



SUDHIR KOTHARI & ASSOCIATES

Chartered Accountant

Proprietor CA Sudhir Kothari, B. Com (Hons.), FCA, DISA, ACS
10/1, Deodar Street, Kolkata – 700 019
Mobile: 9830284200. E-mail: sudhirkothari@hotmail.com

TO THE MEMBERS OF BRIL SOCIAL FOUNDATION

Report on the Financial Statements

Opinion

We have audited the financial statements of **BRIL SOCIAL FOUNDATION** ("the Company"), which comprise the Balance Sheet as at 31 March 2023, the Statement of Income and Expenditure for the year then ended (hereinafter referred to as the "financial statements"), and Notes to the Financial Statements, including a summary of Significant Accounting Policies and Other Explanatory Information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its **Deficit** for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the 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 the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our Auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards specified under Section 133 of the Act. 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- a) Identify and assess the risks of material misstatement of the 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.
- b) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- c) Obtain an understanding of internal control relevant to the Audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- d) 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 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.
- e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- f) We consider Materiality to hold immense importance because Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced.
We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

Other Matter

Nothing to report in this regard.



Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified on the matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, since in our opinion and according to the information and explanations given to us, the Order is not applicable to the Company, as it is licensed to operate under Section 8 of the Act.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - (i) 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.
 - (ii) 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.
 - (iii) The Balance Sheet and the Statement of Income and Expenditure dealt with by this Report are in agreement with the books of account.
 - (iv) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (v) On the basis of the written representations received from the Directors as on 31st March 2023 taken on record by the Board of Directors, none of the Directors is disqualified as on 31 March, 2023 from being appointed as a Director in terms of Section 164(2) of the Act.
 - (vi) This report does not include Report on the internal financial controls under clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 (the 'Report on internal financial controls'), since in our opinion and according to the information and explanation given to us, the said report on internal financial controls is not applicable to the Company based on the exemption available to the Company under MCA notification no. G.S.R. 583(E) dated June 13, 2017, read with corrigendum dated July 13, 2017 on reporting on internal financial controls over financial reporting.
 - (vii) 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, as amended in our opinion and to the best of our information and according to the explanations given to us, we state that:
 - a) The Company does not have any pending litigations, which would impact its financial position.
 - b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - d) No dividend has been declared or paid during the year by the Company.

For **Sudhir Kothari & Associates**
Chartered Accountant
Firm's Registration No. 330320E



Sudhir Kothari
Designation – Proprietor
Membership No. 053874
UDIN: 23053874BGXKZI2132



Place of Signature: Kolkata
Date: 27th May 2023

BRIL SOCIAL FOUNDATION
CIN: U85300WB2022NPL253511 PAN: AAKCB7205P
Balance Sheet as at 31st March, 2023

Rs. in Lacs


Particulars	Note No.	As at March 31 2023
ASSETS		
NON-CURRENT ASSETS		
Property, Plant and Equipment	3	0.56
Deferred tax Assets (Net)		
Total Non-Current Assets		0.56
CURRENT ASSETS		
Financial Assets		
(i) Trade receivables		
(ii) Cash and cash equivalents	4	30.17
Other Current Assets		
Total Current Assets		30.17
TOTAL ASSETS		30.74
EQUITY AND LIABILITIES		
EQUITY		
Equity Share Capital	5	2.00
Other Equity	6	-0.29
TOTAL EQUITY		1.71
LIABILITIES		
(a) Financial Liabilities		
(b) Provisions		
(c) Other non-current liabilities		
Total Non-current Liabilities		0.00
CURRENT LIABILITY		
Financial Liabilities		
(i) Borrowings		
(ii) Trade Payables		
(iii) Other Financial Liabilities		
Other Liabilities	7	29.02
Total Current Liabilities		29.02
TOTAL LIABILITIES		29.02
TOTAL EQUITY AND LIABILITIES		30.74

The accompanying notes are an integral part of Financial Statements

For Sudhir Kothari & Associates

Firm Registration Number: 330320E

Chartered Accountant



Sudhir Kumar Kothari

Proprietor

Membership Number: 053874

UDIN: 23053874BGXKZI2132

Place: Kolkata

Date: 27th May 2023



On behalf of the Board
BRIL Social Foundation


Samir Bose

DIN: 09591447

BRIL Social Foundation


Debasis Sircar

DIN: 09020911

Director

BRIL SOCIAL FOUNDATION

CIN: U85300WB2022NPL253511 PAN: AAKCB7205P

Statement of Income and Expenditure for the period ending 31st March, 2023

Rs. in Lacs

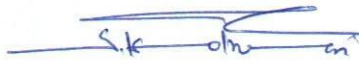
Particulars	Note No.	As at March 31 2023
INCOME		
CSR Income		45.39
Other Income		
TOTAL INCOME		45.39
EXPENDITURE		
CSR Expenditure	8	45.39
Depreciation and Amortisation	3	0.01
Other Expenses	9	0.28
TOTAL EXPENDITURE		45.68
(Defecit) / Surplus of Income over Expenditure		-0.29
Basic and Diluted Earnings per share (Face Value of Rs. 10 each)		-Rs. 1.43

The accompanying notes are an integral part of Financial Statements

For Sudhir Kothari & Associates

Firm Registration Number: 330320E

Chartered Accountant

**Sudhir Kumar Kothari**

Proprietor

Membership Number: 053874

UDIN: 23053874BGXKZI2132

Place: Kolkata

Date: 27th May 2023



On behalf of the Board

BRIL Social Foundation

Samir Bose

DIN: 09591447

BRIL Social Foundation

Debasis Sircar

DIN: 09020911

Director

Director

BRIL SOCIAL FOUNDATION

CIN: U85300WB2022NPL253511 PAN: AAKCB7205P

Cash Flow Statement for the year ended March 31, 2023

Rs. in Lacs

Particulars	Mar-23
A. Cash Flow from Operating Activities:	
(Deficit) / Surplus of Income over Expenditure	-0.29
Adjustments	
Operating profit before working capital changes	-0.29
Adjustments for:	
Depreciation	0.01
Cash generated from operations	-0.28
Direct taxes refund / (paid) - net	
Net Cash Flow from operating activities	-0.28
B. Cash Flow from Investing Activities:	
Purchase of Fixed Assets	-0.57
Other Current Assets	
Net Cash (used in) from investing activities	-0.57
C. Cash Flow from Financing Activities	
Private Placement of Shares	2.00
Other than Statutory Liabilities	29.02
Net Cash (used in) from financing activities	31.02
Net (decrease)/increase in cash and cash equivalents (A+B+C)	30.17
Cash and cash equivalents at beginning of the year	
Cash and cash equivalents at end of the year	30.17

Notes

1. Cash Flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3, "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.

The accompanying notes are an integral part of Financial Statements

For Sudhir Kothari & Associates

Firm Registration Number: 330320E

Chartered Accountant

Sudhir Kumar Kothari

Proprietor

Membership Number: 053874

UDIN: 23053874BGXKZI2132

Place: Kolkata

Date: 27th May 2023

**On behalf of the Board****BRIL Social Foundation****Samir Bose**

DIN: 09591447

Director

BRIL Social Foundation**Debasis Sircar**

DIN: 09020911

Director

BRIL SOCIAL FOUNDATION
Notes forming part of the financial statements

Statement of Changes in Equity for the year ended 31st March, 2023

Rs. in Lacs

A. Equity Share Capital *
As on 31st March, 2023

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restart balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
			2.00	2.00

* Refer Note 5

B. Other Equity

Particulars	Notes	Share application money pending allotment	Securities Premium	Capital Reserve - Development grant / subsidy	Capital reserve - Amalgamation reserve	Capital Redemption Reserve	General Reserve	Others	Retained earnings	FVOCI- equity instruments	Total Other Equity
Balance as 1st April, 2022			-	-	-	-	-	-	-	-	-
Changes in accounting policy or prior period item			-	-	-	-	-	-	-	-	-
(Deficit) / Surplus of Income over Expenditure			-	-	-	-	-	-	-0.29	-	-0.29
Issue of equity shares			-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2023			-	-	-	-	-	-	-0.29	-	-0.29



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Director

BRIL SOCIAL FOUNDATION

112, Raja Ram Mohan Roy Sarani, Kolkata – 700 009

CIN – U85300WB2022NPL253511

(A Company Registered under section 8 of The Companies Act, 2013)

Notes forming part of the financial statement for the year ended 31.03.2023

Note 1: Accounting Policies

1. Company Overview

BRIL Social Foundation ('the Company') was incorporated in India under section 8 of the Companies Act, 2013 on 29th April 2022. The primary objective of the company is Relief of the poor, Education, Medical Relief, Preservation of Environment (including watersheds, forests and wildlife), advancement of any other objects of general public utility. The company is wholly owned subsidiary of BCPL Railway Infrastructure Limited, which is a listed Company on the Bombay Stock Exchange. The registered office of the Company is located at 112, Raja Ram Mohan Roy Sarani, Kolkata – 700 009. This is the first financial reporting year of the Company. The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on 27th May, 2023.

2. Summary of significant accounting policies

2.1 Basis of preparation

Compliance with Ind AS

Being a subsidiary of a listed Holding Company, the standalone financial statements have been prepared in accordance with India Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013 and presentation requirements of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III), as applicable.

Historical Cost Convention

The financial statements have been prepared under the historical cost convention. The Ind AS financial statements are presented in INR which is the Company's functional and presentation currency and all values are rounded to the nearest rupee in lacs. :

2.2 Current and Non-Current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.3 Property, Plant and Equipment

a) Property, plant and equipment are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase cost, borrowing costs if capitalisation criteria are met and other directly attributable cost of bringing the assets to its working condition for intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

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Director



- b) Subsequent expenditure related to an item of property, plant and equipment is added to its carrying amount only if it increases the future benefits from the existing assets beyond its previously assessed standard of performance.
- c) Capital work in progress is stated at cost, [including borrowing cost, where applicable] incurred during construction / installation period relating to items or projects in progress.

2.4 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value.

(a) Financial assets

(i) Cash and cash equivalents

Cash and cash equivalents include cash in hand.

(ii) Other bank balances

Other bank balances include deposits with maturity less than twelve months but greater than three months and balances and deposits with banks that are restricted for withdrawal and usage including Bank balances in Escrow Account.

(b) Financial liabilities and equity instruments

(i) Classification as debt or equity

Financial liabilities, debts and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

(ii) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

2.5 Provision and Contingent Liabilities

Provisions: Provisions are recognised when there is a present obligation as a result of a past event and 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 present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

2.6 Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Borrowing Costs include interest and amortisation of ancillary costs incurred. Borrowing Costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date the asset is ready for its intended use is added to the cost of the assets.

2.7 Grants and Donation Received

General Grants and Donations are recognised in the year in which the same are received. The corresponding expenses including committed expenses are also recognised in the same year.

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Director

Director



BRIL SOCIAL FOUNDATION
Notes forming part of the financial statements

NOTE - 3: Property, Plant and Equipment and Right to Use Asset

Rs. in Lacs

Particulars	GROSS BLOCK - AT COST			DEPRECIATION			NET BLOCK As at 31st March 2023	
	As at 1st April 2022	Additions during the Year	Deletion during the Year	As at 31st March 2023	Upto 1st April 2022	Provided during the Year		Deletion during the Year
Office Equipment :								
- Computer	-	0.45		0.45				0.45
Furniture & Fixtures :								
- Filing Cabinets	-	0.12		0.12		0.01		0.01
Total	-	0.57	0.00	0.57	0.00	0.01	0.00	0.01

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Director

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Director



BRIL SOCIAL FOUNDATION
Notes forming part of the financial statements

Rs. in Lacs

Particulars	As at March 31 2023	
NOTE - 4		
CASH AND CASH EQUIVALENTS		
Balance with banks (of the nature of Cash and cash equivalents)		
In Current	29.74	
Cash in hand	0.43	
	30.17	
NOTE : 5		
Equity Share Capital		
a) Authorised		
1,00,000 Equity Shares of Rs.10/- each	10.00	
	10.00	
b) Issued, Subscribed and Fully Paid up		
20,000 Equity Shares of Rs.10/- each	2.00	
Total	2.00	
c) Reconciliation of number of equity shares are set out below:		
i) Shares outstanding at the beginning of the financial year.	-	
ii) Issued during the year	20,000	
iii) Shares outstanding at the end of the financial year	20,000	
d) Details of shareholders holding more than 5% of shares		
Name of the Shareholders	As at 31st March 2023	
	% held	No. of Shares
BCPL Railway Infrastructure Limited	99.95%	19,990
e) The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/- . 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 any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.		
f) Shares held by promoters at the end of the year.		
Promoter Name	No. of Shares	% of total shares
BCPL Railway Infrastructure Limited	19,990	99.95%
Samir Bose	10	0.05%
NOTE : 6		
Other Equity		
i) Retained Earnings	-0.29	
	-0.29	
NOTE -7		
OTHER CURRENT LIABILITIES		
Liability for Ongoing CSR Projects	28.47	
Liability for expenses	0.52	
Statutory dues:		
- Profession Tax	0.03	
	29.02	

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Director

Director



BRIL SOCIAL FOUNDATION
Notes forming part of the financial statements

Rs. in Lacs

Particulars	Year ended 31st March 2023
CSR Expenditure	
<u>CSR Expenditure</u>	
Scholarship to meritorious marginally backward Students Projects	1.76
Scholarship to football trainees of economically backward section Project	0.53
Sewing Machine distribution under the women livelihood enhancement Project	1.42
Promoting and Preventive Health care Project	0.72
Upgradation and Development of School Project	5.00
Free Library Project	1.21
Employment enhancing Vocation Skill (OHE) Project	0.92
Monitoring Cost (Salary, Administrative expenses etc.)	5.36
	16.93
<u>CSR Expenditure Committed</u>	
Scholarship to meritorious marginally backward Students Projects	8.72
Scholarship to football trainees of economically backward section Project	3.12
Employment enhancing Vocation Skill (OHE) Project	9.57
Monitoring Cost including Administrative expenses	7.06
	28.47
CSR Expenditure	45.39
NOTE - 9	
OTHER EXPENSES	
Filing Fees	0.01
Office Expenses	0.06
Rates & Taxes	0.07
Printing & Stationery	0.04
Auditors' Remuneration	0.10
	0.28

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Director



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Director

Note 10: Related party transactions

List of Related Parties and relationship

A) Holding Company

BCPL Railway Infrastructure Limited

B) Key Management Personnel / Directors

Mr. Samir Bose [Executive Director]

Ms. Devshree Sinha, [Independent Director. Resigned on 27th May 2023]

Mr. Sandeep Nawalgaria [Independent Director. Resigned on 27th May 2023]

Mr. Debasis Sircar [Additional Director e. f. 27th May 2023]

The following transactions were carried out with the related parties in the ordinary course of business.

Nature of Transaction / Relationship	Rs. in Lacs
	2022-23
CSR Grants received Holding	45.39
Office Rent paid Holding	0.24

NOTE 11:

This being the first financial reporting year of the Company, Previous Year figure column is not incorporated in the financial statements or elsewhere.

For Sudhir Kothari & Associates

Firm Registration Number: 330320E

Chartered Accountant



Sudhir Kumar Kothari

Proprietor

Membership Number: 053874

UDIN: 23053874BGXKZI2132

Place: Kolkata

Date: 27th May 2023



On behalf of the Board

BRIL Social Foundation

Samir Bose

DIN: 09591447


Director

BRIL Social Foundation

Debasis Sircar

DIN: 09020911


Director