

**BHARUCH DAHEJ
RAILWAY COMPANY LTD.**



ANNUAL REPORT

2019-20



ANNUAL REPORT

2019-20

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MANAGEMENT TEAM

Board of Directors:

1. Mr. Sushant Kumar Mishra, Chairman (Nominee of Ministry of Railway)
2. Mr. Sanjay Dungrakoti, Coordinating Director (Nominee of Rail Vikas Nigam Limited)
3. Dr. Meenu Dang, Director (Nominee of Rail Vikas Nigam Limited)
4. Mr. Pradip Kumar Singh, Director (Nominee of Rail Vikas Nigam Limited)
5. Mr. Sajal Mittra, Director (Nominee of Adani Petronet (Dahej) Port Pvt. Ltd.)
6. Mr. M. Thennarasan, Director (Nominee of Gujarat Industrial Development Corporation)
7. Mr. Kalpesh Vithlani, Director (Nominee of Gujarat Maritime Board)

Company Secretary

Ms. Kanika Mathur

Chief Financial Officer

Mr. Balkishan Sharma

Chief Executive Officer

Mr. Pasupathy Sankar

Registered Office:

39-42, 3rd Floor, Indra Palace,
H – Block, Connaught Circus,
Connaught Place,
New Delhi-11001

Corporate Office:

Rubellite Building
3rd Floor, 32 Ajit Nagar Society,
Dinesh Mill Road
Vadodara – 390007

Statutory Auditors:

M/s D. Singh & CO
Chartered Accountant
C-97, Panchsheel Enclave
New Delhi, 110017

Secretarial Auditors

CS ANIL ANAND
(Company Secretary in Practice)
102, GK House, 1st Floor, 187-A
Sant Nagar, New Delhi-110065

Bankers:

Canara Bank
Parliament Street Branch
New Delhi

Bank of India
Malai Mandir Branch
New Delhi

Bank of India
Alkapuri Branch, Vadodara
Gujarat

HDFC Bank Ltd.
1st Floor, Kailash Building
K.G.Marg
New Delhi – 110001

IDFC Bank
Sood Towers
Barakhamba Road
New Delhi-110001

NOTICE
OF THE
14TH ANNUAL GENERAL MEETING



**BHARUCH DAHEJ
RAILWAY COMPANY LTD.**
भरुच दहेज रेलवे कम्पनी लि.
CIN : U45203 DL2006 PLC155511

Registered Office :
39-42, (3rd Floor H Block) Indra Palace,
Connaught Circus Inner Circle,
New Delhi - 110 001.
Tel. : 011-43586814/17
Fax : 011 - 43586813

NOTICE

Notice is hereby given that the Fourteenth Annual General Meeting of Members of Bharuch Dahej Railway Company Limited will be held on Thursday, 19th November, 2020 at 11.30 A.M. at Conference Room, Rail Vikas Nigam Limited at 1st Floor, August Kranti Bhawan, Bhikaji Cama Place, New Delhi 110066 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as on 31.03.2020, Profit and loss Account & Cash Flow Statement for the year ended on that date, and the reports of the Board of Directors and Auditors' (both Statutory and Secretarial) thereon and the comments of the Comptroller and Auditor General of India thereon.

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended 31.03.2020 and the reports of the Board of Directors and Auditors (both Statutory and Secretarial) thereon and the comments of the Comptroller and Auditor General of India thereon as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in the place of Shri Sajal Mittra, who is liable to retire by rotation and being eligible offers himself for re- appointment.

In this regard, to consider and if thought fit, to pass, with or without modification (s), the following resolution as an Ordinary Resolution:

***“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Sajal Mittra (DIN 02625510), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”*

3. To appoint a Director in the place of Shri Pradip Kumar Singh, who is liable to retire by rotation and being eligible offers himself for re- appointment.

In this regard, to consider and if thought fit, to pass, with or without modification (s), the following resolution as an Ordinary Resolution:

***“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Pradip Kumar Singh (DIN 07989286), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”*

4. Remuneration of Statutory Auditors for the year 2020-21

As the Company comes under the purview of section 139 (5) of the Companies Act, 2013, the appointment of auditors is being made by Comptroller & Auditor General of India.

Section 142 of the Companies Act, 2013 provides that the remuneration of the auditor of the Company shall be fixed by the Company in general meeting or in such manner as the Company in general meeting may determine.

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT the Board of Directors of Bharuch Dahej Railway Company Limited be and are hereby authorized to fix the remuneration of the auditors of the Company appointed by the office of the Comptroller & Auditor General of India for audit of accounts of the Company for the year 2020-21.”

**By Order of Board of Directors
For Bharuch Dahej Railway Company Limited**


**Kanika Mathur
Company Secretary**

Place: New Delhi
Date: 20.10.2020

Notes:

1. Registrar of Companies (ROC) vide circular no. ROC/Delhi/AGM Extn./2020/11538 dated 08.09.2020 extended the time limit for holding of Annual General Meeting (AGM) for the financial year 2019-20 ended on 31.03.2020 by a period of three months from the due date by which AGM ought to have been held i.e. from 30.09.2020 to 31.12.2020. Accordingly, the Company is holding its 14th AGM in such extended period.
2. In view of the present extraordinary circumstances due to pandemic caused by COVID 19, Ministry of Corporate Affairs vide vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020, has allowed the Companies for holding Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in the calendar year 2020. In compliance with the same and applicable provisions of Companies Act, 2013, the 14th AGM of the Company is being convened and conducted through VC.
3. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 14th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 14th AGM and hence the Proxy Form are not annexed to this Notice.

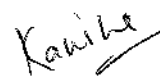
5. Corporate Members intending to send their authorized representatives to attend the 14th AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
6. The Notice of AGM and Annual Report 2019-20 are available on the Company's website viz. *www.bdrail.com*.
7. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 14th AGM. Members seeking to inspect such documents can send an email to *cosec@bdrail.in*.
8. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
 - a) The meeting will called through 'Microsoft Teams'.
 - b) The link to attend the meeting will be shared through email separately.
 - c) The members may attend the same by clicking on the link and joining through browser or by downloading the app available in the play store.
 - d) The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting and 15 minutes after the expiry of the said scheduled time.
 - e) Queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent to *cosec@bdrail.in* at least seven days in advance of the meeting so that the answers may be made readily available at the meeting.

- f) Members are requested to e-mail at cosec@bdrail.in or call at 011-43586814/15/16/17 in case of any technical assistance required at the time of joining/ accessing/ voting at the Meeting through VC;

Copy to:

- A. All the shareholders of the company**
- B. Statutory auditors of the company**
- C. Secretarial auditor of the company**
- D. All directors of the company**

**By Order of Board of Directors
For Bharuch Dahej Railway Company Limited**

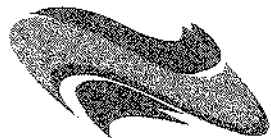

**Kanika Mathur
Company Secretary**

Place: New Delhi

Date: 20.10.2020



DIRECTORS' REPORT



**BHARUCH DAHAJ
RAILWAY COMPANY LTD.**
भरुच दहेज रेलवे कम्पनी लि.
CIN : U45203 DL2006 PLC155511

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DIRECTORS' REPORT

DISTINGUISHED SHAREHOLDERS,

Directors of your Company hereby present the Fourteenth Annual Report of the Company containing salient features of operations and business of your Company, along with the Audited Annual Accounts for the year ended 31st March, 2020.

FINANCIAL REVIEW & STATE OF AFFAIRS

During the Year under review, the Financial Statement of the Company has been prepared in terms of Sections 129, 133 and Schedule II to the Companies Act, 2013 (as amended) read with the Indian Accounting Standards (IND AS) as notified by the Ministry of Corporate Affairs along with the comparative financial statement of F.Y. 2018-19.

Highlights of Financials of the Company as on 31.03.2020 are as under:

Particulars	Amount (in Rs. crore) (For year ended 31.03.2020)	Amount (in Rs. crore) (For year ended 31.03.2019)
Revenue from Operation	42.41	83.49
Other Income	<u>05.23</u>	<u>04.41</u>
Total Revenue [A]	<u>47.64</u>	<u>87.90</u>
O&M Cost	34.98	40.54
Finance Cost	13.08	14.36
Depreciation	13.52	13.26
Other expenses	<u>02.19</u>	<u>02.68</u>
Total Expenses [B]	<u>63.77</u>	<u>70.85</u>
<u>Profit before Exceptional item</u>	[A-B] <u>(16.13)</u>	17.04
<u>Exceptional Item</u>	-	-
<u>Profit/(Loss) Before Tax</u>	<u>(16.13)</u>	17.04
<u>Taxes including Current Tax and Deferred Tax</u>	<u>(5.33)</u>	<u>10.78</u>
<u>Profit/(Loss) After Taxes</u>	<u>(10.8)</u>	<u>6.26</u>

(7)

COMPANY'S OPERATIONS

You are aware that Bharuch Dahej Railway line became commercially operational from March 2012. Year wise summary of volume of Traffic handled from 2012 to 2020 are as under:

S. No.	Financial Year	No. of Rakes	No. of Wagons	Loading in million tonnes
1	2012-13	1370	79785	5.37
2	2013-14	1689	98660	6.63
3	2014-15	2697	157352	10.87
4	2015-16	1603	93430	6.45
5	2016-17*	873	50460	3.45
6	2017-18*	779	45062	3.09
7	2018-19*	1110	64733	4.48
8	2019-20*	422	24213	1.66

*Rakes includes coal, containers and other than coal rakes

In the financial year 2019-20, the volume of traffic (loading in million tonnes) has shown drastic decrease due to the decline in the quantum of the imported Coal. Lower volumes of traffic have occurred mainly due to external factors, manifesting in the form slowdown in the import of coal in the face of enhanced indigenous production, and subdued growth in the national economy having adverse impact on power production, which was earlier the mainstay of your Company's business. However decline in movement of imported coal from Dahej port has affected the main stream of business the Company. Further, it is perceived that the situation will become better in future.

However, the mix of freight traffic is undergoing a subtle change, and a diversified business base is emerging. Your Company has made efforts, with some success, to attract alternative streams of traffic. In the month of October 2019, Dahej Terminal was notified as SPV owned terminal and the movement of container traffic was allowed from Dahej Terminal and consequently, many marketing efforts were made since then to bring container traffic to BDRCL section. Further, in the month of April 2020, due to outbreak of pandemic COVID 19 and imposition of lockdown throughout the country, the industries started to approach BDRCL for Rail movement from Dahej and consequently, the container traffic moving by Roadways was shifted to Dahej for Rail movement. In order to attract container traffic and to retain the existing traffic, your Company decided to publish a composite rate for handling container traffic at Dahej, considering that there is no loss to the business of BDRCL and further some benefit may be passed on to the industries and other stakeholders. Company is under discussions with various industries and some positive predictions for increase of traffic in near future are perceived.

OPERATIONS AND MAINTENANCE

The finalization of Operations & Maintenance (O&M) Agreement is under discussion with Western Railway. Your Company has presented its views on the draft of the same from time to time, to be incorporated in the agreement. Pending its finalization, Western Railway has continued to release revenue to BDRCL on a provisional basis. Even in the absence of this agreement, WR has been getting its share of operational cost and maintenance cost as per norms and share of revenue from the traffic carried on the Dahej- Bharuch- Chavaj section.

Your Directors have been representing before the Railway Board and Western Railway from time to time that the burden of Railway cost of maintenance should be discontinued to be charged from BDRCL and the maintenance should be transferred to BDRCL without any further delay. Recently, it was agreed by the Western Railway that the maintenance would be handed over to BDRCL. However, in case a decision for running of passenger services is taken at any future point of time, the modalities of the maintenance shall be decided at that time, by a mutual decision between BDRCL and WR. The matter relating to discontinuation of passenger services on BDRCL section is under consideration of Railway Board due to the service being poorly patronized. It is hoped that the services of the same would be permanently closed. However, BDRCL has also represented to Railway Board to maintain the track even after passenger services on the section.

PHYSICAL PROGRESS

Barring a few construction activities intended at enhancing the capacity for freight handling at Dahej Terminal, physical work on the project stands completed. Looking to the relatively low volumes materialising, the Company had decided earlier that the work related to providing additional line(s) and a shunting neck at Dahej for handling container and other traffic should be undertaken as per the requirement. Now, your company is looking forward for development of the existing facilities and increasing the loading capacity to attract and be able to meet the traffic requirements. Further, for the purpose of expanding the business of the Company, the construction and completion of additional line no. 6 at Dahej with shunting neck keeping for dealing different type of commodities at DGFJ has been already approved to be completed. The Company is also evaluating the option to have solar panels installed at the section for use of solar energy for running the trains on the section in an economical manner.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN END OF THE FINANCIAL YEAR AND THE DATE OF THIS REPORT

There were no material changes and commitments, affecting the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of the report.

RESERVES AND DIVIDEND

The Profit/(Loss) after Tax for the year 2019-20 is Rs. (10.79) Crore. This has deteriorated the Company's retained earnings for this year to Rs. 31.61 Crore from Rs. 42.40 Crore in the previous year. During the financial year under review, the Board has not proposed to transfer any amount to Reserves. As your Company has incurred net loss during the Financial Year 2019-20, your Directors have not recommended any dividend for the year.

CAPITAL STRUCTURE

The Company's Authorized Share Capital is Rs 165,00,00,000/- (Rupees One hundred Sixty Five Crore only) divided into 16,50,00,000/- (Sixteen Crore Fifty Lakh) and paid up capital Rs 155,11,00,000/- (Rupees One hundred Fifty Five Crore only) divided into 15,51,10,000/- (Fifteen Crore Fifty One Lakh Ten Thousand) equity shares of Rs 10/- each respectively. The Company has not issued any further Equity Shares during the year.

BOARD OF DIRECTORS

Your Company's Board of Director has seven members, including a Chairman (nominated by the Ministry of Railways), three nominees of Rail Vikas Nigam Limited, one nominee from Gujarat Industrial Development Corporation, one nominees from Gujarat Maritime Board and one nominee of Adani Petronet (Dahej) Port Pvt Ltd.

The present composition of Board of Directors is as under:

Sr. No.	Name	Designation	Date of Appointment
1.	Shri Sushant Kumar Mishra - Ministry of Railways	Chairman	23.05.2020
2.	Shri Sanjay Dungrakoti - Rail Vikas Nigam Limited,	Coordinating Director	26.09.2018
3.	Shri Pradip Kumar Singh - Rail Vikas Nigam Limited,	Nominee Director	25.09.2019
4.	Dr. Meenu Dang - Rail Vikas Nigam Limited,	Nominee Director	06.10.2017
5.	Shri Sajal Mittra - Adani Petronet (Dahej) Port Pvt Ltd,	Nominee Director	26.11.2015
6.	Shri M. Thennarasan - Gujarat Industrial Development Corporation,	Nominee Director	24.10.2019
7.	Sh. Kalpesh Vitlani - Gujarat Maritime Board	Nominee Director	15.05.2020

Further, during the financial year 2019-20, the following Directors vacated their offices:

Sr. No.	Name of Director	Designation	Date of Cessation
1.	Shri Rajinder Kumar Malik	Nominee Director /RVNL	25.09.2019
2.	Smt. D. Thara	Nominee Director/GIDC	08.08.2019
3.	Shri Mukesh Kumar	Nominee Director/GMB	18.06.2019

*Sh. Anurag ceased to be Chairman w.e.f 23.05.2020.

The Board of Directors appreciates the valuable contribution made by the above noted ceased Directors during their tenure as Directors in the Company. Their guidance during a difficult macroeconomic environment was indeed most valuable.

At present, five Directors are liable to retire by rotation. Out of them, two Directors namely Shri Sajal Mittra and Shri Pradip Kumar Singh will retire by rotation in 14th Annual General Meeting and being eligible offer themselves for re-appointment.

Meeting of Board and Committees:

During the year, the Board of Directors held 5 meetings on 16.04.2019, 10.05.2019, 23.08.2019, 25.09.2019 and 16.01.2020. The committee of Corporate Social Responsibility met once during the year on 10.05.2019.

The Company had the following Key Managerial Personnel during the year:

In terms of Section 203 of the Act, the Key Managerial Personnel (KMPs) of the Company during FY 2019-20 are:

1. Shri Pasupathy Shankar, Chief Executive Officer, w.e.f 16.04.2019.
2. Shri Balkishan Sharma, Chief Financial Officer, w. e. f. 05.09.2014.
3. Smt Kanika Mathur , Company Secretary, w.e.f 01.09.2019.

Further, Smt. Beena R. Shah retired from the office of Company Secretary w.e.f 01.06.2019.

AUDIT AND AUDITORS

Statutory Auditors

In terms of the provisions of Section 139 of the Act read with provisions of the Companies (Audit and Auditors) Rules, 2014 (as amended), M/s D Singh & Co, Chartered Accountants (Firm Registration No. 001351N) was appointed by Comptroller and Auditor General of India vide letter having no. CA.V/COY/CENTRALGOVERNMENT, BDRCL (0)/355 dated 06.08.2019 as the Auditors of the Company for the financial year 2019-20.

Secretarial Auditors

In terms of Section 204 of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), your Board at its meeting held on 10.07.2020 appointed CS Sh. Anil Anand, Company Secretary in Practice (Membership No. 10328 and C. P. No. 11295) as the Secretarial Auditors of the Company, to conduct the Secretarial Audit for the financial year ended 31.03.2020 and to submit Secretarial Audit Report.

Internal Auditor

M/s Sunil K Gupta & Associates, Chartered Accountants have been appointed as Internal Auditors of the Company for the Financial Year 2020-21. Internal Auditors have been discharging their role of carrying out various assigned functions, including checking adequacy of internal control systems in the organization. They have also been presenting their Internal Audit Report in meeting of the Board of Directors, and participating in the ensuing discussion.

STATUTORY AUDITOR'S REPORT

Auditor's Report is part of the Annual report for the perusal of the stakeholders. Comments of the Management on the qualifications/comments made by the Auditor in their Report are enclosed as **Annexure A** to the Directors' Report. There was no frauds reported by auditors under sub-section (12) of section 143.

SECRETARIAL AUDIT REPORT

Secretarial Audit Report as presented by CS Anil Anand, Company Secretaries, is part of the Annual report for the perusal of the stakeholders and Comments of the Management on the qualifications/comments made by the Secretarial Auditor in their Report as **Annexure B**. The Report finds the Secretarial practices in line with the laid down requirements.

ADEQUACY OF INTERNAL FINANCIAL CONTROL AND ADEQUACY WITH REFERENCE TO FINANCIAL STATEMENT

The Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Company's IFC system also comprises due compliances with Company's policies and Standard Operating Procedures (SOP's) and audit and compliance supplemented by internal auditor and Independent Consultants. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms. Independence of the audit and compliance is ensured by direct reporting of Internal Auditors to the management and the Board. A four stage mechanism has been put in place in this regard. Apart from the Finance department of the Company holding direct responsibility in the matter, a

Chartered Accountant Firm engaged on retainerhip examines the adequacy of system, the Internal Auditors of the Company also examine the systems in place for their adequacy. Finally, the Statutory Auditor of the Company also includes comments on this aspect as part of their Report. Such controls have been constantly tested and no reportable material weakness in the design or operation was observed.

The Company's internal control systems are commensurate with the nature of its business, the size and complexity of its operations and such internal financial controls with reference to the Financial Statements are adequate.

DISCLOSURE OF PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

Information under section 134 of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended 31.03.2020 is given below:

i) **Foreign Exchange Earnings and Outgo**

The Company has neither earned nor expended any foreign exchange during the financial year 2019-20.

ii) **Conservation of Energy and Technology Absorption**

The Company is conscious of the need to keep all the cost elements at the barest minimum level including the energy cost. It is also aware of the responsibility to conserve energy in an overall energy deficit scenario in the Country. The Company has made significant investment upfront to construct a Railway line which runs on electric traction, and is significantly more economical and environment friendly than the alternative diesel traction.

EXTRACT OF ANNUAL RETURN:

Pursuant to Sections 92 & 134(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return in Form MGT-9 is provided in **Annexure C** to this Report and is also available on the Company's website www.bdrail.in.

REPORTING ON CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER THE SEXUAL HARASSEMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace. In this regard, the Board of the Company has approved the formation of Internal Complaint Committee pursuant to Section 4 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Further the following is a summary of sexual harassment complaints received and disposed off during the financial year 2019-20.

Number of Complaints received: NIL

Number of Complaints disposed of: NIL

Closing balance of the complaints: NIL

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS U/S 186

During the year, the Company has neither given loans, nor given any guarantee or security to any person or Body Corporate, nor made any investment pursuant to Section 186 of the Companies Act, 2013.

DETAILS OF DEPOSIT

During the year, the Company has neither invited nor accepted any deposits covering under Chapter V - Acceptance of Deposits by Companies' under the Companies Act, 2013 during the financial year ended 31.03.2020.

PARTICULARS OF RELATED PARTY TRANSACTIONS

During the year 2019-20, the Company did not enter into any transactions with the Related parties which are not in the ordinary course of business or not at arm's length price or material in nature, under Section 188 of the Companies Act, 2013.

STATEMENT ON RISK MANAGEMENT

The management of your Company is constantly engaged in the process of identifying risks, assessing risks and developing strategies to manage risks. While a risk management plan and a business impact analysis are important parts of a business, early stages of a business should combine optimal utilization of opportunities with effective risk management. Your Company is in the business of rail transportation. Cost advantages and environmental superiority associated with rail transport make the business of your Company a promising proposition.

Your Directors are aware that a business of this size and nature must be subjected to constant review of various risks, and appropriate risk-mitigation measures must be taken from time to time. The major risks perceived for the Company include:

- Issues of control by Indian Railways – cost issues;
- Capacity constraints, and roadblocks in capacity enhancement;
- Constraints in financing the capacity augmentation activities;
- Need for diversifying customer base; and
- Possible damage/loss through acts of God.

In the assessment of the management, duly endorsed by your Directors, the risks identified are low to moderate. Your Company plans to approach capacity enhancement through diverse interventions in a need based manner, consistent with the trend of offering traffic. Financing the

capacity enhancement will need to follow a mix of internal generation and debt. The Company is already gearing up to meet the demand for rail transportation amongst diverse customers. As regards possible impact of acts of God, the Company keeps its assets suitably insured.

In the view of your Directors, BDRCL's approach to risk management is dynamic and proactive, and reviews will be taken from time to time to bring about appropriate interventions.

CORPORATE SOCIAL RESPONSIBILITY

The information to be reported under the head of CSR is annexed as **Annexure D**.

FORMAL ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE:

The Company has a Performance Evaluation procedure in place, setting parameters relating to roles, responsibilities and obligations of the Board, effectiveness of its functioning, contribution of Directors at meetings and the functioning of its Committees. Evaluation of performance has been made by the Board of Directors.

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provision of the Act.

COST RECORD

The provision of Cost audit as per section 148 of Companies Act, 2013 are not applicable on the Company.

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There were no penalties/punishment/compounding of offences for the breach of any sections of the Companies Act, 2013 against the Company or its Directors or other officers in default, during the year.

SIGNIFICANT AND MATERIAL LITIGATIONS / ORDERS

During the year under review, there were no significant material orders passed by the Regulators / Courts and no litigation was outstanding as on 31.03.2020, which would impact the going concern status and future operations of your Company.

Further the details of litigation / cases under Service Tax and those involving labour issues are enclosed as **Annexure E**.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of the Company in pursuance of Section 134 (5) of the Companies Act, 2013 as amended hereby confirms that:

- i) in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- iii) 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;
- iv) the Directors had prepared the annual accounts on a going concern basis; and
- v) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COVID -19 IMPACT ON BUSINESS OUTLOOK

Covid -19 is an unprecedented risk and it has severely affected all the key dimensions of business operations both at national level and international level since March 2020. Nationwide lockdowns were announced across the world to minimize its impact. Currently, restrictions are being relaxed in a phased manner. Huge financial stimulus package has been announced by Indian government to support the economy. However, situation is still far from normal and uncertainty prevails over future. The pandemic has resulted, and may continue to result, in significant economic disruption that has and likely continue to adversely affect the business. The ultimate impact of the pandemic on the business, results of operations and financial condition will depend on numerous evolving factors and future developments, including the ultimate duration, spread, severity and repetitiveness of the outbreak; the ultimate extent and duration of its effect on the global economy and how quickly and to what extent normal economic and operating conditions resume.

The continued spread of COVID-19 could adversely affect workforces, customers, economies and financial markets globally, potentially leading to further economic downturn. The potential impact to our results going forward will depend to a large extent on future developments regarding COVID-19 that cannot be accurately predicted at this time, including the duration and severity of the pandemic, the extent and effectiveness of containment actions and the impact of these and other factors on our employees, customers, and vendors.

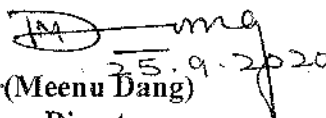
Your Company has emphasized on the safeguards and preventive measures to save its employees and stakeholders, from time to time.

ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation and gratitude to the Ministry of Railways, Rail Vikas Nigam Limited, Government of Gujarat and the shareholders for their continued interest in its business and support to the Company. The Directors would also like to express their deep appreciation and gratitude to the officers of Comptroller and Auditor General, Statutory Auditors, Internal Auditors, Rating Agencies, Banks and others who have provided their valuable guidance and contribution to the growth and development of the Company in attainment of its aims and goals. Further, the Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management. The ownership and responsiveness shown by all the stakeholders is unparalleled and is a testimony of the spirit of this great organization.

For and on behalf of the Board of Directors of
BHARUCH DAHEJ RAILWAY COMPANY LIMITED


(Sanjay Dungekar)
Director
DIN-08028084


DR (Meenu Dang)
Director
DIN-05171078

Date: 25.09.2020
Place: New Delhi

Addendum to Directors' Report

S.No.	Auditors' Qualification	Management Comment
1.	The opening balances and the comparative figures disclosed in the Ind AS financial statements for the year ended March 31, 2020 are based on the audited Ind AS financial statements of the Company for the year ended March 31, 2019 on which our Revised Auditors' Report dated September 9, 2019 expressed a qualified opinion. The matters which resulted in the qualification inter alia included the prospective application of Appendix A to Ind AS 11 from the transition date on the first Ind AS financial statements of the Company as at March 31, 2017. The Company had opted to apply this appendix from the transition date prospectively as the Management did not find it practicable to apply this appendix retrospectively. Based on audit procedures and queries made, we were unable to obtain sufficient appropriate audit evidence to ascertain that retrospective application of Appendix A to Ind AS 11 was impracticable as defined in Ind AS 8 to avail the exemption of Ind AS 101. Consequently, we were unable to ascertain the impact, of the above on the Ind AS financial statements of the Company." In view of the above, any adjustments to the opening balances as at April 1, 2019 that would have been required may have a consequential effect on the Company's assets and liabilities as at April 1, 2019 and March 31, 2020 and its results for the year ended March 31, 2020 and the presentation	Para 5 of Ind AS 8 provides that application of an accounting policy can be treated as Impracticable when: (a) The effects of the retrospective application or retrospective restatement are not determinable; (b) The retrospective application or retrospective restatement requires assumptions about what management's intent would have been in the period; or (c) the retrospective application or retrospective restatement requires significant estimates of amounts and it is impossible to distinguish objectively information about those estimates that: (i) provides evidence of circumstances that existed on the date(s) as at which those amounts are to be recognised, measured or disclosed; and (ii) would have been available when the financial statements for that prior period were approved for issue from other information. Considering the impracticability as defined in the para 5 of Ind AS -8 defined above which includes requirement of what could be management's intention at that time, circumstances as on date transactions and other relevant information since the date of signing of concession agreement, the Management

and disclosure thereof in the Ind AS financial statements.	decided to apply the appendix from the transition date prospectively. Further, exemption adopted by company is in line with the exemption available in para D 22 of Ind AS 101. Para D22 of Ind As states as under: A first-time adopter may apply the following provisions while applying the Appendix A to Ind AS 11: i) Subject to paragraph (ii), changes in accounting policies are accounted for in accordance with Ind AS 8, i.e. retrospectively, except for the policy adopted for amortization of Intangible Assets arising from Service Concession Arrangement related to toll roads in financial statement for the period ending immediately before the beginning of first Ind AS financial reporting period as per previous GAAP. ii) If, for any particular service arrangement, it is impracticable for an operator to apply this Appendix retrospectively at the date of transition, it shall: a) recognise financial assets and intangible assets that existed at the date of transition to Ind AS. b) use the previous carrying amounts of those financial and intangible assets (however previously classified) as their carrying amounts as at that date; and c) test financial and intangible assets recognised at that date for impairment, unless this is not practicable, in which case the
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Appendix D of the Ind AS 115 at the best estimate of expenditure required to settle the obligation. However, the Company has not estimated and provided for the aforesaid obligation in the Ind AS financial statements. In the absence of information, we are unable to ascertain the impact of the above on the Ind AS financial statements of the Company.	• a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision shall be the best estimate of the expenditure required to settle the present obligation at the end of the reporting period. In other words, the amount that an entity would rationally pay to settle the obligation at the end of the reporting period or to transfer it to a third party at that time. The estimates of outcome and financial effects are determined by the judgment of the management of the entity, supplemented by experience and in some cases, reports from independent experts. As per the concession agreement Company is under an obligation to keep the project assets in working condition, including making replacement, as per laid down standards of MOR. However, at present reliable estimate for restoration obligation is not available, therefore provision for same has not been recognised in financial statements, the same will be provided in the year in which estimate becomes reliable. The facts has been disclosed in note 47 of financial statements.
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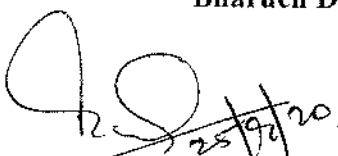
S.No.	Emphasis of Matter	Management Comment
1	We draw attention to Note No. 20.3 and Note No 9.1 to the Ind AS financial statements. Revenue from Operations of Rs 4241.09 lakhs includes revenue of Rs.1319.97 Lakhs (Rs. 1191.47 Lakhs pertaining to previous years) recognized as income on terminal cost of coal loaded from MAPD siding w.e.f 10.08.2017. The said revenue recognized is outstanding as trade receivable on the balance sheet date. In previous years, this revenue was not	The Revenue is recognised based on discussion with Railway Board. Railway Board vide letter no 2017/Infra/12/20 dated 03-03-2020 has clearly instructed to Western Railway to pay Terminal cost to BDRCL in accordance with the Board's letter dated 10-08-2017. Further, Railway Board order No. 2012/Infra/18/5 dated 10-08-2017 wherein it is stated that the Terminal Cost

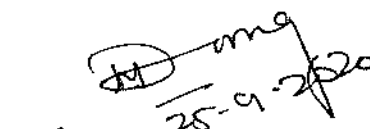
		amounts shall be tested for impairment as at the start of the current period. iii) There are two aspects to retrospective determination: reclassification and re-measurement. It will usually be practicable to determine retrospectively the appropriate classification of all amounts previously included in an operator's balance sheet, but that retrospective re-measurement of service arrangement assets might not always be practicable. However, the fact should be disclosed. In terms of sub-para D22(iii), as reproduced above, if in the management's view it is found impracticable to give retrospective effect, the fact should be disclosed. In the view of BDRCL's management, retrospective effect is impracticable and this fact has been duly disclosed in Note No. 48.1.3 Service Concession Arrangement in to the financial statement of the Company for FY 2016-17.
2.	Reference is drawn to Note No. 47 of the Ind AS financial statements on Obligation to Restore project assets to specified level of serviceability. In terms of Concession agreement, there is an obligation on the Company to keep the project assets in working condition, including making replacement, as per laid down standards of Ministry of Railways, of all project assets whose lives expire during the concession period. Accordingly, Company is required to provide for in respect of replacement obligations arising during the remaining concession period as per requirement of	Ind-AS 37 defines a provision as a liability of uncertain timing and amount and prescribes conditions that have to be satisfied for recognition of a provision. A provision shall be recognised when: • an entity has a present obligation (legal or constructive) that is a result of a past event; • it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and

	recognised by the Company due to the divergent interpretation taken by Western Railways of the Railway Board's letter No 2012/Infra/185 dated 10-08-2017. During the current year, the Company has recognized the aforesaid revenue based on Railway Board's letter dated 03-03-2020 to Western Railways requesting to pay the terminal cost to the Company in accordance with the Board's letter dated 10-08-2017. As per information and explanations provided, the said revenue has not yet been apportioned by the Western Railways and the amount is still outstanding as on the date of this report. The Company also does not have the balance confirmation of the said receivable from Western Railways. However, the management believes that as the matter is now clarified by Railway Board vide the aforesaid letter the amount is due to the Company and shall be received in due course of time. Our Opinion is not qualified in respect of this matter	(TC) component of the tariff as per IRFA rules will be payable to SPV/JV in case either the terminal lies on SPV line or get connected to SPV line directly. MAPD siding is directly connected to BDRCL line and Railway Board has clearly directed to WR. Accordingly, BDRCL is entitled to get the Terminal Cost from WR w.e.f 10.08.2017.
2.	We draw attention to Note No. 20.1, 20.2 and Note No, 9.1 to the Ind AS financial statements. Revenue from Operations of Rs. 4241.09 lakhs includes revenue of Rs. 373 lakhs pertaining to Bharuch-Chavaj section computed on provisional basis for the current year. The total revenue recognized in this respect including for previous years amounts to Rs.4134.59 lakhs. The said revenue is outstanding as trade receivable as on the balance sheet date. As per information and explanations provided, the revenue apportionment by Western Railways does not include the apportionments for share of revenue towards the Bharuch - Chavaj section and the final figures could vary. Our Opinion is not qualified in respect of this matter.	We would like to inform you that the matter has been resolved by the Railway Board vide their letter No. 2017/Infra/12/20 dated 22.11.2017. Further, in the M/o June and July 2020 Company has received an amount of Rs 1402.92 Lakhs on account of Bharuch Chavaj section. The Western Railway is in the process of reconciliation of amount pertaining to the Bharuch-Chavaj section and same is expected to be released soon. Accordingly, we are of the firm opinion that the Company has recognized the corresponding revenue entirely consistent with Ind AS- 115.

3.	We draw attention to Note No. 20 & Note No. 22 to the Ind AS financial statements, The Operation and Maintenance Agreement with the Western Railway that defines among others, right & obligations, share of Income & Expenses to be apportioned to the Company arising out of the operation of the Bharuch Dahej Samni Railway Line by the Company has not yet been signed. The Company has however recognized the operating income and expenses arising out of this arrangement which is yet to be formalized based on provisional figures made available by the Western Railway and the final figures could vary. Our Opinion is not qualified in respect of this matter	A few items in the O & M Agreement, where there was difference of opinion with Western Railway, are presently under examination and discussion with the Ministry of Railways and Western Railway. The Agreement has not been finalized due to the existing difference of opinion on important elements in the interest of BDRCL. Further, management is approaching the WR for revert back of the maintenance activities and modify the draft agreement accordingly.
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For and on behalf of the Board of Director of
Bharuch Dahej Railway Company Limited


(Sanjay Dungrakoti)
Director
DIN-08028084


DR (Meenu Dang)
Director
DIN-05171078

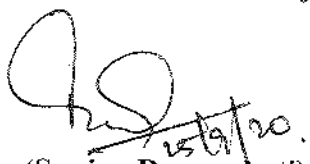
Date: 25.09.2020

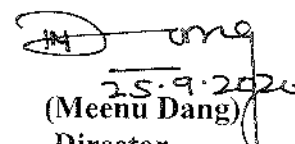
Place: New Delhi

Annexure B

Sl. No.	Extracts from Secretarial Auditors Report	Management reply
1.	The provisions of Corporate Social Responsibility (CSR) are applicable to the Company. However, Company has not spent the entire amount of 2 percent of the average net profits during three immediate proceeding financial years in 2019-20.	As required under the provisions of Companies Act, the Board, in its report made under clause (o) of sub-section (3) of Section 134, will specify the reasons for shortfall in spending towards Corporate Social Responsibility. Further, the reasons for not spending the same are as follows: 1. With Western Railway not releasing BDRCL's legitimate share in revenues, a serious cash flow crisis built up, leaving the Company with insufficient cash for undertaking CSR activities. 2. Freight traffic carried by the Company continued to be low due to external macroeconomic factors. Consequently, revenue remained low; 3. Pending major issues of the Company with Western Railways (WR). 4. Due to unavoidable circumstances, the Company decided to keep on hold augmentation of scope of the CSR activities.

**For and on behalf of the Board of Director of
Bharuch Dahej Railway Company Limited**


 (Sanjay Dungarakoti)
 Director
 DIN-08028084


 (Meenu Dang)
 Director
 DIN-05171078

Date: 25.09.2020

Place: New Delhi

										Annexure-C
FORM NO. MGT 9										
EXTRACT OF ANNUAL RETURN										
as on financial year ended on 31.03.2020										
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.										
I	REGISTRATION & OTHER DETAILS:									
i	CIN	U45203DL2006PLC155511								
ii	Registration Date	15.11.2006								
iii	Name of the Company	Bharuch Dahej Railway Company Limited								
iv	Category/Sub-category of the Company	Non-Government Company								
v	Address of the Registered office & contact details	39-42, 3rd Floor, Indra Palace, H Block, Connaught Circus, Middle, Circle, Connaught Place, New Delhi 110001 Phone no. 011-43586815								
vi	Whether listed company	Unlisted								
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 P: +91 40 6716 1602 M : +91 9381616972 www.kfintech.com								
II	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY									
All the business activities contributing 10% or more of the total turnover of the company:										
SL No	Name & Description of main products/services	NIC Code of the Product / service			% to total turnover of the company					
1	Freight Rail transport	49120			99.68%					
III	PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES									
SL No	Name & Address of the Company	CIN/GLN			HOLDING/SUBSIDIARY/ASSOCIATE		% OF SHARES HELD		APPLICABLE SECTION	
1	Rail Vikas Nigam Limited	L74999DL2003GOI118633			Associate		35.46		2(6)	
IV	SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian	0	0	0	0	0	0	0	0	0	
a) Individual/HUF	0	5	5	0.000007	5	0	5	0.000007	0	
b) Central Govt. or State Govt.	0	54999995	54999995	35.458	54999995	0	54999995	35.458	0	

(including RVNL)									
c) Bodies Corporates	0	17330000	17330000	11.172		17330000	17330000	11.172	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total:(A)(1)	0	72330000	72330000	46.631	55000000	17330000	72330000	46.631	0
(2) Foreign									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A) (1) + (A) (2)	0	72330000	72330000	46.631	55000000	17330000	72330000	46.631	0
B. PUBLIC SHAREHOLDING									
(1) Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub Total (B)(1)	0	0	0	0	0	0	0		
(2) Non Institutions									
a) Bodies corporates	0	47060000	47060000	30.339	23530000	23530000	47060000	30.339	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0

i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0	0	0	0	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0	0	0	0	0	0
c) Others (State Government Companies)	0	35720000	35720000	23.028	0	35720000	35720000	23.028	0
Sub Total (B)(2)	0	82780000	82780000	53.368	23530000	59250000	82780000	53.368	0
Total Public Shareholding (B)= (B) (1) – (B) (2)	0	82780000	82780000	53.368	23530000	59250000	82780000	53.368	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	155110000	155110000	100	78530000	76580000	155110000	100	0

(ii) SHARE HOLDING OF PROMOTERS									
Sl No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding	
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares		
1	RAIL VIKAS NIGAM LTD.	54,999,995	35.458	0	54,999,995	35.458	0		0
2	SH. ARUN KUMAR	1	0.00000064	0	1	0.00000064	0		0
3	SH. VIJAY ANAND	1	0.00000064	0	1	0.00000064	0		0
4	SH. ASHOK KUMAR CHOUDHARY	1	0.00000064	0	1	0.00000064	0		0
5	SH. PRADEEP GAUR	1	0.00000064	0	1	0.00000064	0		0
6	SMT. GITA MISHRA	1	0.00000064	0	0	0	0		0
7	SH. AJAY KUMAR	0	0	0	1	0.00000064	0		0
8	ADANI PETRONET (DAHEJ) PORT PRIVATE LIMITED	17,330,000	11.17	0	17,330,000	11.17	0		0
	TOTAL	72,330,000	46.63	0	72,330,000	46.63	0		0

(iii)	CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)				
Sl. No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
1	SMT. GITA MISHRA	No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	1	0.00000064	0	0
	Date wise increase/decrease in Promoters Shareholding during the year - Transfer of shareholding	1	0.00000064	0	0
	At the end of the year	0	0	0	0
	SH. AJAY KUMAR	No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	0.00000000	0	0
	Date wise increase/decrease in Promoters Shareholding during the year - Receipt through Transfer of shareholding	1	0.00000064	0	0
	At the end of the year	1	0.00000064	0	0
(iv)	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)				
Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	GUJARAT MARITIME BOARD	17,860,000	11.51	17,860,000	11.51
2	DAHEJ SEZ LIMITED	10,000,000	6.45	10,000,000	6.45
3	GUJARAT NARMADA VALLEY FERTILISER COMPANY LIMITED	13,530,000	8.72	13,530,000	8.72
4	HINDALCO INDUSTRIES LTD	13,530,000	8.72	13,530,000	8.72
5	JINDAL RAIL INFRASTRUCTURE LTD.	10,000,000	6.45	10,000,000	6.45
6	GUJARAT INDUSTRIAL DEVELOPMENT CORPORATION	17,860,000	11.51	17,860,000	11.51

	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0.00	-	0.00
	At the end of the year (or on the date of separation, if separated during the year)	Same as in the beginning of the year			
(v)	Shareholding of Directors & KMP				
Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
	For Each of the Directors & KMP	No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)	0	0	0	0
	At the end of the year	0	0	0	0

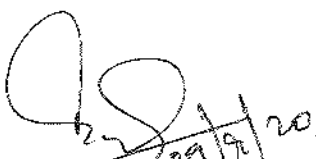
V	INDEBTEDNESS			
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	1334946752	0	0	1334946752
ii) Interest due but not paid	9314487	0	0	9314487
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	1344261239	0	0	1344261239
Change in Indebtedness during the financial year				
Additions	0	0	0	0
Reduction	280022337	0	0	280022337
Net Change	-280022337	0	0	-280022337
Indebtedness at the end of the financial year				
i) Principal Amount	1054928980	0	0	1054928980
ii) Interest due but not paid	7796425	0	0	7796425
iii) Interest accrued but not due		0	0	0
Total (i+ii+iii)	1062725405	0	0	1062725405

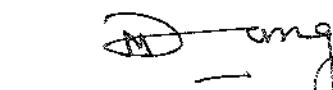
VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL						
A. Remuneration to Managing Director, Whole time director and/or Manager:						
Sl. No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.					
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		NIL			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others (specify)					
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act					
B. Remuneration to other directors:						
Sl. No	Particulars of Remuneration	Name of the Directors			Total Amount	
1	Independent Directors					
	(a) Fee for attending board committee meetings		NIL			
	(b) Commission					
	(c) Others, please specify					
	Total (1)					
2	Other Non-Executive Directors	Shri Sajal Mittra				
	(a) Fee for attending Board committee meetings	0			0	
	(b) Commission	0			0	
	(c) Others, please specify.					
	Incidental Expenses	9000			9000	
	Total (2)	9000			0	
	Total (B)=(1+2)	9000			9000	
	Total Managerial Remuneration					
	Overall Ceiling as per the Act.					
C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD						
Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
1	Gross Salary	Chief Executive Director (CEO)	Company Secretary	Chief Finance Officer (CFO)	Total	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1180861	544276	2051575	3776712	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	5000	5000	

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	others, specify	0	0	0	0
5	Others	0	0	0	0
	Total	1180861	0	2056575	3781712

VII	PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES				
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and behalf of the Board of Directors of
BHARUCH DAHEJ RAILWAY COMPANY


(Sanjay Dungrakoti)
Director
DIN-08028084


DR (Meenu Dang)
Director
DIN- 05171078

Place: New Delhi
Date: 25.09.2020

Annual Report on Corporate Social Responsibility

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects.-

The Board of Directors in their meeting held on 26.03.2015 approved CSR policy as recommended by the CSR Committee. The Policy has been prepared in accordance with provisions of the Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014. The same is available at the Company's website_(www.bdrail.in). The policy contains inter alia the Objectives, framework, focus of areas and key rules and guidelines for incurring CSR expenditure etc. The areas of activities mentioned in the policy are as per Schedule VII of the Companies Act, 2013

2. The Composition of the CSR Committee:-

The Committee presently consists of the following Directors namely:

1. Shri Sanjay Dungrakoti, Coordinating Director
2. Dr. Meenu Dang, Director
3. Shri Sajal Mittra, Director

During the year under review, the Committee met once on 10.05.2019. The presence of Members is as under:

S. No.	Name of Committee members	Date of Meetings of CSR Committee (10.05.2019)
1.	Shri Sanjay Dungrakoti	Present
2.	Dr. Meenu Dang	Present
3.	Shri Sajal Mittra	Present

3. Average net profit of the company for last three financial years :

Average profit of the Company for the last three years i.e. 2016-17, 2017-18 and 2018-19 is Rs. 15.93 Crore.

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) during 2019-20 was Rs. 31.86 lakh.

5. Details of CSR spent during the financial year 2019-20

- a) Total amount spent for the financial year 2019-20 - Rs 20.07 lakh
- b) Amount unspent, if any - Rs. 11.79 lakh

c) Manner in which the amount spent during the financial year is detailed below.

S. No	CSR identified	Sector in which the Project is covered	Projects or programs 1) Local area or other 2) Specify the State and districts where projects or programs were undertaken	Amount outlay (budget) Project or program wise	Amount spent on project or Program With subtitle (1) Direct Expenditure (2) Overheads	Cumulative expenditure upto Reporting period	Amount spent: Direct or through implementing agency
1.	Mobile Health Unit	Promoting Health Care including preventive health care	Local Area around Bharuch Dahej Railway Line in the state of Gujarat District Bharuch	Rs. 21.33 lakhs p.a.	Rs. 20,07,165/- (1) Direct: Rs. 20,32,000 /- (2) Overhead: Rs. 1,01,600 /-	Rs. 77.84 lakh	Through implementing Agency M/s Deepak Foundation based at Vadodara

Details of Implementing Agency:

Deepak Foundation is a registered Trust under Bombay Public Trust Act, 1950. It is registered on 22.11.1982. It is also registered under Section 12A of the Income Tax Act. It works in the area around the Company's Project of Bharuch Dahej Railway Line. It conducts similar activity for other clients since 2012.

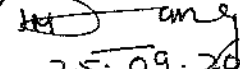
6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.

1. With Western Railway not releasing BDRCL's legitimate share in revenues, a serious cash flow crisis built up, leaving the Company with insufficient cash for undertaking CSR activities.
2. Freight traffic carried by the Company continued to be low due to external macroeconomic factors. Consequently, revenue remained low;
3. Pending major issues of the Company with Western Railways (WR).
4. Due to unavoidable circumstances, the Company decided to keep on hold augmentation of scope of the CSR activities.

5. The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

**For and on behalf of the Board of Director of
Bharuch Dahej Railway Company Limited**


(Sanjay Dungarakoti)
Director
DIN 08028084


25.09.2020
(Meenu Dang)
Director
DIN-05171078

Place: New Delhi
Date: 25.09.2020

			Annexure - E
Details of litigation / cases under Service Tax			
Sr. No.	Case No.	Title of case	Status of the case
1	Show Cause Notice no. 158/2014 dated 21.10.2014	Show cause notice in relation to services render by BDRCL to WR for the FY 2011-12, 12-13 and 13-14 amounting Rs. 16,33,14,441 was received by Company as on 03-11-2014.	The Department has filed an appeal in Hon'ble Supreme Court against the said order. Accordingly, in response to the above, BDRCL has submitted the counter affidavit to the Court.
		Thereafter personal hearing took place on 22.09.2015 before Principal Commissioner of Service Tax, Delhi which resulted in an order being passed in favor of Company (Order No.-C. No DL-III/ST/IV/16/40/BDRCL 2015).	
		Further, the matter was moved to CESTAT and fortunetely , CESTAT has passed the order in favor of the Company vide Order No ST/A/50434-50435-50435/2019-CU (DB) dated 25/03/2019 and rejected the demand filed by the department	
	Civil Appeal Diary No. 40312/2019 with Supreme Court of India	Department have gone for Appeal against the order of CESTAT	
2	Show Cause Notice no. 06/2016 dated 31.03.2016	Show cause notice in relation to services render by BDRCL to WR for the FY 2014-15 amounting Rs. 16,37,96,945 was received by Company as on 04-04-2016. In relation to above context the Company submitted reply to notice on 24-05-2016.	No further communication has received till date
		In relation to above context the Company submitted reply to notice on 24-05-2016.	
3	Show Cause Notice no. F.NF.NO. DL/GST-South/Naraina/R-55 / SCN / Bharuch / 249 / 2019 / 1986	Show cause notice in relation to services render by BDRCL to WR for the FY 2016-17 & 17-18 amounting Rs. 8,99,09,166 was received by Company as on 06-05-2019.	No further communication has received till date
		In relation to above, the Company submitted reply to notice on 04-06-2019.	

DETAILS OF COURT CASE			
(A)	GUJARAT HIGH COURT AHMEDABAD ADVOCATE - SH. R.N.SINGH, AHMEDABAD		
Sr.No	Case No.	Filed by	Remarks
1	15200/2015	Jagdish Manilal Vasava	Applicant gone for appeal to High Court against the orders of Labour Court Bharuch. Affidavit reply filed & pending for decision.
2	15201/2015	Shahrukhkhan Abdul Hafizkhan	
3	15202/2015	Swapnil B. Malaviya	
4	15203/2015	Firozkhan Isubkhan Pathan	
5	15204/2015	Imranali M. Shaikh	
(B)	GUJARAT HIGH COURT AHMEDABAD Land Acquisition Case -First Appeal against the decision dt.04.04.2018 of Bharuch Court. ADVOCATE - SH. R.N.SINGH, AHMEDABAD		
Sr.No	LAR No.	Filed by	Remarks
1	Civil Application	Kanubhai Manilal Patel	Civil Court Bharuch has ordered to pay additional compensation of
2	(HC) No. 608/2019 to	Natwerlal Manilal Patel	

3	620/2019, 799/2019 & 801/2019 in First Appeal No. 33419/2018 to 33433/2018 & Allied matter	Dahyabhai Dalubhai Patel	Rs.315/-sqm compensation for their acquired Land for Rly. Yard.
4		Rameshbhai Bhikhabhai	
5		Dhirajlal Tribhuvanbhai Patel	
6		Yakubbbhai Valibhai Suleman	Company has gone for appeal with High Court, Ahmedabad against the order of civil court Bharuch.
7		Jayantibhai Lallubhai	
8		Umarjee Ismail Mohd.	
9		Ranchhodbhai Bhavanbhai Patel	High court vide order dated 19.08.2019 directed to deposit 50 % of the claim amount with registrar of HC Ahmedabad
10		Thakorbbhai Dahyabhai Patel	
11		Sachinbhai Dineshbhai Patel	
12		Ibrahim Mohdbhai Umarjee	The appeal of the company has been listed for admission by the High Court vide order dated 28.01.2020.
13		Mustakbbhai Ali Ibrahim	
14		Mustakbbhai Ali Ibrahim	
15		Daluben Ukabhai Bharvad	

**(C) CENTRAL GOVT. INDUSTRIAL TRIBUNAL LALDARWAJA, AHMEDABAD
ADVOCATE - Ms. HIRAL, ADVOCATE with R.N.SINGH**

Sr.No	RLC(C) No.	Filed by	Remarks
1	BRC/RLC/8(11)2018	Sikandarali Fakirbax Shaikh	Contract employees were discontinued due to not available on UMLC while on duty. As per orders of MD employees were discontinued.
2	BRC/RLC/8(12)2019	Bhartsing Kasibhai Padhiyar	
3	BRC/RLC/8(13)2020	Vijay Babubhai Vasava	
4	BRC/RLC/8(14)2021	Manish Natwerbhai Limbachiya	
5	BRC/RLC/8(15)2022	Sagar Bhagwandas Sinda	
6	BRC/RLC/8(16)2023	Imtiyaz Ayubhai Garasiya	
7	BRC/RLC/8(17)2024	Umesh Arvindbhai Prajapati	
8	BRC/RLC/8(18)2025	Kishorbhai Babubhai Vasava	

Note Orders with schedule received from Desk Officer, New Delhi Dated. 31.10.2018 in which the above persons who were terminated and RLC©BRC report of FOC to Shram Mantralay, New Delhi and now reference has been made to CGIT Ahmedabad.

LABOUR COURT BHARUCH

**(A) RECOVERY APPLICATION BY APPLICANT BEFORE LABOUR COURT
ADVOCATE - SH. PIYUSH DANAK**

Sr. No	Circular LAR No.	Filed by	Remarks
1	31/2015	Mohd. Faroquekhan Azadkhan	Union has to submit their claim statement. Accordingly, BDRCL will submit reply. (no claim statement yet submitted by Union)

**(B) 3RD SR.ADD. CIVIL JUDGE BHARUCH - DARKHAST (EXECUTION PETITION)
ADVOCATE - Railway Advocate as Sr. DEN/BRC is party.**

Sr.No	LAR No./ LA Darkhast Case No.	Filed by	Remarks
1	80/2014 56/2018	Kanubhai Manilal Patel	Demanded payment of additional compensation of Land acquired for CVJ yard by RVNL/RLY. The matter is being looked after by Western Railway
2	82/2014 59/2018	Natwerlal Manilal Patel	
3	85/2014 55/2018	Dahyabhai Dalubhai Patel	
4	86/2014 57/2018	Rameshbhai Bhikhabhai	
5	91/2014 58/2018	Dhirajlal Tribhuvanbhai Patel	

Note: Case filed by the applicant against Railway Development Project Manager, Vadodara. First appeal against order of Civil court Bharuch has been filed before Hon.High Court of Gujarat.

(C)	2ND ADDL.SR.CIVIL JUDGE (BHARUCH) ADVOCATE - SH. P.MODI (RLY. ADVOCATE)		
Sr.No	RLC(C) No.	Filed by	Remarks
1	39/2014 (Serve No.668)	Kalyansinh Madhavsinh	New case filed for Land Acquisition Ref. Demanding additional compensation for the land acquired at Dahej.
2	40/2014 Serve No.625	Ramchandra Shukla Rajendra N. Shukla	
Note: Case is filed against Sr. Divisional Engineer, W. Rly, Vadodara but notice sent to BDRCL and requested to represent the case thro' nominating advocate. .Transferred to Civil court Vagra. The matter is being looked after by Western Railway			

(A)	INDUSTRIAL COURT VADODARA ADVOCATE - SH. PIYUSH DANAK			
Sr.No	Case No.	Filed by	Remarks	STATUS
1	Ref. (IT) 68/2018	W. Rly Contract Emp. Union -BRC	Demand 1 to 6 submitted before ALC(S) BH which has been ref. to Industrial court Vadodara	Nothing has been submitted by the Union. PENDING FOR ORDERS.

DETAIL OF COURT CASES FINALIZED / SETTLED DURING THE YEAR			
(A)	LABOUR COURT BHARUCH ADVOCATE - SH. PIYUSH DANAK		
Sr.No	Circular LAR No.	Filed by	Remarks
1	79/2014	Soeb S. Shaikh	Finalised / Settled in favour of the Company
2	92/2014	Moinkhan Baziralamkhan	
3	93/2014	Pradip kumar Ravindranath	Applicant expired.
(B)	MISC. APPLICATION BEFORE LABOUR COURT BHARUCH ADVOCATE - SH. PIYUSH DANAK		
Sr.No	Circular LAR No.	Filed by	Remarks
1	15/2015	Pradip kumar Ravindranath	Finalised / Settled in favour of the Company.
2	16/2015	Mohd. Faroquekhan Azadkhan	
Note : In the above both cases written statement filed advising that restoration application submitted by Misc. application No.15/2015 & 16/2015 which is under process, hence recovery application becomes null & void in the eyes of law.			
(C)	RECOVERY APPLICATION BY APPLICANT BEFORE LABOUR COURT BHARUCH ADVOCATE - SH. PIYUSH DANAK		
Sr.No	Circular LAR No.	Filed by	Remarks
1	29/2015	Pradip kumar Ravindranath	Finalised / Settled in favour of the Company.(Applicant expired)



SECRETARIAL AUDIT REPORT

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Bharuch Dahej Railway Company Limited
39-42, 3rd Floor, Indra Palace, H Block
Middle Circle, Connaught Circus,
Connaught Place, New Delhi-110001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bharuch Dahej Railway Company Limited (CIN: U45203DL2006PLC155511) (hereinafter called the company). Secretarial Audit was conducted in a manner that provides us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standard issued by Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, rules, regulations and guidelines mentioned above subject to the following observations:

1. The provisions of Corporate Social Responsibility (CSR) are applicable to the Company. However, Company has not spent the entire amount of 2 percent of the average net profits during three immediate preceding financial years in 2019-20. The management has briefed that as required under the Act, the Board, in its report made under clause (o)



of sub-section (3) of Section 134, will specify the reasons for shortfall in spending towards Corporate Social Responsibility.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Directors as per Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board/Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance to the Directors for holding the Board Meetings during the year, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that

- i. there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, and
- ii. during the Audit period, there are no such specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards taken place.

The Report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.



(CS Anil Anand)
ACS-10328

C P No.:11295

UDIN No: A010328B000688931

Place: New Delhi

Date: 10-September-2020

'Annexure 'A''

To,
The Members,
Bharuch Dahej Railway Company Limited
39-42, 3rd Floor, Indra Palace, H Block
Middle Circle, Connaught Circus,
Connaught Place, New Delhi-110001.

Our Report even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretariat records. The verification was done on test basis to ensure that correct facts are reflected in Secretariat records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. We further report, that the compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.
6. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
7. The Secretariat Audit is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.



A handwritten signature in black ink, appearing to read "Anil Anand".

(CS Anil Anand)**ACS-10328****C P No.:11295****UDIN No: A010328B000688931****Place: New Delhi****Date: 10-September-2020**



STATEMENT OF FINAL ACCOUNTS

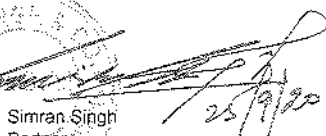
BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Balance Sheet as at 31st March 2020

(₹ in Lakhs)

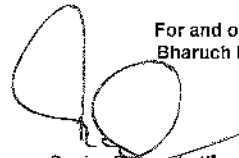
Particulars	Note No.	As at 31st March 2020		As at 31st March 2019	
I. ASSETS					
(1) Non-current assets					
(a) Property, Plant and equipment	3	38.61		45.08	
(b) Right of use Assets	4	45.97		-	
(c) Other intangible assets	5	29,009.67		30,321.40	
(d) Intangible assets under development	6	69.84		69.84	
(e) Financial Assets	7				
(i) Loans	7.1	13.43		13.82	
(ii) Others	7.2	51.67		48.65	
(f) Other non-current assets	8	30.37	29,259.57	0.20	30,497.00
(2) Current assets					
(a) Financial Assets	9				
(i) Trade Receivables	9.1	5,628.22		7,350.09	
(ii) Cash and cash equivalents	9.2	1,316.31		652.88	
(iii) Bank Balances other than (ii) above	9.3	2,120.00		3,321.09	
(iv) Loans	9.4	5.34		5.57	
(v) Others	9.5	581.50		590.41	
(b) Current Tax Assets (Net)	19	24.33		-	
(c) Other current assets	10	10.14	9,685.84	6.65	11,926.69
Total Assets			38,945.41		42,423.69
II. EQUITY AND LIABILITIES					
Equity					
(a) Equity Share Capital	11	15,511.00		15,511.00	
(b) Other Equity	12	3,161.47	18,672.47	4,240.91	19,751.91
Liabilities					
(1) Non-current liabilities					
(a) Financial Liabilities	13				
(i) Borrowings	13.1	7,789.29		10,589.47	
(ii) Trade Payables	13.2				
Dues to Micro & Small Enterprises		-		-	
Dues to Creditors other than Micro & Small Enterprises		3,557.27		2,626.18	
(iii) Other financial liabilities	13.3	21.65		1.01	
(b) Provisions	14	18.42		16.06	
(c) Deferred Tax Liabilities (Net)	15	3,675.82		4,209.14	
(d) Other Non-Current Liability	16.1	293.13	15,365.58	495.70	17,937.56
(2) Current liabilities					
(a) Financial Liabilities	17				
(i) Trade payables	17.1				
Dues to Micro & Small Enterprises		-		-	
Dues to Creditors other than Micro & Small Enterprises		1,676.84		1,494.60	
(ii) Other financial liabilities	17.2	2,902.74		2,923.91	
(b) Other current liabilities	16.2	337.27		268.43	
(c) Provisions	18	0.51		0.44	
(d) Current Tax liability (Net)	19	-	4,917.36	46.84	4,734.22
Total Equity and Liabilities			38,945.41		42,423.69

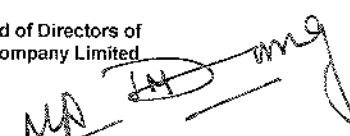
The accompanying notes are integral part of financial statements.
As per our Report of even date attached

For D Singh & Co.
Chartered Accountants

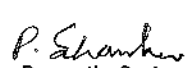

Simran Singh
Partner
Membership No. 098641
Firm Registration No. 1351N

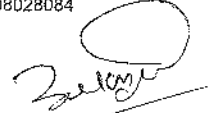
For and on behalf of Board of Directors of
Bharuch Dahej Railway Company Limited

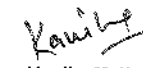

Sanjay Duggirakoti
Director
DIN 08028084


Meenu Dang
Director
DIN 05171078

Date: 25-09-2020
Place: New Delhi


Pasupathy Sankar
Chief Executive Officer


Balkishan Sharma
Chief Financial Officer


Kanika Mathur
Company Secretary

BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Statement of Profit and Loss
For the period ended 31st March 2020

(₹ in Lakhs)

	Particulars	Note No.	Period ended 31st March 2020	Period ended 31st March 2019
I.	Revenue :			
II.	Revenue from operations	20	4,241.09	8,349.16
	Other income	21	522.50	441.02
III.	Total Income (I + II)		4,763.59	8,790.18
IV.	Expenses:			
	Operation & Maintenance	22	3,498.19	4,054.41
	Employee benefits expense	23	101.05	122.54
	Finance cost	24	1,307.42	1,436.65
	Depreciation and amortization	25	1,352.12	1,325.95
	Other Expenses	26	118.28	145.87
	Total Expenses (IV)		6,377.06	7,085.42
V.	Profit/(loss) Before exceptional items and Tax (III - IV)		-1,613.47	1,704.77
VI.	Exceptional items		-	-
VII.	Profit/(Loss) before tax (V + VI)		-1,613.47	1,704.77
VIII.	Tax expense:			
	(1) Current tax	27	-	424.27
	- For the year		-	-
	- For earlier years (net)		-	-
	(2) Deferred tax (net)	27	-533.57	653.95
	Total Tax Expense (VIII)		-533.57	1,078.22
IX.	Profit/(loss) for the period from continuing operation (VII - VIII)		-1,079.90	626.55
X.	Profit/(loss) from discontinued operations			
XI.	Tax Expense of discontinued operations			
XII.	Profit/(loss) from discontinued operations (after tax) (X-XI)			
XIII.	Profit/(loss) for the period (IX+XII)		-1,079.90	626.55
XIV.	Other Comprehensive Income			
	A. (i) Items that will not be reclassified to profit and loss	28	0.71	-0.86
	(ii) Income Tax relating to items that will not be reclassified to profit and loss		-0.25	0.30
	B. (i) Items that will be reclassified to profit and loss			
	(ii) Income Tax relating to items that will be reclassified to profit and loss			
			0.46	-0.56
XV.	Total Comprehensive Income for the period (XIII + XIV) (Comprehensive profit and other comprehensive income for the period)		-1,079.44	625.99
XVI.	Earnings Per Equity Share: (For Continuing Operation)			
	(1) Basic	29	-0.70	0.40
	(2) Diluted	29	-0.70	0.40
XVII.	Earnings Per Equity Share: (For discontinuing Operation)			
	(1) Basic		-	-
	(2) Diluted		-	-
XVIII.	Earnings Per Equity Share: (For discontinued and continuing Operation)			
	(1) Basic	29	-0.70	0.40
	(2) Diluted	29	-0.70	0.40

The accompanying notes are integral part of financial statements.
As per our Report of even date attached

For D. Singh & Co.
Chartered Accountants

Simran Singh
Partner
Membership No. 098641
Firm Registration No. 1351N

Date: 25-09-2020
Place: New Delhi

P. Sankar
Pasupathy Sankar
Chief Executive Officer

Sanjay Durgakoti
Director
DIN 08028084

Balkishan Sharma
Chief Financial Officer

Meenu Dang
Director
DIN 05171078

Kanika Mathur
Company Secretary

(₹ in Lakhs)

Particulars		Period ended 31st March 2020	Period ended 31st March 2019
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before taxation		-1,613.47	1,704.77
Adjustment for :			
Depreciation and amortization		1,352.12	1,325.95
Interest Income		-226.82	(197.69)
Loss/(Profit) on sale of assets		0.07	0.42
Interest Expense		997.86	1,233.70
Interest on lease liability		5.58	-
Other Comprehensive Income		0.71	(0.86)
Operating Profit before operating capital changes	(1)	516.05	4,066.29
Adjustment for :			
Decrease / (Increase) in Other non current financial asset		-5.02	(4.52)
Decrease / (Increase) in current financial Assets-loans		0.23	(0.16)
Decrease / (Increase) in Non Current financial Assets-loans		0.39	(1.94)
Decrease / (Increase) in Trade receivable		1,721.87	423.96
Decrease / (Increase) in Other current financial asset		26.22	(53.61)
Decrease / (Increase) in Other non current Asset		-30.17	-
Decrease / (Increase) in Other current Assets		-3.49	(0.42)
(Decrease) / Increase in Trade Payables		931.09	859.42
(Decrease) / Increase in Long term Provisions		2.36	4.64
(Decrease) / Increase in Current Trade Payables		182.24	80.06
(Decrease) / Increase in Other Current financial Liability		-27.76	40.49
(Decrease) / Increase in Other financial Liability		3.19	1.01
(Decrease) / Increase in Other Liabilities		68.84	65.17
(Decrease) / Increase in Non Current Liabilities		-202.57	(81.78)
(Decrease) / Increase in Short term Provisions		0.07	0.12
Cash generated from operation	(2)	2,667.49	1,332.44
Income Tax Paid (Net of Refunds)	(1+2)	3,183.54	5,398.72
		71.17	459.70
NET CASH FROM OPERATING ACTIVITIES	(A)	3,112.37	4,939.02
CASH FLOW FROM INVESTING ACTIVITIES			
Capital Expenditure including Capital Advances (Net of Transfer of Capital Assets)		-15.81	(82.79)
Decrease / (Increase) in Bank Balance other than those taken to Cash and Cash Equivalent		1,201.09	-1,970.07
Interest Received		209.51	185.88
NET CASH FROM INVESTING ACTIVITIES	(B)	1,394.79	(1,866.98)
CASH FLOW FROM FINANCING ACTIVITIES			
Repayment of Borrowings		(2,800.18)	(2,763.39)
Principal portion of lease liability		(14.74)	-
Interest portion of lease liability		(5.58)	-
Interest paid		(1,023.23)	(1,165.28)
NET CASH FROM FINANCING ACTIVITIES	(C)	(3,843.73)	(3,928.67)
NET INCREASE IN CASH & CASH EQUIVALENT	(A+B+C)	663.43	(856.63)
CASH AND CASH EQUIVALENT (OPENING)	(D)	652.88	1,509.51
Cash			
On Current Accounts		452.88	309.51
Deposits with original maturity of less than three months		200.00	1,200.00
CASH AND CASH EQUIVALENT (CLOSING)	(E)	1,316.31	652.88
Cash			
On Current Accounts		1,316.31	452.88
Deposits with original maturity of less than three months		-	200.00
NET INCREASE IN CASH & CASH EQUIVALENT	(E-D)	663.43	(856.63)



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Statement of Cash Flow for the year ended 31st March 2020

1. The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS-7 on Cash Flow Statement notified by the Ministry of Corporate Affairs, Government of India under the Companies Act, 2013.
2. The company adopted the amendment to Ind-AS 7 effective from April 1, 2017, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

Reconciliation of Liabilities arising from financing activities as on 31st March 2020 are as follows

(₹ in Lakhs)		
Particulars	Lease Liabilities	Borrowings
Balance at 1st April, 2019	64.15	13,349.47
Cash flows:-		
-Repayment	20.32	2800.18
-Proceeds	-	-
Non-Cash:-		
- Fair Value	5.58	-
-Additions to right of use assets in exchange for increased lease liabilities	-	-
Balance at 31st March, 2020	49.41	10,549.29

Reconciliation of Liabilities arising from financing activities as on 31st March 2019 are as follows

(₹ in Lakhs)	
Particulars	Borrowings
Balance at 1st April, 2018	16,112.86
Cash flows:-	
-Repayment	2,763.39
-Proceeds	-
Non-Cash:-	
- Fair Value	-
-Additions to right of use assets in exchange for increased	-
Balance at 31st March, 2019	13,349.47

Previous year's figures are reclassified/regrouped to confirm and make them comparable with those of the current year.

For D Singh & Co.
Chartered Accountants

Simran Singh
Partner
Membership No. 098641
Firm Registration No. 1351N

Date: 25-09-2020

Place: New Delhi

For and on behalf of Board of Directors of
Bharuch Dahej Railway Company Limited

Sanjay Durgakoti
Director
DIN 08028084

Meenu Dang
Director
DIN 05171078

P. Shankar
Pasupathy Sankar
Chief Executive Officer

Balkishan Sharma
Chief Financial Officer

Kanika Mathur
Company Secretary

BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Statement of Changes In Equity for the year ended 31st March 2020

A. Equity share capital

(₹ in Lakhs)

Particulars	No. of shares	Amount
Balance at April 1st, 2019	1,551.10	15,511.00
Changes in equity share capital during the year		
(a) issue of equity shares capital during the year		
Balance at 31st Mar 2020	1,551.10	15,511.00

B. Other Equity

(₹ in Lakhs)

Particulars	Reserve & Surplus	Total
	Retained Earnings	
Balance at the beginning of the reporting period	4,240.91	4,240.91
Changes in accounting policy or prior period errors	-	-
Restated balance at the beginning of the reporting period	4,240.91	4,240.91
Profit for the period	-1,079.90	-1,079.90
Other Comprehensive income for the period	0.46	0.46
Total Comprehensive Income for the period	-1,079.44	-1,079.44
Dividends paid	-	-
Received during the period	-	-
Share allotted during the period	-	-
Balance at the end of the reporting period	3,161.47	3,161.47

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

For D Singh & Co.
Chartered Accountants



Simran Singh
Partner

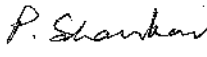
Membership No. 098641
Firm Registration No. 1351N

Date : 25-09-2020
Place: New Delhi

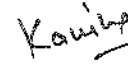
For and on behalf of Board of Directors of
Bharuch Dahej Railway Company Limited


Sanjay Durgakoti
Director
DIN 08028084


Meenu Dang
Director
DIN 05171078


Pasupathy Sankar
Chief Executive Officer


Balkishan Sharma
Chief Financial Officer


Kanika Mathur
Company Secretary

BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Statement of Changes In Equity for the year ended 31st March 2019

A. Equity share capital

(₹ in Lakhs)

Particulars	No. of shares	Amount
Balance at April 1st, 2018	1,551.10	15,511.00
Changes in equity share capital during the year		
(a) issue of equity shares capital during the year		
Balance at 31st Mar 2019	1,551.10	15,511.00

B. Other Equity

(₹ in Lakhs)

Particulars	Reserve & Surplus	Total
	Retained Earnings	
Balance at the beginning of the reporting period	3,614.92	3,614.92
Changes in accounting policy or prior period errors	-	-
Restated balance at the beginning of the reporting period	3,614.92	3,614.92
Profit for the period	626.55	626.55
Other Comprehensive income for the period	-0.56	-0.56
Total Comprehensive Income for the period	625.99	625.99
Dividends paid	-	-
Received during the period	-	-
Share allotted during the period	-	-
Balance at the end of the reporting period	4,240.91	4,240.91

The accompanying notes are integral part of financial statements.

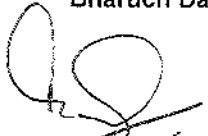
As per our Report of even date attached

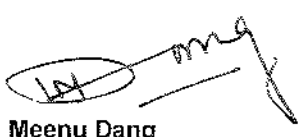
For D Singh & Co.
Chartered Accountants

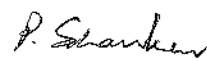

Simran Singh
 Partner
 Membership No. 098641
 Firm Registration No. 1351N

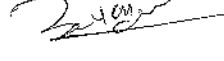
Date : 25-09-2020
 Place: New Delhi

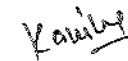
For and on behalf of Board of Directors of
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Sanjay Dugrakoti
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Pasupathy Sankar
 Chief Executive Officer


Balkishan Sharma
 Chief Financial Officer


Kanika Mathur
 Company Secretary

BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to the financial statements for the year ended 31st March, 2020

General Information

Bharuch Dahej Railway Company Limited (BDRCL) is a public limited company domiciled and was incorporated in India on November 15, 2006 as a Special Purpose Vehicle for the purpose of executing the Bharuch-Samni-Dahej Gauge Conversion Project for Western Railway. The company is a Joint Venture between Rail Vikas Nigam Limited (RVNL), Gujarat Maritime Board (GMB), Adani Petronet (Dahej) Port Private Limited (APDPPL), Gujarat Narmada Valley Fertilizers Company Limited (GNFC), Dahej SEZ Limited (DSL), Jindal Rail Infrastructure Limited (JRIL), Hindalco Industries Limited (HIL) and Gujarat Industrial Development Corporation (GIDC). The registered office of the company is 39-42, 3rd Floor, H Block, Middle Circle, Connaught Circus, Connaught Place, New Delhi-110001.

The Company has entered into a Concession Agreement with President of India, through Executive Director Traffic (PPP) of the Ministry of Railways (MOR), Government of India, Rail Bhawan, New Delhi on June 25, 2008 in terms of which the MOR (Concessioning Authority) has authorized the company (Concessionaire) to develop, finance, construct, operate and maintain the project railway and to exercise and/or enjoy the right, power, benefits, privileges authorization and entitlements upon its completion. The concession period shall be 30 years of operation or till such time as Net Present Value (NPV) of payback on equity investment becomes 14% whichever is earlier. In case such NPV payback is reached earlier than 30 years, the concession agreement would stand terminated and the project line would be re-possessed by railways.

The company has also executed a lease deed on the same day with the President of India for the use of leased assets which forms part of the concession agreement and is attached as annexure-1 thereto. In terms of the lease agreement it commences on the date of execution i.e. June 25, 2008 and term of lease shall be co-terminus with the Concession period with annual lease rental (a) for original land of WR- as per the extant policy of MoR, (b) for new land acquired by WR- @ Rs. 1/- per annum, is payable in advance in one single installment in first week of January every year.

Upon expiry, the company is required to hand over the project assets to MoR free from all encumbrances whatsoever. Upon transfer the company shall be entitled to receive amount equal to book value of project assets. Fresh land acquired by MoR and leased to company shall also revert back to MoR on payment of an amount equal to the cost of acquisition.

Later, at the instance of Western Railway the line was extended from Bharuch to Chavaj a distance of 5.52 KM. This additional BG goods line was certified as it safe to run on 20.02.2014 and same was in operational since 27th February 2014 for running of goods train parallel to DN line on Mumbai-Delhi Rajdhani route of Vadodara Division.

The Concession agreement referred to above envisages signing of an Operations and Maintenance Agreement (O&M Agreement) by the company with Western Railway for operation of the railway line. In terms of the proposed O&M Agreement, the company is entitled to a share of revenue from operations of the Bharuch-Samni-Dahej railway line. As per communication received from the Western Railway, revenue has been apportioned to the company w.e.f March 8, 2012, the date of commencement of operations of the Bharuch-Dahej-Samni railway line. Accordingly, March 8, 2012 has been treated as the date of completion of the Bharuch-Samni-Dahej Gauge Conversion Project and the company has started to prepare the Profit & Loss Statement w.e.f March 8, 2012.

Process for signing an O&M Agreement by the Company with Western Railway is underway. In the meantime, the Company is receiving its share of revenue after adjusting cost of Operation & Maintenance based on in principle approval received from the Ministry of Railways.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to the financial statements for the year ended 31st March, 2020

2 Basis of Preparation

2.1 Statement of Compliance

The Standalone financial statements as at and for year ended 31st March, 2020 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

2.2 Basis of Measurement

The financial statements have been prepared under the historical cost convention and on an accrual basis, except for the following item that have been measured at fair value as required by relevant Ind-AS

i. Certain financial assets and liabilities measured at fair value (Refer policy for financial instruments)

2.3 Use of estimates and judgment

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of income and expenses. Examples of such estimates includes future obligations under employee retirement benefit plans, estimated useful life of property, plant and equipment and Intangible Assets. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Future results could differ due to changes in these estimates and difference between the actual result and the estimates are recognised in the period in which the results are known /materialize.

All financial information presented in Indian rupees and all values are rounded to the nearest lakhs up to two decimals except where otherwise stated.

2.4 Statement of cash flow

Cash flows are reported using the Indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated as per Ind AS-7.

For the purpose of presentation in the Statement of Cash Flow, cash and cash equivalents include cash on hand, deposits held at call with bank and financial institutions, other short term, highly liquid investment with original maturity of three months or less that are readily convertible to the known amount of cash and which are subject to insignificant risk of change in value.

Amendment to Ind-AS7

Effective April1, 2017, the company has adopted the amendment to Ind-AS 7, which require the entities to provide disclosures that enable users of financial Statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material effect on the financial statements.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to the financial statements for the year ended 31st March, 2020

2.5 Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates. (i.e. Functional Currency). The financial statements are presented in Indian rupees, which is company's functional as well as presentation currency of the company.

2.6 Property, plant and equipment

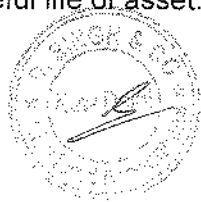
- (I) Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost of asset includes the following:
- a) Cost directly attributable to the acquisition of the assets.
 - b) Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.
- (II) Subsequent costs are included in the assets carrying amount or recognized as separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when such component is replaced. All other expense in the nature of repair and maintenance are charged to Statement of Profits and Loss during the reporting period in which they are incurred as per Ind AS 16.
- (III) As per management estimate there is no decommissioning, restoration or similar liabilities on its property, plant and equipment hence, no adjustment in has been made in this regard.

(IV) Depreciation

- (i) (a) Depreciation on Property, plant and Equipment is provided on Straight Line basis (SLM) over the useful life of the assets as specified in Schedule II of the Companies Act, 2013.
- (b) Each part of an item of Property, Plant and Equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.
- (ii) The estimated useful life of assets for current and comparative period of significant items of property plant and equipment are as follows:

Particulars	Useful Life (Years)
Plant and Machinery	15
EDP Assets	3
Office Equipment's	5
Furniture and fixtures	10
Vehicles	8

- (iii) Leasehold improvements are depreciated over the period of lease from the year in which such improvements are capitalised or useful life as computed under schedule II whichever is less.
- (iv) Depreciation methods, useful lives and residual values are reviewed at each reporting date. In the case of revision, the unamortised depreciable amount is depreciated on a prospective basis.
- (v) Each part of an item of Property, Plant and Equipment is depreciated separately if the cost of that part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of asset.



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2.7 Intangible Assets

(A) Freight Sharing Right (Railway Line under Service Concession Arrangement)

The company recognizes an intangible asset arising from a service concession arrangement when it has a right to charge for usage of the concession infrastructure. An intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement is measured at fair value on initial recognition by reference to the fair value of the services provided. Subsequent to initial recognition, the intangible asset is stated at cost, which includes capitalized borrowing costs, less accumulated amortization and accumulated impairment losses.

The estimated useful life of an intangible asset in a service concession arrangement is the period from when the company is able to charge the public for the use of the infrastructure to the end of the concession period (i.e. 30 year of operation or Net present Value (NPV) payback equal to equity investment @14% whichever is earlier).

Freight sharing right is amortised using the straight line method on prorata basis from the date of addition or from the date when the right brought in to service to the expiry of 30 year of operation or Net present Value (NPV) payback equal to equity investment @14% whichever is earlier.

Amortisation methods and useful lives are reviewed at each reporting date, with the effect of change in estimate accounted for on a prospective basis.

The carrying value of intangible asset is reviewed for impairment annually or more often if events or changes in circumstances indicate that the carrying value may not be recoverable.

(B) Other than Freight Sharing Right

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at historical cost less accumulated amortization and impairment loss, if any.

Intangible assets other than freight sharing right are amortised in 3 years or according to the useful life of the assets on pro rata basis.

(C) Freight sharing right under development

Expenditure incurred on development of existing and new assets (including revenue sharing rights in respect of project railway) are recognised as Intangibles under development at cost incurred by company which is reckoned as fair value of services provided including cost directly attributable including fair value adjustment of land related to the service concession arrangement.

The following amounts are reduced from the cost:

- a) Interest earned on the Mobilization Advances given in respect of the project execution.
- b) Amount received on sale of tender

2.8 Investment properties

- (a) Investment property comprises completed property, property under construction and property held under finance lease that is held to earn rentals or for capital appreciation or both, rather than for sale in the ordinary course of business or for use in production or administrative functions.
- (b) Investment Properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.



BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to the financial statements for the year ended 31st March, 2020

- (c) The company depreciates building component of investment property over the life described in schedule II of companies Act 2013 from the date of original purchase.
- (d) Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. Difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

2.9 Provisions

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date. Provisions are reviewed at each Balance Sheet date.

Provision which are expected to be settled beyond 12 months are measured at the present value by using pretax discount rate that reflects the risks specific to the liability. The increase in the provision due to the passage of time is recognised as finance cost.

In respect of Operation & Maintenance expenses through Western Railway (WR), same are accounted for on the basis of information received from (WR). Whenever such information is not received, same is accounted for on pro-rata estimated basis.

2.10 Revenue Recognition

Revenue from Contracts with Customers

a) Revenue from Contracts with Customers

Revenue from contract with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue from Railway Operation

Apportionment of freight as accrued to the company under terms of the concession agreement for freight operation on the project assets is recognised by the company in point in time as operating revenue as per IndAS 115 (i.e. actual freight collected by Railways).

Construction Contract Revenue under SCA

Revenue related to construction or upgrade services under a service concession arrangement is recognized over time based on the stage of completion of the work performed, when the outcome of construction contract can be measured reliably and where the outcome of construction contract can not be measured reliably revenue is recognised only to the extent of contract cost incurred that is probable will be recoverable. Performance obligation is measured by the company on the basis of inputs to the satisfaction of a performance obligation (i.e Input Method).

b) Other Revenue Recognition

Interest income on Fixed Deposits with Bank is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable using Effective Interest Rate Method.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to the financial statements for the year ended 31st March, 2020

2.11 Leases

- (i) The Company Recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.
- (ii) The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-to-use-asset or the end of the lease term. The estimated useful life of the right-to-use asset is determined on the same basis as those of property, plant and equipment. In addition, the right-to-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.
- (iii) The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.
- (iv) The lease liability is measured at amortized cost using the effective interest method, it is remeasured when there is a change in future lease payments from a change in an index or rate. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.
- (v) The Company presents right-of-use asset that do not meet the definition of Investment property in the "Right of use assets" separately on the face of the Balance Sheet and lease liabilities in "other financial liabilities" in the Balance Sheet.
- (vi) Short term Lease and Leases of low value assets. The Company has elected not to recognize right-of-use asset and lease liabilities for short term leases that have lease term of 12 months or less and leases of low value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As A Lessor

- (i) When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all the risk and rewards incidental to the ownership of the underlying asset. If this is the case, then the lease is a finance lease, if not then it is an operating lease. As part of the assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.
- (ii) If an arrangement contains lease and non-lease components, the Company applies Ind AS-115 "Revenue from contract with customers" to allocate the consideration in the contract.
- (iii) The Company recognizes lease payments received under operating lease as income on a straight-line basis over the lease term as part of "Other Income".



2.12 Impairment of non-financial assets

In accordance with Ind AS-36 on Impairment of Assets, the carrying amounts of Company's assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated as the higher of the Fair Value less cost to sell and the value in use. An impairment loss is recognized in Statement of Profit and Loss whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount and such losses either no longer exists or has decreased. Reversal of impaired loss is recognized in the Statement of Profit and Loss.

2.13 Borrowing Cost

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, are capitalised as part of the cost of such assets till such time the assets are substantially ready for their intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.14 Employee Benefits

a) Short Term Employee Benefits:

The undiscounted amount of short term employee benefits expected to be paid for the services rendered are recognised as an expense during the period when the employees render the services.

b) Post-employment benefits & other Long Term Employee Benefits:

(i) Retirement benefits in the form of provident fund are defined contribution schemes. The contributions to the provident fund are charged to the statement to the Profit and loss for the year when the contributions are due.

(ii) Under the defined retirement plan, the company provides retirement obligation in the form of Gratuity. For defined retirement plans, the difference between the fair value of plan assets and the present value of plan liabilities is recognised as an assets and liabilities in the statement of financial position. The cost of providing benefit is determined on the basis of actuarial valuation using the projected unit credit method at each year-end and is charged to the Statement of Profit & Loss.

(iii) Provision for long term Leave Encashment is made based on actuarial valuation at the year end.

(iv) Actuarial gains or losses are recognised in other comprehensive income

(v) Re-measurements recognised in other comprehensive income comprise of actuarial gains or losses that are not reclassified to profit or loss from other comprehensive income in subsequent periods. Retirement Benefits Liability in respect of Gratuity and leave encashment is provided on the basis of actuarial valuation.



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2.15 Taxes

Current income tax

- a) i. Current income tax is determined as per the provisions of the Income Tax Act in respect of taxable income for the year.
- b) Current income tax assets and liabilities for current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. Liability for additional taxes, if any, is provided / paid as and when assessments are completed.
- c) Current tax related to OCI Item are recognised in Other Comprehensive Income (OCI).

Deferred tax

- a) Deferred income tax assets and liabilities are recognised for temporary differences which is computed using the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.
- b) Deferred income tax asset is recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- c) The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.
- d) Deferred tax related to OCI Item is recognised in Other Comprehensive Income (OCI).

Minimum Alternative Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

2.16 Earnings Per Share

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

2.17 Contingent Liabilities and contingent Assets

(a) Contingent Liabilities are disclosed in either of the following cases:

- (i) A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation; or
- (ii) A reliable estimate of the present obligation cannot be made; or
- (iii) A possible obligation, unless the probability of outflow of resource is remote.

(b) Contingent Liability is net of estimated provisions considering possible outflow on settlement.

(c) Contingent Liability and Provisions needed against Contingent Liability and Contingent Assets are reviewed at each Reporting date

(d) Contingent assets are disclosed where an inflow of economic benefits is probable.



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2.18 Fair Value Measurement

Company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

At the reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the accounting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Company also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.19 Dividend to equity holders

Dividend paid/payable shall be recognised in the year in which the related dividends are approved by shareholders or board of directors as appropriates.

2.20 Financial instruments: -

Initial recognition and measurement

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.



b. Subsequent measurement

Financial Assets

Financial assets are classified in following categories:

a) At Amortized Cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- (i) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at amortised cost using effective interest rate method less impairment if any. The EIR amortisation is included in finance income in the statement of profit and loss.

b) At fair value through Other Comprehensive Income

A debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned is recognised using the EIR method.

c) At Fair Value Through Profit and Loss

FVTPL is a residual category for financial Assets. Any financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. If doing so reduces or eliminates a measurement or recognition inconsistency. The company has not designated any financial asset as at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

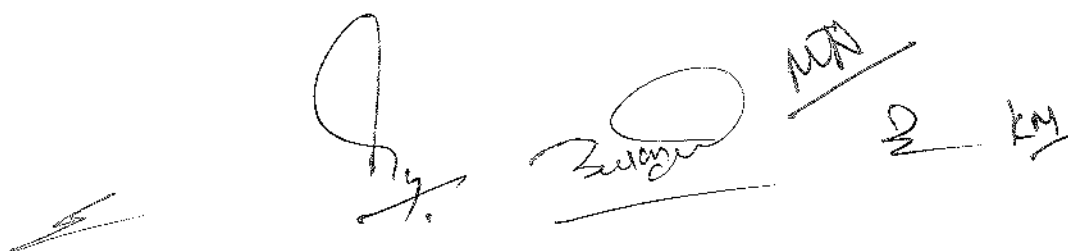
Financial liabilities

a) Financial liabilities at Amortized Cost

Financial liabilities at amortised cost represented by trade and other payables, security deposits and retention money are initially recognised at fair value, and subsequently carried at amortized cost using the effective interest rate method.

b) Financial liabilities at FVTPL

The company has not designated any financial liabilities at FVTPL.

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c) Derecognition

Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised only when the contractual rights to the cash flows from the asset expires or it transfers the financial assets and substantially all risks and rewards of the ownership of the asset.

Financial Liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the income statement.

d) Impairment of financial assets:

Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applies on whether there has been significant increase in credit risk.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the statement of profit and loss.

2.21 Non-current Assets held for Sale

Non-current assets are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn and sale is expected within one year from the date of the classification. Disposal groups classified as held for sale are stated at the lower of carrying amount and fair value less costs to sell. Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale. Assets and liabilities classified as held for sale are presented separately in the statement of financial position.

If the criteria stated by IND AS 105 "Non-current Assets Held for Sale and Discontinued Operations" are no longer met, the disposal group ceases to be classified as held for sale. Non-current asset that ceases to be classified as held for sale are measured at the lower of (i) its carrying amount before the asset was classified as held for sale, adjusted for depreciation that would have been recognised had that asset not been classified as held for sale, and (ii) its recoverable amount at the date when the disposal group ceases to be classified as held for sale.

2.22 Events occurring after Balance Sheet Date

Events occurring after Balance Sheet date are considered in the preparation of financial statements in accordance with Ind AS 10 (Contingencies and Events Occurring After Balance Sheet Date).



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

3 Property, Plant and Equipment

(₹ in Lakhs)

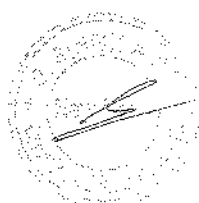
Particulars	EDP Assets	Office Equipment	Furniture & Fixtures	Plant & Machinery	Leasehold Improvement	Vehicle	Total Tangible Assets
Cost or Deemed Cost							
At 1 April 2018	13.39	15.22	19.29	28.07	16.42	16.58	108.97
Additions	1.34	3.00	1.50	0.28	-	-	6.12
Disposals	2.22	-	-	-	-	-	2.22
At 31st March 2019	12.51	18.22	20.79	28.35	16.42	16.58	112.87
Additions	1.30	1.19	-	-	-	-	2.49
Disposals	1.01	-	0.50	-	-	-	1.51
At 31st March 2020	12.80	19.41	20.29	28.35	16.42	16.58	113.85
Depreciation and impairment							
At 1 April 2018	11.45	10.79	7.94	6.47	15.60	8.33	60.58
Depreciation charge for the period	0.79	2.32	2.10	1.81	-	1.99	9.00
Disposals	1.80	-	-	-	-	-	1.80
At 31st March 2019	10.44	13.11	10.04	8.27	15.60	10.32	67.78
Depreciation charge for the period	0.85	2.07	2.19	1.80	-	1.98	8.89
Disposals	0.96	-	0.48	-	-	-	1.44
At 31st March 2020	10.33	15.18	11.75	10.07	15.60	12.30	75.23
Net book value							
At 31st March 2020	2.47	4.23	8.54	18.28	0.82	4.28	38.61
At 31st March 2019	2.07	5.11	10.75	20.08	0.82	6.26	45.08

3.1 Property, Plant and equipment are subject to first charge to secure the Company's Bank loans. For detail refer Note (c)

3.2 As per management estimate there is no decommissioning, restoration or similar liabilities on its property, plant and equipment hence, no adjustment in has been made in this regard.

4 Right of use Assets

Particulars	Building	Total
Gross Block		
At 1 April 2018	-	-
Addition during the year	-	-
Adjustment*	-	-
At 31 March 2019	-	-
Addition during the year	64.15	64.15
Adjustment*	-	-
At 31 March 2020	64.15	64.15
Depreciation and Impairment		
At 1 April 2018	-	-
Depreciation charged during the year	-	-
Disposals / adjustment during the year	-	-
At 31 March 2019	-	-
Depreciation charged during the year	18.18	18.18
Disposals / adjustment during the year	-	-
At 31 March 2020	18.18	18.18
Net book value		
At 31 March 2020	45.97	45.97
At 31 March 2019	-	-



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

5 Other Intangible Assets

(₹ in Lakhs)

Particulars	Revenue Sharing Right	Software	Total
At Cost or Deemed cost			
At 1 April 2018	35,344.19	1.31	35,345.50
Addition during the year	89.13	-	89.13
Adjustment*	19.06	-	19.06
At 31st March 2019	35,414.26	1.31	35,415.57
Addition during the year	13.32	-	13.32
Adjustment*	-	-	-
At 31st March 2020	35,427.58	1.31	35,428.89
Amortisation and Impairment			
At 1 April 2018	3,778.95	0.99	3,779.94
Amortisation	1,316.95	-	1,316.95
Adjustment*	-2.72	-	-2.72
At 31st March 2019	5,093.18	0.99	5,094.17
Amortisation	1,325.05	-	1,325.05
Adjustment*	-	-	-
At 31st March 2020	6,418.23	0.99	6,419.22
Net book value			
At 31st March 2020	29,009.35	0.32	29,009.67
At 31st March 2019	30,321.08	0.32	30,321.40

5.1 Amortisation on other intangible assets included in Note 25 Depreciation & Amortisation.

5.2 Intangible assets are subject to first charge to secure the company's bank loans. For detail refer Note (c).

5.3 During the year ended 31st March 2019 the Company has derecognised an amount of Rs.19.06 lakhs and amortisation amounting to Rs 2.72 Lakhs pertaining to the S & T Items transfer to RVNL.

6 Intangible Assets Under Development

(₹ in Lakhs)

Particulars	Gross Amount						
	As at 31 March 2018	Additions/ (Disposals)	Transfer/ Deduction/ Adjustments	As at 31 March 2019	Additions/ (Disposals)	Transfer/ Deduction/ Adjustments	As at 31 March 2020
Revenue sharing right under development							
Project Line No. 5 & Rail Level Platform	63.74	6.10	-	69.84	-	-	69.84
Other Project Assets							
Total	63.74	6.10	-	69.84	-	-	69.84

6.1 The Intangible under development includes expenditure incurred by the Company on the upgradation of the project railway or to create additional facility (Interlocking of Line No-5 at Dahej) thereon which give rise to future economic benefits.

6.2 During the year ended 31, March 2020 the Company has recognized Rs. Nil Lakhs (Previous Year Rs.Nil Lakhs) as intangibles on completion of the works and accordingly, intangibles under development has been reduced by same amount.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

7 Financial Assets- Non Current

7.1 Loans (₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Considered Good : Unsecured		
Security Deposits		
Considered good	13.43	13.82
Total	13.43	13.82

7.2 Other Financial Assets (₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Receivable from Western Railways under SCA (Refer Note 30)	51.67	46.65
Total	51.67	46.65

8 Other Non Current Assets (₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Capital Advances		
Unsecured, considered good - Advances to Advance for various Construction works	-	0.20
Others		
Land Aquisition - Deposit	30.37	-
Total	30.37	0.20

8.1 The Capital Advance amount to Rs. Nil Lakhs (31-03-2019: 0.20 Lakhs) representing the amount paid to M/s Rail Vikas Nigam Limited as project advance as per the Terms of Construction Agreement.

9 Financial Assets- Current

9.1 Trade Receivables (₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Considered good, Unsecured		
Receivable from related party	-	-
Receivable from others	5,628.22	7,350.09
Total Trade Receivable	5,628.22	7,350.09



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

- (A) The Trade Receivables includes the amount receivable from the Western Railway being the revenue apportioned, after adjusting amount of O&M expenses deducted by WR and receivable towards Terminal Charges for usages of the Dahej Terminal.
- (B) The revenue and expenses apportioned as above by the Western Railway are on provisional basis and the final figures may vary. Further the amount of net receivable as on 31 March 2020 being Rs. 5,628.22 Lakhs [31 March 2019 being Rs. 7,350.09 Lakhs] is subject to confirmation by the Western Railway.
- (C) 'Trade Receivables' includes the apportioned earnings of BDRCL for chargeable distance of 100.68 KM. However, such earnings have been made available by Western Railway to BDRCL only for chargeable distance of 92 Km between Bharuch and Dahej.
- (D) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. No any trade or other receivable are due from firm or private companies respectively in which any director is a partner, a director or member other than stated above.
- (E) Trade receivable are normally settled on around 45 days term.
- (F) Trade Receivable' includes a sum of Rs. 0.87 Lakhs [31st march 2019-Rs 0.87 Lakhs] due towards ODC Income from Western Railways.
- (G) Trade Receivable' includes a sum of Rs. 2796 Lakh deducted from apportioned revenue by Western Railway on account of land lease charges upto 31st March 2018. The require modifications/amendment to be made in the concession agreement in accordance with Ministry of Railway vide letter No. 2017/Infra/12/20 dated 22.11.2017 has been made w.e.f. 01-11-2018 and now the applicable land lease charges is Rs 1000 PA since inception of the project. The WR has released Rs 2671 Lakhs during FY 2019-20 and outstanding balance as on 31-03-2020 is Rs 125 Lakhs.

9.2 Cash and Cash equivalent

		(₹ in Lakhs)
Particulars	As at 31st March 2020	As at 31st March 2019
Balances with banks:		
On Current Accounts	1,316.31	452.88
Deposits with original maturity of less than three months	-	200.00
Total Cash and Cash Equivalent	1,316.31	652.88

- (a) Balance in current accounts under cash and cash equivalents above includes liquid flexi term deposits Rs.1265.18 Lakhs (31st March 2019 Rs.379.69 Lakhs).








BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

9.3 Bank Balances other than cash and cash equivalent (₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Deposits with original maturity of more than 3 months but less than 12 months	2,120.00	3,320.00
Deposits with original maturity for more than 3 months but less than 12 months (VAT Guarantee)	-	1.09
Total	2,120.00	3,321.09

- (A) Rs. Nil Lakhs [31st March 2019 Rs. 1.09 Lakhs] represents fixed deposit placed as VAT guarantee with the Sales Tax Department of Vadodara, Gujarat pledged with Govt Authorities.

9.4 Loans (₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Considered Good : Unsecured		
(a) Security deposits	5.34	5.57
Total	5.34	5.57

9.5 Other Financial Assets-Current (₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Considered Good : Unsecured		
(a) Other Receivables		
RUB Sharing Amount from Western Railway and Industries Commissioner (Refer Note 8.5.1)	516.51	516.51
Insurance Claim Receivable	-	-
(b) Interest Accrued on Fixed Deposits	64.52	47.21
(c) Advance to employees	-	0.03
(d) Receivable from Others	0.47	26.66
Total	581.50	590.41



BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

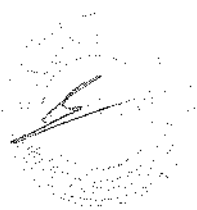
- (a) 'Other Receivables' represent recoverable towards the cost of 02 road bridges (constructed at Shaktinath Junction & Hospital Road, both in Bharuch). Even though the Concession Agreement specifically quantified BDRCL's responsibility for construction of such bridges as 'Nil', these bridges had to be constructed based on orders of Ministry of Railway, with explicit undertaking of cost sharing between Western Railway & the Government of Gujarat in the usual manner of construction of such bridges over Indian Railway network. The cost of these bridges was Rs. 916.51 lakhs, to be borne by the two parties i.e. Western Railway & Government of Gujarat. An amount of Rs. 916.51 lakhs has accordingly been reduced from the value of Assets in the books of BDRCL. However, out of the total amount of Rs. 916.51 lakh, only an amount of Rs. 4 Crores has been received from the Government of Gujarat on 06.04.2011 and the balance amount of Rs. 516.51 Lakh is still recoverable from the Government of Gujarat and Western Railway.

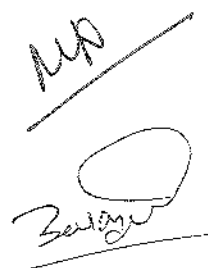
Since the liability of BDRCL in this regard is clearly defined as zero in the Concession Agreement, supporting the above position is a decision conveyed by Railway Board vide letter number No. 2015/Infra/18/6 dated 23.11.2017 and the construction of the bridges took place on explicit orders of the Railways with clear undertaking of sharing the cost with the State Government, expenditure on these bridges has necessarily to be borne by these two parties only that the cost of elimination of UMLCs on SPVs lines will be born by the Railways. Therefore same will be received in due course The matter is being pursued with the Western Railway and the State Government vigorously.

10 Other current assets

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Imprest to employees	0.64	0.04
Advance for expenses	3.31	1.60
Prepaid Expenses	6.19	5.01
Total	10.14	6.65





BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

11 Equity Share capital		(₹ in Lakhs)	
Particulars	As at 31st March 2020	As at 31st March 2019	
Authorised share capital			
16,50,00,000 Equity Shares of Rs. 10 each (March 31, 2019: 16,50,00,000 Equity Shares of Rs.10 each)	16,500.00	16,500.00	
	16,500.00	16,500.00	
Issued, Subscribed & Fully Paid up Share Capital with voting rights			
15,51,10,000 Equity Shares of Rs. 10 each with Voting Rights (March 31, 2019: 15,51,10,000 Equity Shares of Rs. 10 each Fully paid up)	15,511.00	15,511.00	
	15,511.00	15,511.00	

(a) Reconciliation of the number of equity shares and share capital

Particulars	As at 31st March 2020		As at 31st March 2019	
	No. of shares (in Lakhs)	Amount (in Lakhs)	No. of shares (in Lakhs)	Amount (in Lakhs)
Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year	1,551.10	15,511	1,551.10	15,511.00
Add: Shares Issued during the period			-	-
Shares bought back during the period				
Issued/Subscribed and Paid up equity Capital outstanding at the end of the year	1,551.10	15,511.00	1,551.10	15,511.00

(b) Terms/Rights attached to Equity Shares

The company has only one class of equity shares having par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company after distributing all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of Shares held by each shareholder holding more than 5% shares in the company

Name of the shareholder	As at 31st March 2020		As at 31 March 2019	
	No. of Shares (in Lakhs)	% holding in the class	No. of Shares (in Lakhs)	% holding in the class
Rail Vikas Nigam Ltd	550.00	35.46	550.00	35.46
Gujarat Industrial Development Corp.	178.60	11.51	178.60	11.51
Gujarat Maritime Board	178.60	11.51	178.60	11.51
Adani Petronet (Dahej) Port Private Ltd	173.30	11.17	173.30	11.17
Gujarat Narmada Valley Fertilizers Company Ltd	135.30	8.72	135.30	8.72
Hindalco Industries Limited	135.30	8.72	135.30	8.72
Dahej SEZ Ltd	100.00	6.45	100.00	6.45
Jindal Rail Infrastructure Ltd	100.00	6.45	100.00	6.45
Total	1,551.10	100.00	1,551.10	100.00

(d) Aggregate no. of equity shares issued as fully paid by way of bonus, other than cash & shares bought back during the period of five years immediately preceding the reporting date

Particulars	As at 31 March 2020	As at 31 March 2019	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
	No in lakhs	No in lakhs	No in lakhs	No in lakhs	No in lakhs
Equity Shares issued for consideration other than cash	-	-	-	-	-
Equity Shares issued as fully paid up bonus shares	-	-	-	-	-
Equity Shares bought back	-	-	-	-	-
Total	-	-	-	-	-



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

12 Other Equity		(₹ in Lakhs)
Particulars	As at 31st March 2020	As at 31st March 2019
Retained Earnings	3,161.47	4,240.91
Total	3,161.47	4,240.91

12.1 Retained Earnings		(₹ in Lakhs)
Particulars	As at 31st March 2020	As at 31st March 2019
Balance as per last financial statement	4,240.91	3,614.92
Add: Profit/loss for the current period	(1,079.90)	626.55
Add: Other comprehensive income arising from Remeasurements of defined benefit obligation net of income tax	0.46	(0.56)
Closing Balance	3,161.47	4,240.91

Retained Earnings

Retained Earnings represents the undistributed profits of the Company.

13 Financial Liabilities-Non Current

13.1 Borrowings		(₹ in Lakhs)		
Particulars	As at 31st March 2020		As at 31st March 2019	
	Non Current	Current	Non Current	Current
Secured, Long Term Borrowings				
Term Loans				
From Canara Bank	10,549.29	2,520.00	13,349.47	2,520.00
From Canara Bank	-	240.00	-	240.00
Less : Current Maturities of long term debt (Refer Note 17)	-2,760.00		-2,760.00	
Total	7,789.29	2,760.00	10,589.47	2,760.00

Summary of Borrowing Arrangement

(a) **Details of Repayment Made during the period** (₹ in Lakhs)

Particulars	March 2020	March 2019
Secured		
Term Loan		
From Canara Bank	2,400.00	2,403.40
From Canara Bank	360.00	360.00
Total	2,760.00	2,763.40

(b) **Rate of Interest**

Interest rate for the period April '19 to March'20 is Canara Bank's one year MCLR 8.65% + 0.05% p.a i.e. 8.70% (31st March 2019 : Interest rate for the period April '18 to March'19 is Canara Bank's one year MCLR 8.40% + 0.05% p.a i.e. 8.45%)

(c) **Security**

Secured by way of first charge on all present and future immovable and movable fixed assets of the company excluding those assets that have been leased by Ministry of Railways as per the Concession Agreement.

Secured by way of first charge on all the tangible movable property and plant of the company together with spares, tools, accessories and other movables both present and future.

(d) **Repayment terms:**

The annual repayment to be sub-divided into four equal quarterly installments. Interest to be served at monthly rests. Door to door tenor of 15 year for Term Loan of Rs. 20,000.00 Lakhs and Door to door tenor of 13 year for Term Loan of Rs. 3,000.00 Lakhs. Repayment due for next one year @ 12% [31st March 2019 - 12% of Total debt of Rs. 23,000.00 Lakhs.



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13.2 Trade Payables

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
(i) Outstanding dues of micro and small enterprises	-	-
(ii) Outstanding dues of other than micro and small enterprises		
General Overhead Charges	3,523.66	2,600.19
Central Charges	33.61	25.99
Total	3,557.27	2,626.18

13.3 Other Financial Liability

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Security Deposits	4.19	1.01
Lease Liabilities	17.46	-
Total	21.65	1.01

14 Provisions-Non Current

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Employee Benefits		
Gratuity	7.39	6.59
Leave Encashment	11.03	9.47
Total	18.42	16.06

14.1 Provision for gratuity and Leave Encashment liability has been made for the year ended 31st March, 2020 based on Actuarial Valuation. For other disclosures refer Note 45

14.2 Gratuity Benefit is payable to employees on separation from the corporation. The amount of gratuity payable is based on past service and salary at the time of separation as per Payment of Gratuity act, 1972. There is a vesting period of 5 years on the benefit.

15 Deferred Tax

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Deferred tax liability on		
Property, plant & equipment and Intangible Assets	5,704.11	5,478.68
Total deferred tax liability	5,704.11	5,478.68
Deferred tax Assets		
Employee benefit	6.61	5.76
Unabsorbed depreciation & Business Loss	2,021.68	1,263.78
Total deferred tax asset	2,028.29	1,269.54
Net Deferred Tax Liability/ (Assets)	3,675.82	4,209.14



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15.1 Movement in deferred tax liability/ (asset)

(₹ in Lakhs)

Particulars	PPE & Intangible Assets	Employee Benefits	Unabsorbed Depreciation and Losses	Total
Opening balance as at 1 April, 2018	5,086.94	(4.06)	(1,527.39)	3,555.50
Charged/(credited) during the period March 2019				
To Profit & Loss	391.74	(1.40)	263.61	653.95
To other comprehensive income		(0.30)		-0.30
Closing balance as at 31st March 2019	5,478.68	-5.76	-1,263.78	4,209.14
Charged/(credited) during the period March 2020				
To Profit & Loss	225.43	-1.10	-757.90	-533.57
To other comprehensive income		0.25	-	0.25
Closing balance as at 31st March 2020	5,704.11	-6.61	-2,021.68	3,675.82

In accordance with Ind AS-12- "Income Taxes" notified by Ministry of Corporate Affairs, Government of India, the Company has reassessed the deferred tax taking into consideration all the items, due to which there is temporary difference between the carrying amount of the assets and liabilities and their tax base as on 31st March 2020

16 Other Liabilities
16.1 Other Non Current Liability

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Fair valuation adjustment of financial liabilities*	293.13	495.70
	293.13	495.70

*It represents unamortized portion of the difference between the fair value of financial Liabilities towards deferred overhead cost payable on initial recognition/ transition date and liability due towards deferred overhead charges.

16.2 Other current Liability

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Advance Received from Contractor	0.74	1.10
Payable to Staff	-	0.09
Statutory dues	22.95	11.41
Fair valuation adjustment of financial liabilities	313.58	255.83
Total	337.27	268.43

Statutory dues includes TDS, Service Tax/ GST and Provident Fund payable.

17 Financial Liabilities
17.1 Trade Payables

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
(i) Outstanding dues of micro and small enterprises		
(ii) Outstanding dues of other than micro and small enterprises		
Payable to Others	1,674.79	1,490.81
Payable to related parties	2.05	3.79
Total	1,676.84	1,494.60

- (a) The 'Trade Payables' includes the amount payable to Western Railway towards Operation & Maintenance expenditure. The Provisional outstanding balance amount of Rs. 1633.51 Lakhs [31st March 2019- Rs. 1449.81 Lakhs] is related to the entire Dahej-Chavaj section.



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- (b) The 'Trade Payables' includes the amount payable to Western Railway towards Land Lease Rental Charges computed in accordance to the Concession Agreement.
- (c) There are no reported Micro, small and medium enterprises as defined in the "The Micro, Small and Medium enterprises Development Act 2006" to whom the company owes any amount.
- (d) Payable to related parties includes a sum of Rs. Nil lakhs (31st March 2019 Rs Nil lakhs) payable to Rail Vikas Nigam Limited. Refer note 41 for related party transaction and balances.

17.2 Other Financial Liability

(₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Current maturities of Term Loans (Refer Note 13)	2,760.00	2,760.00
Security Deposits	16.51	19.84
Interest accrued and due on borrowings	67.77	93.14
Other Payables	26.50	50.92
Lease Liabilities	31.96	-
Total	2,902.74	2,923.91

- (a) Current Maturity of Term Loan of Rs. 2760.00 Lakhs (31st March 2019 Rs. 2,760 Lakhs) represent the repayment to be made during next one year equivalent to 12% [31st March 2019 - 12%] of total Term Loan of Rs. 23,000.00 Lakhs in accordance with the repayment schedule.

18 Provisions Current

(₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Employee Benefits		
Gratuity	0.21	0.17
Leave Encashment	0.30	0.27
Total	0.51	0.44

18.1 For other disclosures refer Note 45

19 Current Tax Asset and Liability

(₹ in Lakhs)		
Particulars	As at 31st March 2020	As at 31st March 2019
Current tax Assets		
Advance tax and TDS Receivable	24.33	
Income Tax Refundable		
AY 2017-2018	-	-
Total	24.33	0.00
Current tax Liability		
Income Tax Refundable		
AY 2010-2011	0.28	0.28
AY 2012-2013	2.16	2.16
Provision for Income Tax (Note 19.1)	(2.44)	(2.44)
Provision for Income tax (Net of advance tax & TDS)	-	46.84
Total	0.00	46.84

- 19.1 Refund receivable for A Y 2012-13 of Rs. 2.16 lakh has been adjusted with demand of A Y 2009-10, therefore company has provided for provision for tax liability. However, company is contesting the demand and submitted its response to department for non adjusting demand. Further, a sum of Rs. 0.28 Lakh is receivable from income tax department for A Y 2010-11, however refund is not issued since long therefore company has provided for provision for same during financial year 2016-17.



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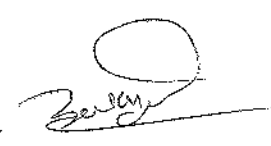
BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

20 Revenue from operations	(₹ in Lakhs)	
Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Revenue From Contracts with Customers		
(a) Income from Railway Operation	4,227.77	8,253.92
(b) Construction Contract Revenue under Service concession Arrangement (refer note 30)	13.32	95.24
Total	4,241.09	8,349.16

- 20.1** Operating Income: The Bharuch-Samni-Dahej Railway line of route length 61.60 kilometers became operational from March 8, 2012 and Bharuch-Chavaj line of route length 5.52 Kilometers became operational from 27th February 2014 with the completion of the respective portions of the project. The operating income of the company has been recognized for the period from 1st April 2019 to 31st March 2020 for Bharuch-Samni-Dahej Railway line, with the revenue pertaining to Bharuch-Chavaj being computed on provisional basis. The share of BDRCL in the total revenue collected by the Railway at the time of loading is computed on the basis of percentage of chargeable distance travelled on BDRCL line to the total chargeable distance travelled. While the Operation & Maintenance Agreement is yet to be signed with Western Railway, apportionment of revenue is being done on the basis of in-principle approval accorded by the Ministry of Railways.
- 20.2** The Ministry of Railways has allowed the Company to charge freight at inflated kilometers (50% inflated) for the distance travelled over BDRCL's jurisdiction. Therefore, as against actual distance of 67.12 kms on the Bharuch-Samni-Dahej section and actual distance of 5.52 km of Bharuch-Chavaj section constructed by the company, the total chargeable distance is taken as 100.68 kms. Revenue pertaining to Bharuch-Chavaj section has been accounted for on provisional basis.
- 20.3** During the current year the company has recognized its income on Terminal Cost on coal amounting of Rs 13.19 Crore loaded from MAPD siding which is directly connected with BDRCL line w.e.f. 10-08-2017 on the basis of order no 2012/Infra/18/5 dated 10-08-2017. The income has been recognised on the basis of the positive response received from Railway Board vide letter no 2017/Infra/12/20 dated 03-03-2020 in which the Railway Board provide an instruction to Western Railway for release of the amount of Terminal Cost on the basis of order dated 10-08-2017.

The Company has continued to accrue income on Terminal Cost on the commodities loaded from Dahej Terminal as per para 6.4.3 of draft O & M Agreement which provides that "In case of terminal owned by BDRCL, terminal charges shall be apportioned to BDRCL"




BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

21

Other Income		(₹ in Lakhs)	
Particulars	Period ended 31st March 2020	Year ended 31st March 2019	
(a) Interest Income			
Bank Deposits	226.82		197.69
Others			
(b) Other Non-operating Income			
Unwinding of discount on receivable from Western Railways under Service Concession Arrangement	5.02		4.53
Reversal of Fair Value Adjustment of Financial Liabilities	279.77		218.49
Interest on Income tax Refund	-		7.82
Profit on Sale of Assets	-		6.12
(c) Miscellaneous Income	10.89		6.38
Total	522.50		441.02

22

Operation and Maintenance Expenses		(₹ in Lakhs)	
Particulars	Period ended 31st March 2020	Year ended 31st March 2019	
(a) Operation & Maintenance Expenses	3,484.87		3,955.91
(b) Operation & Maintenance Expenses- Prior Period	-		3.26
(c) Construction Contract Cost under Service Concession Arrangement (Refer Note No-30)	13.32		95.24
Grand Total	3,498.19		4,054.41

- 22.1** In terms of the draft Operations and Maintenance Agreement to be entered into with the Western Railway read together with the Concession Agreement, the company has to bear the expenses incurred by Western Railway on the operation and maintenance of the Bharuch-Samni-Dahej section and the additional line from Bharuch to Chavaj. The company has recognized operating expenses of Rs.2327.69 Lakhs (During the F.Y 2018-19 Rs. 2684.59 Lakhs) for the period from April 2019 to March 2020 as advised by the Western Railway on provisional basis in terms of the Operation & Maintenance Agreement to be entered into with the Western Railway. The final amount of expenses to be borne by the company could vary.
- Earlier the O&M of Civil Engineering and S&T assets was being carried out by the Company but Western Railway has partially taken over maintenance of above mentioned assets from January 2016, with a few non-safety related activities remaining the responsibility of BDRCL. Accordingly, the company has recognized O&M expenses on activities retained by BDRCL related to Civil Engineering, S&T assets and other activities on railway section amounting to Rs. 1157.18 Lakhs (During the F.Y 2018-19 Rs. 1274.56 Lakhs) for the year ending March 31, 2020.
- The above amount also includes Operation & Maintenance expenses on the extended section of the line from Bharuch to Chavaj for the period from April 2019 to March 2020 on proportionate basis to the extent it was determinable.



BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

23 Employee Benefits Expenses (₹ in Lakhs)

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Salary and Allowances	58.13	80.15
Staff welfare expenses	22.44	22.57
Contributions to Provident fund	15.66	15.92
Gratuity (Refer Note 45)	1.54	1.53
Leave Encashment (Refer Note 45)	3.28	2.37
Total	101.05	122.54

- 23.1 During the year ended March 31, 2020 there are only six employees in the company who are employed on long term basis. All other employees were appointed by the company for a period of six/eleven months only subject to further regularization if required.

24 Finance Cost (₹ in Lakhs)

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Interest Expenses		
Term Loan	990.77	1,186.60
Other Interest Expenses	7.09	47.10
Unwinding of discount on deferred overhead charge	303.98	202.95
Interest expenses on lease liability	5.58	-
Total	1,307.42	1,436.65

- 24.1 Finance cost include interest paid to bank on Term Loan amounting to 990.77 lakhs (During the F.Y 2018-19 Rs 1186.60 lakhs) for the year ended March,31 2020

25 Depreciation and Amortisation (₹ in Lakhs)

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Depreciation on Property, Plant and Equipment (Refer Note 3)	8.89	9.00
Depreciation on Right of Use Assets (Refer Note 4)	18.18	-
Amortisation of Intangible Assets (Refer Note 5)	1,325.05	1,316.95
Total	1,352.12	1,325.95



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

26 Other Expenses	(₹ in Lakhs)	
Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Power & Fuel	2.71	2.47
Repairs and Maintenance	1.96	1.85
Legal and Professional Fees	19.63	18.63
Auditor Remuneration-	-	-
Audit Fees	3.15	6.08
Tax Audit Fees	0.60	0.60
Out of Pocket expenses	-	-
Internal Audit Fees	2.14	2.04
Printing & Stationery	2.04	2.19
Meeting & Conference	2.17	4.07
Communication Expense	1.09	1.32
Travelling Expense	24.44	20.81
Rates & Taxes	1.14	0.17
Rent	21.76	43.06
Advertisement Expenses	1.03	7.97
Housekeeping Expenses	2.70	2.63
Staff Outsourcing Expenses	3.50	2.28
Insurance Charges	2.56	2.40
Miscellaneous Expense	3.54	7.01
Sweets & Gifts	0.78	0.50
Corporate Social Responsibility	21.34	19.79
Total	118.28	145.87

27 Taxes

27.1 Income tax recognised in profit and loss

(₹ in Lakhs)

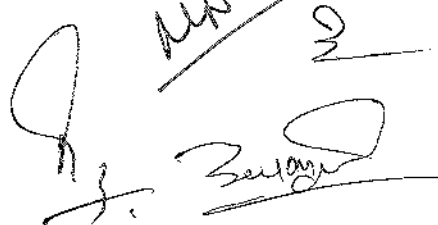
Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Current Income Tax Expenses		
Current Tax on profits for the years	-	424.27
Adjustments in respect of current income tax of previous year		
Total Current Tax Expenses	-	424.27
Deferred Income Tax Expense		
In respect of the current year	-533.57	653.95
(For details Refer Note no 14)		
Total Deferred Tax Expenses	-533.57	653.95
Income tax expenses attributable to continuing	-533.57	1,078.22

27.2 Tax related to items recognised in OCI during the year:

(₹ in Lakhs)

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Net loss/(gain) on remeasurements of defined benefit plans (Refer Note 14)	(0.25)	0.30
Income tax charged to OCI	(0.25)	0.30






BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

27.3 Note: Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2019 and 31st March 2020:

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Accounting profit before tax from continuing operations	-	1,704.77
Profit/(loss) before tax from a discontinued operation		
Accounting profit before income tax	-	1,704.77
At India's statutory income tax rate of 20.59% (31st March 2019 21.54%)*	-	367.36
Tax effect of amounts which are not deductible (taxable) in calculating taxable income		
Add: Tax effect due to transition to IndAS	-	46.95
Add: Non Tax items	-	10.15
Add : Book Loss		
Add : Taxable Income	-	(0.18)
Add : Deferred Tax recognised in statement of profit and loss and OCI	(533.57)	653.95
Add: tax expenses for the previous year		
At the effective income tax rate of (31st March 2019 63.25%)	-533.57	1,078.22
Income Tax expenses reported in statement of profit and loss for current year	(533.57)	1,078.22
Tax expenses for previous year recognised		
Income tax expenses reported in statement of Profit and loss	(533.57)	1,078.22

*Presently, the Company has been paying Minimum Alternate Tax (MAT) on the book profits under section 115-JB of the Income Tax Act, 1961 due to availing of deduction from the taxable income under section 80-IA of the Income Tax Act, 1961. Therefore, Tax rate applicable for MAT i.e. 20.59% has been taken instead of regular rate of income tax 34.94%.

28 Components of Other Comprehensive Income (OCI)

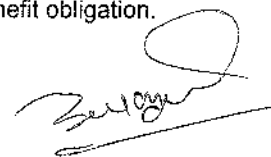
The disaggregation of changes to OCI by each type of reserve in equity is shown below

(₹ in Lakhs)

Particulars	Period ended 31st March 2020	Year ended 31st March 2019
Remeasurements of defined benefit plans	0.71	(0.86)
Tax component of remeasurements of defined benefit	-0.25	0.30
Total	0.46	-0.56

Remeasurements of defined benefit plan includes Rs.71,156 towards actuarial gain (Previous Year loss Rs.85,961) towards actuarial gain on Projected benefit obligation.








29 Earnings per share (EPS)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
	(₹ per share)	(₹ per share)
Basic EPS		
From continuing operation	(0.70)	0.40
Diluted EPS		
From continuing operation	(0.70)	0.40

29.1 Basic Earning per Share

Basic EPS are calculated by dividing the profit for the year attributable to equity holders of the company by weighted average number of equity shares outstanding during the year.

The earning and weighted average number of equity share used in calculation of basic earning per share:

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit attributable to equity holders of the company (Rs. In lakhs)	(1,079.90)	626.55
Earnings used in calculation of Basic Earning Per Share (Rs. In lakhs)	(1,079.90)	626.55
Weighted average numbers (In Lakhs) of shares for the purpose of basic earnings per share	1,551.10	1,551.10

29.2 Diluted Earning per Share

The earnings and weighted average number of equity shares used in calculation of diluted earning per share:-

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit attributable to equity holders of the company (Rs. In lakhs)	(1,079.90)	626.55
Earnings used in calculation of diluted earning per share (Rs. In lakhs)	(1,079.90)	626.55

The weighted number of equity shares for the purpose of diluted earning per share reconciles to the weighted average number of equity shares used in calculation of basic earning per share as follows:

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Weighted average number (in Lakhs) of Equity shares used in calculation of basic earnings per share	1,551.10	1,551.10
Effect of dilution:		
Share Options		
Weighted average number (in Lakhs) of Equity shares used in calculation of diluted earnings per share	1,551.10	1,551.10



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30 Disclosure of Ind As 115 "Revenue from Contracts with Customers"

30.1 Service Concession Arrangements

Public-to-private service concession arrangements are recorded according to Appendix "D" Service Concession Arrangements" IND-AS-115 . Appendix "D"

Service Concession Arrangements applies if:

- a) The Grantor controls or regulates which services the operator should provide with the infrastructure, to whom it must provide them, and at what price; and
- b) The grantor controls- through ownership, beneficial entitlement, or otherwise- any significant residual interest in the infrastructure at the end of the term of the arrangement.

If both of the above conditions are met simultaneously, an intangible asset is recognized to the extent that the operator receives the right to charge users of the public service, provided that these charges are conditional on the degree to which the service is used.

These intangible assets are initially recognized at cost, which is understood as the fair value of the service provided plus other direct costs directly attributable to the operation. They are then amortized over the term of the concession.

Description of Arrangement

The Bharuch Dahej Railway Company Limited (Company) has entered into a Concession Agreement with Ministry of Railways (MoR), Government of India dated June 25, 2008 in terms of which the Ministry of Railways (Grantor) has authorized the Company (Operator) to develop, finance, design, engineer, procure, construct, operate and maintain the Project Railway and to exercise and/or enjoy the rights, powers, benefits, privileges authorizations and entitlements upon its completion. In terms of the said agreement BDRCL has an obligation to complete construction of the project railway and to keep the project assets in proper working condition including all projects assets whose lives have expired.

The concession period is determined with reference to attainment of NPV payback benchmark at the rate of return of 14%. The concession period shall be 30 years of operation or till the NPV payback equal to equity investment is reached, whichever is earlier. In case the NPV payback is reached earlier than 30 years, the concession agreement would stand terminated and the project line would be re-possessed by railway.

At the end of concession period, the project assets shall be hand over by BDRCL to MOR and BDRCL shall be entitled to receive and MOR shall pay to BDRCL an amount equal to the Book value of new assets and additional facilities created by the BDRCL. The original existing assets leased to BDRCL by MOR shall revert back to MOR. The fresh land acquired by MOR and leased to BDRCL shall also revert back to MOR on payment of an amount equal to the cost of acquisition.

In terms of the above agreement upon expiry of 30 years of operation the concession period shall be extended by an equal period of time which corresponds to the period for which material disruption of operation and maintenance occurred during the concession period. However such extension will be limited to provision that if NPV payback equal to equity investment is reached earlier then the period so extended, the concession period would stand terminated.

In case of material breach in terms of the agreement the MOR and BDRCL both have the right to terminate the agreement if they are not able to cure the event of default in accordance with such agreement.

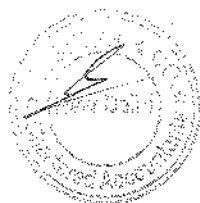
In terms of the draft Operations and Maintenance Agreement to be entered into with the Western Railway read together with the Concession Agreement, the company has to bear the expenses incurred by Western Railway on the operation and maintenance of the Bharuch-Sarni-Dahej section and the additional line from Bharuch to Chavaj.

Sections: (a) Bharuch Station to Dahej Station measuring approximately 61.60 kms,

(b) Bharuch station to Chavaj Station measuring approximately 5.52 kms,

Revenue recognise from contract with customer:

For the year ended 31st March 2020 the company has recognized revenue of Rs. 4241.09 Lakhs (31st March 2019 Rs. 8349.16 Lakhs), consisting of Rs. 13.32 Lakhs (31st March 2019 Rs. 95.24 Lakhs) on construction of intangible assets under service concession arrangement Rs. 4277.27 Lakhs (31st March 2019 Rs. 8253.92 Lakhs) towards sharing of apportioned earnings from operation of railway line under service concession arrangement & Terminal Charges. Company has recognized loss before tax of Rs.1613.47 Lakhs (31st March 2019 Profit of Rs. 1704.77 Lakhs) ,consisting nil profit/loss on construction of intangible assets under service concession arrangement and a loss before tax of Rs. 1613.47 lakhs (31st March 2019 profit of Rs. 1707.77 Lakhs) towards sharing of apportioned earnings from operation of railway line under service concession arrangement. The company has recognized an intangible asset of Rs. 13.32 Lakhs during the year ended 31st March 2020 and Rs. 89.13 Lakhs, in F.Y.2018-19. The intangible asset under development represents the freight sharing rights under development to receive freight traffic earnings under service concession agreement. The company has recognized receivable under service concession arrangement measured at a amortized cost of Rs. 46.65 Lakhs (31st March 2019 of Rs. 46.65 Lakhs) representing the present value of fresh land acquired by MOR of Rs.461.80 Lakhs (31st March 2019 Rs. 461.80 Lakhs) leased to BDRCL and from GiDC amounting to Rs. 24.16 (31st March 2019 Rs. 24.16 lakhs) which is recoverable at the end of concession period from MOR, discounted at a rate of 10.75 percent, of which Rs. 16.93 lakhs (Previous year Rs. 16.04 Lakhs) represents unwinding of discount.



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30.2 IND AS-115 Disclosures

The Company has adopted IND AS 115 Revenue from contracts with customers w.e.f. 01-04-2018.

Transition Method:

The Company has applied modified retrospective approach for the application of Ind AS 115 "Revenue from contracts with customers" as it is covered under the SCA (Service Concession Arrangement) with the western railways and the concession period is not completed at the date of the initial application.

The Company has applied modified retrospective approach

Impact on Financial:

a) Effect is nil on retained earnings as at April 1, 2018.

b) The impact on each financial statement line item affected in the current reporting period by the application of this Standard as compared to Ind AS 11 and Ind AS 18 is NIL. Accordingly, each financial statement line item has not disclose separately.

30.3 Disaggregation Of Revenue

(₹ in Lakhs)

Particulars	As at 31st March 2020	As at 31st March 2019
Income From Railway Operation	4,227.77	8,253.92
Construction Contract Revenue under SCA	13.32	95.24
	4,241.09	8,349.16

Contract balances

Particulars	As at 31st March 2019	As at 31st March 2019
Trade receivables	5,628.22	7,350.09
Contract assets	-	-
Contract liabilities	-	-

Trade Receivables

Particulars	As at 31st March 2020	As at 31st March 2019
Trade Receivables at the beginning of the year	7,350.09	7,774.05
Net Revenue Recognized during the year	4,261.22	8,622.97
Adjustments	1,379.90	2,064.60
Payment received during the year	4,603.82	6,982.33
Closing Balance of the Trade Receivables	5,627.59	7,350.09

(i) 'Trade Receivable' includes a sum of Rs. 2796 Lakh deducted from apportioned revenue by Western Railway on account of land lease charges upto 31st March 2018. In accordance with Railway board letter dated 22.11.2017 the same is now recoverable from western Railway. During FY 2019-20, the WR has released Rs 2671 Lakhs and outstanding balance as on 31-03-2020 is Rs 125 Lakhs.

(ii) The revenue and expenses apportioned as above by the Western Railway are on provisional basis and the final figures may vary. Further the amount of net receivable as on 31 March 2020 being Rs. 5,628.22 Lakhs [31 March 2019 being Rs. 7350.09 Lakhs] is subject to confirmation by the Western Railway.

(iii) Income is apportioned by the Railway and Recognized by Company on the basis of IFRA Rules and various circulars issued by Railway Board from time to time.

Contract Assets

Particulars	As at 31st March 2020	As at 31st March 2019
Contract Asset at the beginning of the year	-	-
Transfer from Contract Asset to Trade Receivable and increase as a result of changes in measure of progress	-	-
Contract Asset at the end of the year	-	-

Impairment loss recognized on any receivables or contract assets arising from an the company's contracts with customers is Nil during the year.

The amount of the Contract assets is NIL as it is covered under the SCA (Service Concession Arrangement) with the western railways and the concession period is not completed at the date of the initial application.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

Contract Liabilities

Particulars	As at 31st March 2020	As at 31st March 2019
Contract Liabilities at the beginning of the year	-	-
Transfer from Contract Liabilities to Revenue and increase as a result of changes in measure of progress	-	-
Contract Liabilities at the end of the year	-	-

There was no revenue recognized in the current reporting period that related to performance obligations that were satisfied in a prior year.

There is Nil impact on the Company due to adoption of Ind As-115 (Revenue from Contracts with Customers).

31 Capital management

The company objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that company can continue to provide maximum returns to share holders and benefit to other stake holders.

Further, company manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants. The company maintain an optimal capital structure of Debt equity to reduce the cost of capital. The company's debts includes interest bearing borrowings from banks.

Particulars	As at 31st March 2020		As at 31st March 2019	
	As at 31st March 2020		As at 31st March 2019	
Borrowing (Note No. 13)	10,549.29	13,349.47		
Net debt	10,549.29	13,349.47		
Equity (Note No. 11)	15,511.00	15,511.00		
Other equity (Note No. 12)	3,161.47	4,240.91		
Total equity	18,672.47	19,751.91		
Net Debt to equity ratio	37:63	41:59		

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March 2020

32 Fair Value Measurements

(i) The carrying amount of financial Instruments by Category are as follow:

Particulars	31st March 2020			31st March 2019		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
(i) Receivable from Western Railways under Service concession arrangement	-	-	51.67	-	-	46.65
(ii) Trade Receivables	-	-	5,628.22	-	-	7,350.09
(iii) Cash and cash equivalents	-	-	1,318.31	-	-	652.88
(iv) Bank Balances other than (iii) above	-	-	2,120.00	-	-	3,321.09
(v) Security Deposits	-	-	18.77	-	-	19.39
(vi) Others	-	-	581.50	-	-	590.41
Total Financial Assets	-	-	9,716.47	-	-	11,980.51
Financial Liabilities						
(i) Borrowings	-	-	10,549.29	-	-	13,349.47
(ii) Trade Payables	-	-	5,234.11	-	-	4,120.78
(iii) Other financial liabilities	-	-	164.39	-	-	71.78
Total Financial Liabilities	-	-	15,947.79	-	-	17,542.03

(ii) Comparison by class of the carrying amounts and fair value of the company's financial instruments, other than those with carrying amounts that are reasonable approximates. There fair values are not presented since fair value of all financial instruments as on reporting date approximates their carrying value.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

Particulars	(₹ in Lakhs)			
	31-Mar-20		31-Mar-19	
	Carrying Value	Fair value	Carrying Value	Fair value
Financial Assets				
Receivable from Western Railways under Service concession arrangement	51.67	97.76	46.65	79.29
Financial Liability				
Trade Payables(deferred Overhead Charges)	3,557.27	3591.30	2,626.18	2742.05
Lease Liabilities	49.42	49.42	-	-
	3,658.36	3,738.48	2,672.83	2,821.34

(iii) The carrying amounts of trade receivables, cash and cash equivalents and other short term receivables and other financial liabilities are considered to the same as their fair values, due to short term nature.

(iv) Long term variable rate borrowings are evaluated by company on parameters such as interest rates, specific country risk factors and other risk factors. Based on this evaluation the fair value of such payables are not materially different from their carrying amount.

(v) The amortised cost of receivables from railways under service concession arrangement were calculated based on cash flows discounted using lending rate.

Fair Value hierarchy as on 31-03-2020

Particulars	(₹ in Lakhs)			
	Level 1	Level 2	Level 3	Total
Financial Assets				
Financial assets at Amortized Cost				
Receivable from Western Railways under service concession arrangement			97.76	97.76
Financial Liability				
Total Financial Liabilities			3,591.30	3,591.30
Lease Liabilities			49.42	49.42
	-	-	3,738.48	3,738.48

Fair Value hierarchy as on 31-03-2019

Particulars	(₹ in Lakhs)			
	Level 1	Level 2	Level 3	Total
Financial Assets				
Financial assets at Amortized Cost				
Receivable from Western Railways under service concession arrangement			79.29	79.29
Financial Liability				
Trade Payables(deferred Overhead Charges)			2,742.05	2,742.05
	-	-	2,821.34	2,821.34

Financial risk management

The Company's principal financial liabilities comprises trade payables, borrowing and other payables. The main purpose of these financial liabilities is to finance the company's operations and to provide guarantees to support its operation. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company is expose to market risk, credit risk and liquidity risk. The company financial risk activities are governed by appropriated policies and procedures and that financial risk are identified, measured and managed in accordance with the companies policies and risk objectives. The board of directors reviews and agrees policies for managing each of these risk, which are summarised below :

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises Interest rate risk.

Financial instruments affected by market risk includes deposits and other non derivative financial instruments.

b) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of change in market interest rate. The company exposure to the risk of changes in market interest rate relates primarily to the company's exposure to change in market interest rates primarily to the company's long term debt obligation with floating interest rate risk. The company manages its interest risk in accordance with the companies policies and risk objective.

c) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The company is exposed to credit risk from its financial activities including operating activities (primarily trade receivable) deposits with banks and other financial instruments.

(i) Trade Receivable

Customer credit risk is managed by company's established policy, procedure and control relating to customer credit risk management. Outstanding customer receivable are regularly monitored and an impairment analysis is performed at each reporting date on individual basis for major customer. The company does not hold any collateral as security.



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed in accordance with the companies policy. Investment of surplus are made only with approved with counterparty on the basis of the financial quotes received from the counterparty.

d) Liquidity risk

Ultimate responsibility for liquidity risk management rest with the board of directors the company manages maintaining adequate banking facilities by continuously monitoring forecast and actual cash flows and by matching the maturities of financial liabilities.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31, March 2020 and 31, March 2019 :

Particulars	(₹ in Lakhs)			
	As At 31-03-2020			
	Less than 1 Year	1-2 years	2-5 Years	5 years and above
Borrowings	2,760.00	5,520.00	2,269.29	-

Particulars	(₹ in Lakhs)			
	As At 31-03-2019			
	Less than 1 Year	1-2 years	2-5 Years	5 years and above
Borrowings	2,760.00	5,520.00	5,069.47	-

33 Key sources of estimation uncertainty

The followings are the key assumptions concerning the future, and the key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities with next financial year.

a) Fair valuation measurement and valuation process

The fair values of financial assets and financial liabilities is measured the valuation techniques including the Discounted cash flow model. The inputs to these method are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Value of receivable from Western Railway is fair valued using interest rate @ 8.70% and value of overhead payable is discounted using current lending rate i.e 8.70% (8.45% previous year).

b) Useful life of Property, plant & equipment

As described in note 2.6, Useful life of property plant and equipment are based on a number of factors including the effects of obsolesces, demand, competition, internal assessment of user experience and other economic factors and level of maintenance expenditure required to obtain the expected future cash flows from the asset. The Company reviews the useful life of property, plant and equipment at each reporting date.

c) Useful life of Intangible Assets

As described in note 2.7, company has estimated the useful live of intangible assets (Intangible under service concession arrangement) is 30 years for amortisation of intangible assets, As per service concession arrangement if NPV payback equal to equity investment @14% is reached earlier than 30 years, the concession agreement would stand terminated and the project line would be repossessed by railway.

As described in note 2.7 - Intangible Assets other than freight Sharing right ,company has estimated useful life of 3 years in case of computer software.

The financial impact of the above assessment may impact the amortisation expenses in subsequent financial years.

d) Defined benefit plan

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans , the management considers the interest rates of government bodies in currencies consistent with the currencies of the post-employment benefit obligation.

e) Taxes

Deferred tax assets are recognised for unused tax losses to the extent it is probable that taxable profit will be available against which tax assets can be utilized. Significant management judgement is required to determine the amount of deferred tax asset that can be recognised, based upon the likely timing and level of future taxable profit together with future tax planning strategies.

34 Construction Contracts

In terms of the disclosure required in IND AS-115 "Construction Contracts" as notified in the companies (Accounting Standard) Rules 2016, the amount considered in the financial statements up to the balance sheet date are as follows :

Particulars	(₹ in Lakhs)	
	As at 31st March 2020	As at 31st March 2019
Revenue Recognised on exchanging construction services	13.32	95.24
Aggregate amount of costs incurred and recognised	13.32	95.24



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35 Leases Disclosures

(i) Disclosure as required by Ind AS 1 "Presentation of Financial Statements"

Changes in significant accounting policies:

Policy of 'Leases' has been modified in the significant accounting policies due to the applicability of Ind AS 116 "Leases".

Ind AS 116 was notified with effect from April 1, 2019 which replaces Ind AS 17. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the Company is the lessor.

The Company adopted Ind AS 116 using the modified retrospective method of adoption with the date of initial application of April 1, 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Company elected to use the transition practical expedient not to reassess whether contract is or contains lease at April 01, 2019. Instead, the Company applied the standards only to contracts that were previously identified as leases applying Ind AS 17.

(ii) The effect of adoption Ind AS 116 as at April 01 2019 (increase/(decrease)) is as follows:

(₹ in Lakhs)	
Assets	Amount
Right-of-use assets	64.15
Total assets	64.15
Liabilities	
Financial liabilities - Lease liabilities	64.15
Total liabilities	64.15

The Company has lease contracts for its office Buildings. Before the adoption of Ind AS 116, the Company classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases except for short-term leases. The standard provides specific transition requirements and practical expedients, which have been applied by the Company.

(iii) Leases previously accounted for as operating leases

The Company recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases. The lessee recognizes a lease liability measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate at the date of initial application and correspondingly measured the right-of-use asset at an amount equal to the lease liability, adjusted for previously recognized prepaid or accrued lease payments.

The Company also applied the available practical expedients wherein it:

(i) Used a single discount rate to a portfolio of leases with reasonably similar characteristics.

(ii) Applied the short-term leases exemptions to leases with lease term that ends within 12 months of the date of initial application and the total lease term is less than 12 months.

(iii) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

(iv) Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease.

The difference between the lease obligation under the Ind AS-17 and value of the lease liability as on the date of transition is primarily is on account of extension and termination option reasonably certain to exercised in measuring the lease liability in accordance to the Ind AS-116 and discounting of the lease liabilities to the present value under the Ind AS-116.

The weighted average incremental borrowings rate applied to lease liabilities as at 1st April, 2019 is 8.70%

(iv) Right of Use Assets

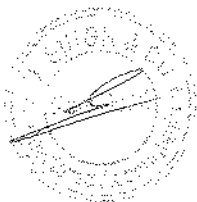
The carrying amounts of right-of-use assets recognised and the movements during the year are disclosed in Note 4.

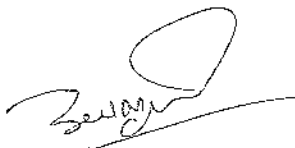
(v) Lease Liabilities (₹ in Lakhs)

Particulars	As at 31st March 2020
Opening Balance as to the beginning of the year	-
Additions during the year	64.15
Interest recognised during the year	5.58
Payment made during the year/total cash outflow for the leases	20.32
Closing Balance as on the end of the year	49.41
Current	17.46
Non-current	31.96

(vi) The details of the Contractual Maturities of the Lease Liabilities as at 31st March 2020 on undiscounted basis are as follows:

Particulars	Less than 1 Year	1-2 years	2 years and above
Lease Liabilities	21.76	23.37	12.36



(vii) Amounts recognised in Statement of Profit and Loss

Particulars	(₹ in Lakhs) For the year ended 31st March 2020
Depreciation expense of right-of-use assets (Refer Note 25)	18.18
Interest expense on lease liabilities (Refer Note 24)	5.58
Expense relating to short-term leases (Refer Note 26)	21.76
	<u>45.52</u>

Gain/loss from sale and leaseback transactions is not applicable to the Company.

(viii) Leased Assets from Western Railways

Western Railway (lessor) has leased all the existing assets as per concession agreement and the land to be newly acquired with all rights, easements for the project to the company (lessee) for the duration of concession agreement.

Company shall pay to the lessor, an annual lease rental of Rs.1/- p.a. in case of new land acquired by Western Railway and as per extant policy of the Ministry of Railways (as revised from time to time) for the original land of Western Railway, which shall be payable in advance in the first week of January every year. Upon expiry, the Company is required to hand over the leased assets to Ministry of Railways (MoR) free from all encumbrances whatsoever. If the concession period is extended/renewed beyond concession period, the lease agreement shall also to be extended/renewed at terms to be mutually decided by the parties.

The Company has taken lease assets from Ministry of Railways under non-cancellable operating lease.

As rent payable is dependent on the extant policy of Ministry of Railways which changes from time to time, therefore it is not possible for the company to determine and present the future minimum lease rentals payable.

36 Contingent Liabilities

Claims not acknowledged as debts by the company

i) M/s Rail Vikas Nigam Limited has demanded management fees of Rs. 1836.65 lakhs (Rs 1835.17 lakhs upto 31st March 2016) Upto (1st April 2015 1814.70 lakhs) towards construction of the project.

ii) The Company had received a Show Cause Notice (SCN) during financial year 2014-15 from tax authorities in the matter of applicability of service tax on the Company in respect of apportioned freight received by the Company from Railways. The SCN covered a period of three years from financial year 2011-12 to financial year 2013-14 and involved service tax of Rs. 1633 lakhs plus interest and penalties. The Company contested the SCN and submitted its position through a rejoinder to the adjudicating authorities, pleading that no service is rendered by BDRCL to Western Railway that might warrant liability to pay Service Tax. The Company managed to obtain relief from the Commissioner of Service Tax vide her order dated 25.01.2016 and has, therefore, not provided for the amount in the aforesaid claim in its books for the above period. However, the department has filed appeal with CESTAT against the order of Commissioner for the same period, which was contested on similar lines by the Company. CESTAT has passed the order in favor of the Company vide Order No ST/A/50434-50435-50435/2019-CU(DB) dated 25/03/2019 rejected the appeals filed by the department. The department has filed a appeal in Hon'ble Supreme Court against the order of CESTAT in response to the same the Company has submitted a statement in Hon'ble Supreme Court.

The tax authorities issued another SCN to the Company on the same grounds involving a demand of Rs. 1638 lakhs plus interest and penalties for FY 2014-15. The company has duly submitted its reply to the adjudicating authorities for withdrawal of the claim in the aforesaid SCN on the same grounds as pleaded in the earlier rejoinder. Since the Company's stand is based on sound principles and immutable facts, and it had received a favorable ruling from Commissioner Service Tax, on the earlier occasion, it is confident that no additional liability on account of Service Tax will devolve on it. The Company has not yet received any adjudication order in the matter.

Further, the tax authorities issued another SCN to the Company on the same grounds involving a demand of Rs. 1614.85 lakhs plus interest and penalties for FY 2015-16 on 21st March 2018, the company has duly submitted its reply to the adjudicating authorities for withdrawal of the claim in the aforesaid SCN on the same grounds as pleaded in the earlier rejoinder.

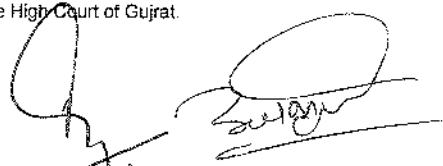
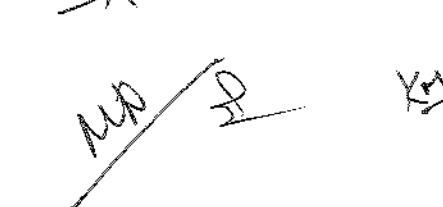
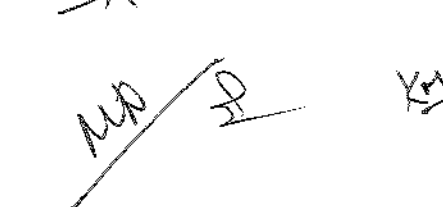
Further more, the tax authorities issued another SCN to the Company on the same grounds involving a demand of Rs. 899.09 lakhs plus interest and penalties for FY 2016-17 & 2017-18 (Upto Jun-17) on 22th April 2019. The company has duly submitted its reply to the adjudicating authorities for withdrawal of the claim in the aforesaid SCN on the same grounds as pleaded in the earlier rejoinder..

iii) The O&M expenditure pertaining to Bharuch-Chavaj section has been provided in financial statements to the extent information provided by Western Railway and information available with company, remaining O& M will be provided in the year in which information will be received from Railways.

iv) Company has terminated some contractual employees, due to misconduct at work place and unauthorised absence from office, Aggrieved by the decision of the company employees have filed application with Labour court for compensation towards their termination. However based on the facts of the case company expects favorable decision. Financial impact of same is not ascertainable.

v) The Company has acquire land for its project. The compensation paid at the time of acquisition was on the basis of collector order. Further, some of the person has disputed the compensation and file a case before the Civil Court. The Civil Court order a additional compensation of Rs. 315 per sq. meter plus increment @ 12% PA from the 23-11-2010 to date of award plus 30% solatium plus interest @ 9% for one year from date of possession and thereafter @ 15% pa vide order 03-02-2018. The amount of compensation determined by the Civil Court is Rs 60.74 Lakhs. The estimated liability of the interest that may arise on the amount of compensation is about Rs 76.81 Lakhs upto 31-03-2020. Against the said order, the Company has filed an appeal in Hon'ble High Court of Gujarat. The Hon'ble High Court of Gujarat has instructed for deposit of the 50% of the amount of claim of Rs 60.74 Lakhs for admitting the appeal. Accordingly, during the FY 2019-20 the Company has deposited a sum of Rs 30.37 lakhs in lieu of the instruction made by Hon'ble High Court of Gujarat and the appeal has been admitted by the Hon'ble High Court of Gujarat.

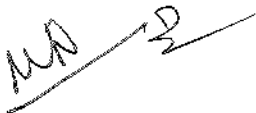
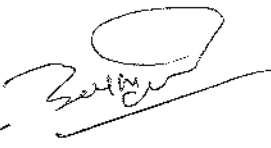


BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

- 37 In the opinion of the Board of Directors and to the best of their knowledge and belief, the aggregate value of the Current Assets including Current financial assets on realization in the ordinary course of business will not be less than the amount at which these are stated in the Balance Sheet.
- 38 **Capital commitment**
Capital commitment is Estimated at Rs. 1.87 Crore (31st March 2019 2.33 Crore).
- 39 **Foreign currency transactions**
Expenditure in Foreign Currency : Nil (Previous period Nil)
Income in Foreign Currency : Nil (Previous period Nil)
- 40 There are no reported Micro, Small and Medium enterprises as defined in the "The Micro, Small & Medium Enterprises Development Act 2006" to whom the company owes any amount .



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BHARUCH DAHEJ RAILWAY COMPANY LIMITED
Notes to financial statements for the year ended 31 March 2020

41 Related Party Disclosures

41.1 Parties to the joint venture agreement

(a) Related Parties held equity of company

Name of Party	As at 31st March 2020		As at 31st March 2019	
	Number of shares held in Lakhs	% holding in that class of shares	Number of shares held in Lakhs	% holding in that class of shares
Rail Vikas Nigam Ltd	550.00	35.46%	550.00	35.46%
Gujarat Industrial Development Corp.	178.60	11.51%	178.60	11.51%
Gujarat Maritime Board	178.60	11.51%	178.60	11.51%
Adani Petronet (Dahej) Port Private Ltd	173.30	11.17%	173.30	11.17%
Gujarat Narmada Valley Fertilizers Company	135.30	8.72%	135.30	8.72%
Hindalco Industries Limited	135.30	8.72%	135.30	8.72%
Dahej SEZ Ltd	100.00	6.45%	100.00	6.45%
Jindal Rail Infrastructure Ltd	100.00	6.45%	100.00	6.45%
	1,551.10	100.00%	1,551.10	100.00%

(b) Key Managerial personnel of the entity

Name	Designation
Mr. Anurag (From 14-09-2018)	Chairmen
Mr. Sanjay Dungarakoti (From 26-09-2018)	Director
Dr Meenu Dang (From 06.10.2017)	Director
Mr. Pradip Kumar Singh (From 25-09-2019)	Director
Mr. Rajinder Kumar Malik (From 23-08-2019 to 25-09-2019)	Director
Mr. Sajal Mitra (From 26.11.2015)	Director
Mr. Malaivappan Thennarasan (From 24-10-2019)	Director
Ms. D. Thara (From 16-04-2019 to 08-08-2019)	Director
Mr Mukesh Kumar (Ceased 18-06-2019)	Director
Mr. Balkishan Sharma	Chief Financial Officer
Mr. Pasupathy Sankar (From 16-04-2019)	Chief Executive Officer
Ms. Kanika Mathur (From 01-09-2019)	Company Secretary
Ms. Beena R. Shah (Ceased 31-05-2020)	Company Secretary

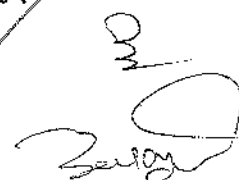
The office of Managing Director was vacated on 1-10-2018. Accordingly, Co-Ordinating Director, Shri Sanjay Dungarakoti, has been appointed to look after the day to day management of the Company w.e.f. 02-10-2018.

(c) Disclosure of transaction with related parties:

(₹ in Lakhs)

Particulars	Transactions (Rs.)	Outstanding Amount Payable/ (Receivable) (Rs.)	Transactions (Rs.)	Outstanding Amount Payable/ (Receivable) (Rs.)
	Year ended March 31, 2020	Year ended March 31, 2020	Year ended March 31, 2019	Year ended March 31, 2019
Rail Vikas Nigam Limited				
Expenditure of Vadodara office apportioned	-			
Transfer of S&T Material	-		26.51	
Project expenditure in terms of construction agreement	-		5.99	
Closing Balance	-	-0.10		26.41
Gujarat Industrial Development Corp.				
Amount paid towards Lease Rent/ Water Charges	4.79	0.00	6.79	0.12
Adani Petronet (Dahej) Port Private Ltd				
Installation of weigh Bridge	0			
Loco Hire Charges	11.56	2.05	24.36	
Closing Balance				3.67
Key Managerial Personnel				
Remuneration	37.82		51.18	




(d) **Compensation of key management personnel:**

The remuneration of directors and other members of key management personnel during the year was as follows:

(₹ in Lakhs)

Particulars	Year ended March 31, 2020	Year ended 31st March 2019
Short-term benefits	37.82	51.18
Post-employment benefits	-	-
Other long-term benefits	-	-
Total	37.82	51.18

The remuneration of Managing Director was paid up to 30.09.2018 as the position of the same is vacant since 01.10.2018.

42 **Payment to Auditors**

Payment to the Auditors comprises of the following:

(₹ in Lakhs)

Particulars	Year ended March 31, 2020	Year ended 31st March 2019
Audit Fee	3.15	6.08
Tax Audit fees	0.60	0.60
Out of Pocket expenses	-	-
Total	3.75	6.68

43 **Corporate Social Responsibility**

With the enactment of the Companies Act 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarification issued by MCA, the company has undertaken activities as per CSR policy. The Company is required to spend Rs. 33.06 Lakhs on Corporate Social Responsibility (CSR) during the F.Y 19-20 in accordance with Section 135 of companies Act 2013. Company has incurred a sum of Rs. 21.33 Lakhs Upto 31, March 2020 Lakhs on CSR activity involving provision of Mobile Health Unit at project area.

44 The company has only one reportable segment viz. operation of freight traffic. Therefore requirement for segment reporting is not applicable.

45 The company has accounted for the employee's benefit expenses in accordance with Ind AS 19 "Employee Benefits" notified by the Ministry of Corporate Affairs, Government of India. The summarised position of Post-employment benefits and long-term employee benefits recognised in the Statement of Profit and Loss and Balance sheet as per Ind AS 19 are as under-

45.1 **Change in present value of obligation:**

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Opening Balance	6.76	9.74	4.37	7.37
Interest Cost	0.52	0.75	0.34	0.57
Current service cost	1.03	1.52	1.20	1.71
Past Service Cost including curtailment Gains/Losses	-	-	-	-
Benefit paid	-	-1.69	-	-
Actuarial (Gain)/ Loss on obligation	-0.71	1.01	0.86	0.09
Closing Balance	7.60	11.33	6.76	9.74

45.2 **Change in fair value of Plan Assets**

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Fair value of Plan Assets at the beginning of the year	-	-	-	-
Expected return on Plan Assets	-	-	-	-
Employer's contribution	-	-	-	-
Benefit Paid	-	-	-	-
Actuarial (loss)/ gain on Obligations	-	-	-	-
Closing Balance	-	-	-	-

45.3 **Amount Recognised in Balance Sheet**

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Estimated Present Value of obligations as at the end of the year	7.60	11.33	6.76	9.74
Fair value of Plan Assets as at the end of the Year	-	-	-	-
Net Assets/ (Net Liability) recognized in Balance Sheet	7.60	11.33	6.76	9.74



45.4 Expenditure recognised in the Statement of Profit & Loss

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Current Service Cost	1.03	1.52	1.20	1.71
Past Service Cost including curtailment Gains/Losses	-	-	-	-
Interest Cost	0.52	0.75	0.34	0.57
Net Actuarial (Gain) / Loss recognized in the year	-0.71	1.01	0.86	0.09
Total expenses recognized in the Statement of Profit and Loss	0.83	3.28	2.40	2.37

45.5 Expenditure recognised in Other Comprehensive Income

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Net cumulative unrecognized actuarial gain/ (loss) opening	-	-	-	-
Actuarial gain/ (loss) for the year on PBO	0.71	-	(0.86)	-
Actuarial gain/ (loss) for the year on the assets	-	-	-	-
Unrecognized Actuarial gain/ (loss) at the end of the year	-	-	-	-

45.6 Bifurcation of PBO at the end of year in current and non-current.

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Current Liability(Amount due with in one year)	0.21	0.30	0.17	0.27
Non-Current Liability(Amount due over one year)	7.39	11.03	6.59	9.47
Total PBO at the end of the year	7.60	11.33	6.77	9.74

45.7 Principal actuarial assumption at the Balance Sheet Date

(₹ in Lakhs)

Particulars	2019-20		2018-19	
	Gratuity	Earned Leave	Gratuity	Earned Leave
Discount Rate	6.76%	6.76%	7.66%	7.66%
Expected rate of return on Plan Assets	-	-	-	-
Expected rate of Salary Increase	5.50%	5.50%	5.50%	5.50%
Method used	Project Unit Credit			

45.8 Maturity profile of defined benefit obligation is as follow:

(₹ in Lakhs)

Period	Effect on Gratuity obligation	Effect on Earned Leave
0-1 year	0.21	0.30
1 to 2 year	0.16	0.24
2 to 3 year	0.15	0.23
3 to 4 year	0.15	0.23
4 to 5 year	0.15	0.22
5 to 6 year	0.15	0.22
6 year onwards	6.62	9.89

45.9 Sensitivity Analysis For the year ended 31 March 2019

(₹ in Lakhs)

Particulars	Change in assumptions	Effect on Gratuity obligation	Effect on Earned Leave
Discount Rate	0.50%	(0.66)	-1.01
	-0.50%	0.75	1.13
Salary Growth	0.50%	0.75	1.14
	-0.50%	(0.67)	-1.02

Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.



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45.10 Mortality Rates for specimen ages

Mortality rate for both Compensated absences and gratuity are as under-

Age	Mortality rate	Age	Mortality rate	Age	Mortality rate
15	0.000698	45	0.002579	75	0.038221
20	0.000924	50	0.004436	80	0.061985
25	0.000931	55	0.007513	85	0.100979
30	0.000977	60	0.011162	90	0.163507
35	0.001202	65	0.015932	95	0.259706
40	0.00168	70	0.024058	100	0.397733

- 45.11** The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in employee market.
- 45.12** Government of India has notified the payment of Gratuity (Amendment), Act 2018 on 29 March 2018, as per the said notification the maximum Gratuity limit has been increased from Rs 10 Lakhs to Rs 20 Lakhs. The Company provides for Gratuity for employees as per the Payment of Gratuity Act 1972. Employees who are in continuous service for a period of five (5) years are eligible for gratuity. The amount of gratuity payable on retirement/termination of the employees is last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.
- 45.13** The amount of liabilities is as per the report of a qualified Actuary
- 46 Impairment of Assets**
On the basis of review, the management is of the opinion that the economic performance of non financial assets of the Company is not lower than expected and therefore there is no impairment of any assets as on the Balance Sheet date.
- 47 Obligation to Restore project assets to specified level of serviceability**
In terms of Concession agreement, there is an obligation on the Company to keep the project assets in working condition, including making replacement, as per laid down standards of MOR, of all project assets whose codal lives expire during the concession period. Accordingly, Company is required to provide for in respect of replacement obligations arising during the remaining concession period as per requirement of Appendix D of the Ind AS 115 for best estimate of expenditure required to settle obligation. However, at present there reliable estimate for restoration obligation is not available, therefore provision for same is not provided in financial statements, the same will be provided in the year in which estimate becomes reliable.
- 48** During the Financial year 2017-18 Goods and Service Tax(GST) has subsumed the Service Tax with effect from 1st July 2017. The Company has maintained same stand, as was taken in the matter of Service Tax, with respect to applicability of the taxes on the share of the freight received by the company from Indian Railways and the operation & maintenance cost recovered by Railways from the company. The company is of the view that no supply is involved by the company to Railway and visa-versa in sharing of freight revenue & cost by Railways with the company. Therefore there are no GST obligations on the company in respect of sharing of the freight revenue & cost by Railway with the Company including furnishing of the particulars/Details for the same. However, Ministry of Railways has taken up the issue with Finance Ministry for issuing clarification/exemption.
- 49 COVID-19 impacts on the Financial statements**
The turbulence in the financial markets due to the COVID-19 pandemic has not materially impacted the Company's financial statements at year ended 2020.
Since March 2020, the consequences of the COVID-19 outbreak have disrupted the construction/operation work of the Company however Management is having a reasonable assurance that these uncertainties do not cast significant doubt on the Company's ability to continue as a going concern.

The Company currently does not expect material changes to the profitability of future business plans which could impact recoverability of assets such as intangible assets. Risk assessment on the business plans is carried out on a regular basis and an impairment review will be performed if conditions suggest that such assets may be impaired.
- 50 Approval of Financial Statements**
The financial statements were approved for issue by the Board of Directors on 25-09-2020





AUDITORS' REPORT

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BHARUCH DAHEJ RAILWAY COMPANY LIMITED

Report on the Audit of Ind AS financial statements

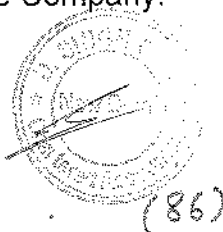
Qualified Opinion

We have audited the Ind AS financial statements of Bharuch Dahej Railway Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss (including the statement of Other Comprehensive Income), Statement of Changes in Equity, and Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information. (herein after referred to as "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid Ind AS financial statements give the information required by the Companies Act ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and loss, changes in equity and its cash flows for the year ended on that date.

Basis for qualified Opinion

- a. The opening balances and the comparative figures disclosed in the Ind AS financial statements for the year ended March 31, 2020 are based on the audited Ind AS financial statements of the Company for the year ended March 31, 2019 on which our Revised Auditors' Report dated September 9, 2019 expressed a qualified opinion. The matters which resulted in the qualification inter alia included the prospective application of Appendix A to Ind AS 11 from the transition date on the first Ind AS financial statements of the Company as at March 31, 2017. The Company had opted to apply this appendix from the transition date prospectively as the Management did not find it practicable to apply this appendix retrospectively. Based on audit procedures and queries made, we were unable to obtain sufficient appropriate audit evidence to ascertain that retrospective application of Appendix A to Ind AS 11 was impracticable as defined in Ind AS 8 to avail the exemption of Ind AS 101. Consequently, we were unable to ascertain the impact, of the above on the Ind AS financial statements of the Company."



In view of the above, any adjustments to the opening balances as at April 1, 2019 that would have been required may have a consequential effect on the Company's assets and liabilities as at April 1, 2019 and March 31, 2020 and its results for the year ended March 31, 2020 and the presentation and disclosure thereof in the Ind AS financial statements.

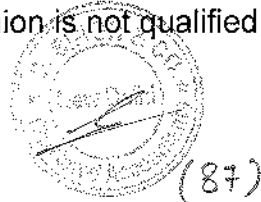
- b. Reference is drawn to Note No. 47 of the Ind AS financial statements on Obligation to Restore project assets to specified level of serviceability. In terms of Concession agreement, there is an obligation on the Company to keep the project assets in working condition, including making replacement, as per laid down standards of Ministry of Railways, of all project assets whose lives expire during the concession period. Accordingly, Company is required to provide for in respect of replacement obligations arising during the remaining concession period as per requirement of Appendix D of the Ind AS 115 at the best estimate of expenditure required to settle the obligation. However, the Company has not estimated and provided for the aforesaid obligation in the Ind AS financial statements. In the absence of information, we are unable to ascertain the impact of the above on the Ind AS financial statements of the Company.

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter

- i. We draw attention to Note No. 20.3 and Note No 9.1 to the Ind AS financial statements. Revenue from Operations of Rs 4241.09 lakhs includes revenue of Rs.1319.97 Lakhs (Rs. 1191.47 Lakhs pertaining to previous years) recognized as income on terminal cost of coal loaded from MAPD siding w.e.f 10.08.2017. The said revenue recognized is outstanding as trade receivable on the balance sheet date. In previous years, this revenue was not recognised by the Company due to the divergent interpretation taken by Western Railways of the Railway Board's letter No 2012/Infra/185 dated 10-08-2017. During the current year, the Company has recognized the aforesaid revenue based on Railway Board's letter dated 03-03-2020 to Western Railways requesting to pay the terminal cost to the Company in accordance with the Board's letter dated 10-08-2017.

As per information and explanations provided, the said revenue has not yet been apportioned by the Western Railways and the amount is still outstanding as on the date of this report. The Company also does not have the balance confirmation of the said receivable from Western Railways. However, the management believes that as the matter is now clarified by Railway Board vide the aforesaid letter the amount is due to the Company and shall be received in due course of time. Our Opinion is not qualified in respect of this matter



- ii. We draw attention to Note No. 20.1, 20.2 and Note No, 9.1 to the Ind AS financial statements. Revenue from Operations of Rs. 4241.09 lakhs includes revenue of Rs. 373 lakhs pertaining to Bharuch-Chavaj section computed on provisional basis for the current year. The total revenue recognized in this respect including for previous years amounts to Rs.4134.59 lakhs. The said revenue is outstanding as trade receivable as at March31, 2020. As per information and explanations provided, the revenue apportionment by Western Railways does not include the apportionments for share of revenue towards the Bharuch - Chavaj section and the final figures could vary. Our Opinion is not qualified in respect of this matter.
- iii. We draw attention to Note No. 20 & Note No. 22 to the Ind AS financial statements, The Operation and Maintenance Agreement with the Western Railway that defines among others, right & obligations, share of Income & Expenses to be apportioned to the Company arising out of the operation of the Bharuch Dahej Samni Railway Line by the Company has not yet been signed. The Company has however recognized the operating income and expenses arising out of this arrangement which is yet to be formalized based on provisional figures made available by the Western Railway and the final figures could vary. Our Opinion is not qualified in respect of this matter

Responsibilities of Management for Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Ind AS financial statements.

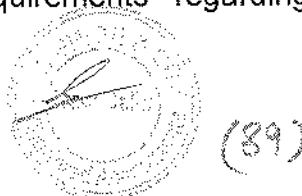
Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee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

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to



communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements.

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note No 36(v) to the Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. As required by Section 143(5) of the Act and as per directions issued by comptroller and Auditor General of India, we report that:

Sl. No.	Directions	Auditor's Replies
(i)	Whether the Company has system in place to process all the accounting transaction through IT? If Yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the Financial implication, if any, may be stated.	All the accounting transaction are processed and recoded through accounting software Tally.ERP9. Since all the transactions are processed through IT there are no transaction which is outside the IT System.
(ii)	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/ loans/interest etc. made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated.	No restructuring has been done during the financial year.
(iii)	Whether funds received/ receivable for specific schemes from central/state agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	Not applicable

For D. Singh & Co.
Chartered Accountants
Firm Registration No. 001351N


Simran Singh
Partner
Membership No. 98641

UDIN : 20098641AAAAAA8813

Place: New Delhi
Date : 25.09.2020

Annexure - A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report to the members of Bharuch Dahej Railway Company Limited of even date)

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed Assets.

(b) According to information and explanations given to us, the Company has got physical verification of assets of whole section of Dahej -Bharuch-Chavaj Railway (about 67 kms) done from outside agency, M/s Serv Tech private Limited. As per their report dated 15-12-2009, the consultants have certified that all the assets & systems are actually available at respective sites as indicated in their Assets register and confirmed that all assets are physically verified and found in order.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company/ Western Railways.
- (ii) The Company does not hold any inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company and hence not commented for.
- (iii) The Company has not granted any loans secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the order are not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company the company has not given any loan, made any investment, given any guarantee, and provided any security which is covered by Section 185 and 186 of the Companies Act 2013. Accordingly, the provisions of clause 3(iv) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (v) The Company has not accepted any deposits from the public. Accordingly, the provisions of clause 3(v) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (vi) As per information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and the records of the company examined by us, in our opinion, the company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax, service tax, provident fund and other material statutory dues applicable to it. The provisions relating to employees' state insurance, sales-tax, wealth-tax, duty of customs, duty of excise, value added tax and cess are not applicable to the company. No undisputed amounts were outstanding in respect of Statutory dues as at March 31, 2020 for period of more than six months from the date they became payable.

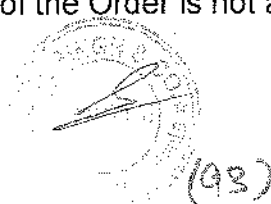


- (b) According to the information and explanations given to us, the following are the Statutory dues pending on account of disputes:

Name of Statute	Nature of Dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Service Tax	Service interest Tax, and penalty	1633 (plus interest and penalties)	2011-12 to 2013-14	The demand has been disputed by the Tax Authorities and is pending for adjudication before The Supreme Court.
Service Tax	Service interest Tax, and penalty	1638 (plus interest and penalties)	2014-15	The demand has been disputed by the company and is pending for adjudication before the Commissioner Service Tax.
Service Tax	Service interest Tax, and penalty	1614.85 (plus interest and penalties)	2015-16	The demand has been disputed by the company and is pending for adjudication before the Commissioner Service Tax.
Service Tax	Service interest Tax, and penalty	899.09 (plus interest and penalties)	2016-17 & 2017-18 (upto June 2017)	The demand has been disputed by the company and is pending for adjudication before the Commissioner Service Tax.
Total		4452.94 (plus interest and penalties)		

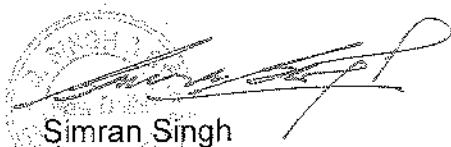
Reference is drawn to Note No 36(ii) to the Ind AS financial statements for further details.

- (viii) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to bank.
- (ix) Based on our audit procedures and as per the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.



- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Indian accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For D. Singh & Co.
Chartered Accountants
Firm Registration No. 001351N


Simran Singh
Partner
Membership No. 98641
UDIN : 20098641AAAAAA8813

Place: New Delhi
Date : 25.09.2020

Annexure - B to the Independent Auditors' Report

(Referred to in paragraph 2(f) under 'Report on other legal and regulatory requirements' section of our report to the members of Bharuch Dahej Railway Company Limited of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Bharuch Dahej Railway Company Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For D. Singh & Co.
Chartered Accountants
Firm Registration No. 001351N




Simran Singh
Partner
Membership No. 98641
UDIN : 20098641AAAAA8813

Place: New Delhi
Date : 25.09.2020

COMMENTS OF THE C&AG AND MANAGEMENT REPLIES





सत्यमेव जयते

भारतीय लेखापरीक्षा एवं लेखा विभाग
कार्यालय प्रधान निदेशक लेखापरीक्षा
रेलवे वाणिज्यक, नई दिल्ली

INDIAN AUDIT AND ACCOUNTS DEPARTMENT
OFFICE OF THE PRINCIPAL DIRECTOR OF AUDIT
RAILWAY COMMERCIAL, NEW DELHI



लोकहितार्थं सत्यनिष्ठा
Dedicated to Truth in Public Interest

संख्या: पी डी ए/आर सी/13-55/AA-BDRCL/2020-21/287

दिनांक: 18.11.2020

सेवा में,

प्रबंध निदेशक
भरूच दहेज रेलवे कंपनी लिमिटेड
39-42, (तीसरा फ्लोर एच ब्लॉक) इंदरा पैलेस
कनौट सर्कस इनर सर्किल
नई दिल्ली - 110001

विषय: 31 मार्च 2020 को समाप्त वर्ष के लिए भरूच दहेज रेलवे कम्पनी लिमिटेड के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखा परीक्षक की टिप्पणियाँ |

महोदय,

मैं, भरूच दहेज रेलवे कम्पनी लिमिटेड के 31 मार्च 2020 को समाप्त वर्ष के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखा परीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ |

कृपया इस पत्र की संलग्न को सहित प्राप्ति की पावती भेजी जाए |

भवदीय,

(के. एस. रामवालिया)

प्रधान निदेशक (रेलवे वाणिज्यक)

संलग्न: यथोपरी

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE
FINANCIAL STATEMENTS OF BHARUCH DAHEJ RAILWAY COMPANY
LIMITED FOR THE YEAR ENDED 31 MARCH 2020.**

The preparation of financial statements of **BHARUCH DAHEJ RAILWAY COMPANY LIMITED** for the period ended 31 March 2020 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act are responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 25.09.2020.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **BHARUCH DAHEJ RAILWAY COMPANY LIMITED** for the period ended 31 March 2020 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143 (6) (b) of the Act.

For and on the behalf of the
Comptroller & Auditor General of India

Place: New Delhi
Dated: 18.11.2020


(K. S. Ramuwalia)
Principal Director of Audit
Railway Commercial, New Delhi