



BEM Land Assets Limited
(CIN : U70109KA2021GOI49486)
(A Government of India Enterprise)



BEM Land Assets Limited

**2nd Annual
Report**

**2022
-23**

BEM LAND ASSETS LIMITED

BEM Soudha,
23/1, 4th Main, SR Nagar, Bengaluru - 560027, Karnataka, India
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www.blal.in

BEM LAND ASSETS LIMITED

BEM Land Assets Limited
(CIN : U70109KA2021GOI149486)
(A Government of India Enterprise)

www.blal.in

CORPORATE VISION, MISSION AND VALUES



Vision

"To be the most trusted and innovative asset management company in India, recognized for our commitment to excellence, and the ability to navigate dynamic financial markets. We aspire to contribute significantly to the growth and prosperity of our clients, employees, and stakeholders through sustainable investment practices."



Mission

"To empower individuals and institutions in India to achieve their financial goals by providing superior asset management solutions. We are committed to delivering consistent returns, fostering financial literacy, and building lasting partnerships based on trust and transparency."



Values

- **Integrity:** We adhere to the highest ethical standards, conducting ourselves with honesty and transparency. We prioritize the interests of our clients and stakeholders above all else.
- **Client-Centricity:** Our clients are at the center of everything we do. We strive to understand their unique needs, provide personalized solutions, and build long-term relationships based on trust and reliability.
- **Excellence:** We pursue excellence in all aspects of our operations, from investment strategies to client service. We set high standards for ourselves and continuously strive to exceed expectations.
- **Teamwork:** We recognize the strength of collaboration and encourage diversity. By fostering a collaborative and inclusive work environment, we leverage the collective expertise and talents of our team to deliver superior results.
- **Continuous Learning:** We encourage a culture of continuous learning and development, both individually and collectively. Staying informed about market trends, regulatory changes, and industry best practices is essential to our success.





Chairman's Message

Dear Shareowners,

It is my pleasure to present 2nd Annual Report of BEML Land Assets Limited (BLAL). The year 2022-23 brought vibrancy in your Company and many developments took place during the year. In compliance with Ministry of Corporate Affairs order, BEML Limited, the parent Company had fixed 09.09.2022 as record date for issuing shares of Resulting Company i.e. BLAL in the ratio of 1:1 and same were issued to all shareholders whose names were recorded in the Register of Members on the above said date. Further, the said shares were listed on both stock exchanges (BSE & NSE) and trading has started on 19.04.2023.

You are aware, that the Government of India is in the process of strategic disinvestment of 26% of its equity stake in BEML Limited with transfer of management control. To facilitate disinvestment process of the Company in an effective, efficient, and rapid manner and to unlock the value of the business and the assets, it is found appropriate that the Non-core Assets of the Company, the value of which is not getting reflected in the value of business of BEML Limited, be separated and kept in an independent entity.

During current year, we are hopeful that separate strategy will be formed by Administrative Ministry and Department of

Investment and Public Asset Management (DIPAM) for unlocking the value of your Company.

Presently, Government of India has undertaken several initiatives and reforms for growth of real estate business. Also, Indian real estate sector has witnessed high growth in the recent times with rise in demand for office as well as residential spaces. We are optimistic that, once the operations start, the management will evaluate the options for development or outright sale of land parcels etc. which will record our presence in industry and will increase your Company's market capitalisation.

In closing, I express my deep gratitude to Government of India, Administrative Ministry, DIPAM and other stakeholders who have placed their trust and confidence in us.

I also wish to take this opportunity to thank my fellow Board members. Your Company will embrace the challenges that lie ahead with enthusiasm, confident in our ability to adapt, innovate, and capitalize on opportunities that come our way.

With best wishes,

Sd/-

Shri Shantanu Roy

Chairman and Managing Director

Board of Directors

Shri Shantanu Roy Chairman & Managing Director

Shri Shantanu Roy (**DIN-10053283**) is a graduate in Electrical Engineering from NIT Raipur and an MBA in Financial Management. He is having more than 30 years of extensive experience in the capital goods sectors for Defence, Mining & Construction, Transportation, Transmission, Renewable and large power projects. A Six sigma Black Belt certified professional and widely traveled, he is adept at various models of project financing, mechanisms and processes for financial closure of large projects, international laws, arbitration rules, international legal & arbitration cases and statutory & Legal Compliances.

In his earlier stint as Head of BHEL's Marketing and Business Development team for Neighbouring countries, Middle East & Americas and After sales business for entire overseas operations, he was responsible for positioning BHEL in the international market for the supercritical thermal power segment with the largest ever export order of US\$ 1.5 billion for the 2X660 MW Maitree STPP in Bangladesh, further consolidation of BHEL's presence in Bhutan by securing orders for three major Hydroelectric Power Projects and in Nepal by securing orders for two major Hydroelectric Power Projects, entry of BHEL in subcritical thermal power segment and large Gas Turbine based power plant in the Middle East. Prior to that, he led the production and operations for manufacturing of high voltage rotating electrical machines and traction applications at BHEL's Bhopal Unit and underwent Training on Rolling Stock electrics and rotating electrical machines in Netherlands and Germany respectively. He is also a Chairman & Managing Director (CMD) on the Board of M/s BEML LIMITED.

Board of Directors

Shri Anil Jerath

Non-Executive Director

Shri Anil Jerath (**DIN-09543904**) is a Cost & Management Accountant from the Institute of Cost Accountants of India. Before joining BEML, he has worked as the Additional Director at Chhattisgarh State Electricity Board (CSEB), Raipur and has worked at Bharat Aluminum Company Limited (BALCO), Korba. He has rich & varied experience of 32 years in Government, Public & Private Sectors with wide exposure in all aspects of Accounting & financial management, Accounts finalisation and Audit, tax planning and tax management, analysing the financial viability of new ventures/new projects and forecast the amount of project finance/fund requirement, conceptualizing and implementing financial procedures including working capital management, internal financial controls and target costing. He is also a Director (Finance) on the Board of M/s BEML LIMITED.

Shri Rakesh Kumar

Government Nominee Director

Shri Rakesh Kumar (**DIN:10503071**) graduated from Punjab University, Chandigarh in 1987. present working as Dy. Secretary in M/o Defence supervising the functions of Hindustan Aeronautics Ltd. and BEML Ltd. He is having a very long experience of working in various Govt. Of India Ministries and its Departments spanning 38 years and has thus gained a valuable knowledge in almost all spheres, be it HR, Financial, general etc. In particular, he has worked in Public Enterprises Selection Board(PESB) for 5 years and is thus well conversant with the affairs of a PSU. He has also worked in a recruitment body of Govt. like Staff Selection Commission and thus having specialised knowledge of HR. Having worked in a Regulatory body for more than 5 years, he is enjoying the benefit of performances of businesses. He is having abilities for in-depth examination of complex issues and suggesting plausible solutions, team buildings, leading a team and promotion of inter-personnel relations. He has a special interest in the area of spirituality.

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BOARD'S REPORT

Dear members'

Your Board of Directors have pleasure in presenting 2nd Annual Report of the Company along with Audited Financial Statements for the year ended 31.03.2023 as under:

Financial results:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Revenue from Operations	-	-
Value of Production	-	-
Profit before Depreciation, Interest and Tax	(55)	(01)
Finance costs	04	00
Depreciation and amortization expense	04	00
Profit Before Tax	(63)	(01)
Tax Expense	00	00
Other Comprehensive Income	00	00
Total Comprehensive Income	(63)	(01)
Profit available for appropriations	(3307)	(0.81)
Net worth	858	0.19

DEMERGER OF IDENTIFIED SURPLUS ASSETS FROM BEML LIMITED TO BEML LAND ASSETS LIMITED

Ministry of Defence (MoD) vide its letter dated 01.12.2016 communicated that Cabinet Committee on Economic Affairs (CCEA) had accorded "in-principle" approval for strategic disinvestment of 26% equity in BEML Ltd., out of Government of India shareholding of 54.03% along with management control. Inter-Ministerial Group (IMG) was constituted by the competent authority. Department of Investment & Public Asset Management (DIPAM) has appointed M/s SBI Capital Markets Limited as Transaction Advisor (TA) & M/s Crawford Bayley as Legal Advisor (LA) and Ministry of Defence (MoD) has appointed M/s RBSA Valuation Advisers LLP, Ahmedabad as Asset Valuer (AV) respectively. Further based on the advice of Inter-Ministerial Group (IMG),

road shows were completed and Preliminary Information Memorandum (PIM) was published on 04.01.2021 for global invitation of Expression of Interest (EoI). EoI from interested bidders have been received and evaluated by TA.

Virtual Data Room (VDR) has been set up by BEML and required data has been provided to TA for due diligence by qualified bidders.

Based on IMG advice, BEML had appointed M/s Deloitte Haskins & Sells LLP, as consultants for advising, undertaking and implementing the Demerger of identified surplus/ non-core assets of the Company which are not part of BEML strategic disinvestment. For demerger, transfer and vesting of identified surplus/ non-core assets, BEML incorporated "BEML Land Assets Limited" on 15.07.2021.

Later on, Petition was filed with MCA for approval of Scheme of Arrangement and on

28.07.2022, MCA had passed order approving the Scheme of Arrangement for demerger of "BEML Land Assets Limited" (Resulting Company).

The scheme of arrangement as approved by MCA, was filed with ROC on 24th Aug 2022, accordingly the appointed date of demerger is 25th August 2022.

In compliance with MCA order, BEML Limited had fixed 09.09.2022 as record date for issuing share of Resulting Company in the ratio of 1:1 and same were issued to all shareholders whose name were recorded in the Register of Members on the above said date. Further, the said shares were listed on both stock exchanges (BSE & NSE) and trading has started on 19.04.2023.

FIXED DEPOSITS

The Company has not accepted any deposits during the year and there is no unpaid deposits and/ or interest on deposits as on 31.03.2023.

AMOUNT TRANSFERRED TO RESERVES

During the year under review, your Company has not transferred any amount to the General Reserve.

DIVIDEND

During the year under review, as the Company has not commenced any operations hence no dividend was declared on the Equity Shares.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

As per the provisions of Section 186 of the Companies Act, 2013, the details of Loans, Guarantees and Investments are given in the notes to financial statements.

ENTERPRISE RISK MANAGEMENT

Your company has formulated Risk management policy and the same is placed on the website of the company at www.blal.in.

RELATED PARTY TRANSACTIONS

Your Company has formulated a "Policy on Related Party Transactions", to regulate transactions entered into between the Company and its related parties. The said policy is placed on the website of the Company at www.blal.in.

Information as required under section 188 in Form AOC-2, pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is attached to this report as **Annexure-I**.

DETAILS OF DIRECTORS

The first Directors of the Company on date of Incorporation i.e. 15.07.2021 are as below:

- *Shri Amit Banerjee – Nominee Director/ Chairman of the Board
- **Shri Ajit Kumar Srivastav – Nominee Director
- **Shri ML Shanmukh – Independent Director

It is hereby confirmed that the Independent Director possess the required expertise and proficiency and have relevant experience.

*Superannuated w.e.f 31st July 2023

**cessation w.e.f 13th February 2024

DIRECTORS AS ON DATE*

Shri Shantanu Roy - Chairman and Managing Director

Shri Anil Jerath - Non-Executive Director

Shri Rakesh Kumar - Nominee Director

NUMBER OF MEETINGS OF BOARD

During the year, ten meetings were held on 20.04.2022, 24.06.2022, 01.08.2022, 18.08.2022, 25.08.2022, 13.10.2022, 02.11.2022, 12.12.2022, 31.01.2023 and 27.02.2023 respectively. Requirements on number and frequency of meetings were complied with in full in terms of Section 173 of the Companies Act, 2013.

Sl No	Name	Designation	Number of Board Meeting attended
1	Shri Amit Banerjee	Nominee Director	10/10
2	Sri Ajit Kumar Srivastav	Nominee Director	10/10
3	Shri M L Shanmukh	Independent Director	10/10

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, your Directors state that,

- a) in the preparation of the annual financial statements for the year ended 31.03.2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the directors have selected such accounting policies and applied them consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31.03.2023 and of the profit of the Company for the year ended on that date;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors have prepared the annual accounts on a going concern basis;
- e) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATUTORY AUDITORS:

M/s Ramesh Rao & Co LLP, Chartered Accountants, were appointed by Comptroller & Auditor General of India as Statutory Auditors for the year 2022-23.

*M/s N Tatia and Associates, Chartered Accountants, are appointed by Comptroller & Auditor General of India as Statutory Auditors for the year 2023-24.

COST AUDITORS:

Provisions of Section 148 of Companies Act, 2013 is not applicable to the Company for the financial year ended 31.03.2023. Hence the company has not appointed any cost auditors.

SECRETARIAL AUDITORS:

*Provisions of Section 204 of Companies Act, 2013 is not applicable to the company for the financial year ended 31.03.2023. But the provision is applicable from FY 23-24, hence the Company has appointed M/s Manish Mishra and Associates as secretarial auditors of the Company.

C & AG AUDIT

Comments of the Comptroller & Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statement of the company are appended at page 44 and 45 to the annual report.

FRAUDS REPORTED BY AUDITOR:

No frauds are reported by the auditors which fall under the purview of sub-section 12 of section 143 of Companies Act, 2013.

GENERAL DISCLOSURE:

Your Directors confirm that no disclosure or reporting is required in respect of the following items as there was no transaction on these items during the year under review:

*Details updated as on 13.02.2024

- i. Significant and Material order passed by any regulators or courts or tribunals that may impact the going concern status and company's operations in future.
- ii. Application made or any proceeding pending under Insolvency and Bankruptcy Code, 2016 as at the end of the Financial Year 2022-23.
- iii. Details of difference between the amount of valuation at the time of one-time settlement and valuation done while taking loan from banks or financial institutions.

INTERNAL CONTROL SYSTEM

There are adequate Internal Control Systems present in the Company. The adequacy of Internal Financial Controls over financial reporting is covered by the Statutory Auditors in their Audit Report.

PARTICULARS OF EMPLOYEES

The number of employees of the Company as on 31.03.2023 stood at 3. Out of the 3 employees, 2 employees are posted on deputation basis and 1 employee on contract basis.

CORPORATE SOCIAL RESPONSIBILITY

Provisions of Section 135 of Companies Act, 2013 is not applicable to the Company for the financial year ended 31.03.2023. Thus, company has not formulated Corporate Social Responsibility Policy.

EXTRACT OF ANNUAL RETURN:

In terms of Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in the MGT-7 will be placed on Company's website at www.blal.in

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

The details on conservation of energy and technology absorption are not applicable since the Company is yet to commence its operations. The foreign exchange earnings and outgo is **NIL** during the FY 2022-23.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of Chapter 7 of the DPE Guidelines, report on Management Discussion and Analysis is placed at **Annexure-II**.

CORPORATE GOVERNANCE REPORT:

In terms of Chapter 8 of the DPE Guidelines, a report on Corporate Governance (CG) compliance is included in the Board's Report. M/s V N Associates, Practicing Company Secretaries (PCS) have issued a Compliance Certificate on the same. The aforesaid report on Corporate Governance along with Compliance Certificate is placed at **Annexure-III**.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

As the Company was not listed as on 31.03.2023, the said provisions of SEBI (LODR) Regulations, 2015 are not applicable to the company. Thus, Business Responsibility & Sustainability Report is not attached with the Annual Report.

*Details updated as on 13.02.2024

DETAILS OF DEMAT SUSPENSE ACCOUNT AND UNCLAIMED SUSPENSE ACCOUNT

Sl.No	Particulars	No of cases	No of shares
01	Outstanding shares at the beginning of the year	0	0
02	Shares transferred during the year	509	88651
03	Number of shareholders approached	23	31655
04	Number of shares transferred during the year	0	0
05	Outstanding at the end of the year	509	88651
06	Voting rights frozen	509	88651

ACKNOWLEDGEMENTS

Your Directors express their sincere thanks to Government of India, Administrative Ministry, the Ministry of Defence, DIPAM, State Government of Karnataka for their valued support and guidance.

Your Directors wish to thank the Comptroller & Auditor General of India, the Principal Director of Commercial Audit, Statutory Auditors, Bankers, Shareholders and Employees for their valued support and co-operation.

For and on behalf of the Board of Directors

Bengaluru
Date: 17.07.2023

Sd/-
Amit Banerjee
Chairman of the Board

Annexure-I**FORM No. AOC-2**

[Pursuant to clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

1. Details of contracts or arrangements or transactions not at arm's length basis:
 - (a) Name(s) of the related party and nature of relationship: Not applicable
 - (b) Nature of contracts/arrangements/ transactions: Not applicable
 - (c) Duration of contracts/arrangements/ transactions: Not applicable
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Not applicable
 - (e) Justification for entering into such contracts or arrangements or transactions: Not applicable
 - (f) Date(s) of approval by the Board: Not applicable
 - (g) Amount paid as advances, if any: Not applicable
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188: Not applicable

2. Details of material contracts or arrangements or transactions at arm's length basis:
 - (a) Name(s) of the related party and nature of relationship: Not applicable
 - (b) Nature of contracts/arrangements/ transactions: Not applicable
 - (c) Duration of contracts/arrangements/ transactions: Not applicable
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Not applicable
 - (e) Date(s) of approval by the Board: Not applicable
 - (f) Amount paid as advances, if any: Not applicable

For and on behalf of the Board of Directors

Bengaluru
17.07.2023

Sd/-
Amit Banerjee
Chairman of the board

Annexure-II**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****INDUSTRY STRUCTURE AND DEVELOPMENTS****Industry Structure**

Real estate sector is one of the most globally recognized sectors in the world. Our Economy has always been resilient towards the challenges like escalating inflation, fiscal deficit, decelerating domestic demand etc.

The demand and supply dynamics would evolve and change. On the brighter side, the real estate sector has been quick to respond to changes and adapt to new technologies. This is apparent that due to digitalization there is and will be a major shift in investment preferences that will continue to outlive the pandemic.

Government undertook several initiatives and reforms for growth of real estate business. Indian real estate sector has witnessed high growth in the recent times with rise in demand for office as well as residential spaces.

Government initiatives play major role in development of this industry. The Smart City Project, with a plan to build 100 smart cities, is a prime opportunity for real estate companies especially in Tier 1 cities owing to rapid urbanization. Recent Government initiatives in the real estate sector including the Pradhan Mantri Awas Yojana, the Smart Cities Mission, the Atal Mission for Rejuvenation and Urban Transformations and Make in India, coupled with regulatory changes such as the introduction of RERA and GST are expected to have a huge impact on the real estate industry.

Company's Insight

Government of India has proposed for disinvestment of 26% of its shareholding in the

equity share capital of BEML Limited, which involves undertaking and implementing the Demerger of identified surplus/ non-core assets of the BEML Limited. For demerger, transfer and vesting of identified surplus/ non-core assets, BEML Land Assets Limited (BLAL) was incorporated on 15.07.2021.

On 28.07.2022, MCA had passed order approving the Scheme of Arrangement for demerger of "BEML Land Assets Limited" (Resulting Company).

In compliance with MCA order, BEML Limited had fixed 09.09.2022 as record date for issuing shares of Resulting Company in the ratio of 1:1 and same were issued to all shareholders whose name were recorded in the Register of Members of BEML on the above said date. Further, the said shares were listed on both stock exchanges (BSE & NSE) and trading therein has started on 19.04.2023.

The scheme of arrangement as approved by MCA, was filed with ROC on 24th Aug 2022, accordingly the appointed date of demerger is 25th August 2022.

The Promoter of the company i.e. President of India through Dept. of Defence Production, Ministry of Defence holds 54.03% shares in BLAL. The Land properties of the company are located in different parts of India which are under transfer from BEML to BLAL as per the Scheme of Arrangement.

In terms of the Scheme of Arrangement, following is to be complied with:

- 1) All assets and liabilities pertaining to the Surplus Land have to be transferred to BLAL at the book value of transferor company (BEML);

- 2) All debts, liabilities, taxes, duties and obligations pertaining to the Surplus Land shall be transferred to BLAL, except for any property taxes arising prior to the effective date, which would continue to be the liability of transferor company.
- 3) The shareholders of BEML Limited, as on the record date, were entitled to receive one Equity Share of BLAL in lieu of every one equity share of BEML Limited held by them.
4. To carry out the business of building construction and development of commercial building, industrial shed, offices, houses, buildings, apartments, structures, hotels or other allied works of every description on any land acquired howsoever by the company, whether on ownership basis or as lessee or licensee and to deal with such construction or developed or built premises by letting out, hiring or selling the same by way of outright sale, lease, license, usufructuary mortgage or other disposal of whole or part of such construction or development or built premises.

The main objects of the Company contained in its Memorandum of Association are as below:

1. To construct, acquire, hold, manage, develop, administer, protect, preserve and to deal in any other manner with properties, including sale and purchase thereof, whether such properties are in the nature of land or building (semi-constructed or fully constructed) or partially land and partially buildings, anywhere in India and if permitted by applicable legislation, outside India as well.
2. To collect and settle revenue, rental, lease charges and such other charges as may be payable by any entity against legitimate use of any of such properties by persons, companies, agencies and administrations for the services provided and to utilize the same for furtherance of activities of the Company.
3. To carry on the business of developing, holding, owning, leading or licensing real estate, consultancy in real estate and property of all kinds and for this purpose acquiring by purchase, or through lease, license, barter, exchange, hire purchase or otherwise, land or other immovable property of any description or tenure or interest in immovable property.

OPPORTUNITIES & CHALLENGES

Opportunities

Over the past few years, the government has supported the economic development and promoted business opportunities within the country, including various policies made and initiatives, such as relaxation in Foreign Direct Investments (FDI) limits, improving ease of doing business, Housing for All, Make in India, Smart City and Start-up India. The major opportunities for our land parcel are:

1. Housing Demand
2. Sector Consolidation
3. Demand of vacant land in metro cities

Risks and Concerns

Registration of Titles in Name of Company

The surplus land is demerged into BLAL through order of Demerger. The Land parcels continue to be registered in the name of the erstwhile BEML Limited including in the registers of various registrars, sub-registrars and other land records at the respective locations.

The Scheme of Arrangement has directed the transfer of all Land parcels recorded in the Scheme of Arrangement to the BLAL, including all title to such Land parcels. The company may be required to undertake additional compliances in order to transfer the Land parcels to its name and to ensure its title to the Land parcels.

Approval for Changing the Land Use

The Land constitutes industrial as well as mixed use lands. We may be required to seek consent of relevant authorities for change in use of the land.

Monetary and Funding Issues

There has been a contrasting trend in real estate lending over the past few years wherein reputed, low leveraged developers continued to enjoy easy access to liquidity as lenders remained selective and weaker developers struggled with limited sources of capital. Real estate sector performance is closely linked to economic recovery and its monetary policies. The Reserve Bank of India has so far maintained accommodative stance as it tries to support economic recovery. However, going ahead we expect to see monetary tightening as the central bank tries to control inflation in the country. A nascent economic recovery along with rising interest rates could impact the real estate sector in the near term as cost of housing loans shoots up with rise in the cost of funding for the developers, who are already facing margin pressure due to commodity cost inflation.

OUTLOOK

The Company is in initial phases of demerger. Once the operations start, the management will evaluate the options for development or outright sale of land parcels etc.

SEGMENT-WISE PERFORMANCE

The Company does not have any other segment.

FINANCIAL PERFORMANCE

The discussion on financial performance is as below:

(₹ in lakhs)

Particulars	2022-23	2021-22
Revenue from Operations	00	00
Value of Production	00	00
Profit before Depreciation, Interest and Tax	(55)	(01)
Finance costs	04	00
Depreciation and amortization expense	04	00
Profit Before Tax	(63)	(01)
Tax Expense	00	00
Other Comprehensive Income	00	00
Total Comprehensive Income	(63)	(01)
Profit available for appropriations	(3307)	(0.81)
Net worth	858	0.19

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

BLAL has in place adequate internal financial controls with reference to financial reporting in compliance with the provisions of Section 134(5)(e) of the Companies Act, 2013 and such internal financial controls were operating effectively during the year. The Statutory Auditors submit a report on internal financial controls over financial reporting along with their Audit Report on the financial statement every year.

**HUMAN RESOURCE DEVELOPMENT**

As on 31.03.2023, the Company has three employees. Out of 3 employees, two employees are posted on deputation basis and one employee on contract basis.

DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. Our Company has not taken any treatment which is different from the applicable Ind AS. This fact has been disclosed in Standalone Financial statements.

CAUTIONARY STATEMENT

Statements made in the Management Discussion & Analysis Report describing the Company's objective, projections, estimates and expectations may be forward looking statements within the meaning of applicable laws and regulations. Such statements reflect the Company's current views with respect to the future events and are subject to risks and uncertainties. Actual results may differ from such expectations, projections and so on whether express or implied. The Company does not undertake any obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

For and on behalf of the Board of Directors

Place: Bengaluru
Date: 17.07.2023

Sd/-
Amit Banerjee
Chairman of the Board

Annexure-III

REPORT ON CORPORATE GOVERNANCE

A) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

BEML Land Assets Limited's philosophy on Corporate Governance envisages ethical business conduct and attainment of highest level of transparency, accountability and equity in all facets of operations and all its interactions with its stakeholders including shareholders, employees, bankers, auditors and the Government. The company constantly endeavors to achieve the highest levels of standards of corporate governance in order to enhance the long-term stakeholders' value and maintain good standards of Corporate Governance.

B) BOARD OF DIRECTORS:

As on 31st March, 2023 the Board of Directors consisted 3 directors, of whom, 2 are continuing as nominee directors of BEML Limited and one is Independent Director. Company is continuously requesting Ministry of Defence (MoD) to appoint the required Directors on Board of the Company.

The Board of Directors met 10 times during the FY 2022-23 (i.e. 20.04.2022, 24.06.2022, 01.08.2022, 18.08.2022, 25.08.2022, 13.10.2022, 02.11.2022, 12.12.2022, 31.01.2023 and 27.02.2023) and all the information required in accordance with DPE guidelines was placed before the Board.

Constitution of Board of Directors and related information as on 31.03.2023:-

Name and Category of directors	No. of Board meeting with attendance	Attendance in last AGM	No. of Directorships in other Company as on 31.03.2023	No. of Chairmanship/ Membership in committees of other Companies as on 31.03.2023
Shri Amit Banerjee, Nominee Director	10/10	Yes	1	-
Shri Ajit Kumar Srivastav, Nominee Director	10/10	Yes	2	2
Shri M L Shanmukh, Independent Director	10/10	Yes	1	-

Note:

Does not includes Directorship in private Companies, Section-8 Companies and Foreign Companies.

Does not include chairmanship/ Membership in the committees other than Audit Committee and Stakeholder Relationship Committee.

Brief resume of Directors on the Board (as on March 31, 2023):**i) Shri Amit Banerjee:**

Shri Amit Banerjee (DIN:08783660) is Chairman & Managing Director of BEML Limited (formerly Bharat Earth Movers Limited), a Public Sector Undertaking under the Ministry of Defence. He is B.Tech in Mechanical Engineering from IIT (BHU).

His professional career is spanning over three decades in BEML, worked in various capacities in R&D, Technology Division and manufacturing functions. He has vast experience in production functions like planning, procurement, manufacturing, inspection & testing and also other functions like business development, Finance and HR areas.

He is nominated as director on Board of BEML Land Assets Limited by BEML Limited.

ii) Shri Ajit Kumar Srivastav:

Shri Ajit Kumar Srivastav (DIN: 08741858) is a graduate in Mechanical Engineering from IIT Kharagpur in 1987. He is Director (Defence Business) in BEML Limited. He played a significant role in phased indigenization of key products and import substitution. He also created a vendor ecosystem incorporating MSMEs and set up the Regional Quality Assurance Wing covering entire Northern India.

He is nominated as director on Board of BEML Land Assets Limited by BEML Limited.

iii) Shri M L Shanmukh:

Shri M.L. Shanmukh (DIN: 00058949), former Director (Human Resources) of Bharat Electronics Ltd (BEL), a Navratna Defence PSU, has been conferred the `Distinguished Fellowship` of the Institute of Directors (IOD) for the year 2015-16.

Currently serving as Independent Director on the Board of BEML Land Assets Limited.

C) AUDIT COMMITTEE:

As per the provisions of section 177 of Companies Act, 2013, and DPE Guidelines, Company is required to constitute the Audit Committee. However, since the requisite number of Independent directors are yet to be appointed by the Ministry, the Audit Committee has not been constituted by the company.

D) NOMINATION & REMUNERATION COMMITTEE:

As per the provisions of section 178 of Companies Act, 2013, and DPE Guidelines, Company is required to constitute the Nomination & Remuneration Committee. However, since the requisite number of Independent directors are yet to be appointed by the Ministry, the Remuneration Committee has not been constituted by the company.

E) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

Provisions of Section 135 of Companies Act, 2013 is not applicable to the company. Thus, Corporate Social Responsibility Committee is not constituted.

F) GENERAL BODY MEETING:

The First Annual General meeting of the company was held on 02.08.2022 at BEML Soudha, Bengaluru through Video Conference.

G) DISCLOSURES:

- I) During the year Nominee Directors have not drawn any remuneration from the Company. The Independent director, Shri M L Shanmukh, was paid a sitting fee of Rs. 1,00,000 for attending 10 meetings of the Board of Directors.
- ii) During the year, there was no related party transaction.
- iii) During FY 2021-22, Company in its Board Meeting held on 24.07.2021 passed the resolution to authorize scheme of Arrangement between BEML and BEML Land Assets Limited (BLAL) for demerger and the said Board resolution was required to be filed in MGT-14 Form with Registrar of Companies within 30 days of passing the resolution i.e. on or before 23.08.2021. However, the resolution was filed on 02.05.2022 after a delay of 251 days with an additional fee of Rs. 7800. In this connection, adjudication hearing was held on 19.10.2022 and MCA vide its order dated 02.12.2022, imposed a penalty of Rs. 35,100/- on Company and Rs. 1,05,300/- on officers in default. The said penalties were paid by 26.12.2022.
- iv) The corporation is complying with all the requirements of the Guidelines on Corporate Governance for CPSEs except with respect to composition of Board of Directors for which a request has been sent to the Administrative Ministry for the needful.
- v) During the year, no expenditure has been debited in the books of accounts which are not for the purposes of business.
- vi) During the year, no expenses which are of personal nature have been incurred for the Board of Directors and top management.
- vii) Company has complied with all the presidential directives issued by Central Government since its incorporation.
- viii) Overhead expenses comprising of Personnel, Administrative and Depreciation for the year is Rs. 0.59 crore. Further, the Financial Expenses for the year is Rs.0.04 crore.

H) MEANS OF COMMUNICATION:

The Annual report including annual accounts of the corporation will be sent to the members and to the stock exchanges by email and will also be placed on official website www.blal.in of the Company.

I) AUDIT QUALIFICATIONS:

The Statutory Auditor of the Company is appointed by the Comptroller & Auditor General of India u/s 139 of the Companies Act, 2013. There is no audit qualification on the Financial Statements of the Company.

J) TRAINING OF BOARD OF DIRECTORS:

In terms of Chapter 3 of the DPE Guidelines and applicable provisions of the Companies Act, 2013, a 'Policy on Familiarization/ Training Programs to Board Members' was formulated and approved by the Board of Directors.

As per the terms of the said policy, the Board members including Independent Directors are provided with the familiarization programs on their roles, rights, responsibilities, nature of industry, Company's business model, procedures and practices and also provided with necessary documents, brochures and reports to keep the Directors abreast of the necessary information relating to the Company.

Further, the aforesaid policy is placed on the Company's web-site www.blal.in

K) WHISTLE BLOWER POLICY:

The corporation has laid down a Whistle Blower Policy duly approved by the Board. The policy has been circulated to all the employees of the corporation and also placed on the website <https://www.blal.in/documents/BLAL%20policies/05.%20Vigil%20Mechanism%20AND%20WHISTLE%20BLOWER%20Policy.pdf>.

L) CODE OF CONDUCT:

The corporation has laid down the Code of Conduct & Business Ethics for the Board members and senior management of the corporation. A copy of the Code is displayed on the website https://www.blal.in/documents/BLAL%20policies/04.Code%20for%20BoD_and_Senior_Executives_BLAL.pdf of the Company. All the Board members and key officers have affirmed their compliance to the code. A declaration to this effect signed by the Chairman is produced hereunder:

To the Members of BEML Land Assets Limited,

I, Amit Banerjee, Chairman of the Board, hereby declare that the Board of Directors and Senior Management personnel have affirmed their compliance with the Code of Conduct for the financial year ended 31.03.2023.

On behalf of the Board of Directors

Sd/-

Amit Banerjee
Chairman of Board

Bangalore
17.07.2023

**M) COMPLIANCE CERTIFICATE:**

This report duly complies with the requirements of DPE Guidelines on Corporate Governance for CPSEs and covers all the suggested items mentioned in the Annexure-VII of the Guidelines. The certificate obtained from the Practicing Company Secretary regarding compliance to the conditions of guidelines on Corporate Governance for CPSEs has been annexed to the report.

For and on behalf of the Board of Directors

Place: Bengaluru
Date: 17.07.2023

Sd/-
Amit Banerjee
Chairman of the Board

CORPORATE GOVERNANCE CERTIFICATE

To,
The Members,
BEML Land Assets Limited
Regd. Office: BEML Soudha, 23/1,
4th Main Road, SR Nagar, Bengaluru-560027

We have examined the compliance of conditions of Corporate Governance of **BEML Land Assets Limited** (hereinafter referred as "Company") for the year ended **31st March, 2023** as stipulated in the guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 of Department of Public Enterprises, Government of India and annexure mentioned there under (hereinafter referred as "Guidelines"). We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of verification.

The compliance to the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review the procedure and implementation thereof, adopted by the company for ensuring the compliance to the conditions of Corporate Governance as stipulated in above mentioned guidelines.

In our opinion and to the best of our information and according to the explanation given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned guidelines except *provisions regarding composition of Board, Audit Committee and Nomination & Remuneration Committee due to non-appointment of adequate number of Independent Directors by the Ministry of Defence.*

The Management has informed that the Company being a Government Company has requested its administrative ministry for making necessary appointment of requisite number of functional as well as Independent Director on the Board of the Company.

We further states that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For VN & Associates

Sd/-

Swayambhu Vishwanathan
Practicing Company Secretary
CP No:5284
FCS:12190
UDIN: A005284E000597117

Place :Bengalore
Date :13/07/2023

CEO / CFO CERTIFICATION

[Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

To,

The Board of Directors

BEML Land Assets Limited

This is to certify that:

- (A) We have reviewed financial statements and the cash flow statement for the year 2022-23 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (B) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (C) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (D) We have informed to the Auditors that:
- (1) there are no significant changes in internal control over financial reporting during the year;
 - (2) there are no changes in accounting policies during the year, and
 - (3) there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

for BEML Land Assets Limited

Sd/-
H.S Iyer

Chief financial Officer

Sd/-

Amit Banerjee

Chairman of the Board

BEML LAND ASSETS LIMITED

BEML SOUDHA, 23/1, 4TH MAIN ROAD, S.R. NAGAR, BENGALURU-560027

Note no. 1: Corporate Information:

The accompanying financial statements comprise of the financial statements of BEML Land Assets Ltd. (BLAL) (the Company) for the period ended 31st March, 2023.

The Company was incorporated on 15th July, 2021 as a fully owned subsidiary of BEML Ltd for demerger of Surplus/non-core assets of BEML Ltd.

Note no. 2: Significant accounting policies

2.1. Basis of preparation and Statement of Compliance

- a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These financial statements for the period ended 31 March 2023 are prepared in accordance with Ind AS.

- b. The financial statements have been prepared on historical cost basis.
- c. The financial statements are presented in Indian Rupee (INR) which is the functional and the presentation currency of the Company and all values are rounded to the nearest lakhs (INR 00,000), except when otherwise indicated.
- d. Preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the

reported income and expenses during the year. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable. Future results could differ due to these estimates.

- e. Assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company's operating cycle is considered as twelve months for the purpose of current / non-current classification of assets and liabilities.
- f. The Company revises its accounting policies if the change is required due to a change in Ind AS or if the change will provide more relevant and reliable information to the users of the financial statements. Changes in accounting policies are applied retrospectively. A change in an accounting estimate that results in changes in the carrying amounts of recognised assets or liabilities or to profit or loss is applied prospectively in the period(s) of change. Discovery of errors result in revisions retrospectively by restating the comparative amounts of assets, liabilities and equity of the earliest prior period in which the error is discovered. The opening balances of the earliest period presented are also restated.

2.2 Summary of significant accounting policies

A. Property, Plant & Equipment:

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses if any. Cost includes expenditure on

acquisition of asset, present value of expected cost for the decommissioning of an asset, cost of replacing part of Plant and Equipment and borrowing costs.

Depreciation is calculated on a straight-line basis over estimated useful lives as prescribed in schedule II of the Companies Act 2013.

Any gain or loss arising out of derecognizing of an asset is included in statement of Profit and Loss of the relevant period.

B. Provisions:

Provisions are recognized when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made of the amount of the obligation.

Contingent liabilities and contingent assets are not recognized in the financial statements but are disclosed in the notes.

C. Cash and cash equivalents:

Cash comprises of cash on hand and demand deposits. Cash equivalents are short-term highly liquid investments with original maturities of three months or less

that are readily convertible to known amounts of cash, which are subject to an insignificant risk of change in value.

D. Financial Liabilities:

Recognition and measurement:

Financial liabilities are classified, at initial recognition, at fair value through statement of profit and loss as loans, borrowings, payables or derivatives, as appropriate.

E. Events after the reporting period:

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

F. Investment Property:

Investment properties are stated at cost less accumulated depreciation and accumulated impairment loss if any. The fair value of the Investment property is disclosed in the notes.

As per our report of even date attached
For Ramesh Rao & Co LLP
Chartered Accountants
Firm Registration Number: 003003S/S 200027

For and on behalf of the Board of Directors

Sd/-
UJIRE MUDANAYA SUNIL RAO
Partner
Membership No.: 207753

Sd/-
AJIT KUMAR SRIVASTAV
Director
(DIN 08741858)

Sd/-
AMIT BANERJEE
Director
(DIN 08783660)

Place: Bengaluru
Date:17-07-2023

Sd/-
HARIHARAN SHANKARNARAYAN IYER
Chief Financial Officer & for Company Secretary

BEML LAND ASSETS LIMITED

BEML SOUDHA, 23/1, 4TH MAIN ROAD, S.R. NAGAR, BENGALURU-560027

Balance Sheet

(₹ in Lakhs)

Particulars	Note No.	As at 31 March 2023	As at 31 March 2022
I. Assets			
(1) Non-current assets			
(a) Property, Plant and Equipment		-	-
(b) Capital work-in-progress		-	-
(c) Investment Property	1	960.06	-
(c) Other Intangible assets		-	-
(d) Intangible assets under development		-	-
(e) Financial assets			
(i) Investments		-	-
(ii) Loans		-	-
(iii) Other financial assets		-	-
(f) Deferred tax assets (net)		-	-
(g) Other non-current assets	2	0.20	-
Total non-current assets		960.26	-
(2) Current assets			
(a) Inventories		-	-
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Contract Assets		-	-
(iv) Cash and cash equivalents	3	1.35	0.99
(v) Bank Balance Other than (iv) above		-	-
(vi) Loans		-	-
(vii) Other financial assets		-	-
(viii) Current tax assets (Net)		-	-
(c) Other current assets	4	4.68	-
Total current assets		6.03	0.99
Total Assets		966.29	0.99
II. Equity and Liabilities			
Equity			
(a) Equity share capital	5	4,164.45	1.00
(b) Other Equity		(3,306.13)	(0.81)
Total Equity		858.32	0.19
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings		-	-
(i) (a) Lease Liability		-	-
(ii) Other financial liabilities	6	103.54	-
(b) Provisions		-	-
(c) Other non-current liabilities		-	-
Total non-current liabilities		103.54	-
(2) Current liabilities			
(a) Financial liabilities			
(i) Short term Borrowings		-	-
(i) (a) Lease Liability		-	-
(ii) Trade payables		-	-
(A) Micro & Small Enterprises		-	-
(B) Other than Micro & Small Enterprises		-	-
(iii) Other financial liabilities		-	-
(b) Other current liabilities	7	4.42	0.80
(c) Provisions		-	-
(d) Current tax liabilities (Net)		-	-
Divisional Control Account		-	-
Total current liabilities		4.42	0.80
Total Equity and Liabilities		966.29	0.99

Notes includes Significant Accounting Policies and other Notes to Accounts annexed herewith form part of the financial statement.

As per our report of even date attached

For and on behalf of the Board of Directors

For Ramesh Rao & Co LLP

Chartered Accountants

Firm Registration Number: 003003S/S 200027

Sd/-

UJIRE MUDANAYA SUNIL RAO

Partner

Membership No.: 207753

Sd/-

AJIT KUMAR SRIVASTAV

Director

(DIN 08741858)

Sd/-

AMIT BANERJEE

Director

(DIN 08783660)

Sd/-

HARIHARAN SHANKARNARAYAN IYER

Chief Financial Officer & for Company Secretary

Place: Bengaluru

Date: 17-07-2023

BEML LAND ASSETS LIMITED

BEML SOUDHA, 23/1, 4TH MAIN ROAD, S.R. NAGAR, BENGALURU-560027

Statement of Profit and Loss

(₹ in Lakhs)

Particulars	Note No	For the Period ended 31 March 2023	For the Period ended 31 March 2022
I Revenue from operations		-	-
II Other income		-	-
III Total Income (I+II)		-	-
IV Expenses:			
Cost of materials consumed		-	-
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods, stock-in-trade and work-in-progress		-	-
Employee benefits expense	8	23.44	-
Finance costs	9	3.67	-
Depreciation and amortization expense	1	4.41	-
Other expenses	10	31.28	0.81
Total Expenses (IV)		62.80	0.81
V Profit / (Loss) before exceptional items and tax (III-IV)		(62.80)	(0.81)
VI Add/ (Less) : Exceptional items		-	-
VII Profit / (Loss) before tax (V-VI)		(62.80)	(0.81)
VIII Tax expense:			
(1) Current tax (MAT)		-	-
(2) Deferred tax		-	-
IX Profit / (Loss) for the year from continuing operations (VII-VIII)		(62.80)	(0.81)
X Profit / (Loss) from discontinuing operations		-	-
XI Tax expense of discontinued operations		-	-
XII Profit / (Loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII Profit / (Loss) for the year (IX+XII)		(62.80)	(0.81)
XIV Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss			
- Re-measurement of defined benefit (liability) / asset		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV Total Comprehensive Income for the year (XIII+XIV)		(62.80)	(0.81)
XVI Earnings per equity share: (Rs. 10/- each) in Rs.			
Basic and diluted	11	(0.15)	(0.81)

Notes includes Significant Accounting Policies and other Notes to Accounts annexed herewith form part of the financial statement.

As per our report of even date attached

For and on behalf of the Board of Directors

For Ramesh Rao & Co LLP

Chartered Accountants

Firm Registration Number: 003003S/S 200027

Sd/-

Ujire Mudanaya Sunil Rao

Partner

Membership No.: 207753

Sd/-

AJIT KUMAR SRIVASTAV

Director

(DIN 08741858)

Sd/-

AMIT BANERJEE

Director

(DIN 08783660)

Sd/-

HARIHARAN SHANKARNARAYAN IYER

Chief Financial Officer & for Company Secretary

Place: Bengaluru

Date: 17-07-2023

BEML LAND ASSETS LIMITED

BEML SOUDHA, 23/1, 4TH MAIN ROAD, S.R. NAGAR, BENGALURU-560027

Statement of Cash Flows

(₹ in Lakhs)

Particulars	For the period ended 31 March 2023	For the period ended 31 March 2022
A. Cash flow from operating activities		
Net profit before tax and extraordinary items	(62.80)	(0.81)
Adjustments for		
Depreciation and amortization expense	4.41	-
Financing Cost	3.67	-
Operating Profit / (Loss) before changes in working capital	(54.72)	(0.81)
Adjustment for		
Other Non-current assets	(0.20)	-
Other current assets	(4.68)	-
Other current liabilities	107.16	0.80
Cash generated from operations	47.57	(0.01)
Direct taxes (paid) / refunded	-	-
Net cash flow from / (used in) operating activities	47.57	(0.01)
B. Cash flow from investing activities		
Investments in Land & Building	(960.06)	-
Depreciation and amortization expense	(4.41)	-
Net cash flow from / (used in) investing activities	(964.47)	-
C. Cash flow from financing activities		
Issue of Equity shares	4,163.45	1.00
Financing Cost	(3.67)	-
Adjustment in retained earnings - Prior Period	(0.10)	-
Adjustments for Assets transferred on demerger and Equity Shares issued	(3,199.98)	-
Fees & Stamp Duty for Increase in Authorized capital	(43.44)	-
Cancellation of Investment in BEML	1.00	-
Net cash flow from / (used in) financing activities	917.26	1.00
Net increase/(decrease) in cash and cash equivalents	0.36	0.99
Cash and Cash Equivalents, Beginning of the year	0.99	-
Cash and Cash Equivalents, Ending of the year (Refer Note 3 a)	1.35	0.99

As per our report of even date attached

For Ramesh Rao & Co LLP

Chartered Accountants

Firm Registration Number: 003003S/S 200027

Sd/-
Ujire Mudanaya Sunil Rao
Partner
Membership No.: 207753

For and on behalf of the Board of Directors

Sd/-
AJIT KUMAR SRIVASTAV
Director
(DIN 08741858)

Sd/-
AMIT BANERJEE
Director
(DIN 08783660)

Place: Bengaluru
Date: 17-07-2023

Sd/-
HARIHARAN SHANKARNARAYAN IYER
Chief Financial Officer & for Company Secretary

BEML LAND ASSETS LIMITED

Statement of Changes in Equity for the period ended 31.03.2023

A. Equity share capital

(₹ in Lakhs)

Particulars	No. of shares	Amount
Balance as on 01.04.2022 (₹ 1 each)	100,000	1.00
Changes in equity share capital during the year		
Cancellation of Shares (₹ 1 each)	(100,000)	(1.00)
Fresh Issue of Shares at 1:1 ratio (₹ 10 each)	41,644,500	4,164.45
Balance as on 31.03.2023	41,644,500	4,164.45

Shareholding of promoters

Shares held by promoters at the end of the year				Changes during the year
Sl.no.	Promoter Name	No. of shares	% of total shares	
1	GoI	22,500,000	54.03%	-

B. Other equity

(₹ in Lakhs)

Particulars	Reserves and Surplus				Items of OCI	Nonimara Excellence Award Reserve	Debenture Redemption Reserve	Total Equity
	Capital Reserve	Share Premium	General Reserve	Retained Earnings	Other items of OCI			
Balance as on 01.04.2022 (₹ 1 each)				(0.81)				(0.81)
Reinstatement Adjustment on account of prior period items				(0.10)				(0.10)
Reinstated Balance as on 01.04.2022	-	-	-	(0.91)	-	-	-	(0.91)
Profit / (Loss) for the year				(62.80)				(62.80)
Other Comprehensive Income					-			-
Total comprehensive income for the year	-	-	-	(63.71)	-	-	-	(63.71)
Adjustments for difference between Equity Capital & Book Value of Assets transferred on De-merger				(3,199.98)				(3,199.98)
Fees & stamp duty charges for Increase in Authorized capital				(43.44)				(43.44)
Cancellation of Investment in BEML	1.00							1.00
- Debenture Redemption Reserve								-
- General Reserve								-
Transaction with owners								
- Dividend								-
- Tax on Dividend								-
Balance as on 31.03.2023	1.00	-	-	(3,307.13)	-	-	-	(3,306.13)

As per our report of even date attached

For Ramesh Rao & Co LLP

Chartered Accountants

Firm Registration Number: 003003S/S 200027

Sd/-

Ujire Mudanaya Sunil Rao

Partner

Membership No.: 207753

For and on behalf of the Board of Directors

Sd/-

AJIT KUMAR SRIVASTAV

Director

(DIN 08741858)

Sd/-

AMIT BANERJEE

Director

(DIN 08783660)

Sd/-

HARIHARAN SHANKARNARAYAN IYER

Chief Financial Officer & for Company Secretary

Place: Bengaluru

Date: 17-07-2023

BEML LAND ASSETS LIMITED

Statement of Changes in Equity for the period ended 31.03.2022

A. Equity share capital

(₹ in Lakhs)

Particulars	No. of shares	Amount
Balance as on 01.04.2021	-	-
Changes in equity share capital during the year	100,000	1.00
Balance as on 31.03.2022	100,000	(1.00)

Shareholding of promoters

Shares held by promoters at the end of the year				Changes during the year
Sl.no.	Promoter Name	No. of shares	% of total shares	
1	BEML Ltd	1,00,000	100.00%	-

B. Other equity

(₹ in Lakhs)

Particulars	Reserves and Surplus				Items of OCI	Nonimara Excellence Award Reserve	Debenture Redemption Reserve	Total Equity
	Capital Reserve	Share Premium	General Reserve	Retained Earnings	Other items of OCI			
Balance as on 01.04.2021								-
Profit / (Loss) for the year				(0.81)				(0.81)
Other Comprehensive Income								-
Total comprehensive income for the year	-	-	-	(0.81)	-	-	-	(0.81)
Transfer to								
- Debenture Redemption Reserve								-
- General Reserve								-
Transaction with owners								
- Dividend								-
- Tax on Dividend								-
Balance as on 31.03.2022	-	-	-	(0.81)	-	-	-	(0.81)

As per our report of even date attached

For Ramesh Rao & Co LLP

Chartered Accountants

Firm Registration Number: 003003S/S 200027

Sd/-

Ujire Mudanaya Sunil Rao

Partner

Membership No.: 207753

For and on behalf of the Board of Directors

Sd/-

AJIT KUMAR SRIVASTAV

Director

(DIN 08741858)

Sd/-

AMIT BANERJEE

Director

(DIN 08783660)

Sd/-

HARIHARAN SHANKARNARAYAN IYER

Chief Financial Officer & for Company Secretary

Place: Bengaluru

Date: 17-07-2023

Note 1: Investment Property

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Investment Property - Land	636.58	-
Investment Property - Building	327.89	-
Less: Depreciation on Investment Property - Building	(4.41)	-
Total	960.06	-

Notes:

- As per Schedule - 1 of the Scheme of Arrangement for Demerger, land parcels & immovable assets (Buildings) have been transferred at Book Value from BEML to BLAL on the appointed date of demerger i.e., 25.08.2022.
- The land and buildings have been classified under "Investment Property" as per Ind AS 40.
- Depreciation on buildings has been provided based on the original capitalization dates of the individual assets as per the rates recommended under Companies Act, 2013.
- Cost model has been adopted for valuation of Investment properties under Ind AS 40. Management has initiated the process of calculation of fair value of Land & buildings. The Market Valuation of the Land & buildings as on date of consideration and declaration of the financial results by the Board of Directors, has been assessed through a registered valuer and valued at ₹ 232537 lakhs.
- Transfer of Title deeds for the following properties in BLAL is under process:

Relevant line item in the Balance sheet	Description of item of property	Carrying value (Rs in Lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Investment Property	Land Assets at Bengaluru, Mysore, New Delhi, Ranchi, Asansol & Bilaspur	636.58	BEML Limited	No	25th August 2022	The assets have been transferred under the approved Scheme of Arrangement for Demerger. Action for transfer of Title Deeds from BEML to BLAL are in progress
	Building Assets at Bengaluru, Mysore, New Delhi, Ranchi, Kolkata, Goa, Bhopal, Mumbai, Chennai & Kochi	323.48				
		960.06				

- Out of Land parcels of 401.356 acres at Mysore as per Schedule 1 of scheme of arrangement identified for demerger, the unused portion of Township Land has been retained in BEML books and 302.284 acres have been transferred to BLAL. In respect of Land at Mysore only possession certificates are available. Registration is under process.
- The transfer of title from BEML to BLAL is under progress. As per amended Indian Stamp Act (Sec 8g), Stamp Duty charges are exempted. Registration Fees, if applicable, will be paid and accounted during registration.
- Straight Line method is used for calculating depreciation of Buildings. Useful life is considered as 60 years.
- Property Taxes for the assets have been paid by BEML presently. The related expenses will be transferred to BLAL.

**Note 2: Other non-current assets**

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Security Deposits	0.20	-
Total	0.20	-

Note 3: Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Balances with Banks	1.35	0.99
Total	1.35	0.99

Note 3a: Bank Balance Other than (Note 3) above

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Balances with Banks - Unclaimed Dividend	-	-
Total	-	-

a. For the purpose of the cash flow statement, cash and cash equivalents comprise the following:

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Balances with Banks	1.35	0.99
Total	1.35	0.99

Note 4: Other Current Assets

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Indirect Taxes - GST	4.63	-
Claims receivable	0.04	-
Total	4.68	-

Note 5: Equity share capital

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number	(Rs. in Lakhs)	Number	(Rs. in Lakhs)
Authorised :				
Equity Shares of Rs. 10 each (PY Re 1 each)	50000000	5,000.00	1000000	10.00
Issued :				
Equity Shares of Rs. 10 each (PY Re 1 each)	41644500	4,164.45	100000	1.00
Subscribed :				
Equity Shares of Rs.10 each (PY Re 1 each)	41644500	4,164.45	100000	1.00
Paid-up :				
Equity Shares of Rs. 10 each, fully paid-up (PY Re 1 each)	41644500	4,164.45	100000	1.00
Total		4,164.45		1.00

Note 6: Other financial liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Loan from BEML	103.54	-
Total	103.54	-

Note 7: Other current liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2023	As at 31 March 2022
Other payables		
a. Statutory dues	0.86	-
b. Advances from BEML Ltd	-	0.69
c. Other Payables	3.56	0.12
Total	4.42	0.80

Note 8: Employee benefits expense

(₹ in Lakhs)

Particulars	For the Period ended 31 March 2023	For the Period ended 31 March 2022
Salaries, Wages & Bonus	23.44	
Total	23.44	-

Note 9: Finance costs

(₹ in Lakhs)

Particulars	For the Period ended 31 March 2023	For the Period ended 31 March 2022
Interest expense		
On Inter Corporate Loans	3.67	-
Total	3.67	-

Note 10: Other expenses

(₹ in Lakhs)

Particulars	For the Period ended 31 March 2023	For the Period ended 31 March 2022
Bank Charges	0.01	0.01
Remuneration to Auditors (refer note 'a' below)	0.32	0.21
Preliminary Exp	-	0.15
Miscellaneous expenses - (refer note 'b' below)	30.96	0.44
Total	31.28	0.81

a. Break up of Remuneration to Auditors :

(₹ in Lakhs)

Particulars	For the Period ended 31 March 2023	For the Period ended 31 March 2022
(a) As Auditor	0.23	0.19
(b) Other Services - Net Worth Certification post demerger Fees	0.09	0.02
Total	0.32	0.21

b. Break up of Miscellaneous Expenses:

(₹ in Lakhs)

Particulars	For the Period ended 31 March 2023	For the Period ended 31 March 2022
(a) MCA Expenses	1.61	0.04
(b) Board Sitting Fees	1.00	0.40
(c) Shares Listing and Shares Allotment Fees	25.25	-
(d) Profession Tax	0.05	-
(e) Demerger Advertisement Expenses	3.05	-
Total	30.96	0.44

Note 11: Other Disclosures

1. The Equity share capital of Rs 1,00,000/- has been cancelled and transferred to capital reserve in line with the scheme of arrangement. Further, the authorized Share capital of the company has been increased to Rs 50 crores of Equity Shares of face value of Rs 10 each.
2. The company has issued Equity shares in BLAL to the shareholders of BEML in the ratio of 1:1, based on the record date 9th September 2022 as per the MCA approved Scheme of arrangement. Issued & Paid up Equity Share Capital is Rs. 4164.45 Lakhs consisting of 416.445 lakhs shares @ Rs. 10 each.
3. The Company's Equity shares have been listed in the Stock Exchanges viz BSE/NSE on 19th April 2023.
4. The Accounts of the company has been prepared in accordance with Ind AS.
5. The Investment Property (Land & Buildings) has been valued at Cost and difference between Cost of Acquisition & Equity Share Capital has been adjusted against Retained Earnings.
6. The amounts paid by BEML Ltd on behalf of BLAL has been treated as Inter-Corporate Loan and interest on the same has been applied as approved by the BEML & BLAL Board.
7. No rental Income has been earned on the Investment property during the current period.
8. There are no permanent employees in the rolls of the company and hence no actuarial valuation has been done for the FY 2022-23.
9. Pursuant to observation by C&AG under section 143(6)(b) of the Companies Act 2013, the financial statements approved by the Board of Directors on 23.05.2023 was revised. Some additional disclosures under note 1 - Investment property have been added (Point 6 to 9). There is no impact on the profit of the company due to these changes.

A. Indian Accounting standard (Ind AS) 33 – Earning per Share

Particulars	Current Year	Previous Year
Net Profit / (Loss) after Tax (Rs in Lakhs)	(62.80)	(0.81)
Average Number of Shares	41644500	100000
Earnings Per Share (Basic and Diluted) – Face Value Rs 10/- Per Share (Previous year Rs 1/- Per share) (Amount in Rs)	(0.15)	(0.81)

B. Indian Accounting standard (Ind AS) 24 – Related Party Disclosures

In accordance with the requirements of Ind AS 24, following are details of the transactions during the year with related parties.

Name of the related party	Nature of relationship
Shri. Amit Banerjee - Director	Key managerial personnel
Shri. Ajit Kumar Srivastav - Director	Key managerial personnel
Shri. H.S.Iyer - CFO (on Deputation from BEML)	Key managerial personnel
Ms. Soumya Mahajan - Company Secretary	Key managerial personnel
Shri. Mehul Sahani (on Deputation from BEML)- Company Secretary*	Key managerial personnel
*part of the year	

C. Transactions with related parties

There were no transactions with related parties

D. Remuneration to Key managerial personnel

(₹ in Lakhs)

Particulars	31 March 2023	31 March 2022
Shri. H.S.Iyer - CFO (on Deputation from BEML)	10.37	-
Ms. Soumya Mahajan - Company Secretary	2.61	-
Shri. Mehul Sahani (on Deputation from BEML)- Company Secretary*	0.60	-

*part of the year

E. Indian Accounting standard (Ind AS) 37 – Provisions, Contingent Liabilities and Contingent Assets:
Contingent liabilities

There are no claims for which the company is contingently liable as on 31.03.2023 (Previous year - NIL).

F. Aggregate amount of Research & Development Expenses:

There are no R&D Expenditure incurred during the year (Previous year - NIL).

G. Indian Accounting standard (Ind AS) 108 – Operating Segments - Not Applicable
H. Disclosures as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(₹ in Lakhs)

Particulars	Amount as on		Maximum amount outstanding during the year ended	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Loans and Advances in the nature of loans:				
Inter-Corporate Loan from BEML Ltd.	103.54	-	103.54	-

I. Indian Accounting standard (Ind AS) 116 – Leases

There are no operating or finance lease arrangements in the company

J. Indian Accounting standard (Ind AS) 107 – Financial Instruments

The carrying value and fair value of financial instruments by category are as follows: (₹ in Lakhs)

Particulars	31 March 2023		31 March 2022	
	Carrying amounts		Carrying amounts	
	Fair value through profit or loss	Other Financial Assets - Amortised Cost	Fair value through profit or loss	Other Financial Assets - Amortised Cost
Financial assets not measured at fair value:				
Cash and cash equivalents	-	1.35	-	0.99
Financial liabilities not measured at fair value:				
Other financial liabilities (Inter-Corporate Loan)	-	103.54	-	-

The Company has not disclosed the fair values for financial instruments, because their carrying amounts are a reasonable approximation of fair value.

K. Financial risk management - Not Applicable
L. Capital Management - Not Applicable

M. There are no operations in the company presently hence, CSR provisions are not applicable.

N. The company's contribution to central and state Exchequers were to the order of Rs 1.23 Lakhs during the year by way of GST, TDS and Professional Tax (Previous year - NIL).

O. Disclosures for Ratios:

Particulars	31 March 2023	31 March 2022
1. Debt Service Coverage Ratio	(14.90)	-
2. Interest Service Coverage Ratio	(16.10)	-
3. Debt Equity Ratio	0.12	-

P. The company has not traded in Crypto Currency or virtual currency in the current Financial year 2022-23

INDEPENDENT AUDITORS' REPORT

To the members of **BEML LAND ASSETS LTD**

Report on the Audit of Standalone Indian Accounting Standards (Ind AS) Financial Statements

Pursuant to the observations arising from the Audit by the Comptroller and Audit General of India, our earlier report dated 23-05-2023. Annexure B and C have been revised and para 1 of Key Audit Matter. The report supersedes our earlier report.

Opinion

We have audited the accompanying Standalone Ind AS Financial Statements of **BEML LAND ASSETS LTD** ("the Company"), which comprise the standalone Balance Sheet as at March 31, 2023, Statement of Profit and Loss and the Statement of Cash Flows for the year then ended, and notes to the Indian Accounting Standards ("Ind AS") 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 Ind AS 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 Ind AS prescribed under section 133 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 31st March, 2023 and its Loss and its cash flows for the year ended on that date.

Basis for Opinion:

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Ind AS 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 Ind AS Financial Statements under the provisions of the Act and the Rules there under, 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 opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matters is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Ind AS financial statements.

KEY AUDIT MATTER:	HOW OUR AUDIT ADDRESSED THE KEY AUDIT MATTER
<p>1) During the year, BEML Ltd has demerged the non-core/surplus assets (land & buildings) to the company (BLAL) under the Scheme of Arrangement for demerger as set out in Note 1 of the financials statement.</p> <p>The demerger has a significant impact on the standalone Ind AS financial statements of the Company.</p> <p>We focused on this area considering that this was a significant event during the year.</p>	<ul style="list-style-type: none"> ● We examined the terms and conditions of the scheme of demerger for transfer of assets and Liabilities to the Company. ● We evaluated the design and tested the operating effectiveness of the controls over the accounting for demerger ● We tested the completeness of the identified assets and Liabilities acquired as per the scheme of demerger through discussions with the company. ● We evaluated the appropriateness of adequate disclosures in accordance with applicable accounting standards.
<p>2) The company has Inter-corporate loan from BEML Ltd.</p>	<ul style="list-style-type: none"> ● Evaluated the design and tested the operating effectiveness of controls over identification and disclosure of related party transaction. Read minutes of meeting of the Board of directors. Tested loan taken to evaluate existence of any related party relationships. Tested transaction based on declaration of related party transactions given to Board. ● Evaluated the disclosures in Ind AS financial statement.

Information Other than the Standalone Ind AS 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, Management Discussion and Analysis, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS 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.

Responsibilities of Management and Those Charged with Governance for the Standalone 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 standalone 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 (as amended). 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 standalone 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 standalone Ind AS financial statements the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosure, as applicable, matters relating to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the company or cease operations or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) 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;
 - e) As per notification No.GSR 463(F) dated 5th June 2015 issued by MCA, Government of India, provisions of section 164(2) of the Companies Act, 2013 relating to disqualification of directors are not applicable to the Company, being a Government Company.
 - 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 Reporting "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - 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, as amended 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 materials for useable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (the "Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (the "Ultimate Beneficiaries of funds advanced, loaned or investment") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries of funds advanced, loaned or invested.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity (ies), including foreign entities (the "Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that there presentations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not proposed, declared or paid any interim or final dividend during the year.
3. As required by Section 143(5) of the Act, we have given in "Annexure-C", a statement on the matters specified in the directions and additional directions issued by the Comptroller and Auditor General of India for the Company.

For Ramesh Rao & Co LLP

**Chartered Accountants
FRN. 003003S/S200027**

Sd/-

U M Sunil Rao

Partner

Membership No. 207753

UDIN: 23207753BGVZOU9703

Place: BENGALURU

Date: 17th July, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account 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 properties, and relevant details of right-of-use of assets.
- (b) The properties of the company have been transferred during the year from BEML Limited under the scheme of arrangement for demerger of BEML Limited. The properties were not physically verified by the management during the year.
- (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are in the process of being transferred from BEML to BLAL.
- (d) The Company has not revalued any of its properties (including right-of-use of assets) during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to information and explanation given to us, the company does not have any inventories.
- (b) The Company has not been sanctioned working capital limits from banks on the basis of security of current assets.
- (iii) The Company has not made any investment provided, any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, Firm's, LLP's or any other parties. Accordingly the provision of clause 3 (iii) of the order are not applicable.
- (iv) According to the information and explanation given to us, the Company has not granted during the year any loans, secured or unsecured, nor made investments, furnished guarantees or provided security to any party covered by provisions of sections 185 and 186 of the Companies Act, 2013. Hence reporting on whether there is a compliance with the said provisions does not arise.
- (v) According to information and explanations given to us, the Company has not accepted any deposits during the year and there are no unclaimed deposits as at March 31st 2023 to which the provisions of section 73 to 76 or any other relevant provisions of the Companies Act are

applicable. Accordingly, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.

(vi) In our opinion and according to the information and explanations given to us, the requirement for maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 specified by the Central Government of India under section 148 of the Companies Act, 2013 are not applicable to the Company.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.

Sales tax, Service tax, duty of Excise and Value Added Tax are not applicable to the Company. Hence the reporting under clause (vii)(a) of the Order, with respect to these statutory dues, is not applicable.

(b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on 31st March, 2023.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has borrowed an amount of Rs. 103.54 Lakhs from BEML during the year.

There is no stipulation with regard to repayment of principal and interest and thus there are no overdue amounts of loans from BEML.

(b) The Company has not been declared wilful defaulter by any bank or financial institutions or government or any government authority.

(c) The Company has not taken any term loans during the year or raised any funds as short term loans.

(d) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (e)(f) of the Order is not applicable.

(x) (a) The Company has not made any public offer of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company as been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act, 2013 for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.
- (xiv) The company does not have an internal audit system.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- The Group does not have any Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly reporting under clause (xvi)(d) of the Order is not applicable.
- (xvii) The Company has incurred cash losses during the financial year covered by our audit.
- (xviii) There has been no resignation of the Company statutory auditors during the year, hence clause (xviii) of the order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



- (xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.
- (xxi) The accounts reported being standalone financials, hence the provision of clause (xxi) of the order is not applicable.

For Ramesh Rao & Co LLP

Chartered Accountants
FRN. 003003S/S200027

Sd/-

U M Sunil Rao

Partner

Membership No. 207753

UDIN: 23207753BGVZOU9703

Place: Bengaluru

Date: 17th July 2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statement under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statement of BEML LAND ASSETS LTD ("the Company") as of 31st March, 2023.

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. 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 respective 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 be come in adequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2023, based on the criteria for internal financial control with reference to standalone financial statement established by the respective 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 Ramesh Rao & Co LLP
Chartered Accountants
FRN. 003003S/S200027

Sd/-
U M Sunil Rao
Partner

Membership No. 207753
UDIN: 23207753BGVZOU9703

Place: Bengaluru
Date: 17th July 2023

Annexure "C" to the Independent Auditors' Report

Revised Directions under section 143(5) of the Companies Act, 2013. ("the Act")

On the directions issued by the Comptroller & Auditor General of India under sub-section 5 of section 143 of the Companies Act, 2013, based on the verification of records of the Company and information and explanations given to us, we report that:

	DIRECTIONS	AUDITORS COMMENTS
1	Whether the Company has system in place to process all the transactions through IT system? If Yes, the implication of processing of accounting transactions outside IT System on the integrity of the accounts along with the financial implications, if any, may be stated	The Company uses SAP ERP Software for processing accounting transactions. As per information and explanations given to us, and based on our audit on test basis, there are no accounting transactions processed outside the IT System, no instances of lack of integrity of accounts and no financial implications has been noted/ reported.
2	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.	As per information and explanations given to us, there was no 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.
3	Whether funds (grants/subsidary etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	As per information and explanations given to us, the Company, during the year of audit, has not received/receivable of funds for specific schemes from Central/State agencies.

For Ramesh Rao & Co LLP
Chartered Accountants
FRN. 003003S/S200027

Sd/-
U M Sunil Rao
Partner

Membership No. 207753
UDIN: 23207753BGVZOU9703

Place: BENGALURU
Date: 17th July 2023



लोकहितार्थं सत्यनिष्ठा
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सं./No.

प्रधान निदेशक वाणिज्यिक लेखापरीक्षा एवं पदेन सदस्य
लेखापरीक्षा बोर्ड का कार्यालय, बंगलूर - 560 001.
OFFICE OF THE PRINCIPAL DIRECTOR OF COMMERCIAL
AUDIT and ex-Officio MEMBER, AUDIT BOARD,
BENGALURU - 560 001.

दिनांक/ DATE. 25 July 2023

To,
Shri Amit Benerjee,
Chairman,
BEML Land Assets Limited,
BEML Soudha, S.R. Nagar,
Bangalore - 560 027.

Sir,

Sub: Comments of the Comptroller and Auditor General of India under section 143(6) (b) of the Companies Act, 2013 on the Financial Statements of **BEML Land Asset Limited, Bengaluru** for the year ended 31 March 2023.

I forward **Nil Comments Certificate** of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of **BEML Land Asset Limited, Bengaluru** for the year ended 31 March 2023.

It may please be ensured that the comments are:

- (i) Printed in toto without any editing;
- (ii) Placed before the AGM as required under Section 143(6)(b) of the Companies Act, 2013; and
- (iii) Placed next to the Statutory Auditors' Report in the Annual Report of the Company with proper indication in the index.

The receipt of this letter may please be acknowledged.

Yours faithfully,



(J.N. Perumal)
Director (Admin)

Encl: As above.

भारतीय लेखापरीक्षा तथा लेखा विभाग
INDIAN AUDIT & ACCOUNTS DEPARTMENT
प्रथम तल, बसव भवन, श्री बसवेश्वर रोड, बंगलूर - 560 001.
1st Floor, Basava Bhavan, Sri Basaveswara Road, Bengaluru - 560 001.

दृ.सा./Phone : 2226 7646 / 2226 1168
Email : mabbangalore@cag.gov.in

फैक्स /Fax : 080-2226 2491

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF BEML LAND ASSETS LIMITED, BENGALURU FOR THE YEAR ENDED 31 MARCH 2023

The preparation of financial statements of **BEML Land Assets Limited, Bengaluru** for the year ended 31 March 2023 in accordance with the financial reporting framework prescribed under the Companies Act, 2013(Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is 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 him vide his Revised Audit Report dated 17.07.2023 which supersedes their earlier Audit Report dated 23 May 2023.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **BEML Land Assets Limited, Bengaluru** for the year ended 31 March 2023 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.

In view of the revisions made in the financial statements by the management, as indicated in Note No. 11 (9) of Notes to Accounts and revisions made in Independent Auditors' Report, to give effect to some of my audit observations raised during supplementary audit, I have no further comments to offer upon or supplement to the statutory auditor's report under section 143(6)(b) of the Act.

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


(Rajesh Ranjan)

Principal Director of Audit (Defence - Commercial)

Place: Bengaluru
Date: 25 July 2023

Corporate Data**BOARD OF DIRECTORS:**

Shri Shantanu Roy
Chairman and Managing Director

Shri Anil Jerath
Non-executive Director

Shri Rakesh Kumar
Government Nominee Director

STATUTORY AUDITORS:
M/s. N Tatia & Associates
Chartered Accountants
Bengaluru

BANKERS:
State Bank of India

SECRETARIAL AUDITOR:
M/s Manish Mishra & Associates
Practising Company Secretary
Mumbai

REGISTRAR & SHARE TRANSFER AGENT:
**M/s Integrated Registry Management
Services Private Limited**
Registered Office: 2nd Floor, Kences Towers, Ramakrishna Street,
North Usman Road, T. Nagar, Chennai - 600 017 TN.
E-mail: giri@integratedindia.in
customercare@integratedindia.in
Website: www.integratedindia.in

**COMPANY SECRETARY &
COMPLIANCE OFFICER**
Ms. Monika Mani

CHIEF FINANCIAL OFFICER:
Mr. K. Masila Mani

REGISTERED OFFICE:
"BEML SOUDHA",
No. 23/1, 4th Main, Sampangiramanagar
Bengaluru - 560027
CIN NO:U70109KA2021GOI149486