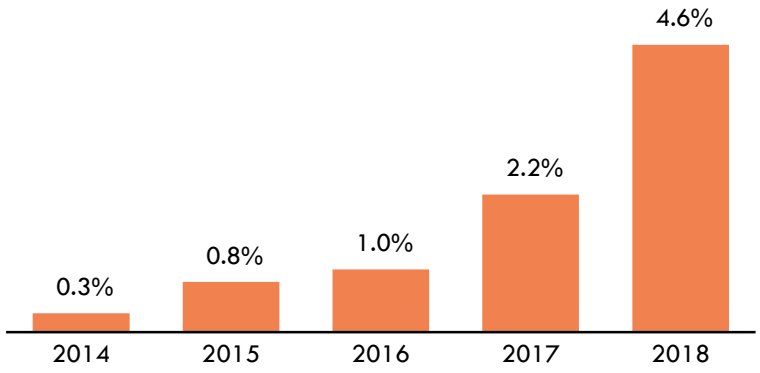
Highly Diversified Operations

- ✓ **70%** Revenues in H1FY20 from international projects
- ✓ **Diversified** Order Book + LOI[2] as on 14 Nov 2019 across **6 regions**

(1) IHS Markit ranking 2018; based on annual installations of utility scale PV systems >5MWp
(2) Order book and LOI as of 14 November 2019
(3) ROE calculated as consolidated restated net profits divided by networth at the end of period; NW is Equity share capital plus other equity (including legal reserve, retained earnings and effective portion of cash flow hedge).
*(4) CRISIL Ltd. | (5) Based on percentage share of annual installations of all utility-scale PV systems greater than 5 MWp in 2018 | (6) Total EPC and O&M Capacity as of 14 November 2019 | (*All numbers rounded off to the nearest whole no.)*

Journey of growth and Global presence

Increasing global market share over the years



90 years of EPC experience

Sterling Wilson group started operations

2011
Ventured into solar EPC business

2014
Commenced first International Project

2015
Recognised as the largest Indian solar EPC player

Achieved Inter Solar Award 2015

2016
Ventured into roof-top solar

Bagged world's largest single location solar EPC project order in Abu Dhabi

2017
Demerger of S&W Solar focusing on pure-play solar EPC business from the S&W group

2018
Expanded operations in Australia by acquiring a controlling stake in GCO Electrical Pty Ltd

2019
Emerged as World's largest [1] Solar EPC player in 2018

Global player with presence and operations across India, Middle East, Africa, South East Asia, Europe, US and Australia

Listed on BSE and NSE

Global Presence

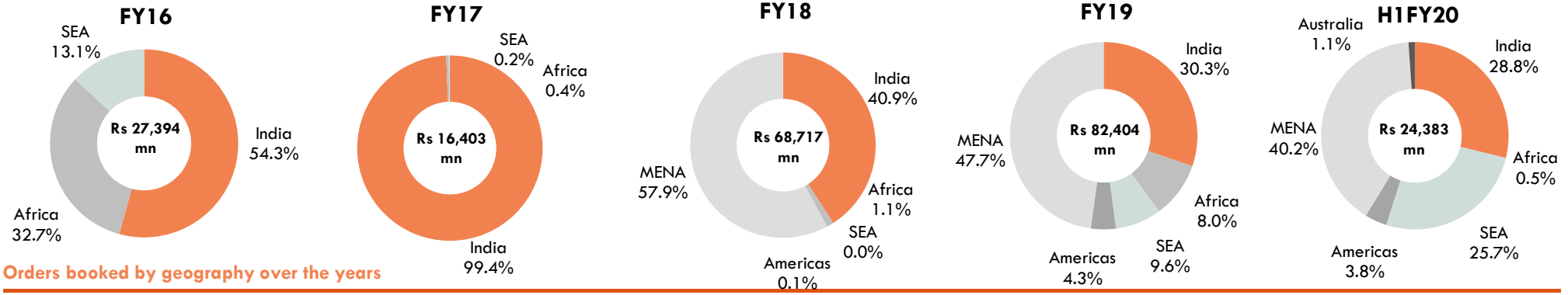
(1) IHS Markit 2018. Based on annual installations of utility-scale photovoltaic systems of more than 5MWp

Significant geographic diversification over the years

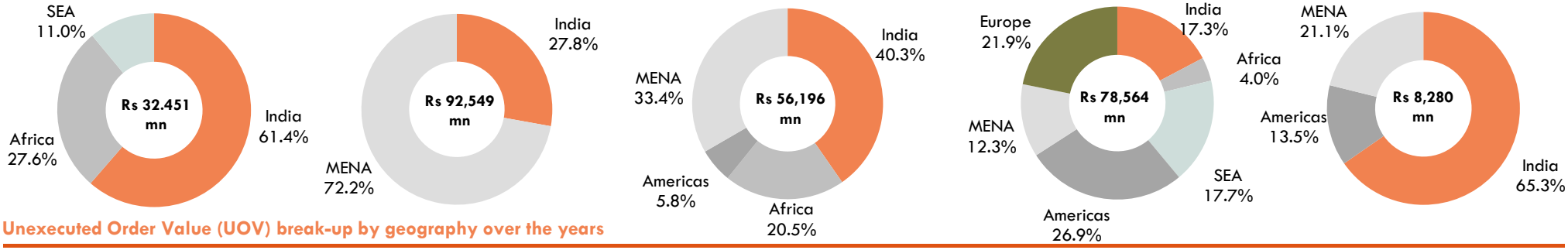
STERLING & WILSON

FY16	FY17	FY18	FY19	H1FY20
3 Projects 2 Countries		5 Projects 3 Countries	19 Projects 10 Countries	13 Projects 7 Countries

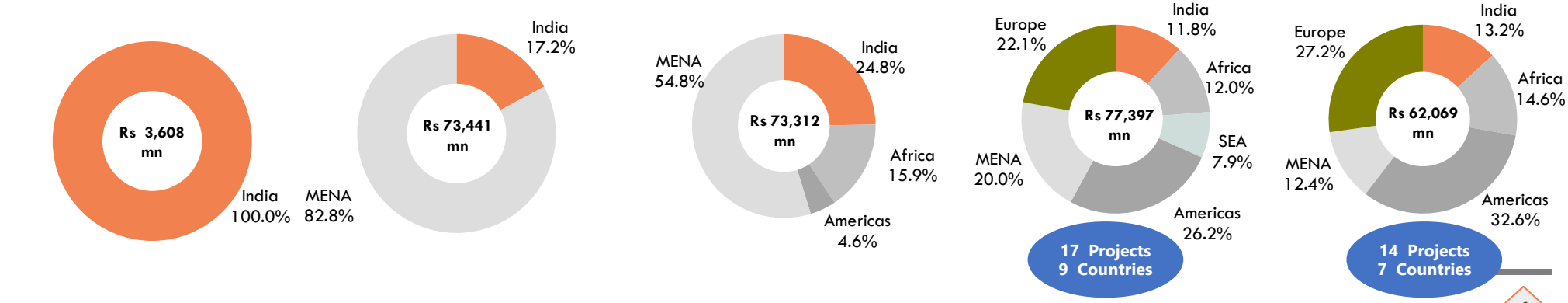
EPC + O&M Revenue break-up by geography over the years



Orders booked by geography over the years



Unexecuted Order Value (UOV) break-up by geography over the years

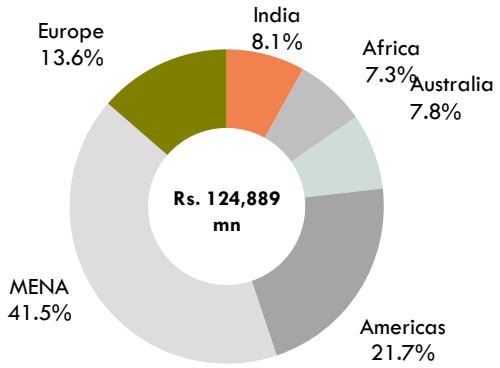


Order Inflow – Apr to 14 Nov 2019

Country	MW	Rs. mn
UPTO SEPT 2019 (a)	105	8,280
OCT ONWARDS		
India	50	1,850
Kingdom of Saudi Arabia	1090	44,450
Chile	122	6,720
Australia	200	9,800
Oct onwards (b)	**1,462**	**62,820**
TOTAL (a+b)	**1,567**	**71,100**

UOV as at 14 Nov 2019
Rs. 124,889 mn

(before adjusting revenue post Sept)



UOV in the previous period
Rs. 45,300 mn

Sweihan Abu Dhabi – World's Largest Single Site Solar Project

Bid for **1,177MWp** against min. requirement of **350MWp**

Installed **200 MWp** within a short timeline of one month

Built with over **5mn** accident free safe man hours

One of **Lowest tariff** globally at the time for any PV plant until the time of award in 2016

UN chief António Guterres tours Abu Dhabi's huge solar plant by helicopter

Link to video: click here

Tweet

António Guterres
@antonioguterres

An impressive display of #ClimateAction: In UAE I saw the vast Noor Abu Dhabi, the world's largest solar power plant, the kind of clean & efficient solution needed to address the global climate emergency.

Reduce Abu Dhabi's CO2 emissions by **1 million** metric tons

Plant's capacity enough to cover the demand of **90,000 people**

Equivalent of removing **200,000 cars** off the roads

State-of-the-art Robotics Optimizes the Yield at Sweihan Project

Highlights
1,177 MWp
Lowest LCOE bids of
USD 2.42 cents / kWh

Bid Winner
Marubeni & Others

Supported by Abu Dhabi Water and Electricity authority
هيئة مياه وكهرباء أبوظبي
Abu Dhabi Water & Electricity Authority

Consortium of Financiers
BNP PARIBAS FORTIS
The Norinchukin Bank 農林中央金庫
CRÉDIT AGRICOLE
MUFG Mitsubishi UFJ Trust and Banking
SMBC Sumitomo Mitsui Banking Corporation
NATIXIS BEYOND BANKING

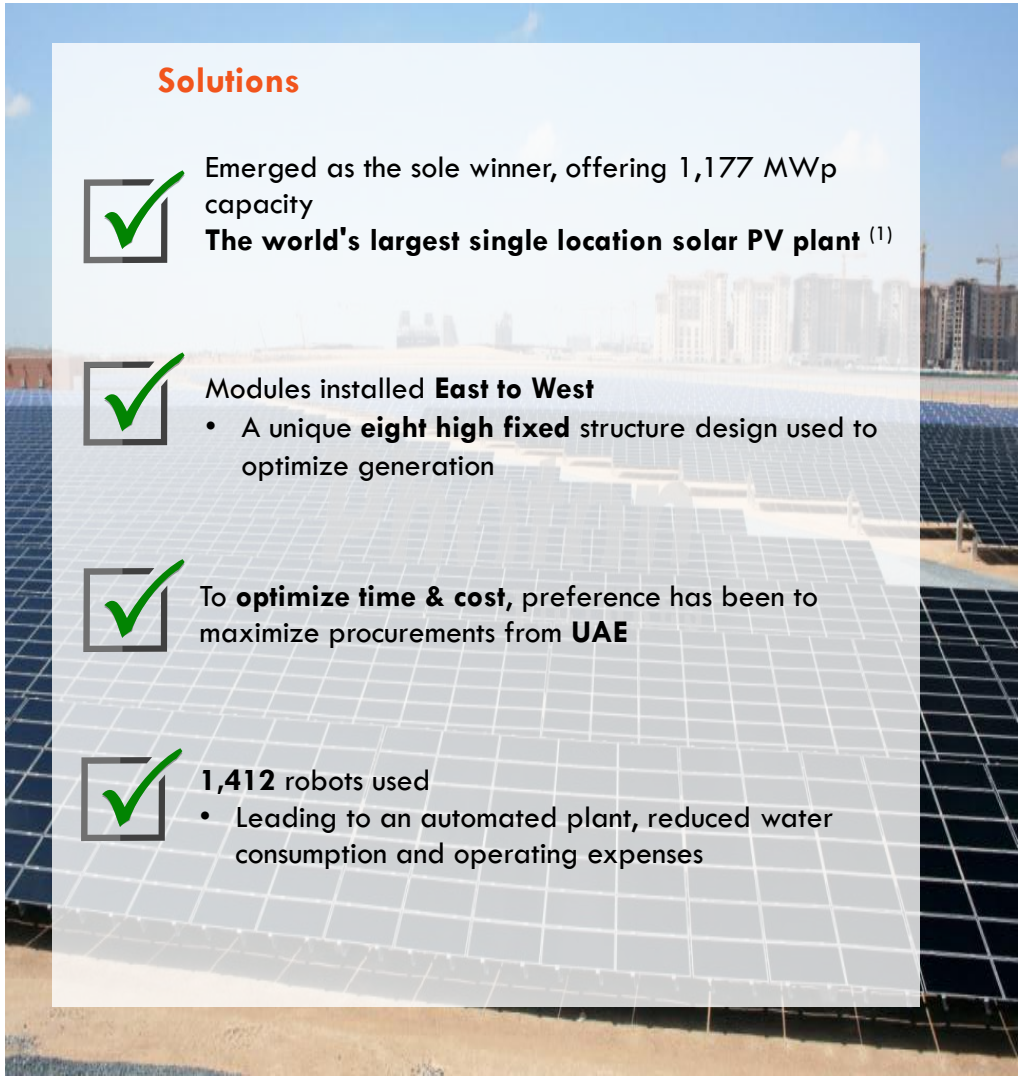
Challenges

01 Fit in maximum capacity in a given land area (minimum 350 MWp – Bid Criteria)

02 Maximize electricity generation

03 Optimize time & Cost localization

04 Automated and low cost O&M

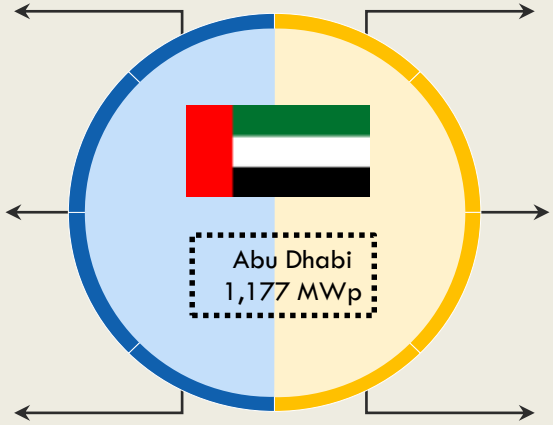


Solutions

- Emerged as the sole winner, offering 1,177 MWp capacity
  The world's largest single location solar PV plant (1)
- Modules installed **East to West**
  - A unique **eight high fixed** structure design used to optimize generation
- To **optimize time & cost,** preference has been to maximize procurements from **UAE**
- **1,412** robots used
  - Leading to an automated plant, reduced water consumption and operating expenses

1) Source: CRISIL Research

Expertise in Advanced Technologies



How to fit maximum capacity in a given land area with minimum bid criteria of 350MWp

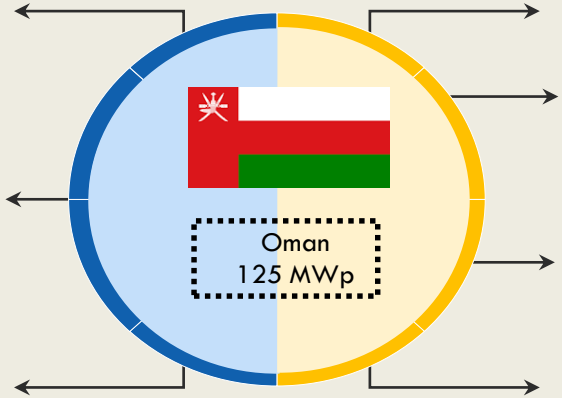
Unique installation structure of placing PV modules in east-west orientation instead of standard south facing orientation to maximize electricity generation

Maximizing electricity generation

Unique 8 high fixed structure design to optimize generation

To automate and reduce O&M cost

1,412 robots to create an automated plant to reduce water consumption and operating expenses



Challenge of wind speed

Among First Bi-facial Projects in GCC

Unique project layout resulting in very high PLF of 30%+ (20% higher than usual projects in the region)

Maximising PLF

Electrical Equipment's bought locally from Oman

To meet Oman sourcing and employment requirements

Meeting Omanization Employment Requirements

175 Persons
Strong design & engineering team

Real-time and predictive analytics

Innovation & Development of capabilities in emerging technologies

- Value engineering solutions provided through a strong in-house design team with expertise in advanced technologies
- Strong R&D capabilities led by in-house designing and engineering team providing customized unique solutions in various projects

Our Esteemed Clients

High bid conversion rate [1]

India	24%
Overall	22%

High % of Repeat Customers [2]

Outside India	64.4%
India	83.3%

TRUSTED PROVIDER FOR GLOBAL CLIENTS

(1) Bid Conversion rate under EPC contracts for FY19
(2) Percentage of total commissioned capacity from customers with whom more than one project executed as of March 31, 2019, numbers rounded off to the nearest whole number

Awards and Recognitions

Leading EPC –
Solar – Ground Based, 2018

Excellence in Renewable Energy Project Execution Award 2017

Project of the Year Award 2017

Solar O&M contractor of the year -Roof top scale, 2017

Immense contribution to the Infrastructure sector, 2016

Solar Today Utility Scale Solar EPC Contractor 2016 Award

Intersolar AWARD 2015
(11 MWp Solar Project in Maharashtra under JNNSM PH II)

BMGI Energize Indian Power Sector Award in 2014 - Excellence in Solar EPC and Innovation in Solar Energy

Most promising firm and outstanding contribution towards the development of SE, 2014

Our Strategy

Maintain market leadership through strategic expansion of overseas operations

Grow our customer base and maintain relationships with other key stakeholders

Increase operational & financial efficiency

Expand product offerings - O&M, rooftop solar EPC and solar storage solutions

Well planned geographical expansion strategy

In-depth & pro-active approach to strategically enter markets with conducive solar policies and solar resources

- ✓ Pro-active identification of potential upcoming solar opportunities
- ✓ Sets up presence to conduct market diligence and bid for projects
- ✓ Ensures market preparedness well before projects actually come up for bidding

Co-development & strategic partnership to enter other key markets

- ✓ Co-development model in certain regions (such as USA , Europe, Australia, etc.) by making certain equity investments in projects to acquire EPC contract
- ✓ Entering new market by acquisitions or partnerships with local players

Ability to tap opportunities arising in certain countries

- ✓ In-house regional team monitoring various regions helps identify arising opportunities in countries which has no physical presence
- ✓ Provides ability to mobilize resources & undertake projects on one-off basis in countries without making permanent investments

Contents

STERLING & WILSON SOLAR

Solar: The Future of the World

Declining Cost of Energy	Increasing share in Global Power Generation	Complex & Large Projects Partnering with Large EPC Players	Sustainable Benefit to Solar with Energy Storage Market Growth
✓ Across geographies the tariffs have fallen substantially	✓ Share in installed power capacity base increasing from 2% in 2012 to 6% in 2018 and expected to be 10% in 2022*	✓ Increasing trend of project size of more than 100MW	✓ There is significant reduction in battery costs. Trends from 2012 till 2018 has seen reduction from $960/kWh to $255/kWh and expected to be $209/kWh by 2022*
✓ Levelized cost of energy (LCOE) of solar has fallen to Coal & Gas levels	✓ Share in Annual installations increased from 9.8% in 2012 to 25.3% in 2018 and expected to be 38.4% in 2022*	✓ High entry barriers due to larger players having cost efficient design & engineering skills, proven track record, financial strength & bankability, relationships with customers, suppliers, lenders etc and deep local market knowledge	✓ Leads to increased adoption of battery energy storage in solar PV plants. It was 1GW in 2015 and 7.6GW in 2018 and expected to be 37GW by 2022*
✓ Global Solar utility scale systems Capex continues to decline, driven by falling module prices	✓ In our key markets annual PV installation to grow from 49GW in 2018 to 85GW in 2021; a CAGR of 20%*	✓ Our global leadership allows us to gain market share	

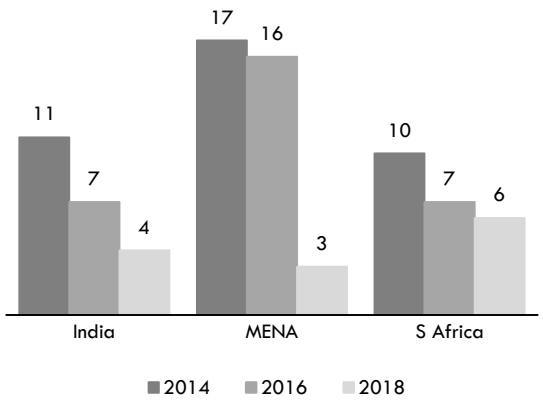
"We have a large role to Play in the world moving towards Solar"

** - Source: IHS Markit / Prospectus*

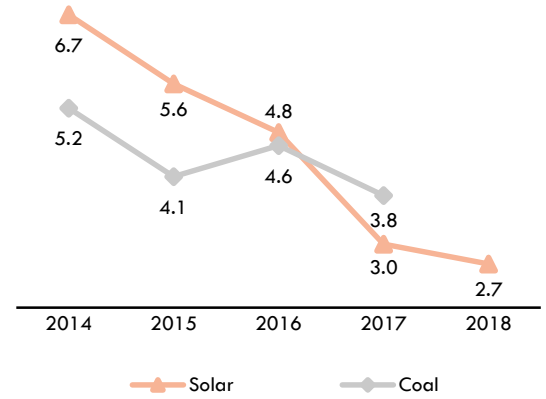
Solar : Declining Cost of Energy

Solar tariffs have seen a sharp decline globally and have fallen significantly below those of traditional energy sources like coal

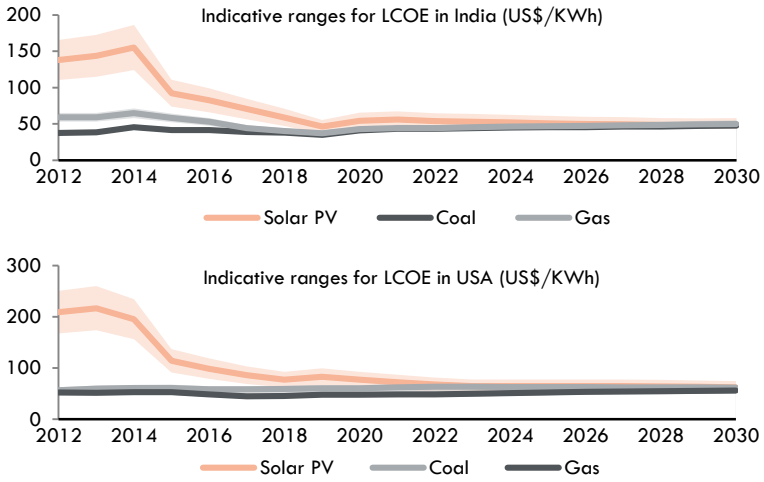
Solar auction prices (US Cents/KWh)



Tariff trend in India (Rs /KWh)[1]

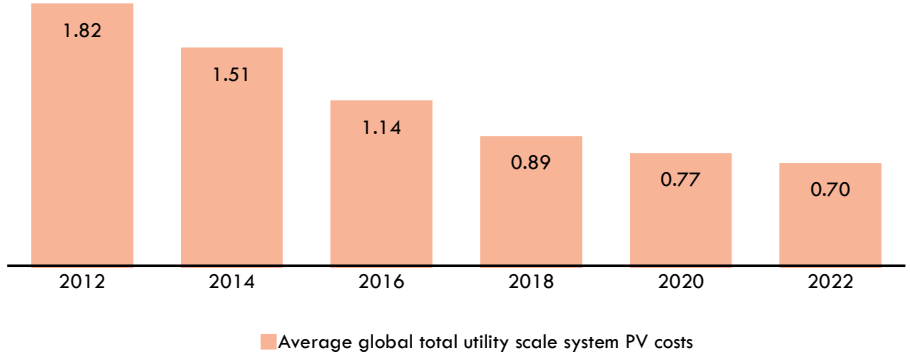


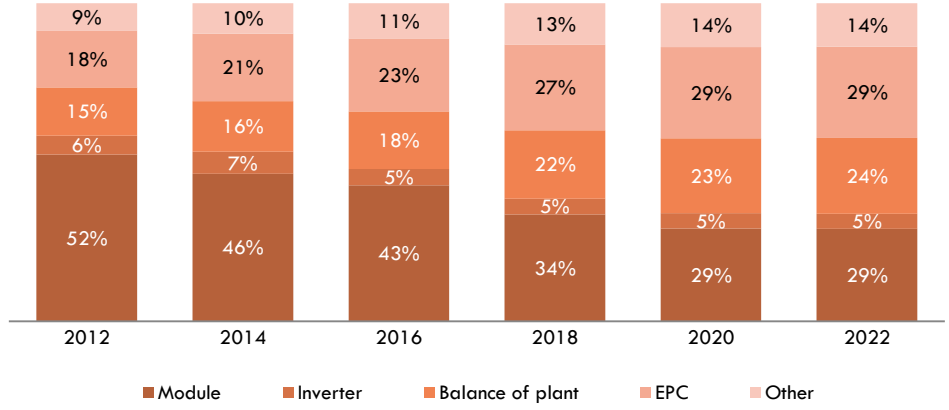
Solar has increasingly competitive in terms of LCOE (cost of producing each unit of electricity over the lifetime)



Global solar utility-scale system costs continue to decline, primarily driven by falling module prices

Price per Watt ($/W)

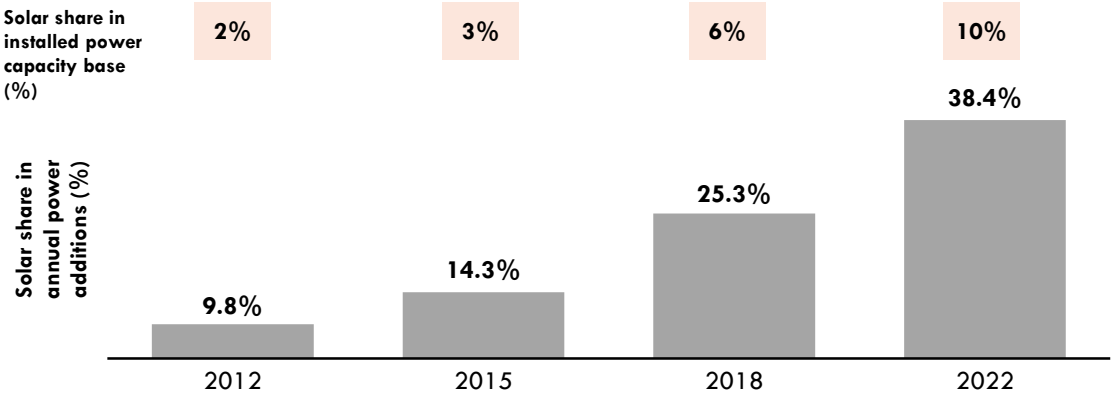




Note: LCOE - Levelized Cost of Energy
Source: IHS Markit, CRISIL, BloombergNEF
(1) Tariffs are for financial year (Fiscal year ending March), No competitively bid coal projects in 2018/ FY18, Coal tariffs include fixed + variable costs

Solar : Increasing share in Global Power Generation

Rapid uptick in the share of solar in the global power generation capacity, annual additions, and global installed power capacity base



Key advantages and growth drivers of solar

- Already among the **lowest cost power** sources even without government incentives
- **Declining utility scale PV system costs** and higher panel efficiency to further improve cost competitiveness
- **Greater efficiency** in installation and commissioning process
- **Favorable regulatory environment** and increasing commitments to combat climate change
- **PV can be deployed faster** to cover electricity demand gaps in areas with vulnerable electricity systems

Strong growth in PV installations in key markets the Company operates in[1]

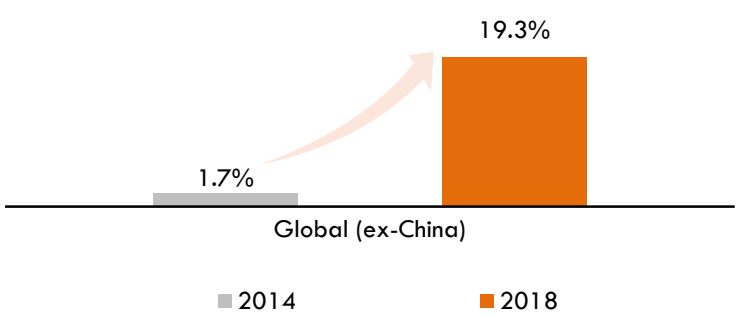
Annual PV installations (GW)	2018	2021	2018-21 CAGR
India	10.7	15.0	11.7%
South East Asia	1.1	5.1	70.6%
Middle East and North Africa	4.6	8.4	22.2%
Rest of Africa	1.2	3.5	42.0%
Europe	10.6	23.4	30.0%
USA	10.4	16.7	17.4%
Latin America	6.0	7.0	5.4%
Australia	4.6	5.9	8.1%
Grand Total (excluding Rest of World)	**49.1**	**84.8**	**20.0%**

Source: IHS Markit
(1) China and Japan constitute major countries in rest of world

Solar : Complex & Large Projects Partnering with Large EPC Players

Market-share is shifting towards larger solar EPC players with existing capabilities and sound financial strength

Market shares evolution of Top 5 solar EPC players(1) (as in 2018)



Increasing market share of Top 20 players

With increasing number of projects larger than 100MW being built, as per IHS

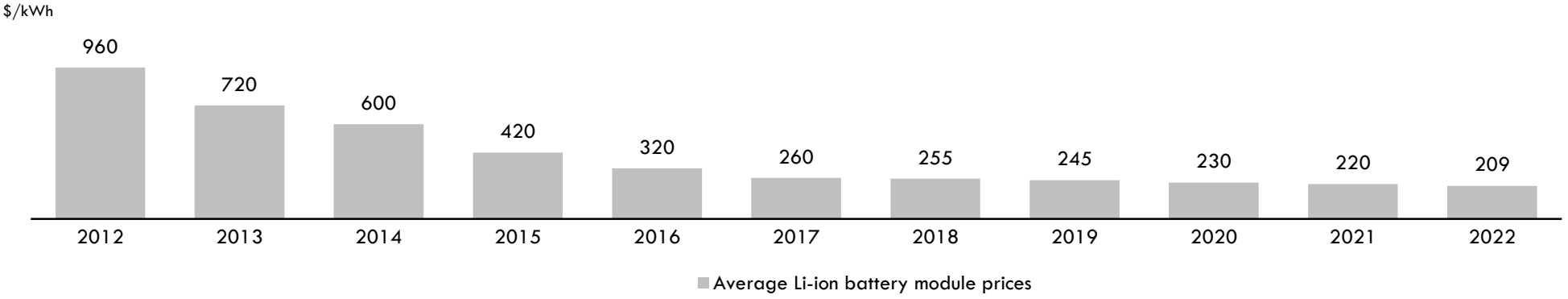
Driven by Key Factors…

- Design & Engineering capabilities in a cost efficient manner
- Financial strength and bankability
- Strong track record of on-time project completion and high plant performance
- Deep understanding of the local markets in which Company operates
- Relationships built over time with customers, suppliers, lenders and others
- Limiting number of players that meet qualification requirements because of increasing size and complexity

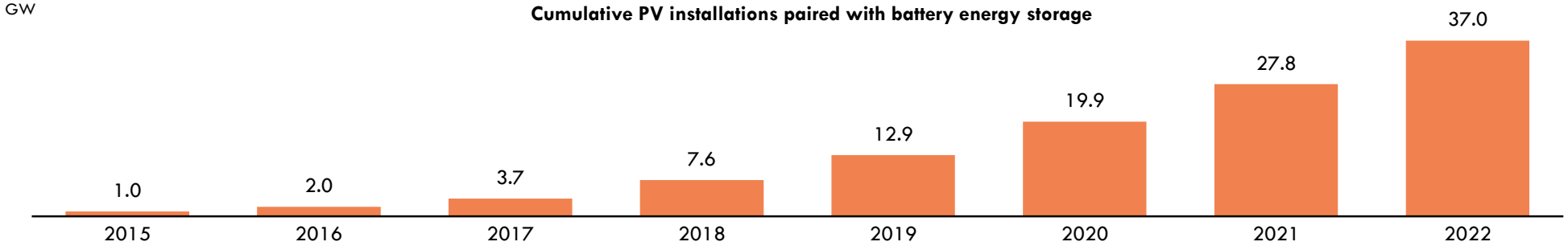
(1) Source: IHS Markit; Market share of top 5 global players ex-China of 2018

Sustainable Benefit to Solar with Energy Storage Market Growth

A significant reduction in battery costs…



… is driving the increased adoption of battery energy storage in solar PV plants



- Helps to overcome the inherent limitation of solar PV generation with stored energy now being able to be utilized when solar power is not being generated in off-peak times
- Higher mix towards solar + storage (from pure solar) also helps in improving realizations for EPC players

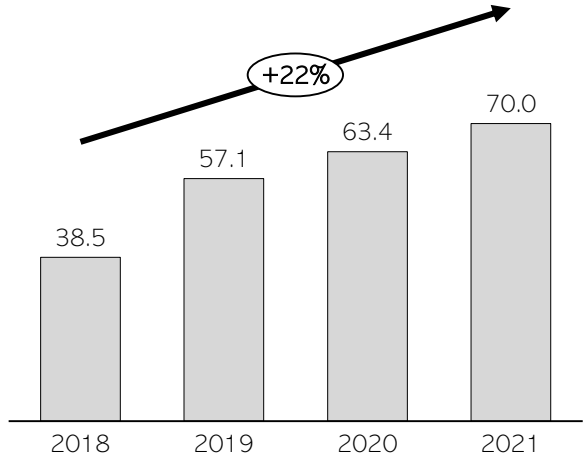
Source : IHS Markit / Prospectus

Market Positioning : International and India

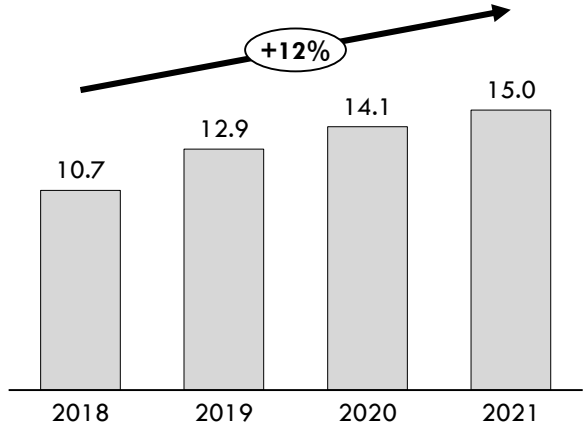
Policy Drivers for Solar PV

- Carbon Emission Target
  - Country/State Wise Target on share of Renewables in the generation mix
  - Renewable Energy Targets for Utilities/Power Generators
  - Input Tax Credit (ITC) in US to accelerate adoption
- Low cost of Renewables as compared to Gas/Coal
  - Private/Merchant PPAs
  - PPAs by Utilities

Annual solar PV installations (GW)



- Carbon Emission Target and Low Cost of Renewables
  - Renewable Energy Target of 100 GW PV by 2022
  - Renewable Purchase Obligation on Utilities



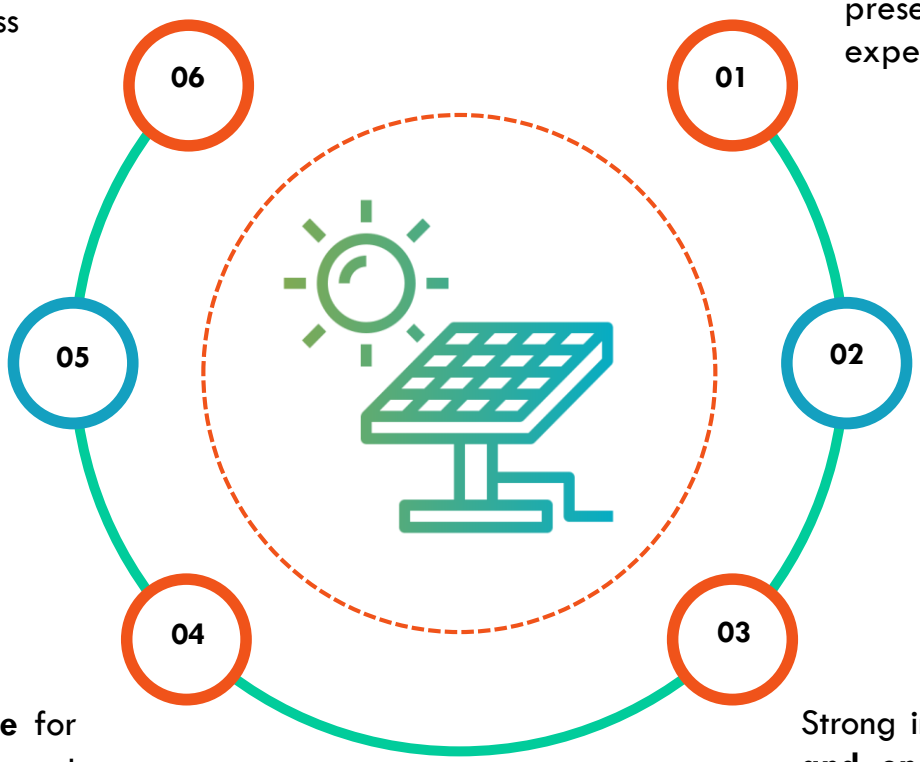
Note: Maps not to scale. All data, information, and maps are provided "as is" without warranty or any representation of accuracy, timeliness or completeness

Contents

Differentiated Business Model

Strong track record of executing complex & large-scale EPC projects leading to high customer retention and repeat business

One of the **only global pure-play solar EPC** players with a significant presence and operational experience across geographies



Quick decision making & well-defined internal processes leading to timely execution

A **bankable player** with strong relationships with customers and other key stakeholders

Leveraging the **low-cost India base** for global execution providing cost competitive solutions

Strong in-house team of **175 design and engineering** people providing customised solutions

Comprehensive end-to-end EPC Solutions Provider with end-to-end capabilities

Utility scale solar projects

Rooftop Projects

Solar + Energy Storage

O&M Services

Key financial metrics (EPC business)

Rs. 81,453 mn	11.6%	124%
FY19 Revenue from EPC business	FY19 Gross margin	FY17-19 Revenue CAGR

Key financial metrics (O&M business)

Rs. 936 mn	43.6%	96%
FY19 Revenue from O&M business	FY19 Gross margin	FY17-19 Revenue CAGR

Design and Engineering

- Dedicated in-house design & engineering team of 154 people
- India based cost effective structure

Procurement

- Selection of vendors after thorough due diligence
- Well-defined quality management procedures

Inspection & Audit

- 3-stage audit process including initial factory audit, production process audit and monitoring at vendor's facility and pre-shipment inspection

Construction

- Final inspection and testing under the supervision of project manager to ensure new plant is safe and meets design objectives

Field quality monitoring

- Centralized monitoring with efficient tracking of under-construction plants

O&M service

- Long Term O&M services for both own customers, and third-party projects

Company's flexible Hub-and-Spoke business model facilitating geographic expansion to capture the global opportunities

Hub-and-Spoke business model driving global expansion through a cost-effective India base…

Design & engineering and Procurement team based in India

Regional presence across 25 countries

Significant cost benefits & timely execution

- ✓ Ability to mobilize & deploy resources on multiple projects globally through India base
- ✓ Strong relationship with suppliers due to global execution track record helps sourcing of raw materials at competitive prices
- ✓ Has facilitated expansion to 25 countries as on date in a quick period of time

Note: Maps not to scale. All data, information, and maps are provided "as is" without warranty or any representation of accuracy, timeliness or completeness

Dedicated design and engineering team focused on innovation and developing efficient technology

Value engineering solutions provided through a strong in-house design team with expertise in advanced technologies

175 Persons
Strong design & engineering team

Real-time and predictive analytics

Innovation & Development of capabilities in emerging technologies

Strong R&D capabilities led by in-house designing and engineering team providing customized unique solutions in various projects

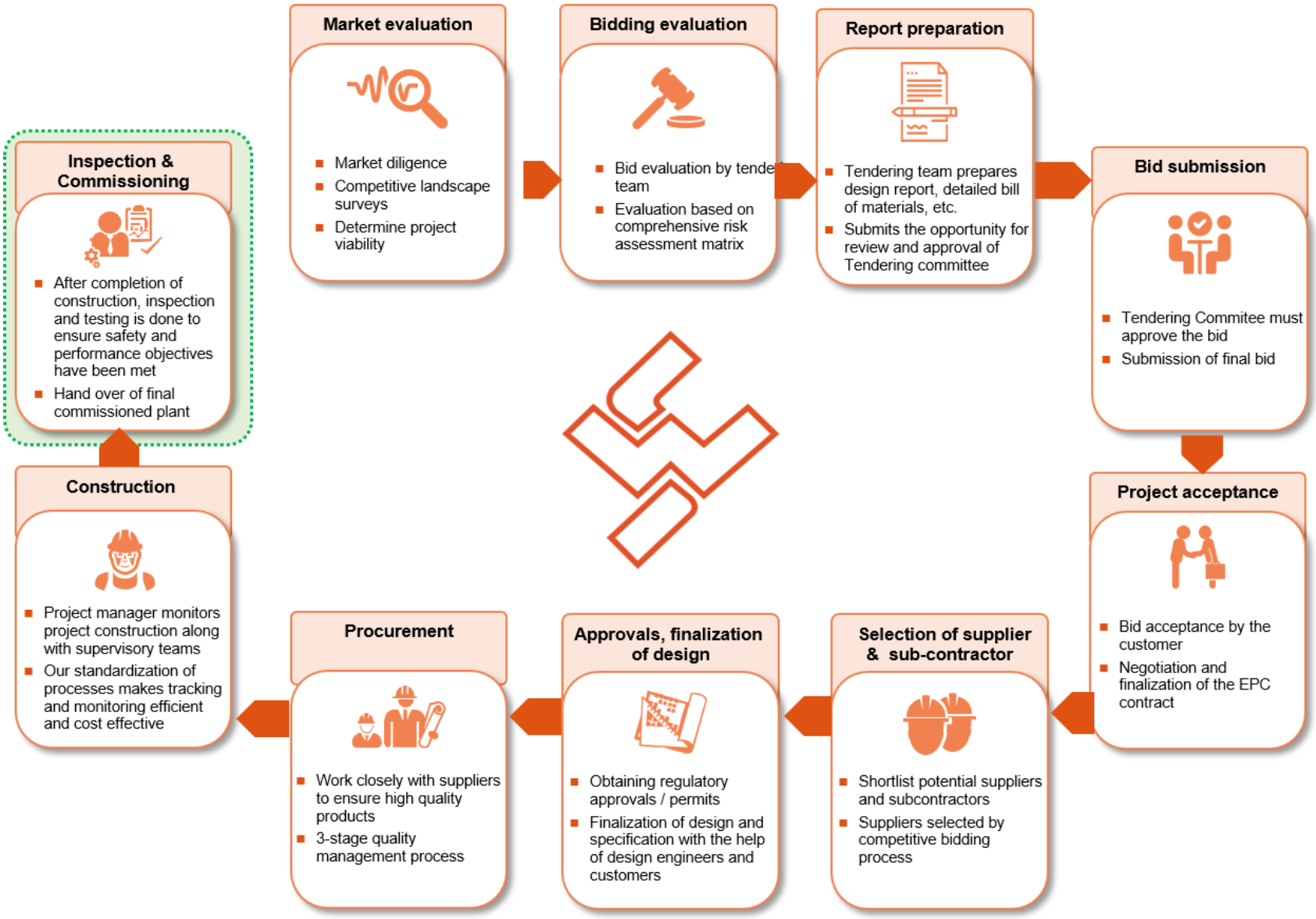
Abu Dhabi
1,177 MWp

Challenges	Solutions
? How to fit maximum capacity in a given land area with minimum bid criteria of 350MWp ? Maximizing electricity generation ? To automate and reduce O&M cost	✓ Unique installation structure of placing PV modules in east-west orientation instead of standard south facing orientation to maximize electricity generation ✓ Unique 8 high fixed structure design to optimize generation ✓ 1,412 robots to create an automated plant to reduce water consumption and operating expenses

Philippines
22.32 MWp

? Project site on a riverbed, hence the fear of flooding ? Site situated in a high-speed wind zone ? Problem of soft & mushy soil	✓ Three leg module mounting structure to make the project site flood resistant ✓ Combination of concrete ballast foundation & pilling foundation used ✓ Outdoor inverter stations on RCC beams to tackle soft, mushy soil ✓ Able to mobilize engineers & project managers from India quickly to meet deadlines

Complete Control over Project Lifecycle



Best in Class Execution Capabilities

EPC Division

Engineering

- **Grid code** compliance
- **Optimized** design solutions
- **State-of-the-art** design software
- **100+** Strong engineering team

Procurement

- **Optimally-rated** equipment chosen
- **High-quality** & certified products
- **Tie-ups & SLAs** with reputed vendors
- **9 decades'** experience
- **50+** Strong procurement team

Construction

- **Robust execution** methodology
- **Field quality** monitoring
- **Adherence to requirements of Global** International HSE practices
- **26 dedicated project** teams to handle over 1,500 MWp
- **History of Completing projects** in record time

O&M Vertical

- Centralized monitoring system
- Effective and efficient supply chain for spares management
- Soiling station to measure soiling loss & determine cleaning frequency
- 99% + uptime
- Preventive maintenance
- Optimal per annum O&M costs
- Timely rectification of issues
- Robust generation numbers
- Maximum availability of plants for generation
- Efficient use of water in cleaning
- Faster and cost-effective O&M services
- Data Mining, Generation Analysis, Predictive Analysis & Generation Forecasting
- Thermal imaging, Flash testing & 3rd party audits
- Dry cleaning methods to reduce water consumption
- Mechanized cleaning solutions
- Optimum yield generation based on real time analysis
- Higher yields

Strong Parentage

SP group's experience translated into multiple advantages for S&W initially

Global Access — **45** Countries Presence

- SP group's presence in India, Middle East, Africa, APAC, South America and Europe assisted S&W in gaining access and entry
- SP group has a strong presence in Middle East and Africa

+

EPC Knowledge — **150+** years of experience

- Assistance in getting subcontractors, connecting with government authorities, liaising and sometimes, submitting bids

+

Financial support — **Strong financial backing**

- Support of SP group for non-fund limits to bid for large projects

Emerged as a credible solar EPC player globally

- Assisted the Company in getting a head-start in establishing operations in these regions
- S&W gets the benefit of local EPC knowledge due to the presence of the SP group
- Helps meet certain financing requirements for bidding for projects

The Company is capable of rendering EPC knowledge and support for geographies not covered by SP group

Board of Directors

Khurshed Daruvala
(Non-Executive Chairman)

- Holds Bachelor's degree in commerce from University of Mumbai and a associate member of ICAI
- Part of Sterling and Wilson group for about 25 years

Pallon Shapoorji Mistry
(Non-Executive Director)

- Holds a master's degree in science with merit in strategic marketing from Imperial College, London

Bikesh Ogra
(Non-Executive Director)

- Holds a bachelor's degree in Electrical Engineering from the University of Burdwan
- Has over 22 Years of experience in the EPC Sector

Keki Manchersha Elavia
(Independent Director)

- Holds Bachelor's degree in commerce from University of Mumbai, and a fellow member of ICAI
- He has over 35 years of experience in audit and finance related matters

Arif Saleh Doctor
(Independent Director)

- Holds a bachelor's degree in arts as well as law from the University of Mumbai and member of bar council of Maharashtra & Goa for the past 20 years

Rukhshana Jina Mistry
(Independent Director)

- She is Qualified chartered accountant
- She has been practicing as a CA for over 29 years

Experienced management team with global operational experience

Bikesh Ogra — 22+ / 22+

Director & Global CEO

- 22 years experience in EPC sector
- Education - B.E.

Bahadur Dastoor — 23+ / 8+

CFO

- Heads the finance & accounting function of Company
- Previously served at Godrej & Boyce, Lovelock & Lewes and Kalyaniwalla and Mistry
- Education - CA, Fellow member of ICAI

Vikas Bansal — 10+ / 8+

Head – International Business Development

- Previously served at Asean Brown Boveri, Aricent
- Over 8 years of experience in business development and sales
- Education - MBA, B.E.

Rajneesh Shrotriya — 23+ / 4+

Chief Technology Officer

- Previously served at Adani Wilmar, Arvind Mills, Suzlon Energy, Green Infra, Lanco Solar Energy, etc
- Education - MBA, B.E.

Kannan Krishnan — 23+ / 10+

COO – Solar (India & SAARC)

- Designated as Manager of the Company
- Previously served at Asea Brown Boveri Ltd
- Education - B.E.

Chandra Kishore Thakur — 33+ / 1+

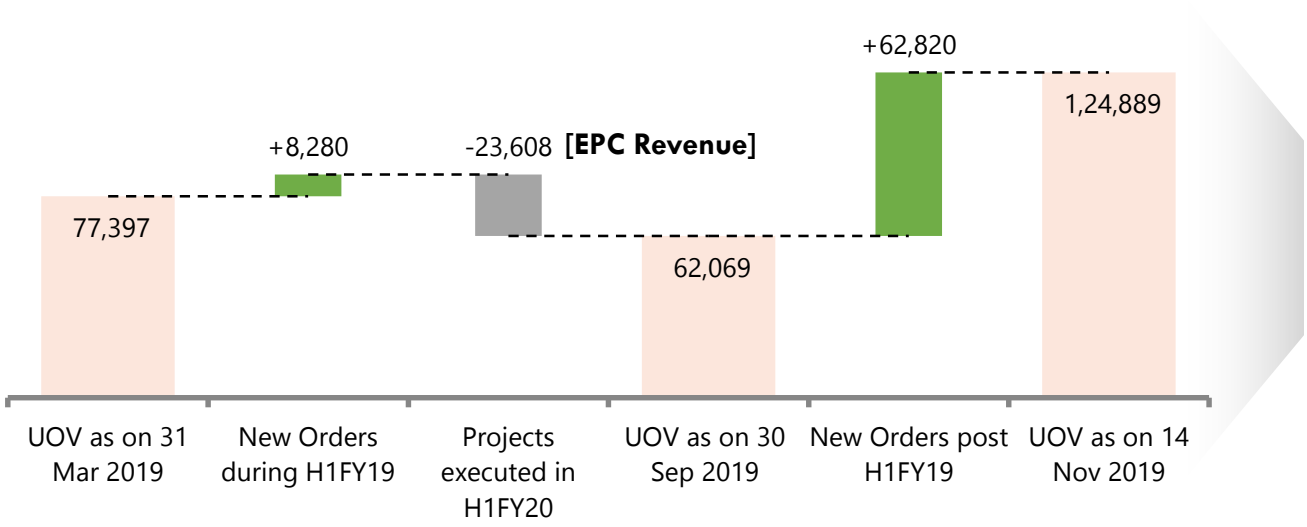
COO – International

- Over 33 years experience in Power & Infrastructure sector
- Previously served at National Thermal Power Corporation, Lanco Infratech, Punj Lyold
- Education - MBA

Denotes Total Experience Denotes Experience with S&W group

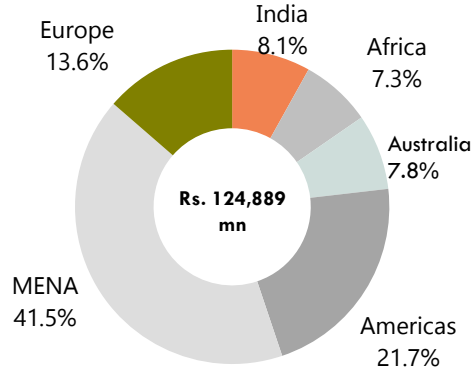
Contents

Unexecuted Order Value (UOV) Movement



Gross EOV as on 14 Nov 2019

(before adjusting revenue post Sept)



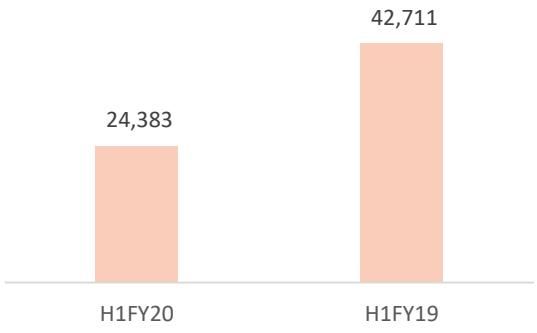
New Orders post H1FY20 details

Country	MW	Rs. mn
India	50	1,850
Kingdom of Saudi Arabia	1090	44,450
Chile	122	6,720
Australia	200	9,800
TOTAL	**1,462**	**62,820**

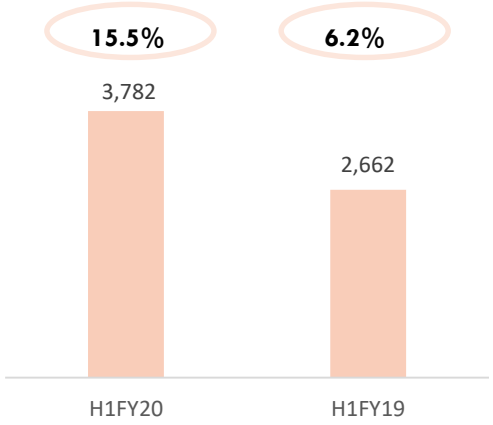
Consolidated Financial Highlights – H1FY20

Rs. mn

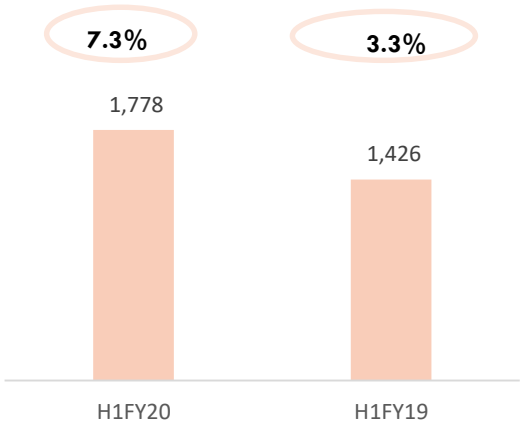
Revenue from Operations



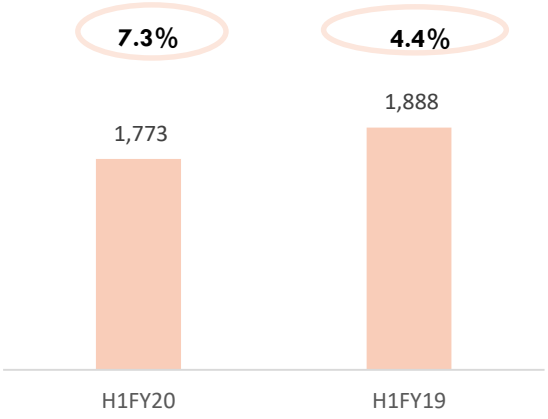
Gross margins & Gross Margin %



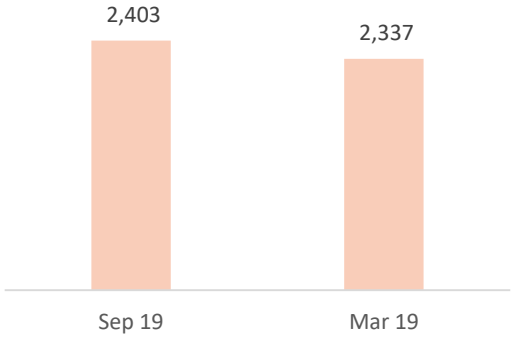
Operating EBITDA & EBITDA Margin %



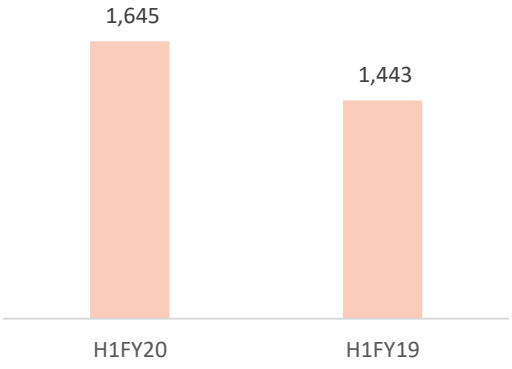
PBT & PBT Margin



Net Working Capital



Cash flow from Operations



Consolidated Profit & Loss – Q2 and H1

Rs. mn	Q2FY20	Q2FY19	H1FY20	H1FY19	FY19
Revenue from Operations	**11,933**	**24,725**	**24,383**	**42,711**	**82,404**
Gross Margin	**1,947**	**1,237**	**3,782**	**2,662**	**9,850**
Gross Margin %	***16.3%***	***5.0%***	***15.5%***	***6.2%***	***11.9%***
Other Income	159	225	171	204	461
Overheads	1,000	944	2,175	1,441	3,429
Overheads %	*8.4%*	*3.8%*	*8.9%*	*3.4%*	*4.1%*
EBITDA	**1,106**	**518**	**1,778**	**1,426**	**6,882**
EBITDA Margin %	***9.3%***	***2.1%***	***7.3%***	***3.3%***	***8.3%***
Depreciation	39	21	70	27	78
EBIT	**1,067**	**497**	**1,708**	**1,399**	**6,804**
EBIT Margin %	***8.9%***	***2.0%***	***7.0%***	***3.3%***	***8.3%***
Interest Income	564	453	1,196	608	1,634
Less : Interest Expenses	623	97	1,131	119	847
PBT	**1,009**	**853**	**1,773**	**1,888**	**7,592**
PBT Margin %	***8.5%***	***3.4%***	***7.3%***	***4.4%***	***9.2%***
Current Tax expense	137	372	449	477	1,421
Effective current tax rate	*13.6%*	*43.6%*	*25.3%*	*25.3%*	*18.7%*
Deferred Tax expense/ (credit)	78	(103)	70	(139)	(211)
PAT	**794**	**584**	**1,254**	**1,549**	**6,382**
PAT Margin	*6.7%*	*2.4%*	*5.1%*	*3.6%*	*7.8%*

Key Highlights

- Gross margins increases by 42% due to efficient execution and procurement
- Overheads increase due to full period cost in H1FY20 in certain countries against partial period in FY19
- EBITDA margins improved due to higher gross margins in H1FY20
- Depreciation remains insignificant due to asset light business model
- Deferred tax charge due to reversal of asset pursuant to adoption of new tax rate

Note: All margin % are based on Revenue from Operations

Consolidated Balance Sheet

Rs mn	Sep 19	Mar 19
Assets		
Non current assets	**684**	**672**
Tangible assets (incl. CWIP)	347	265
Intangible assets	49	49
Deferred tax assets (net)	252	321
Other non current assets	36	36
Current assets	**57,332**	**53,247**
Inventories	170	131
Trade receivables	20,577	19,002
Cash & cash eq. & bank balances	4,538	4,545
Loans	21,738	19,534
Other current & financial assets	10,309	10,034
Total assets	**58,016**	**53,919**
Equity and Liabilities		
Shareholders' funds	**9,745**	**8,375**
Non current liabilities	**109**	**86**
Provisions	109	86
Current liabilities	**48,163**	**45,458**
Borrowings	22,596	22,278
Trade payables	18,411	19,125
Provisions	1,003	769
Other current & financial liabilities	6,153	3,286
Total equity and liabilities	**58,016**	**53,919**

Key Highlights

- Business continues to remain asset light
- Borrowings increased slightly
- Working Capital remains constant

Consolidated Cashflow

Rs. mn	H1FY20	H1FY19	FY19
Profit before tax	**1,773**	**1,888**	**7,592**
Adjustments for noncash / other items	810	(529)	(434)
Operating profit before working capital changes	2,583	1,359	7,158
Working Capital Adjustments	(342)	253	(13,382)
Cash flows generated from Operating Activities	**2,241**	**1,613**	**(6,225)**
Income tax (paid) / Forex translation	(596)	(170)	(1,009)
Net Cash flows generated from Operating Activities	**1,645**	**1,443**	**(7,234)**
Inter Company Loan given	(4,526)	(7,960)	(9,056)
Inter Company Loan repaid	2,500	-	-
Fixed Assets/Investments/Interest etc.	(42)	67	(232)
Net Cash flows generated from Investing Activities	**(2,068)**	**(7,893)**	**(9,288)**
Proceeds from External Borrowings (Net)	1,268	6,407	20,434
Interest paid	(1,140)	(123)	(712)
Received from Shareholders towards IPO expenses	138	-	-
Net Cash flows generated from Financing Activities	**266**	**6,284**	**19,722**
Net Cash increase	**(157)**	**(167)**	**3,200**

Key Highlights

- Cash flow from Operations has been positive for H1FY20 as compared to FY19
- No further interco loans post listing
- Working capital movement improves compared to FY19 over FY18

Working Capital

Rs. mn	Sept 19	Mar 19
Current Assets	**24,227**	**23,770**
Inventories	170	132
Trade receivables (Incl. Unbilled)	22,798	22,507
Receivable days	*171*	*100*
Advances to suppliers	1,259	1,131
Current Liabilities	**21,824**	**21,433**
Trade payables	18,411	19,125
Payable days	*163*	*96*
Advances from Customers	3,413	2,308
Net Working Capital	**2,403**	**2,337**

Key Highlights

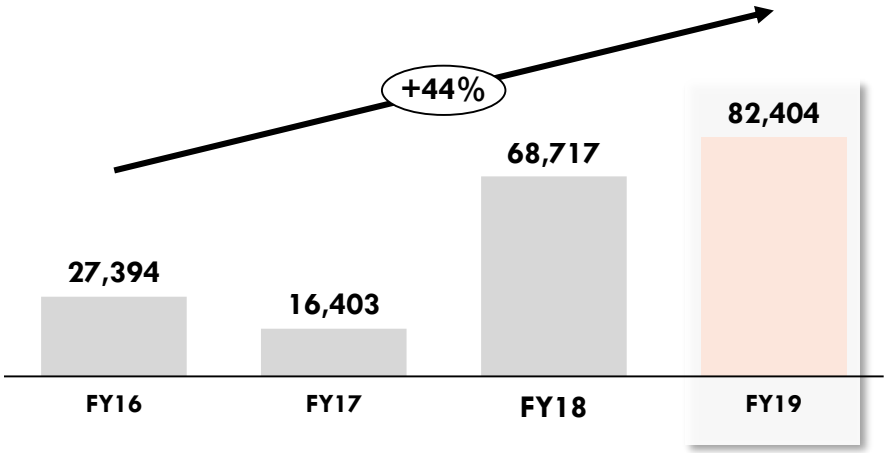
- Working capital remained stable as compared to large movement in FY19 over FY18
- Debtor days higher due to lower H1FY20 revenue

Contents

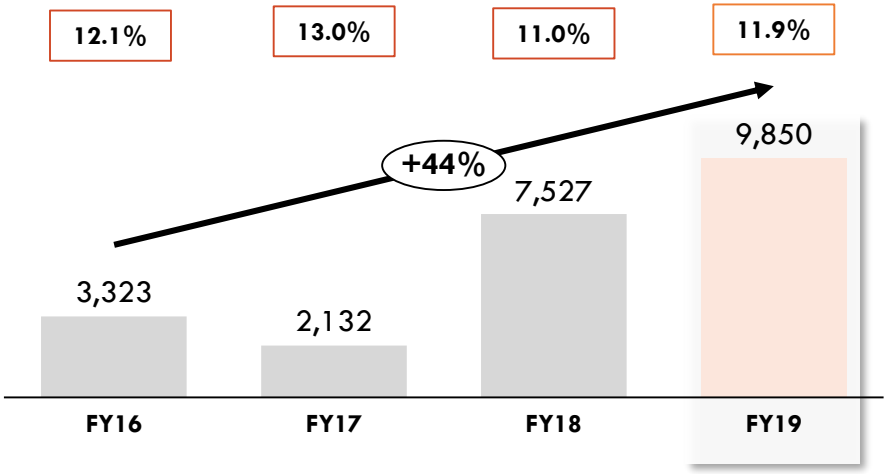
Performance Trend on Yearly basis

Rs mn

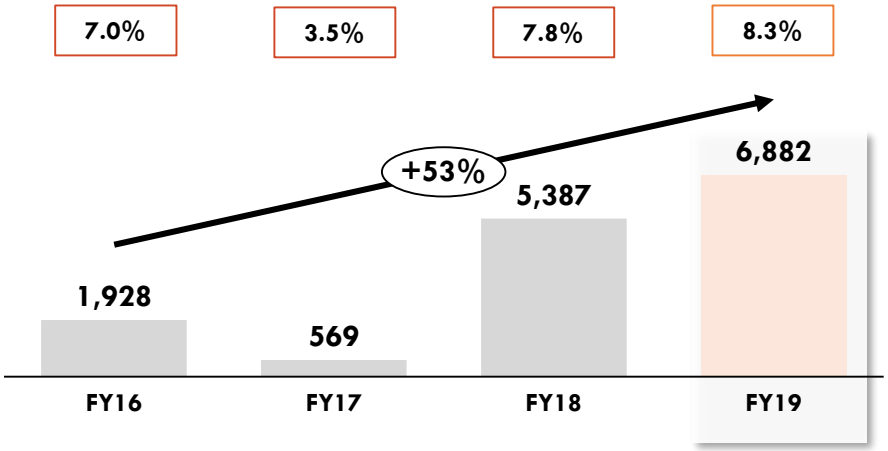
Revenue from Operations



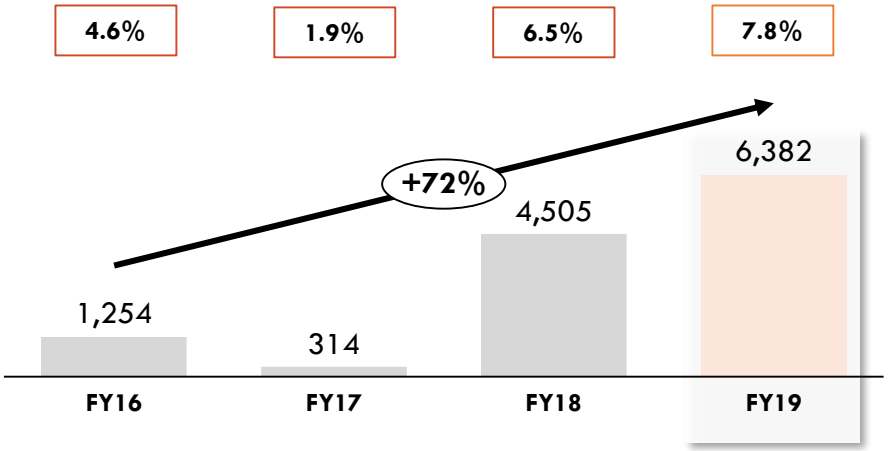
Gross margin & Gross Margin %



Operating EBITDA & Op. EBITDA Margin



PAT & PAT Margin



Consolidated Profit & Loss

Rs mn	FY16	FY17	FY18	FY19
Revenue from Operations	**27,394**	**16,403**	**68,717**	**82,404**
Revenue growth	*NA*	*-40.1%*	*318.9%*	*19.9%*
Gross Margin	**3,323**	**2,132**	**7,527**	**9,850**
Gross Margin %	*12.1%*	*13.0%*	*11.0%*	*11.9%*
Other Income	40	20	10	461
Overheads	1,435	1,583	2,150	3,429
Overheads %	*5.2%*	*9.6%*	*3.1%*	*4.1%*
EBITDA	**1,928**	**569**	**5,387**	**6,882**
EBITDA Margin	*7.0%*	*3.5%*	*7.8%*	*8.3%*
Depreciation	9	16	32	78
EBIT	**1,919**	**553**	**5,355**	**6,804**
EBIT Margin	*7.0%*	*3.4%*	*7.8%*	*8.3%*
Interest Income	30	78	117	1,634
Less : Interest Expenses	6	28	186	847
PBT	**1,943**	**603**	**5,286**	**7,592**
PBT Margin	*7.1%*	*3.7%*	*7.7%*	*9.2%*
Tax expense	689	289	781	1,210
Effective tax rate	*35.5%*	*47.9%*	*14.8%*	*15.9%*
PAT	**1,254**	**314**	**4,505**	**6,382**
PAT Margin	*4.6%*	*1.9%*	*6.5%*	*7.8%*

Key Highlights

- Decline in FY17 revenue due to decrease in EPC revenue from international projects
  - 90MWp project in South Africa and 51MWp project in Philippines substantially completed in FY16
  - However, no EPC revenue recognized from any new international projects in FY17
- In FY18, international EPC revenue recognized from mainly 4 projects – 1,177MW Abu Dhabi and 175MWp Morocco projects
  - Increase in finance cost in FY18 mainly due to buyer's credit taken for imported modules for Abu Dhabi project and projects in India
  - Effective tax rate declined in FY18 due to significant increase in international revenue and lower tax rate in international geographies such as the UAE, which is the Company's global headquarters
- FY19; revenue from operations increased by 19.9% y-o-y primarily due to a significant increase in EPC revenue from South East Asia, Africa and United States of America and Latin America
  - A total of 19 EPC projects were executed across 10 countries in FY19; EPC revenues recognized for the first time from Australia
  - O&M revenues jumped 113.9% y-o-y to INR 936 mn in FY19
  - Improvement in EBITDA Margins due to operating leverage and efficiency in operations
  - Increase in finance cost of INR 846 mn was offset by the interest income of INR 1,634 mn from related parties

(1) Information for FY16 and FY17 pertains to the solar EPC business transferred into the Company subsequently.

Consolidated Balance Sheet

Rs mn	FY16	FY17	FY18	FY19
Assets				
Non current assets	**82**	**208**	**416**	**672**
Tangible assets (incl. CWIP)	61	76	231	265
Intangible assets	6	9	10	49
Deferred tax assets (net)	10	111	110	321
Other non current assets	5	12	64	36
Current assets	**7,051**	**10,577**	**48,788**	**53,247**
Inventories	13	149	186	131
Trade receivables	4,683	6,480	18,215	19,002
Cash & cash eq. & bank balances	309	109	1,041	4,545
Loans	16	28	94	19,534
Other current & financial assets	2,029	3,811	29,253	10,034
Total assets	**7,132**	**10,785**	**49,204**	**53,919**
Equity and Liabilities				
Shareholders' funds	**(769)**	**566**	**1,939**	**8,375**
Non current liabilities	**11**	**32**	**56**	**86**
Provisions	11	32	56	86
Current liabilities	**7,891**	**10,187**	**47,209**	**45,458**
Borrowings	3	3,151	1,841	22,278
Trade payables	6,738	4,629	37,398	19,125
Derivatives	32	194	104	-
Provisions	321	379	552	769
Other current & financial liabilities	796	1,836	7,314	3,286
Total equity and liabilities	**7,132**	**10,785**	**49,204**	**53,919**

Key Highlights

- **Asset light model** with low fixed assets and nominal capital investments
  - Customers provide real estate assets for projects
  - Company takes assets / equipment required for projects on a lease basis
  - Entails low capex and fixed investments
- **Low working capital requirements** due to low inventory requirement, short duration of contracts with an average life of one year, and nature of payment cycle of customers and suppliers
  - Advance payment from customers typically
  - Shorter payment cycle from customers, compared to longer payment cycle to suppliers
- Borrowings in FY17 and FY18 mainly on account of buyer's credit taken for import of raw materials
- Borrowings at end of FY19 increased substantially on account of restructuring due to the Demerger whereby the Company increased debt and extended loans and advances to the group company

Consolidated Cashflow

Rs mn	FY16	FY17	FY18	FY19
Profit before tax	**1,943**	**603**	**5,287**	**7,592**
Adjustments for non cash / other items	**15**	134	275	(434)
Operating profit before working capital changes	1,958	737	5,562	7,158
Working Capital Adjustments	(1,315)	(3,914)	(2,265)	(13,382)
Cash flows generated from Operating Activities	**643**	**(3,177)**	**3,297**	**(6,225)**
Income tax (paid) / Forex translation	(45)	(10)	(786)	(1,009)
Net Cash flows generated from Operating Activities	**598**	**(3,187)**	**2,511**	**(7,234)**
Offsetting extended receivable with Buyers Credit	-	2,772	(2,772)	-
Re-classification of inter company loan to Investing Activity	-	-	10,299	-
Adjusted Net Cash flows generated from Operating Activities	**598**	**(415)**	**10,038**	**(7,234)**
Net Cash flows generated from Investing Activities	**(47)**	**(21)**	**(10,486)***	**(9,288)**
Net Cash flows generated from Financing Activities	**(549)**	**471***	**1,362***	**19,722**
Net Cash increase	**2**	**35**	**914**	**3,200**

**Adjusted with the corresponding effect from Operating Activities*

Key Highlights

- Adjusted Cash flow from Operations has been positive during FY16 to FY18 (except FY17 which was marginally negative)
- In FY17, the Company had given secured interest bearing extended credit to a customer, amounting to Rs 2,772 mn, for which Buyer's Credit facility was availed
- In FY18, the Company had given advance of Rs 10,299 mn which was classified as loans in FY19 and hence working capital has been adjusted for FY19
- Cash flow from Operations has been negative in FY19 due to higher working capital on account of reduction in vendor days and lower customer advances mainly on account of delay in non-fund limit split on demerger

Working Capital

Rs mn	Mar 16	Mar 17	Mar 18	Mar 19
Current Assets	**5,109**	**5,324**	**36,841**	**23,770**
Inventories	13	149	186	132
Trade receivables (Incl. Unbilled)	4,954	4,771*	31,564	22,507
Receivable days	*66*	*106*	*168*	*100*
Advances to suppliers	142	404	5,091	1,131
Current Liabilities	**7,509**	**6,436**	**44,332**	**21,433**
Trade payables	6,738	4,626	37,398	19,125
Payable days	*102*	*118*	*223*	*96*
Advances from Customers	771	1,810	6,934	2,308
Net Working Capital	**(2,400)**	**(1,112)**	**(7,491)**	**2,337**

* *After adjustment of secured interest bearing extended credit given to a customer, amounting to Rs 2,772 mn, as offset by Buyer's Credit*

Key Highlights

- Low working capital requirements due to asset light model, short duration of contracts and nature of payment cycles
  - Advance payment from customers typically
  - Longer payment cycle to suppliers
- Slightly positive working capital in FY19 relates to reduction in vendor days and lower customer advances mainly on account of delay in non-fund limit split on demerger

Impact of De-merger on Financials

Financial Year 2017-18

- The de-merger of Solar EPC business of Sterling and Wilson Pvt. Ltd. (SWPL) into Sterling and Wilson Solar Ltd. (SWSL) was approved on 30th March 2018 with effect from 1st April 2017
- All the contracts relating to Solar EPC business prior to de-merger approval were in name of SWPL
- All profits / income or expenditure / losses accrued to the Solar EPC Division prior to de-merger were be treated as accrued to SWSL
- Post Demerger an amount of Rs. 10,299 mn relating to collections from EPC and O&M contracts during FY 2017-18 were classified as other financial assets in FY18 financials

Financial Year 2018-19

- As on 31st March 2019, the other financial assets amounting to Rs. 10,299 mn were re-classified as inter-company loans
- In 2019, revised borrowing limits were assigned to SWSL by carving out from the combined limit of SWPL
- Slightly positive working capital at the end of the year
- No new inter-company loans are allowed as per the Amended Articles of Association post listing of SWSL

Contents

STERLING & WILSON SOLAR

Way Forward

- ✓ Strong order pipeline including bids pending decision
- ✓ Diversification into newer markets like Far East and additional countries in South America and Europe
- ✓ Improved O&M strategy under implementation for third party projects
- ✓ Increased market share target in Australia
- ✓ Strong traction in hybrid energy space
- ✓ Expansion of roof top business internationally

THANK YOU

For further information, please contact:

Company :	Investor Relations Advisors :
Sterling and Wilson Solar Limited	Strategic Growth Advisors Private Limited
CIN: U74999MH2017PLC292281	CIN: U74140MH2010PTC204285
Mr Vishal Jain Head – Investor Relations	Mr Jigar Kavaiya / Ms. Neha Shroff
	+91 9920602034 / +91 7738073466
Email: ir@sterlingwilson.com	Email: jigar.kavaiya@sgapl.net / neha.shroff@sgapl.net
www.sterlingandwilsonsolar.com	www.sgapl.net