

INDEPENDENT AUDITOR'S REPORT

To The Members of **BIRLA CEMENT (ASSAM) LIMITED**,

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **BIRLA CEMENT (ASSAM) LIMITED ("the Company")**, which comprise the Balance Sheet as at 31st March, 2016 and the Statement of Profit & Loss, and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

BIRLA CEMENT (ASSAM) LIMITED



India, of the state of affairs of the Company as at March 31, 2016 and its Loss and its cash flow for the year ended on that date.

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 Act, we give in the Annexure "A" a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable to the Company.
2. As required by section 143 (3) of the Act, we report that:
 - 2.1. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - 2.2. In our opinion, proper books of account as required by law, have been kept by the Company so far as appears from our examination of those books.
 - 2.3. The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of the account.
 - 2.4. In our opinion, the standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - 2.5. On the basis of written representations received from the directors, as on 31st March, 2016 taken on record by the Board of Directors, none of the director is disqualified as on 31st March, 2016 from being appointed as Director in terms of Section 164(2) of the Act.
 - 2.6. With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B".
 - 2.7. 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 does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Kolkata
Dated: 4th day of May, 2016

For A L P S & CO.
Chartered Accountants
Firm's ICAI Regn. No. 313132E



(A.K.Khetawat)
Partner
M. No. 52751



ANNEXURE "A" TO THE AUDITORS' REPORT

(Referred to in paragraph 1 of the Report on Other Legal and Regulatory Requirements of the Independent Auditor's Report to the members of the Company of even date)

- 1) The Company has no fixed assets and therefore reporting on provisions of clause 3(i) relating to fixed assets is not applicable to the Company.
- 2) The Company has not any inventories, and therefore reporting on provisions of clause 3(ii) relating to inventories is not applicable to the Company.
- 3) During the year, the Company has not granted any loans, secured or unsecured to companies, firm, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act and therefore provisions on clauses 3(iii) of the Order are not applicable to the Company.
- 4) The Company has neither given any loan, guarantees and security nor has any investments and therefore reporting on provisions of clause 3(iv) of the Order is not applicable to the Company.
- 5) During the year, the Company has not accepted any deposits and therefore provisions on clause 3(v) of the Order are not applicable to the Company.
- 6) There being no manufacturing activity was commenced during the year and therefore provisions on clauses 3(vi) of the Order is not applicable to the Company.
- 7) (a) According to the records of the Company, the Company is regular in depositing the statutory dues and it has not any undisputed statutory dues which were outstanding as at 31st March, 2016 for a period of more than six months from the date they became payable.

(b) According to the records of the Company and according to information and explanations given to us, the Company does not have any outstanding disputed statutory dues as on 31st March, 2016.
- 8) The Company has not borrowed any amount from any financial institutions or banks or government or by way of issue of debentures, therefore provisions of clause 3(viii) of the order are not applicable to the Company.
- 9) During the year, the Company has neither raised any money by way of initial public offer or further public offer nor taken any term loan therefore provisions on clause 3(ix) of the Order are not applicable to the Company.
- 10) In our opinion and according to information and explanations given to us, during the year, no material fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11) During the year, the Company has not paid any managerial remuneration and therefore provisions of clause 3(xi) of the order are not applicable to the Company.
- 12) The Company is not a Nidhi Company and therefore provisions of clause 3(xii) of the order are not applicable to the Company.
- 13) 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 section 177 and 188 of the Act where applicable and the details of such transactions have been disclosed in the Financial Statements, as required by the applicable accounting standards:
- 14) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and therefore provisions of clause 3(xiv) of the order are not applicable to the Company.



- 15) According to information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year and therefore provisions of clause 3(xv) of the order are not applicable to the Company.
- 16) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For A L P S & CO.
Chartered Accountants
Firm's ICAI Regn. No. 313132E



(A.K.Khetawat)
Partner
M. No. 52751

Kolkata
Dated: 4th day of May, 2016



ANNEXURE "B" TO THE AUDITORS' REPORT

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 **BIRLA CEMENT (ASSAM) LIMITED** ("the Company"), as of 31 March 2016 in conjunction with our audit of the standalone 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 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 31 March 2016, 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.

Kolkata
Dated: 4th day of May, 2016

For A L P S & CO.
Chartered Accountants
Firm's ICAI Regn. No. 313132E


(A.K. Khetawat)
Partner
M. No. 52751



BIRLA CEMENT (ASSAM) LIMITED
CIN : U26940AS2008PLC008652
BALANCE SHEET as at 31st March 2016

(Amount in Rs.)

	Note	As at March 31, 2016	As at March 31, 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUND			
Share Capital	2.1	5,00,000	5,00,000
Reserves and Surplus	2.2	<u>(1,57,578)</u>	<u>(1,22,593)</u>
		3,42,422	3,77,407
CURRENT LIABILITIES			
Other Current Liabilities	2.3	<u>6,870</u>	<u>6,742</u>
		6,870	6,742
TOTAL		<u><u>3,49,292</u></u>	<u><u>3,84,149</u></u>
ASSETS			
CURRENT ASSETS			
Cash and Bank Balances	2.4	<u>3,49,292</u>	<u>3,84,149</u>
		3,49,292	3,84,149
TOTAL		<u><u>3,49,292</u></u>	<u><u>3,84,149</u></u>

Significant Accounting Policies

1

The accompanying Notes are an integral part of the Financial Statements

For and on behalf of the Board

As per our Report of event dated annexed

For ALPS & Co.

Chartered Accountants

Firm's ICAI Regn. No. 313132E



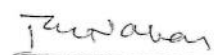
Ashok K. Khetawat

Partner

(Membership No. 052751)

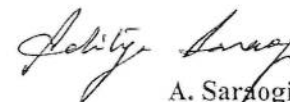
Place : Kolkata

Dated : 04.05.2016



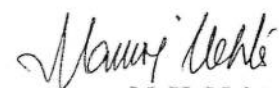
B. R. Nahar

(DIN No. : 00049895)



A. Sarangi

(DIN No : 05336037)



M. K. Mehta

(DIN No : 00085694)



BIRLA CEMENT (ASSAM) LIMITED
CIN : U26940AS2008PLC008652
STATEMENT OF PROFIT & LOSS for the year ended 31st March 2016

(Amount in Rs.)			
	Note	For the year ended 31st March, 2016	For the year ended 31st March, 2015
INCOME			
Revenue from Operations		-	-
Total		-	-
EXPENSES			
Other Charges	2.5	34,985	12,815
Total		34,985	12,815
Profit/(Loss) for the year		(34,985)	(12,815)
Earnings Per Share [nominal value Rs.10 /-]			
Weighted Average Number of Ordinary Shares outstanding during the year		50,000	50,000
Basic and Diluted earning per share		(0.70)	(0.26)

Significant Accounting Policies

1

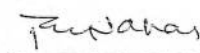
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For and on behalf of the Board

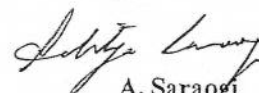
As per our Report of event dated annexed
For ALPS & Co.
Chartered Accountants
 Firm's ICAI Regn. No. 313132E



Ashok K. Khetawat
Partner
 (Membership No. 052751)
 Place : Kolkata
 Dated : 04.05.2016



B. R. Nahar
 (DIN No. : 00049895)



A. Saraogi
 (DIN No : 05336037)



M. K. Mehta
 (DIN No : 00085694)



BIRLA CEMENT (ASSAM) LIMITED
CIN : U26940AS2008PLC008652
CASH FLOW STATEMENT for the year ended 31st March, 2016

	(Amount in Rs.)	
	For the year ended 31st March, 2016	For the year ended 31st March, 2015
A. Cash Flow from Operating Activities:		
Profit/(Loss) before Tax	(34,985)	(12,815)
Operating Profit before Working Capital Changes	<u>(34,985)</u>	<u>(12,815)</u>
Adjustments for:		
Other Current Liabilities	128	-
Cash Generated from Operations	<u>(34,857)</u>	<u>(12,815)</u>
Net Cash flow from Operating Activities	(34,857)	(12,815)
B. Cash Flow from Investing Activities:		
Net Cash used in Investing Activities	-	-
C. Cash Flow from Financing Activities:		
Net Cash used in Financing Activities	-	-
Net increase/(decrease) in Cash & Cash Equivalents	(34,857)	(12,815)
Cash & Cash Equivalents (Opening Balance)	<u>3,84,149</u>	<u>3,96,964</u>
Cash & Cash Equivalents (Closing Balance)	<u>3,49,292</u>	<u>3,84,149</u>

Notes:

1. Above statement has been prepared in indirect method.
2. Cash and Cash Equivalents consist of Bank Balance.
3. Figures for the previous year have been re-grouped wherever considered necessary.

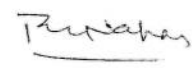
As per our Report of event dated annexed
For ALPS & Co.
Chartered Accountants
Firm's ICAI Regn. No. 313132E



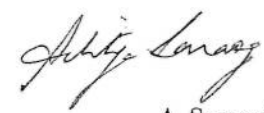
Ashok K. Khetawat
Partner
(Membership No. 052751)

Place : Kolkata
Dated : 04.05.2016

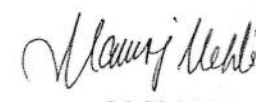
For and on behalf of the Board



B. R. Nahar
(DIN No. : 00049895)



A. Saraogi
(DIN No : 05336037)



M. K. Mehta
(DIN No : 00085694)



BIRLA CEMENT (ASSAM) LIMITED

Notes to Financial Statements for the year ended 31st March 2016

1. Significant Accounting Policies

1.1 Basis of Accounting

The financial statements are prepared under the historical cost convention, except stated otherwise, on an accrual basis and in accordance with the generally accepted accounting principles in India, the applicable mandatory Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule, 2014.

The financial statements had been prepared and presented as per the requirement of Schedule III as notified under Companies Act 2013.

1.2 Use of Estimates

The preparation of financial statements require judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period in which the results are known/materialised.

1.3 Recognition of Income and Expenditure

All Income and Expenditure are accounted for on accrual basis.

1.4 Taxation

Provision for Current Income Tax is made in accordance with the Income Tax Act, 1961. The Deferred Tax charge or credit is recognised using substantively enacted tax rates subject to consideration of prudence on timing differences between book and tax profits.



BIRLA CEMENT (ASSAM) LIMITED
CIN : U26940AS2008PLC008652

Notes to Financial Statements for the year ended 31st March, 2016

		(Amount in Rs.)	
		As at	As at
		31st March,2016	31st March,2015
2.1 : SHARE CAPITAL			
	Authorised		
1,00,000	Ordinary Shares of Rs.10/- each	10,00,000	10,00,000
		<u>10,00,000</u>	<u>10,00,000</u>
	Issued,Subscribed and Paid-up		
50,000	Ordinary Shares of Rs.10/- each fully paid-up	5,00,000	5,00,000
		<u>5,00,000</u>	<u>5,00,000</u>

- a) The company has one class of issued shares i.e. ordinary shares having par value of Rs.10 per share. Each holder of ordinary shares is entitled to one vote per share and equal right for dividend. No preference and/or restriction on distribution of dividend and repayment of capital is attached to the above shares. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company in proportion to their shareholding.
- b) There has been no change/movements in number of shares outstanding at the beginning and at the end of the reporting period.
- c) All Ordinary Shares of the company are being held by Birla Corporation Ltd. - the Holding Company and its nominees
- d) No shares have been reserved for issue under options and contracts/ commitments for the sale of shares/disinvestment as at the balance sheet date.
- e) No shares have been allotted or has been bought back by the company during the period of 5 years preceding the date as at which the Balance Sheet is prepared.
- f) No convertible securities has been issued by the company during the year.
- g) No calls are unpaid by any Director and Officer of the Company during the year.

2.2 : RESERVES AND SURPLUS	As at	As at
	31st March,2016	31st March,2015
Surplus/ (Deficit)		
As per last Financial Statements	(1,22,593)	(1,09,778)
Add: Profit/(Loss) for the year	(34,985)	(12,815)
Net Surplus/(Deficit)	<u>(1,57,578)</u>	<u>(1,22,593)</u>



BIRLA CEMENT (ASSAM) LIMITED

(Amount in Rs.)

	As at 31st March,2016	As at 31st March,2015
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2.3 : OTHER CURRENT LIABILITIES

Others	6,870	6,742
	6,870	6,742

2.4 : CASH AND BANK BALANCES

Balances With Bank In Current Account	3,49,292	3,84,149
	3,49,292	3,84,149

For the Year ended	
31st March,2016	31st March,2015

2.5 : OTHER EXPENSES

Auditors' Remuneration - Statutory Auditors - Audit Fees	6,870	6,742
Bank Charges	630	618
General Charges	27,485	5,455
	34,985	12,815



2.6 Dues to Micro, Small and Medium Enterprises

There are no Micro, Small and Medium Enterprises (MSMEs) as defined in the Micro, Small, Medium Enterprises Development Act, 2006, within the appointed date during the year and no MSMEs to whom the Company owes dues on account of principal amount together with interest at the Balance Sheet date, hence no additional disclosures have been made.

2.7 Segment Reporting

The Company has not yet commenced its commercial operations in view of which there are no reportable segments of the Company as per Accounting Standard - 17 on Segment Reporting issued by the Institute of Chartered Accountants of India.

2.8 Related Party Disclosure

(a) As defined in Accounting Standard -18 the Company has a related party relationship in the nature of control with its Holding Company namely Birla Corporation Limited.

(b) During the year, the Company entered into related party transactions with Birla Corporation Limited, the Holding Company:

Particulars	For the year ended	For the year ended
	31st March,2016	31st March,2015
Advance Received	23,235	2,045
Advance Repaid	23,235	2,045
Balance Outstanding :	As at	As at
Advance Receivable	31st March,2016	31st March,2015
Advance Payable	NIL	NIL
	NIL	NIL

2.9 Earning per Share:

Profit/(Loss) for the period as per Profit and Loss Account	(34,985)	(12,815)
Weighted average number of equity shares outstanding	50,000	50,000
Basic and Diluted earning per share (Face Value - Rs.10)	(0.70)	(0.26)

2.10 In accordance with Accounting Standard - 22, the Company has Deferred Tax Assets of Rs.36,061/- as on 31st March, 2016 (Previous Year Rs.26,495/-) representing business loss which has not been recognised in the accounts in view of accounting policy specified above.

2.11 Figures for the previous year have been re-grouped wherever considered necessary.

Signatures to Note 1 to 2.11

As per our Report of event dated annexed

For ALPS & Co.

Chartered Accountants

Firm's ICAI Regn. No. 313132E



Ashok K. Khetawat

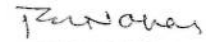
Partner

(Membership No. 052751)

Place : Kolkata

Dated : 04.05.2016

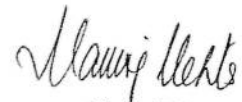
For and on behalf of the Board



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