

# THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION COMPANY LIMITED

## Directors' Report

To

### The Shareholders

It gives your Directors immense pleasure in presenting the 79<sup>th</sup> Annual Report on the Company's Operation and Performance together with Audited Accounts for the financial year ended 31<sup>st</sup> March, 2014.

### 2.0 HIGHLIGHT

With the new Government at the Centre, Year 2014 was indeed eventful making the beginning of an era of confidence, change and hope. The General Budget presented by the Government indicates major policy initiatives such as opening up of more sectors for Foreign Direct Investment (FDI), plans to accelerate growth in manufacturing & facilitating investments with focus on infrastructure, which is commendable.

These initiatives augur very well for the Construction industry, and impressive growth in the Construction Industry is expected sooner than later. Your Company is also geared up to play a significant role in the growth of its bottom line with a quantum increase in its production capacity in this calendar year.

Action on some of the key result areas has been initiated. These inter-alia includes proliferation in Metro Rail Projects, Construction of Station Building, Track Laying and Modernization, exploring job potential from Dedicated Freight Corridor Project and bidding for Projects in other related sectors. Commensurate steps taken by your Company will significantly improve your Company's performance.

During the year, BBJ took major steps forward. With the completion of substantial work of Ganga Bridge at Munger despite all criticalities and challenges, BBJ marked its name once again as a major player in Mega Bridge Club of the Country. Completion of other Landmark Projects at national level glorified the performance track record of your Company.

Your Company achieved the highest ever Profit before Tax of Rs 68.42 crore during 2013-14 registering a growth of 17% over the previous year. Profit After Tax of your Company stood at `Rs 44.12 crore, which is higher than the previous year at Rs 42.08 Crores. The net worth of Company improved to `Rs.106.84 crore as on 31 March 2014 compared to Rs 67.45 Crores in the last year and this helped in generation of internal resources for funding expansion plans of BBJ in the years to come.

Notwithstanding the challenging market conditions during the year, the Company achieved a total sales value of Rs 266.00 Crores with substantial growth in the other Income. To overcome the slowdown in market, BBJ consciously targeted remunerative orders from Railways and other Clients giving impetus of growth in terms of Profitability.

### 3.0 FINANCIAL PERFORMANCE

3.01 A summary of Financial Performance of the company for the financial year 2013-2014 vis-à-vis 2012-2013 is given below:-

	(Rs. in Lakhs)	
<b><u>PARTICULARS</u></b>	<b><u>2013-2014</u></b>	<b><u>2012-2013</u></b>
Total Revenue	<b>27647.53</b>	<b>30,377.13</b>
Gross Margin	<b>6956.59</b>	<b>6034.11</b>
Depreciation	<b>104.87</b>	<b>117.92</b>
GOI and other Interest	<b>52.51</b>	<b>45.65</b>
Prior Period Adjustment	<b>42.89(Credit)</b>	<b>33.00</b>
Profit Before Tax	<b>6842.10</b>	<b>5837.54</b>
Provisions for Current Tax	<b>2429.62</b>	<b>1629.34</b>
Net Profit After Tax	<b>4412.48</b>	<b>4208.20</b>

## 4.0 FINANCIAL AND CAPITAL STRUCTURE

4.1 The capital structure of the Company as on 31<sup>st</sup> March,2014 compared to the previous year is indicated below:-

PARTICULARS	(Rs.in lakhs)	
	As on 31-3-2014	As on 31-3-2013
Authorized capital	3000.00	3000.00
• <b>Shareholders Fund</b>		
Share Capital ( <b>Issued and Subscribed</b> )	<b>2026.50</b>	2026.50
Reserves & surplus	<b>8657.28</b>	<b>4718.98</b>
• <b>Non Current Liabilities</b>		
Long Term Borrowings	<b>864.62</b>	<b>914.62</b>
Other Long Term Liabilities	<b>17.13</b>	<b>16.57</b>
Long Term Provisions	<b>17.54</b>	<b>15.65</b>
• <b>Current Liabilities</b>		
Short Term Borrowings	<b>402.65</b>	<b>904.14</b>
Trade Payables	<b>5130.92</b>	<b>6522.44</b>
Other Current Liabilities	<b>268.59</b>	<b>450.43</b>
Short Term Provisions	<b>611.38</b>	<b>587.19</b>
<b>TOTAL:</b>	<b>17,996.59</b>	<b>16,156.52</b>
<b>Represented by:</b>		
• <b>Non Current Assets</b>		
Fixed assets (Net)		
Tangible Assets	<b>694.01</b>	<b>782.09</b>
Intangible Assets	<b>0.93</b>	<b>0.31</b>
Non Current Investment	<b>0.46</b>	<b>0.46</b>
• <b>Current assets</b>	<b>17,301.19</b>	<b>15,373.66</b>
<b>TOTAL:</b>	<b>17,996.59</b>	<b>16,156.52</b>

## DIVIDEND

**4.2** Your Company having been marked as 'Dividend Paying PSU' , has pleasure in retaining the rate of Dividend @ 20% to Rs Rs 405.30 Lakhs for the year . The Board of Directors of your Company at it's 127<sup>th</sup> Meeting held on August 22, 2014 has recommended for declaration of dividend at the rate aforesaid on the Paid up Capital of the Company as on 31-03-2014 subject to your approval of the same in the ensuing Annual General Meeting and compliance of the provisions of the Companies Act 1956 and the Rules made there under .

## 5.0 ORDER BOOK

The Orders in hand as on 31-03-2014 stood at **Rs 251.45 Crores** . During the year, under review orders worth Rs. 265.96 Crores were executed and Billed. Steps have been taken to further improve the order Book for the year 2014-2015

## 6.0 DIVERSIFICATION & FUTURE OUT LOOK

6.1 Steps were taken by the Company for Diversification which inter-alia includes related areas of Civil Engineering projects and other Construction Projects . Your Company with it's limited means participated in the Tenders for Construction of Buildings, Drainage Work and infrastructure work etc with the Govt and/or Statutory Corporations and the move was successful as it made significant contribution to the bottom line and Profitability of your Company .

6.2 With a view to diversify, your Company made relentless move . Efforts are put in to secure other allied jobs of Civil Engineering compatible to the Company's track record and past performance . Your Company expects to get more Orders in days to come with greater value addition. To re-structure the Brand image for your Company, enormous efforts has been put to ensure completion of job well ahead of the schedule

As a matter of Marketing strategy , your Company along with other Construction Companies has entered into MOU to quote for the High Value Tenders . This policy initiative is primarily intended to explore the benefit of techno-economic synergy amongst the Companies through MOU process . Besides being technically compatible, the process would in course of time become beneficial for the Companies and the consortium and would result in value addition to the bottom line .

6.3 Further, it is a great pleasure indeed to inform you that besides Joint Ventures and Strategic Alliance as aforesaid consortium arrangement has since been entered into with major Corporate like Andrew Yule & Co Ltd (AYCL). BBJ entered into MOU with Hindustan Steel Works Construction Ltd , a CPSU under Ministry of Steel for working on back to back basis to explore marketing potential for the Civil Projects . Towards the process of diversification , your company has taken stride in developing various Infrastructure Projects under Railways and also under the State Govt. The exposure of your Company in this direction would go a long way to secure more Projects .

## **7.0 HUMAN RESOURCES**

Being the core area of concern, your Company always encouraged 'Employee Value Addition' and enrichment of ethical standards. In a move to this direction , your Company encouraged employee welfare activities for development of real values and to build a bond with your Company in the way of work with mutual participation and reciprocal understanding . In the process, Training in various areas aiming for Skill Development, your Company organized Training Programmes under the aegis of Institutes of repute and the same were widely participated by all section of Employees This was aimed to keep the employees abreast with the sweeping change in technologies and skill up-gradation .

Industrial Relation being a life line of your Company, remained peaceful and cordial during the year under review.

## **8.0 CORPORATE GOVERNANCE:**

The Board of Directors of your Company has already adopted the DPE - Corporate Governance Guidelines. The Score secured has put your Company under the Excellent category. Your Company is striving hard to further improve upon the Score in the years to come and secure higher degrees of accountability, transparency, responsibility and fairness in all aspects of operations and functions.

DPE - Corporate Governance Guidelines are being followed by your Company with all it's commitments, writs and principles in pursuit of excellence in Business Plan and strategic decision making process to enhance shareholders value, growth and good Governance.

The information stipulated under Corporate Governance Guidelines is given in the Annexure and forms part of the Report.

### **8.01 AUDIT COMMITTEE:**

Your Company , in a move to secure excellence in the procedure and compliance of Audit standard and as a part of Corporate Governance process, continues to hold Meeting of Audit Committee regularly to ensure transparency, accountability, integrity and ensure compliance of various laws.

The said Audit Committee in the process met four times during the year to review. The Internal Audit Plan, Internal control mechanism and Issues of financial and operational system are made more structured to take on all kinds of future challenges with dare and solidarity in keeping with the writs of the Companies Act 1956 .

Your Company in a further move to secure compliance of statute provisions, constituted various Committees including 'CSR Committee' 'Corporate Governance Committee' 'Remuneration Committee' 'Stake Holders Relationship Committee' and 'Management Committee' . The above Committees functions in the respective spheres with all commitments and deal with the issues relatable to each of the above Committees .

### **8.02 : ENVIRONMENT AND POLLUTION CONTROL**

Environment and Pollution Control being a core area , continued to receive major attention during the year under review. By dint of internal mechanism , your company continued periodical checking system and systematized the policy to monitor the level of Carbon and emission of other gases from the Plants in use at various Production Sites.

During the course of the year, no Notice or Show Cause was ever received from the Authorities or Regulators alleging non compliance of relevant Laws and thus your Company remained eco-friendly to the Community and it's people at large .

## **9.0: CORPORATE SOCIAL RESPONSIBILITIES**

- Your Company remained dedicated to the cause of the people. Several new initiatives such as Medical & Healthcare, Education, empowering underprivileged sections of the society, etc. were taken during the year under review.
- In further move to remain committed , pro-active and compliant in the area of Corporate Social Responsibilities, your Company during the financial year under review initiated steps to identify the projects of varied importance . Execution of those identified Projects is under progress . The amount earmarked for CSR for 2014 – 15 is being spent in phased manner as per requirements of the Statute and the CSR Policy approved by the Board .

### **9.01: ENCOURAGEMENT / ASSISTANCE TO MSME:**

In accordance with Govt Guidelines, your Company has been procuring items from MSME's like previous years. Aids and Supports were extended to the Social Welfare Organisations through selective sourcing / procurement of materials and services from them in need in phased manner.

## **10.0: CONSERVATION OF ENERGY AND TECHNOLOGY**

By a number of policy initiatives taken by your Company, conservation of Energy is done through newer and improved means . Amongst other things , regular maintenance of Plants at Site and periodical overhauling of other operational equipments through perpetual process forms part of maintenance practices. This aims to bring about reduction of fuel consumption and corresponding enhancement of fuel efficiency .

The information stipulated under Section 217(1)(e) of the Companies Act 1956 read with The Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 is given in the Annexure and forms part of the Report .

## **11.0: FOREIGN EXCHANGE EARNINGS AND OUTGO**

The additional information on Foreign Exchange earnings and out go stipulated Under Section 217 (1)(e) of the Companies Act,1956 is set out in the annexed statement and forms part of this report.

## **12.0 VIGILANCE**

During the year under review, vigilance activities were managed effectively under supervision of Bharat Bhari Udyog Nigam Limited, the holding company.

## **13.0 REPORT OF THE STATUTORY AUDITORS & COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA ON THE ACCOUNTS OF 2010-2011**

### **AUDITORS**

13.01 M/s. S.K.Basu & Co., Chartered Accountants, Kolkata were appointed as Statutory Auditors of the Company for the year 2013-2014 by the Comptroller and Auditor General of India as per provision of Section 619(2) of the Companies Act,1956.

13.02 The Report of the Statutory Auditors on the Accounts for the year 2013-2014 are self explanatory and have been adequately explained along with the notes on accounts.

13.03 The Comptroller & Auditor General of India under Section 619(4) of the Companies Act 1956 has decided not to review the Financial Statement of the Company for the year ended March 31, 2014 and offered no comments upon or supplement to Statutory Auditors Report under Section 619(4) of the Companies Act 1956 .The letter dated September 06, 2014 received from them is annexed to this Report.

### **13.04 AMENDMENT TO THE ACCOUNTING POLICY**

During the financial year 2013-2014, your Company has brought about change in the Accounting Policy to keep the policy compatible to the relevant Accounting Standard and permitting your Company to consider Profit & Loss up to the stage of completion of Contract and make provision for future loss on unexecuted portion of Contract. This amendment would make the process of your Company more user friendly.

### **14.0 PARTICULARS OF EMPLOYEES U/S 217 OF THE COMPANIES ACT, 1956 & DIRECTORS' RESPONSIBILITY STATEMENT**

None of the employees are covered by the provisions of Section 217 (2A) of the Companies Act, 1956.

#### **APPLICABILITY OF THE COMPANIES ACT, 1956 :**

As clarified by the Government of India, Ministry of Corporate Affairs, vide its General Circular No.08/2014 dated 4th April, 2014, the information given and contents of this Report are governed by the relevant Provisions/Schedules/Rules of the Companies Act, 1956

#### **14.0: DIRECTORS RESPONSIBILITY STATEMENT**

14.01 Pursuant to Section 217(2AA) of the Companies Act, 1956 and on the basis of explanation and information given by the executives of the Company and on the basis of discussion with the Statutory Auditors, your Directors subscribed to the Directors Responsibility Statement and declare that:

(1) ...in preparation of the Annual Accounts the applicable Accounting standards had been followed along with proper explanation relating to material departures.

(2) ...the Directors had selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of the Financial Year 2013-2014 and the Profit & Loss Account for the said period.

(3) ...the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company, and for preventing and detecting fraud and other irregularities.

(4) ...the annual accounts had been prepared on going concern basis.

### **15.0: IMPLEMENTATION OF RAJBHASHA**

The implementation of Rajbhasha through various in house programmes were undertaken. Besides few programmes, efforts are being taken by your company to do more in the coming year.

### **16.0 : BOARD OF DIRECTORS**

Shri Kallol Datta CMD BBUNL and Chairman & Managing Director, Andrew Yule & Co Ltd (A Govt of India Enterprises) Kolkata continued as Managing Director of your Company till June 28, 2014 and Brig.(Retd) B.D.Pandey has taken over the charge of MD effective from June 28 2014 by Order of the Govt. On being appointed by the Govt, Shri Sundar Banerjee assumed charge as Director (Project) of the Company effective from April 17, 2014

Sri Rakesh Chopra, Former Member(Engg) Railway Board appointed as Part-Time Non Official Director in the Board of your Company. Sri M.K.Singh, Director (Project Management) Bridge & Roof Company India Ltd (A Govt of India Undertaking) Kolkata continued as Director of your Company up to September 30, 2014.

Shri Manjit Kumar Director, Department of Heavy Industries, Ministry of Heavy Industries and Public Enterprises, Govt. of India appointed as Director effective from 21-08-2012 by Order of the Govt also continued as Director in the Board of your Company.

## **17.0 : ACKNOWLEDGEMENT**

17.01 Your Directors wish to place on record their gratitude and sincere thanks to the various Ministries of the Govt. of India, particularly, the Department of Heavy Industry, Ministry of Heavy Industries and Public Enterprises, Indian Railways, Kolkata Port Trust , Rail Vikash Nigam Ltd and Govt. of West Bengal, Canara Bank, State Bank of India and HDFC Bank and other Banks for their continued co-operation and valuable assistance provided to the company.

17.02 Your Directors wish to place on record their appreciation of the continued support and guidance provided by Bharat Bhari Udyog Nigam Ltd., the holding company.

17.03 Your Directors are happy to acknowledge the co-operation and commitments of all employees and their contribution in improving the performance of your company. Their unstinted support has been and continues to be integral to your Company's ongoing success and holding its premier position in the Bridge Construction Industry at the national level.

For and on behalf of the Board of Directors

Brig. B.D.Pandey, SM(Retd)  
**Managing Director**

**Dated: September 29, 2014**

## **ANNEXURE TO THE DIRECTORS' REPORT**

Information pursuant to section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the report of Board of Directors) Rules 1988 and forming part of the Directors' Report for the year ended March 31, 2014.

### **A. CONSERVATION OF ENERGY:**

(a) Energy Conservation measures taken:

(a) The Company has framed Energy Conservation Policy. The Policy ensures Regular and Preventive maintenance of Plants & Equipments at Sites. The Policy is reviewed at periodical interval at the Corporate level

(b) Additional investment and proposals, if any being implemented for reduction of consumption of energy:

(b) Nil

(c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods :

(c) Adoption of measures stated under a above was responsive as it contributed overall savings in the energy cost of the Company at relevant point of time.

### **B. TECHNOLOGY ABSORPTION**

(a) Your company was certified as a ISO 9001: 2008 company in respect of site Fabrication and Erection of Steel Bridges.

### **(b) EXPENDITURE ON R&D**

	Current Year <u>Rs.Lakhs</u>	Previous Year <u>Rs.Lakhs</u>
Capital	Nil	Nil
Revenue	Nil	Nil

### **C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

	Current Year <u>Rs.Lakhs</u>	Previous Year <u>Rs.Lakhs</u>
Earnings on account of exports etc.	Nil	Nil
Outgo on account of Travelling, etc.	0.20	0.48

### **• REPORT ON CORPORATE GOVERNANCE :**

This Report is in accordance with the Guidelines on Corporate Governance for Central Public Sector Enterprises issued by the Govt Of India , Ministry of Heavy Industries and Public Enterprises , Department of Public Enterprises in May- 2010

<b>Company's Philosophy on Guidelines on Corporate</b>	The Company's Philosophy on Corporate Governance is aimed at enhancing long term Shareholders value and capacity of the Company to generate wealth through :
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<b>Governance</b>	<ul style="list-style-type: none"> <li>Assisting top Management in taking sound business decisions and prudent Financial Management</li> <li>Achieving transparency and professionalism in all decisions and activities of the Company</li> <li>Adhering to Compliances of disclosure requirement</li> <li>Achieving excellence in Corporate Governance by :               <ol style="list-style-type: none"> <li>Conforming to the prevalent guidelines on Corporate Governance and excelling in wherever possible</li> <li>Setting high ethical standards in conduct of business complying with laws and regulations</li> <li>Reviewing periodically the existing system and controls for further improvements</li> </ol> </li> </ul>			
<b>Board of Directors</b>	<p>All Directors of the Board of the Company are appointed by the Govt on behalf of the President of India .</p> <p>The total numbers of Directors on the Board of the Company are given hereunder .</p> <p>Reference has been made to the Govt for appointment of Directors to bring the Board in line with the Govt Guidelines for Corporate Governance.</p>			
<b>Board Composition</b>	Numbers of Directors	Name		
		<b>Shri Kallol Datta</b> Chairman & Managing Director – Bharat Bhari Udyog Nigam Limited ( A Govt of India Undertaking) Managing Director - BBJ (Up to June. 28, 2014 ) <b>Shri Kallol Datta ,</b> Chairman & Managing Director – Bharat Bhari Udyog Nigam Limited ( A Govt of India Undertaking) Director & Chairman - BBJ (From June 28, 2014 )		
		<b>Brig. B.D.Pandey , SM(Retd)</b> <b>Managing Director</b> (From June 28, 2014 )		
		<b>Shri Manjit Kumar</b> Director – DHI , Govt Nominee (From 21-08-2012)		
		<b>Shri Rakesh Chopra</b> Independent Director –Appointed by Govt (From 29-10-2012 )		
		<b>Shri M.K.Singh</b> Director - (Up to 30-09-2014)		
		<b>Shri Sundar Banerjee</b> <b>Director (Project) (From 17-04-2014)</b>		
<b>Meetings Held (Board &amp; Audit Committee)</b>	Board Meeting Held During the year	01	June 26, 2013	
		02	Sept 19, 2013	
		03	Nov 27 2013	
		04	Mar 21, 2014	
	Audit Committee Meeting Held During the year	01	June 26, 2013	
		02	Sept 19, 2013	
		03	Nov 27, 2013	
		04	Mar 21, 2014	
<b>Attendance to the Meetings (Board &amp; Audit Committee)</b>	Name	Number of Meeting Attended		Attendance at the Last Annual General Meeting held on November . 27, 2013
		Board	Audit Committee	
	Shri KallolDatta	04	01	Yes
	Shri Manjit Kumar	03	03	Yes
	Sri M.K.Singh	01	01	No
	Shri Rakesh Chopra	03	03	Yes
	Brig.B.D.Pandey SM(Retd)	NA	NA	NA
	Sri Sundar Banerjee Director(Proj)	NA	NA	NA



Committee of Board of Directors		During the year under review, the Company has only Audit Committee constituted by the Board . The details of such Committee are as under :			
Audit Committee	Role and the Terms of Reference :	<ul style="list-style-type: none"><li>To attend to the Matters specified under para 4.2 of the Guideline on Corporate Governance for Public Enterprises.</li><li>To act as link between the Management ,the Statutory and Internal Auditors and the Board of Directors</li><li>To assess financial reporting system</li></ul>			
Composition , Board Meetings & Attendance	Name of Directors		Meeting attended - 2013-2014		
	Shri Kallol Datta		Meeting held -04	Attended - 04	
	Shri Manjit Kumar		Meeting held -04	Attended - 03	
	Shri Rakesh Chopra		Meeting held -04	Attended – 03	
	Sri M.K.Singh		Meeting held -04	Attended – 01	
Code of Conduct	The Draft Code of Conduct for Members of the Board and Senior Management as laid down is under process of compilation & Implementation				
General Body Meetings  Particulars of last three Annual General Meetings	Fin Year	Date	Time& Venue		Special Res
	2010-2011	Sept.23, 2011	12:30 Hours BBUNL , Alipore Kolkata		Nil
	2011-2012	Sept. 24, 2012	12:30 Hours BBUNLAlipore Kolkata		Nil
	2012-2013	Nov 27, 2013	12:30 Hours AYCL Kolkata		Nil
Annual General Meeting – 2013	78 <sup>th</sup> Annual General Meeting of the Members of the Company was held on November 27, 2013 for which extension of time for holding the said meeting beyond September 30, 2013 ws obtained from Registrar of Companies as required under the Companies Act 1956.				
Annual General Meeting – 2014	79 <sup>th</sup> Annual General Meeting of the Members of the Company is scheduled to be held on October 29 2014 for which extension of time for holding the said meeting up to November 30, 2014 beyond September 30, 2014 has been obtained from Registrar of Companies as required under the Companies Act 1956.				
Disclosures	Transactions of material nature with Directors or their relatives that may have potential conflict with the Interest of the Company				
	Related Party Transactions (AS 18)		Disclosed under Clause 13 of Note 31 attached to Accounts for the year ended March 31, 2014		
	Details of non-compliances by Company or strictures imposed on it		NIL		
	Whistle Blower Policy and affirmation that no personnel has been denied access to Audit Committee		The Company being not listed, does not have Whistle Blower Policy. We affirm that none was denied access to the proceedings of the Audit Committee		
	Details of Compliance of the requirements of these Guidelines		Complied . Appointment of required numbers of Independent Directors – Compliance secured partially as the matter of appointment has since been reported to the Govt		
	Details of Presidential Directives issued by Central Govt & their Compliance during the year & last three years		No Directives are pending for compliance		
	Items of Expenses debited in Books of Accounts not for business purposes		Nil		
	Expenditure incurred which are personal in nature and incurred for the Board of Directors & Top Management		Nil		
Means of Communications	<ul style="list-style-type: none"><li>Shares issued by the Company being not listed in any Stock Exchange , quarterly Results are not required to be published in the News Papers.</li><li>Annual Audited Financial Results are displayed on the Company's website</li><li><b>Address for Correspondence</b> 27, Sir Rajendra Nath Mukherjee Road . Kolkata – 700001</li></ul>				
Audit Qualifications	The effort of the Company is to move towards a regime of unqualified Financial Statements . Should there be any qualification , adequate explanations are given in support else supplement the qualification through Management Replies. There is no Audit Qualification in the Accounts for the year ended 31 <sup>st</sup> March 2014.				

<b>Training of Board Members</b>	The Company proposes to consider this in future
<b>Whistle Blower Policy</b>	The Company proposes to consider this for employees in future
<b>Corporate Governance Audit</b>	Audited by the Statutory Auditors . Certificate of the Statutory Auditors in effect thereon is received and annexed to the Directors Report



**S. K. BASU & CO**  
**CHARTERED ACCOUNTANTS**  
**[ ESTD. 1935 ]**

**INDEPENDENT AUDITORS' REPORT**

**To the Members of THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION COMPANY LIMITED**

We have audited the accompanying financial statements of THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION COMPANY LIMITED, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2014, and the Statement of Profit and Loss and the Cash Flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956 (The Act) read with General Circular 15/2013 dated 13th September, 2013 by Ministry of Company Affairs in respect of section 133 of The Companies Act, 2013. This responsibility includes the design, implementation and maintenance of the internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

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# S. K. BASU & CO

## CHARTERED ACCOUNTANTS

[ ESTD. 1935 ]

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with other notes give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014 .
- (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required under provision of section 227(3) of the Company Act, 1956, we report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from sites not visited by us.

- c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from sites not visited by us

- d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with General Circular 15/2013 dated 13th September, 2013 by Ministry of Company Affairs in respect of section 133 of Companies Act, 2013.

- e) The provisions of Section 274(1)(g) of the Companies Act, 1956 are not applicable to the company being a Government Company in terms of Government of India, Ministry of Finance, Department of Company Affairs Notification NO. GSR-829(E) dated 21<sup>st</sup> October, 2003.





**S. K. BASU & CO**  
**CHARTERED ACCOUNTANTS**  
**[ ESTD. 1935 ]**

f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For S. K. Basu & Co.  
Chartered Accountants  
FRN – 301026E



*S. Basu*

Signature  
(S Basu)  
(Partner)

Membership No. 053225

Place of Signature : Kolkata  
Date : 22<sup>nd</sup> August, 2014.





**S. K. BASU & CO**  
**CHARTERED ACCOUNTANTS**  
**[ ESTD. 1935 ]**

**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

REFER TO PARAGRAPH 1 OF THE INDEPENDENT AUDITORS' REPORT OF  
EVEN DATE

- I.a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- b) According to the information and explanations given to us, the fixed assets of the Company have been physically verified by the management during the year. As informed to us, reconciliation has been carried out and no material discrepancies have been noticed on such verification.
- c] In our opinion and according to the information and explanations given to us, there is no disposal of fixed assets during the year.
- II. a) According to the information and explanations given to us, the inventories of Stores and Spare Parts have been physically verified by the management during the year.
- b] In our opinion and according to the information and explanations given to us, the procedures for physical verification of inventories followed by the management are generally reasonable and adequate in relation to the size of the Company and the nature of its business.
- c] In our opinion and according to the information and explanations given to us, the company is maintaining proper records of inventories. As explained to us, no material discrepancies arising out of physical verification were noticed.
- III. The Company has not taken/granted any loan, secured or unsecured from/to Companies, firms and other Parties listed in the register maintained under Section 301 of the Companies Act, 1956.
- IV. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. Further, during the course of our audit we have not observed any failure of continuing nature or major weaknesses in the internal control system.
- V. (a) According to the information and explanations given to us, we are of the opinion that the particulars of all contracts or arrangements that need to be entered in the registers maintained under section 301 of Companies Act, 1956 have been so entered.







**S. K. BASU & CO**  
**CHARTERED ACCOUNTANTS**  
**[ ESTD. 1935 ]**

(b) In our opinion and according to the information and explanations given to us, during the year under audit, the transaction made in pursuance of such contracts or agreements and exceeding the value of Rs. 5 lakhs in respect of any party during the year have been made at prices which are reasonable, having regard to the prevailing market prices at the relevant time.

- VI. The Company has not accepted any Public deposits during the year as defined under Section 58A and 58AA of the Companies Act, 1956.
- VII. In our opinion and according to the information and explanations given to us, the company has an internal audit system which is commensurate with the size of the Company and the nature of its business. However scope of further extension of coverage exists.
- VIII. The provision regarding the maintenance of Cost records under Section 209(1) (d) of the Companies Act, 1956 is not applicable to the Company.
- IX. a. According to the records, the Company is generally depositing undisputed statutory dues including Provident Fund, Investor Education & Protection Fund, Employees State Insurance, Income-Tax (except Advance Tax), Sales-Tax, Wealth-Tax, Service-Tax, Custom duty, Excise duty and Cess with the appropriate authorities. Further, as per the records of the Company, there were no undisputed amounts of arrears payable in respect of such statutory dues which have remained outstanding as at 31<sup>st</sup> March, 2014 for a period of more than six months from the date they became payable except as stated under clause IX(b).
- b. According to the information and explanations given to us, the disputed statutory dues which have not been deposited as on 31.3.2014 are shown as under:

Name of the Statute	Nature of dues	Period to which relates	Forum where dispute is pending	Amount (₹. In lacs.)
1. W.B Sales tax	Works contract tax demand	1992	Commcl. Tax Dept	4.26
2. W.B Sales tax	Works contract tax demand	2005-06	Appellate Authority	542.00
3. W.B Sales tax	Works contract tax demand	2006-07.	Appellate Authority	127.75
4. Delhi Sales tax	Works contract tax demand	2004-05	Commcl. Tax Dept	19.36
5. Income Tax	Income Tax demand	1999-2000	Appellate Authority(CIT)	113.09
6. Income Tax	Fringe Benefit Tax.	2005-2006	Appellate Authority	1.16

**Temple Chambers (2nd Floor), 6, Old Post Office Street, Kolkata - 700 001**

**Phone : 033 3022 6065 Fax : 033 2248 6065**

**E-mail : skbasuandco@gmail.com**







**S. K. BASU & CO**  
**CHARTERED ACCOUNTANTS**  
**[ ESTD. 1935 ]**

- X. The Company has no accumulated loss as at 31<sup>st</sup> March, 2014. The company has neither incurred any Cash loss during the Current financial year nor has it incurred any cash loss in the immediately preceding financial year.
- XI. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institutions or bank.
- XII. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and any other securities.
- XIII. The company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provisions of Clause 4(Xiii) of the aforesaid order are, in our opinion not applicable to the Company.
- XIV. In our opinion the Company is not dealing in or trading in shares, securities, debentures and other investment. Accordingly, the provision of Clause 4 (Xiv) of the aforesaid order are not applicable to the Company.
- XV. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from any bank or financial institution.
- XVI. In our opinion and as per information and explanations given to us the term loans of Government of India have been applied for the purpose for which they were obtained.
- XVII. According to the information and explanations given to us and on an overall examination of the Balance sheet of the Company, we report that no funds raised on short term basis have been used for long term investment.
- XVIII. According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under Section 301 of the Act during the year.
- XIX. According to the information and explanations given to us, the Company has not issued any debenture during the year and hence the question of creation of Security or charge does not arise.
- XX. The Company has not raised any money through a Public issue during the year.
- XXI. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.



For S.K.BASU & CO.  
Chartered Accountants  
FRN : 301026E

*S. Basu*

Place: Kolkata

Date: 22<sup>nd</sup> August, 2014

( S. Basu )  
Partner

Membership No. 053225

**Temple Chambers (2nd Floor), 6, Old Post Office Street, Kolkata - 700 001**

**Phone : 033 3022 6065 Fax : 033 2248 6065**

**E-mail : skbasuandco@gmail.com**



THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

BALANCE SHEET AS AT 31ST MARCH 2014.

		(' in lacs.)	
EQUITY AND LIABILITIES		As at	As at
		31.03.2014	31.03.2013
Shareholders' Funds:	NOTE		
Share Capital	1	2026.5	2026.5
Reserves & Surplus	2	8657.2818	10683.78
		4718.98	6745.48
Non-Current Liabilities.			
Long Term Borrowings	3	864.6217	914.62
Deferred Tax Liabilities.	4	0	0
Other Long Term Liabilities	5	17.13416	16.57
Long Term Provisions	6	17.54302	15.65
Current Liabilities.			
Short Term Borrowings	7	402.6549	904.14
Trade Payable	8	5130.921	6522.44
Other Current Liabilities	9	268.591	450.43
Short Term Provisions.	10	611.3591	587.19
TOTAL:		17996.59	16156.52
ASSETS			
Non-Current Assets.			
Fixed Assets			
Tangible Assets	11	694.01	782.09
Intangible Assets	12	0.93	0.31
		694.94	782.4
Capital Work-in-progress		0	694.943
		0	782.4
Non-Current Investments	13	0.463723	0.46
Long Term Loans and Advances	14		
Total Non-Current Assets.			
Current Assets			
Current Investments	15	0	0
Inventories	16	1091.3952	1930.45
Trade Receivables.	17	1308.7566	6181.32
Cash & Cash Equivalents.	18	11747.775	5003.87
Short Term Loans and Advances	19	1190.6471	786.75
Other Current Assets	20	1962.5973	17301.19
		1471.27	15373.66
TOTAL:		17996.59	16156.52
Notes on Accounts	31		
Significant Accounting Policy.	32		

This is the Balance Sheet referred to in our Report of even date.

For and on behalf of  
S.K.Basu & Co.  
Chartered Accountants.  
Firm Reg. No:301026E

On behalf of the Board of Directors

S.BANERJEE  
Director

BRIG(RETD).B.D.PANDEY  
Managing Director

(S.BASU )  
Partner, Membership No:053225  
Place:Kolkata  
Dated: the 22nd Aug'2014.

S.K.BHATTACHARYAY  
Company Secretary

S.PALIT  
General Manager (F )

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH,2014.

			(` in lacs.)	
	NOTE	Current Year		Previous Year
INCOME:				
Revenue from Operation (Gross Sales)	21	26596.05		30221.01
Less: Excise Duty		44.35		314.67
Revenue from Operation (Net)		26551.70		29906.34
Other Income	22	1095.83		470.79
TOTAL REVENUE		27647.53		30377.13
EXPENSES:				
Cost of Material Consumed.	23	5102.56		9259.77
Purchase of Stock-in-Trade	24	0.00		0
(Increase)/Decrease to W.I.P	25	530.23		10.32
Employees Benefit Expenses.	26	2042.22		2010.66
Finance Cost	27	52.51		45.65
Depreciation & Amortisation Expense	28	104.87		117.92
Other Expenses	29	12973.04		13095.27
TOTAL EXPENSES		20805.43		24539.59
Profit for the year before Extra Ordinary Item.		6842.10		5837.54
Extra Ordinary Item.	30	0.00		0
Profit before Tax		6842.10		5837.54
Provision for Current Tax		2429.62		1629.34
Profit after Current Tax		4412.48		4208.20
Deferred Tax		0.00		0.00
Profit after Tax		4412.48		4208.20
		4412.48		4208.2
Profit brought forward from previous year		0.00		0
Profit carried to Balance Sheet		4412.48		4208.2
Notes on Accounts	31			
Significant Accounting Policy.	32			

This is the Balance Sheet referred to in our Report of even date.

For and on behalf of  
S.K.Basu & Co.  
Chartered Accountants.  
Firm Reg. No:301026E

On behalf of the Board of Directors

S.BANERJEE  
Director

BRIG(RETD).B.D.PANDEY  
Managing Director

(S.BASU )  
Partner, Membership No:053225  
Place:Kolkata  
Dated: the 22nd Aug'2014.

S.K.BHATTACHARYAY  
Company Secretary

S.PALIT  
General Manager (F )

## NOTES FORMING PART OF THE ACCOUNTS.

Note	(` in lacs.)	
	As at 31.03.2014	As at 31.03.2013
Share Capital:		
a) Details of Authorised, Issued, Subscribed and Fully Paid up Shares.		
Authorised		
30,00,000 Equity shares of Rs.100/ each.	3000	3000
Issued, Subscribed and Paid-up. 31(7)		
20,26,500 Equity shares of Rs.100/ each fully paid-up, of the above,(a) 63,900 Equity shares were allotted as fully paid-up bonus share by capitalisation of profits and reserves (b) 13,88,000 Equity shares were allotted as fully paid pursuant to approval of Govt. of India without payment being received in cash.	2026.5	2026.5

## (b) Reconciliation of Paid Up Share Capital

	2013-14		2012-13	
	No of Shares	Amount	No of Shares	Amount
Equity shares of Rs.100/ each outstanding . at the beginning of the year.	2026500	2026.5	2026500	2026.5
Equity shares of Rs.100/ each outstanding . at the end of the year.	2026500	2026.5	2026500	2026.5

## © Shares held by Shareholders holding more than 5% Shares of the Company

Name of the Shareholders	No of Shares held	As at 31.03.2014	%	As at 31.03.2013	%
		No of Shares held			
President of India through BBUNL. and its Nominees.	2026500	100		2026500	100

## Note--2.

Reserves & Surplus:	As at 31st March'2014.	As at 31st March'2013.
Capital Reserve	0.0618	0.06
General Reserve		
Balance as per last Accounts	315.62	0
Add: Transferred from Statement of Profit & Loss:	330.94	315.62
	646.56	315.62
Debenture Redemption Reserve	303.66	0
Surplus i.e. balance in the Statement of Profit & Loss:		
Balance as per last Accounts	4403.30	984.90
Add: Profit for the year after Tax	4412.48	4208.20
	8815.78	5193.10
Less: Appropriations:		
General Reserve	330.94	315.62
Debenture Redemption Reserve	303.66	0
Proposed Dividend	405.30	405.30
Tax on proposed Dividend.	68.88	68.88
NET SURPLUS:	7707.00	4403.30
	8657.28	4718.98

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

Note--3.

LONG TERM BORROWING:	NOTE	(` in lacs.)	
		As at 31.03.2014	As at 31.03.2013
Secured Loan:		0	0
Un Secured Loan:		864.62	914.62

(a) Nature of Loan:

(i) Zero Rate Debenture amounting of Rs.1214.62 lacs,

(b) Terms of Repayment:

(i) Zero Rate Debenture amounting of Rs.1214.62 lacs-

Yearly installment of Rs.50.00 lacs from the year 2007-08.

Note--5.

OTHER LONG TERM LIABILITIES:

	As at 31.03.2014	As at 31.03.2013
Interest accrued but not due on GOI Loan.	17.13	16.57

Note--6.

LONG TERM PROVISION:	As at 31.03.2014	As at 31.03.2013
Post Retiral Benefit (Gratuity )	17.54	15.65

Note--7.

SHORT TERM BORROWING:

	As at 31.03.2014	As at 31.03.2013
Secured Loan: (Over Draft from Canara Bank- - Repayable on Demand )	2.65	150.29
Un Secured Loan:	400.00	753.85
	402.65	904.14

(a) Nature of Loan:

(i) Zero Rate Debenture amounting of Rs.1214.62 lacs,

(ii) Plan loan given by GOI in the year 2005-06 amounting of Rs.100.00 lacs.

(iii) Plan loan given by GOI in the year 2008-09 amounting of Rs.175.00 lacs.

(b) Terms of Repayment:

(i) Zero Rate Debenture amounting of Rs.1214.62 lacs- Yearly installment of Rs.50.00 lacs from the year 2007-08.

(ii) Plan loan given by GOI in the year 2005-06 amounting of Rs.100. Yearly installment of Rs.20.00 lacs from the year 2006-07.

(iii) Plan loan given by GOI in the year 2008-09 amounting of Rs.175 Yearly installment of Rs.35.00 lacs from the year 2009-10.

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

Note--8.

	NOTE	(` in lacs.)	
TRADE PAYABLE:		As at 31.03.2014	As at 31.03.2013
(i) Due to Micro,Small and Medium Enterprises.	31(6)	0	0
(ii) Others.		5130.92	6522.44
		5130.92	6522.44

Note--9.

OTHER CURRENT LIABILITIES.

	As at 31.03.2014	As at 31.03.2013
Advance from customers.	178.53	330.51
Other Liabilities.	90.06	119.92
	268.59	450.43

Note--10.

SHORT TERM PROVISION:	As at 31.03.2014	As at 31.03.2013
Leave Encashment	126.22	102.19
Provision for L.T.A.	10.96	10.82
Proposed Dividend	405.30	405.30
Income Tax (Dividend)	68.88	68.88
	611.36	587.19

Note-11

FIXED ASSETS.  
TANGIBLE ASSETS

(` in lacs.)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2013	Addition during the year	Adjustment deduction the year	Total as at 31.03.2014.	As at 01.04.2013	Addition during the year	Adjustment deduction the year	Total as at 31.03.2014.	As at 31.03.2014	As at 31.03.2013.
Buildings(Refer Note in Schedule to Accounts)	109.91	0	0	109.91(1)	23.33	4.33	0	27.66	82.25	86.57
Ship (Speed Boat)	2.31	0	0	2.31	2.29	0.01	0	2.3	0.01	0.02
Plant & Machinery	1554.26	13.95	0	1568.21	869.9	95.95	0	965.85	602.36	684.36
Furniture & Fittings	27.27	0.79	0	28.06	22.87	1.15	0	24.02	4.04	4.4
Vehicles	9.28	0	0	9.28	9.14	0.03	0	9.17	0.11	0.16
Computer Hardware	39.68	1.88	0	41.56	33.09	3.23	0	36.32	5.24	6.58
Total	1742.71	16.62	0	1759.33	960.62	104.7	0	1065.32	694.01	782.09

Note-12

FIXED ASSETS.  
INTANGIBLE ASSETS

Computer Software	2.86	0.79	0	3.65	2.55	0.17	0	2.72	0.93	0.31
Total Assets(Sch)-(11+12)	1745.57	17.41	0	1762.98	963.17	104.87	0	1068.04	694.94	782.4
Previous year	1706.53	39.03	0	1745.56	845.24	117.92	0	963.16	0	0
Capital Work-in Progress									0	0
								TOTAL:	694.94	782.4

Note: (1) Includes Rs.2.42 lacs (Previous Year- Rs.2.42 lacs) in respect of Permanent Structures on land at Circular Garden Reach Road, Kolkata, under licence agreement from Kolkata Port Trust.

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

Note--13.	NOTE	(` in lacs.)	
		As at 31.03.2014	As at 31.03.2013
Non- Current Investments (At Cost):			
Trade Investments(Unquoted)			
	Fully paid-up shares of The Bhagirathi Bridge Construction Company Limited 300 Equity Shares OF Rs.100 each.	0.3	0.3
Other than Trade Investments(Unquoted)			
	5% Non-redeemable Registered Debenture S East India Clinic Ltd.	0.16	0.46
		0.16	0.46
Government Securities (Quoted)			
	11.5% Central Loan 2010 (Face Value--Rs.14000)	0	0
		0.46	0.46

Note--16.

Inventories (1):

Raw Materials	23	206.84 (2)	390
Falsework Materials- ( including Material- in-Process)		0	0
Stores,SpareParts & Components (Net)		8.52	123.78
Loose Tools		16.21	26.61
Work -in-progress.	25	859.83	1390.06
		1091.40	1930.45
(1) Note-32 Para (5) enunciates the accounting policy for valuation of Inventories.			
(2) Include scrap stock.		39	65.34

Note--17.

		As at 31.03.2014	As at 31.03.2013
Trade Receivable			
Exceeding six months			
	Considered good	269.59	403.86
	Considered doubtful	778.84	734.99
Others			
	Considered good	1039.17	5777.46
		2087.60002	6916.31
	Less: Provision for doubtful debts	778.84	1308.76
		734.99	6181.32

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

Note--18.

NOTE

	As at 31.03.2014	As at 31.03.2013
Cash & Cash Equivalents.		
Cash in hand (Including in transit and cheques in hand)	10.64	11.98
With scheduled banks		
In current Account	87.14	122.08
In Short Term Deposit Accounts(1)	11460.00	3790.27
Under Lien with Bank against Bank Guarantee	190.00	1079.54
	11747.78	5003.87

(1) Fixed Deposits with Banks- all are with maturity of 12 month or less than 12 months.

Note--19.

Short Terms Loans and Advances:	As at 31.03.2014	As at 31.03.2013
Unsecured and unless otherwise stated, Considered good		
Advance recoverable in cash or in kind or for value to be received. 31(4) 31(4)	833.10	739.12
Fund-in-Transit from Bharat Bhari Udyog Nigam Ltd.(Undisbursed Govt.Loan)	0.11	5.03
Advance IncomeTax(Net)	357.44	42.60
	1190.65	786.75

Note--20.

Other Current Assets:	As at 31.03.2014	As at 31.03.2013
Accrued Interest on Investment & Deposit	466.49	100.17
Earnest Money & Other Deposit	1496.05	1371.03
Balances with Customs,Port Trust,Excise, etc.	0.06	0.07
	1962.60	1471.27



THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

(` in lacs.)

Note--21.

Sales:

	NOTE	Current Year	Previous Year
Domestic	31(18)	26596.05	30221.01
Export.		0	0
		26596.05	30221.01

Note--22.

Other Income:

	Current Year	Previous Year
Interest on banks & security deposit. (Includes tax deducted at source- Rs.-87.03 lacs - previous year-- Rs.34.10 lacs)	897.3854	351.27
Interest on investment	0	0
Sundry Interest	0.05	0.28
Scrap sale	198.39	119.24
	1095.83	470.79

Note--23.

Consumption of Raw Material:

	Current Year	Previous Year
Opening Stock	390.00	661.05
Add:Purchase	4865.42	8853.49
	5255.42	9514.54
Less: Closing Stock	206.84	390.00
	5048.58	9124.54
Add: Other Charges	53.98	135.23
	5102.56	9259.77

Note--24.

Purchase of Stock-in Trade

Current Year	Previous Year
0	0

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

Note--25.	NOTE	(` in lacs.)	
		Current Year	Previous Year
Increase/(Decrease) in Work-in-Progress and Finished goods.			
Opening Stock			
Work-in-progress	16	1390.06	1400.38
Closing Stock			
Work-in-progress		859.83	1390.06
		-530.23	-10.32

Note--26.		Current Year	Previous Year
Employees Benefit Expenses:			
Salaries,Wages and Bonus.		1845.37	1805.85
Contribution to Provident & other funds. (1)		130.98	140.25
Employees Welfare Expenses		65.87	64.56
		2042.22	2010.66
(1) Include Gratuity Fund		21.28	19.79

Note--27.		Current Year	Previous Year
Finance Cost:			
Plan Loan--- Govt. of India.		50.56	42.42
Others:			
Bank & others		1.95	3.23
		52.51	45.65

Note--28.		Current Year	Previous Year
Depreciation & Amortisation Expenses			
Depreciation on Tangible Assets		104.7	117.71
Amortisation of Intangible Assets		0.17	0.21
		104.87	117.92

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION. CO.LTD.

(` in lacs.)

Note--29.

Other Expenses:	Current Year	Previous Year
Subcontract and other conversion charges	9596.85	9515.97
Fabricated steelwork expenses	704.82	719.82
Consumption of Stores & Spares	366.79	362.5
Power & fuel	347.23	288.06
Freight and forwarding	4.56	4.65
Rent	56.91	63.75
Rates & Taxes	63.04	120.13
Work contract Taxes	1304.42	1463.02
Insurance	26.30	26.99
Advertisement	20.87	18.83
Travelling	38.57	33.07
Postage,telephone and fax	6.42	6.83
Printing & Stationery	6.32	6.63
Bank Charges	35.39	72.5
Other Project Expenses	0.00	0
Repair & Maintenance:		
--- Buildings	0	0.12
--- Plant & Machinery	1.05	1.35
--- Others	4.74	3.95
Legal/Consultancy & Professional charges	42.22	17.3
Car Hire Charge	32.65	33.7
Subscription & Donation	0.83	1.18
Corporate Social Responsibility (CSR) Expenses.	4.88	0
Service Charges to Holding company	87.77	99.73
(Profit)/Loss on sale of fixed assets	0.00	0
Site Establishment	6.63	25.06
Provision for Bad Debt	43.84	
Prior Period Adjustment (Net)	-42.89	33
Miscllaneous expences (1)	212.83	177.13
	12973.04	13095.27
(1) Include :		
Audit fees	0.79	0.62
Tax Audit fees		

Note--30.

	Current Year	Previous Year
EXTRA -ORDINARY ITEM.	0	0
Arrear Salary on payscale revision. (from 01.12.1999 to 31.12.2000)	0	0
	0	0

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**NOTE- 31: NOTES ON ACCOUNTS**

	<u>Current Year</u> ₹. In lacs.	<u>Previous Year</u> ₹. In lacs.
1.(a) Capital Commitment:- Estimated amount of contracts remaining to be executed.	0.11	5.03
(b) Contingent liability not provided for as under :- Claims not acknowledged as debt:-  Disputed Sales Tax demand for which appeal is pending considered to be untenable	693.37	693.37
Disputed Income Tax under appeal considered to be untenable	114.25	531.43
(c ) Unexpired Bank Guarantees	<b>1175.70</b>	<b>3752.28</b>
2(a) The physical verification of Inventories of Raw materials, stores etc. have been carried out at the end of the year . The discrepancies between physical and book stock, not being significant, have been properly dealt with in the Books of Accounts.		
(b) Inventory of raw materials includes steel for major contracts calculated on theoretical weight. Value of inventories are as valued & certified by management.		
3. Bank balance consisting of Bonam Site-0.09 lacs, Baitarani Site- 0.10 lacs .Farraka Site- 0.03 lacs, Kahalgoan Site- 0.01 lacs,Kanhan Site- 0.13 lacs, ,Rihand Site- 0.02 lacs & Ullash Site-0.07 lacs include the amount of ₹ 0.47 lac representing balances of closed sites (previous year ₹.1.36 lac ) which is subject to Bank's confirmation. Cash balance include ₹ 0.07 lac representing balance with closed site.		
4(a) Loans and Advances (Note 19) include the amount of ₹.0.50 lac (Previous year ₹.0.50 lac) as loss of cash by theft for which the FIR with the proper authorities has been lodged on 26-07-2001 and adequate provision has been made in accounts in 2001-2002 for such loss.		
(b) Administrative charges amounting to ₹.0.36 lac (Previous year ₹.0.36 lac) receivable from Bhagirathi Bridge Construction Co.Ltd. will be accounted for on cash basis and as such the unaccounted receivable aggregated to ₹13.16 lacs (Previous Year ₹.12.80 lacs)		
(c) The realisation/adjustment on the balance lying with sub-contractor/supplier amounting to ₹.352.39lacs (previous year ₹.285.53 lacs) are under continuous follow-up.		
(d) The realisation/adjustments of Sundry Debtors, majority of whom are Government Parties including Railways, are under continuous follow up.		

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(e) In absence of requisite balance confirmations from Debtors, Creditors, Loans, advances & deposit the amount appearing in books have been taken as correct.		
5. The security Deposits of `1179.35 lacs (previous year `1201.35 lacs ) (Note-20) with clients are refundable subject to completion/final settlement of the contracts.		
<p>6.The "Micro, Small and Medium enterprise" (based on the information provided by suppliers) to whom the Company owes sums exceeding `1 lac outstanding for more than 45 days does not exists. "As required by Section 22 of the Micro, Small and Medium Enterprise Development Act 2006, the following information is disclosed :-</p> <p>(a) (i) –Principal amount remaining unpaid at the end of accounting year.</p> <p>(ii) Interest due on above</p> <p>(b) The amount of interest paid by the company along with payment made to the Suppliers beyond appointed date.</p> <p>(c) The amount of interest accrued and remaining unpaid at the end of the financial year.</p> <p>(d)The amount of interest due and payable for the period of delay in making payment but without adding interest specified under the act.</p> <p>(e)The amount of further interest remaining due and payable in succeeding years, until such interest is actually paid.</p>	<p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p>	<p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p>
<p>7(a). Consequent to the Company's financial re-structuring (Govt. of India approval No.12 (4)/04-PE-III dated 4-7-2005) and on allotment of (a) 13,88,000 equity shares of `100/- each for consideration other than cash on conversion of Govt. of India Loan, interest &amp; penal interest and (b) 16,240 equity shares of `100/-each, the entire amount has been included in fully paid up equity shares . (c) 1,33,360 equity shares of `100/-each, the entire amount has been included in fully paid up equity shares .</p> <p>(b) Pursuant to Govt of India approval no. 8(11)/2005-PE-III dated 02.11.2005 the amount of ` 100 lacs received as equity for meeting the plan expenditure for construction of fabrication shop at Heavy plant yard has been included in fully paid up equity shares.</p> <p>(c) Pursuant to Govt of India approval no. 8(18)/2007-PE-III (ii) dated 31.12.2007 the amount of ` 150 lacs received as equity for meeting the plan expenditure for implementation of Addition, Modification and Replacement (AMR) of Plant &amp; Machinery, has been included in fully paid up equity shares.</p> <p>(d) Pursuant to Govt of India approval no. 12(9)/2008-PE-III (ii) dated 19.11.2008 the amount of ` 175 lacs received as equity for development of infrastructure through procurement of equipments for major bridge fabrication of</p>		

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<p>BBJ has been included in fully paid up equity shares.</p> <p>8(a) 1,00,000 Zero Rate Debenture of `1000 each issued (pending allotment) for the consideration other than cash on Company's financial restructuring by Government of India.</p> <p>8(b) Zero Rate Debentures include the amount of `.214.62 lacs (Previous year `.214.62 lacs) which are pending for allotment due to non-receipt of term governing the issue.</p> <p>8(c) Unsecured loan (Note-7) representing the amount of Rs.350.00 lacs for ZRD, and Rs.50.00 lacs for interest accrued &amp; due respectively yet to be paid to GOI as per terms of repayment schedule.</p>		
<p>9.(a) A first charge on Fixed assets and stocks &amp; book debts of the Company are created by way of mortgage &amp; hypothecation in favour of Canara Bank for fund based and non-fund based facility (Bank Guarantee) for a total limit of ` 9000 lacs against 15% margin by way of Fixed deposit. The said borrowing from Canara Bank is secured by Corporate Guarantee given by "Bharat Bhari Udyog Nigam Ltd," Holding Company.</p>		
<p>9(b) Non-current investment (Note-13) includes 5% Non-Redeemable registered Debenture Stock in East India Clinic Ltd of Rs.16,000/ from which company is not generating any income.</p>		
<p>10. Remuneration paid to the Directors – The remuneration of Managing Director: Salary &amp; Allowances Contribution to P.F etc. The above excludes Contribution to the approved gratuity fund with LIC &amp; provision of leave encashment which are actuarially determined on an overall company basis.</p>	<p>` In lacs.</p> <p>NIL NIL</p>	<p>` In lacs.</p> <p>15.97 1.62</p>
<p>11. In view of the unabsorbed depreciation and uncertainty of future profit the deferred tax assets have not been recognised in the Accounts as measure of prudence in keeping with the Accounting Standard (AS-22) issued by the Institute of Chartered Accountants of India.</p>		
<p>12.The company has a single segment i.e. Construction including fabrication.</p>		
<p>13. Related party relationship: (i)Key Management Personnel— (a) Sri Kallol Datta, Managing Director. (i) Transaction with related parties:-- Remuneration paid to MD – Refer note no. 10 above.  .(ii) Fabricated material purchased from "AYCL" in which Sri Kallol Datta is also CMD.  .(iii) Fabricated material sold to "L &amp; T" in which Sri Rakesh Chopra is also Director.</p>	<p>` In lacs. 206.41  ` In lacs. 322.28</p>	<p>` In lacs. 19.90  ` In lacs. NIL</p>
<p>14. Contingent assets being unascertainable have not been disclosed in accounts..</p>		

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15. Pursuant to company's Practice the impairment of assets are reviewed at each balance sheet date and it is recognised whenever the carrying amount of an asset exceeds its recoverable amount.		
16. Disclosure as required under AS-15 (REVISED) on "Employees Benefit" in respect of Leave encashment which is an unfunded scheme on the basis of Actuarial Valuation. (i) <b>Component of Employer expenses.</b>		₹. In lacs.
	AS ON 31.03.2014.	AS ON 31.03.2013.
Current Service cost	10.26	10.17
Past service cost	0	0
Interest cost	8.33	8.69
Expected Return on Plan Asset	0	0
Curtailement cost	0	0
Settlement cost	0	0
Actuarial gain/loss recognised in the year	19.48	(19.91)
Expense Recognised in statement of P/L	38.07	(1.05)
<b>(ii) Changes in Present Value of obligation.</b>		₹. In lacs
	AS ON 31.03.2014.	AS ON 31.03.2013.
Present Value of obligation at beginning of year	102.20	114.07
Acquisition Adjustment	0	0
Interest cost	8.33	8.69
Past service cost	0	0
Current Service cost	10.26	10.17
Curtailement cost	0	0
Settlement cost	0	0
Benefit paid	14.04	(10.82)
Actuarial gain/loss on obligations	19.48	(19.91)
Present Value of obligation at the end of year	126.23	102.20
Closing Fund/ Provisions at the end of year.	126.23	102.20
<b>(iii) Actuarial Assumptions:</b>	AS ON 31.03.2014.	AS ON 31.03.2013.
Discount Rate	8.75	8.00
Inflation Rate.	6.00	5.00
Return on Asset	0.00	0.00
Remaining Working Life	12	14
Formula Used.	Projected unit Credit Method	
17(a) Earning per share (basic)	<u>2013-14</u>	<u>2012-13.</u>
Earning per share (diluted)	₹.217.74	₹.207.66
	₹.217.74	₹.207.66
17(b). Previous year's figures have been re-grouped/ re-arranged wherever necessary as per revised Schedule-VI.		

## NOTE- 31 (Contd.)

## 18. SALES AND PROJECT INCOME

(` in lacs.)

Class Of Goods	Unit	Sales and Project Income		
		Year	Qty	Amount
Erection	MT	2013-14	19136.868	
	NOS.	2013-14	6	
	SETS	2013-14	0	
	SQ. MTR.	2013-14	2069	11952.87
	MT	2012-13	24359.01	
	NOS.	2012-13	660	
	SETS	2012-13	14	
	SQ. MTR.	2012-13		10708.42
Fabrication	MT	2013-14	14887.464	
	SQ. MTR.	2013-14	0	14643.18
	MT	2012-13	16247.487	
	SQ. MTR.	2012-13	4661.328	19368.64
Civil		2013-14	Lumpsum	0
		2012-13	Lumpsum	143.95
TOTAL		2013-14		26596.05
TOTAL		2012-13		30221.01

## 19. CONSUMPTION OF STORES AND EMPLOYEES' REMUNERATION

INCLUDES EXPENSES AS UNDER :

	Stores		Employees Remuneration	
	Current Year	Previous Year	Current Year	Previous Year
Repairs to Plant & Machinery	31.35	28.29	1.41075	1.27
Repairs to Vehicles	0	0.29	0	0.23
Other Repairs	2.14	7.05	0.7062	2.33
Welfare Expenses	-	-		
	33.49	35.63	2.11695	3.83

## 20. CONSUMPTION OF RAW MATERIALS, STORES &amp; SPARE PARTS AND COMPONENTS :

ITEMS	Unit	Current Year		Previous Year	
		Quantity	(` in lacs.)	Quantity	(` in lacs.)
Steel	MT	8424.228	4289.3	14203.257	8410.46
Bolts, Nuts & Rivets	Kg	814697.95		306304.4	
	Pcs	43585		11284	
	Set	3111	405.22	0	264.68



Paints	Ltrs	63771	98.57	56284	88.91
Bought Out & Building Materials			247.94		360.42
Other Materials			7.54		0.07
Consumption of Stores & Components			324.76		306.08
Consumption of loose tools			21.91		24.63
Other Direct Charges			74.09		167.02
			5469.33		9622.27

21. INFORMATION REGARDING IMPORTS, EXPENDITURE AND EARNINGS IN FOREIGN CURRENCY AND CONSUMPTION:

	Current Year (` in lacs.)	Previous Year (` in lacs.)
a) C.I.F. Value of Imports		
Capital items	Nil	Nil
Raw Materials & Stores	Nil	Nil
	Nil	Nil
		(` in lacs.)
	Current Year	Previous Year
b) Expenditure in foreign currency:	Current Year	Previous Year
Travelling, Conference etc.	0.2	0.48
	0.2	0.48
c) Earnings in Foreign Currency	Current Year	Previous Year
Exports At F.O.B basis	Nil	Nil
Others	Nil	Nil
	Nil	Nil
d) Value of Consumption of Raw Materials, Components and Spares :		
	Current Year	Previous Year
Imported	-	-
Indigenous	5102.55	(100%) 9259.77
Stores and Spares (include stores consumed in other -accounts.)		
Imported	0	0
Indigenous	366.79	(100%) 362.5
	5469.34	9622.27

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2014.

	(' in lacs.)	
	2013-14	2012-13
<b>A. Cash Flow From Operating Activities.</b>		
a. Net Profit/(Loss) After tax.	4412.48	4208.2
Adjustments for :-		
Depreciation .	104.87	117.92
Other Income (Net of Tax)	-1095.83	-990.96
Interest Expenses	52.51	-470.79
	3474.03	-352.87
		45.65
		3900.98
b. Operating Profit Before Working Capital Changes- Adjustments for :-		
Trade Receivables.	4872.56	-4963.07
Inventories	839.04	167.47
Short Term Loans and Advances	-403.9	798.21
Other Current Assets	-491.34	-50.45
Laibilities & Provisions.	-1546.74	1575.74
	3269.62	-2472.1
Net Cash From Operating Activities.	6743.65	1428.88
<b>B. Cash Flow From Investing Activities.</b>		
Other Income	1095.83	470.79
Purchase of Fixed Assets(Net of adjustr	-17.4	-39.03
Decrease in Investment	0	0
Net Cash From Investing Activities.	1078.43	431.76
<b>C. Cash Flow From Financing Activities.</b>		
Refund of G O I Loan	-453.85	0
Increase in unsecured Loan	50.01	41.78
Interest Paid	-52.51487	-45.65
Increase/ Decreased in Cash Credit Fac	-147.64	117.38
Dividend (Including tax)	-474.18	-474.18
Net Cash From Financing Activities.	-1078.17	-360.67
<b>D. Net Increase/(Decrease) in Cash and Cash Equivalents.</b>	6743.91	1499.97
Cash and Cash Equivalents at the beginning of the year	5003.87	3503.90
Cash and Cash Equivalents at the End of the year.	11747.78	5003.87

Notes to the cash flow statement:

Cash and cash equivalents consists of cash on hand and balances with banks, and investments in money-market instruments.Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:

	(' in lacs.)	
	2013-14	2012-13
Cash in hand .(including in transit and cheques in hand)	10.64	11.98
Cash in Current Accounts with banks.	87.14	122.08
Short-term Deposit Accounts.(1)	11650	4869.81
Cash and cash equivalents.	11747.78	5003.87
Cash and cash equivalents as restated.	11747.78	5003.87

(1) Fixed Deposits with Banks- all are with maturrty of 12 month or less than 12 months.

For and on behalf of  
S.K.Basu & Co.  
Chartered Accountants.  
Firm Reg. No:301026E

On behalf of the Board of Directors

S.BANERJEE  
Director

BRIG(RETD).B.D.PANDEY  
Managing Director

(S.BASU )  
Partner, Membership No:053225  
Place:Kolkata  
Dated: the 22nd Aug'2014.

S.K.BHATTACHARYAY  
Company Secretary

S.PALIT  
General Manager (F )