



भारत हेवी इलेक्ट्रिकल्स लिमिटेड Bharat Heavy Electricals Limited

FROM: FROM: RAJEEV KALRA, COMPANY SECRETARY,
BHEL, SIRI FORT, NEW DELHI – 110049

TO:

1. BSE LIMITED, MUMBAI (Through BSE Listing Centre)
2. NATIONAL STOCK EXCHANGE OF INDIA LTD., MUMBAI (Through NEAPS)

**Sub: Audited Financial Results (Standalone and Consolidated) for the
quarter & year ended 31st March, 2020**

Pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is informed that:

1. Audited Financial Results of BHEL for the quarter & year ended 31st March, 2020 have been approved by the Board of Directors of the Company in its meeting held on 13th June, 2020. A copy of the said results alongwith the Audit Reports (standalone and consolidated) are enclosed herewith.
2. The Board also discussed and due to COVID-19 & extraordinary circumstances, did not recommend Final Dividend for FY 2019-20.

3. Time of commencement of meeting: 12.20 PM.

Time of commencement of agenda regarding approval of Results & final Dividend: 12.30 PM.

Time of conclusion of agenda regarding approval of Results & Final Dividend: ~~3.30~~ 3.30 PM.

No. AA/SCY/SEs

Date: 13.06.2020

(Rajeev Kalra)
Company Secretary
shareholderquery@bhel.in



BHARAT HEAVY ELECTRICALS LIMITED
AUDITED FINANCIAL RESULTS
FOR THE QUARTER / YEAR ENDED 31st March 2020

PART I		Standalone Results					Rs /Cr.
SL. NO.	PARTICULARS	3 Months Ended 31.03.2020# (Note9)	Preceding 3 months ended 31.12.2019 (Unaudited)	Corresponding 3 months ended 31.03.2019 (Note9)	Current Year Ended 31.03.2020# (Audited)	Previous Year Ended 31.03.2019 (Audited)	
1	Income						
a	Sales/Income from Operations	4593.59	5457.77	9910.23	20490.64	29422.94	
b	Other Operating Income	455.72	221.58	460.66	995.42	999.74	
	Total Revenue from Operations	5049.31	5679.35	10370.89	21486.06	30422.68	
c	Other Income	148.22	151.19	120.87	580.58	677.64	
	Total Income	5197.53	5830.54	10491.76	22066.64	31100.32	
2	Expenses						
a	Cost of materials consumed (including erection & engineering)	3452.61	3729.30	5797.15	14727.09	18837.29	
b	Changes in inventories of finished goods, work-in-progress and stock in trade	141.44	(128.98)	125.16	(1015.53)	(990.80)	
c	Employee benefits expense	1110.34	1370.87	1069.71	5403.47	5501.60	
d	Depreciation and amortisation expense	154.28	114.48	134.23	502.86	474.81	
e	Finance costs	141.15	139.12	96.80	506.95	287.29	
f	Other expenses	906.66	379.45	1993.63	2603.91	4942.63	
	Total Expenses	5906.48	5604.24	9216.68	22728.75	29052.82	
3	Profit/(Loss) before exceptional items and tax (1-2)	(708.95)	226.30	1275.08	(662.11)	2047.50	
4	Share of net profit/(loss) of joint ventures accounted for using equity Method	-	-	-	-	-	
5	Exceptional Items	-	-	-	-	-	
6	Profit/(Loss) before tax (3 + 4 + 5)	(708.95)	226.30	1275.08	(662.11)	2047.50	
7	Tax expense						
a.	Current Tax	1.52	0.00	583.29	1.52	735.07	
b.	Deferred tax	823.65	67.48	15.82	809.34	103.78	
8	Net Profit/ (Loss) for the period (6-7)	(1534.12)	158.82	675.97	(1472.97)	1208.65	
9	Other Comprehensive Income/(Expense) (net of tax)	(169.93)	(34.65)	(116.25)	(273.88)	(119.18)	
10	Total Comprehensive Income after tax for the period (8+9)	(1704.05)	124.17	559.72	(1746.85)	1089.47	
11	Profit for the period attributable to						
	Owners of the Company	(1534.12)	158.82	675.97	(1472.97)	1208.65	
	Non Controlling Interest	-	-	-	-	-	
12	Other Comprehensive Income /(Expense) for the period attributable to						
	Owners of the Company	(169.93)	(34.65)	(116.25)	(273.88)	(119.18)	
	Non Controlling Interest	-	-	-	-	-	
13	Total Comprehensive Income for the period attributable to						
	Owners of the Company	(1704.05)	124.17	559.72	(1746.85)	1089.47	
	Non Controlling Interest	-	-	-	-	-	
14	Paid-up equity share capital (Face Value Rs 2 per share)	696.41	696.41	696.41	696.41	696.41	
15	Other Equity	-	-	-	28484.80	30735.39	
16	Basic & Diluted Earnings Per Share	(4.41)	0.46	1.86	(4.23)	3.33	
		(not annualised)	(not annualised)	(not annualised)			

Segmentwise Revenue, Results , Assets and Liabilities

		Standalone Results					Rs /Cr.
SL. NO.	PARTICULARS	3 Months Ended 31.03.2020# (Note9)	Preceding 3 months ended 31.12.2019 (Unaudited)	Corresponding 3 months ended 31.03.2019 (Note9)	Current Year Ended 31.03.2020# (Audited)	Previous Year Ended 31.03.2019 (Audited)	
1	<u>Segment Revenue</u>						
A	Power	3174.73	4072.70	8172.32	14960.44	23473.90	
B	Industry	1418.86	1385.07	1737.91	5530.20	5949.04	
	Total	4593.59	5457.77	9910.23	20490.64	29422.94	
	Inter segmental revenue	-	-	-	-	-	
	Sales / Income from operations	4593.59	5457.77	9910.23	20490.64	29422.94	
2	<u>Segment Results (Profit/(Loss) before Tax & Finance Cost)</u>						
A	Power	(7.89)	432.61	1296.69	804.30	2802.29	
B	Industry	(371.23)	75.89	253.06	(205.84)	436.86	
	Total	(379.12)	508.50	1549.75	598.46	3239.15	
	Less: Finance Cost	141.15	139.12	96.80	506.95	287.29	
	Other unallocable expenditure (net of income)	188.68	143.08	177.87	753.62	904.36	
	Total Profit before Tax	(708.95)	226.30	1275.08	(662.11)	2047.50	
3	<u>Segment Assets</u>						
A	Power	42665.07	45140.52	45240.99	42665.07	45240.99	
B	Industry	9441.21	10248.54	9373.96	9441.21	9373.96	
C	Unallocated	9165.14	10050.76	9816.10	9165.14	9816.10	
	Total Assets	61271.42	65439.82	64431.05	61271.42	64431.05	
4	<u>Segment Liabilities</u>						
A	Power	22386.05	23197.33	24832.31	22386.05	24832.31	
B	Industry	4759.98	5262.94	5251.81	4759.98	5251.81	
C	Unallocated	4944.18	6165.55	2915.13	4944.18	2915.13	
	Total Liabilities	32090.21	34625.82	32999.25	32090.21	32999.25	

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NOTES

I. STATEMENT OF ASSETS AND LIABILITIES

Rs /Cr.

	Particulars	Standalone	
		As at March 31, 2020# Audited	As at March 31, 2019 Audited
I)	ASSETS		
1	Non Current Assets		
a	Property, plant and equipment	2735.47	2883.92
b	Capital work-in-progress	306.74	223.21
c	Intangible assets	78.61	83.07
d	Intangible assets under development	7.26	12.23
e	Investments accounted for using Equity method	-	-
f	Financial Assets		
i)	Investments	669.51	669.36
ii)	Trade Receivables	5270.43	3935.20
iii)	Loans	83.17	82.82
iv)	Others financial assets	-	-
g	Deferred tax assets (net of liabilities)	2756.21	3497.37
h	Other non-current assets	16660.49	14671.78
	Sub-Total Non Current Assets	28567.89	26058.96
2	Current Assets		
a	Inventories	8905.46	7797.29
b	Financial Assets		
i)	Investments	-	-
ii)	Trade Receivables	7107.62	11860.80
iii)	Cash & Cash Equivalents	1402.86	795.60
iv)	Bank Balances other than Cash & Cash Equivalents	5015.70	6707.74
v)	Others financial assets	134.99	157.45
		123.85	162.19
c	Current Tax Assets (Net)	229.02	-
d	Other current assets	9784.03	10891.02
	Sub-Total Current Assets	32703.53	38372.09
	TOTAL -ASSETS	61271.42	64431.05
II)	EQUITY AND LIABILITIES		
1	Equity		
a	Equity share capital	696.41	696.41
b	Other Equity	28484.80	30735.39
c	Non -Controlling interest		
	Sub-Total Equity	29181.21	31431.80
	LIABILITIES		
2	Non -Current Liabilities		
a	Financial Liabilities		
i)	Borrowings	75.37	95.45
ii)	Trade Payable		
	(a) Total outstanding dues of micro enterprises and small enterprises	8.25	-
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	999.62	702.98
iii)	Other financial liabilities	159.02	91.53
b	Provisions	5247.89	5463.14
c	Other non-current liabilities	2952.65	3615.88
	Sub-Total Non Current Liabilities	9442.80	9968.98
3	Current Liabilities		
a	Financial Liabilities		
i)	Borrowings	4933.39	2431.74
ii)	Trade Payable		
	(a) Total outstanding dues of micro enterprises and small enterprises	492.12	764.91
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	8399.86	10610.20
iii)	Other financial liabilities	1482.72	2068.14
b	Provisions	3081.78	2485.51
c	Current tax liabilities (net)		91.40
d	Other current liabilities	4257.54	4578.37
	Sub-Total Current Liabilities	22647.41	23030.27
	TOTAL EQUITY AND LIABILITIES	61271.42	64431.05

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2. STATEMENT OF CASH FLOWS

Rs /Cr.

Particulars	Standalone	
	As at March 31, 2020# Audited	As at March 31, 2019 Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax	(662.11)	2047.50
Adjustments for:		
Provision and write off	244.44	1975.43
Depreciation and amortisation	502.86	474.81
Finance cost (including unwinding of interest)	506.95	287.29
Interest & dividend income	(525.48)	(615.56)
Others	(16.15)	(15.13)
Cash generated from operations before working capital changes	50.51	4154.34
Adjustment for changes in working capital:		
Trade Receivables	3370.09	264.35
Contract Assets	(1618.53)	(4966.07)
Inventories	(1095.10)	(1861.45)
Loans, advances & other assets	392.48	(76.11)
Sub total	1048.94	(6639.28)
Trade payable	(2178.24)	980.97
Advances from customers, deposits and others	(1834.86)	(1114.36)
Provisions	353.28	(816.52)
Sub total	(3659.82)	(949.91)
Net cash (used in) / from working capital	(2610.88)	(7589.19)
Cash generated from operations	(2560.37)	(3434.85)
Refund of income taxes	0.00	408.68
Income taxes paid	(321.94)	(829.41)
Net cash inflow from operating activities	(2882.31)	(3855.58)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Redemption / maturity of bank deposits (having original maturity of more than 3 months)	1700.00	1700.00
Interest received	538.74	588.42
Proceeds from joint ventures	0.27	17.30
Income received from mutual funds	6.43	17.00
Dividend received from joint ventures	16.30	16.18
Sale of property, plant and equipment	9.30	1.04
Purchase of property, plant and equipment	(443.15)	(425.04)
Net cash (used in) / from investing activities	1827.89	1914.91
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from short term borrowings	2501.65	2431.74
Proceeds / (repayment) of lease obligation (Principal)	(7.66)	68.20
Proceeds / (repayment) of lease obligation (Interest)	(17.32)	(13.75)
Buy back of equity shares (including premium and expense)	0.00	(1636.62)
Dividend paid (incl. dividend distribution tax)	(504.56)	(786.99)
Interest paid	(310.43)	(94.99)
Net cash (used in) / from financing activities	1661.68	(32.41)
D. Net increase/(decrease) in cash and cash equivalents	607.26	(1973.08)
Opening balance of cash and cash equivalents	795.60	2768.68
Closing balance of cash and cash equivalents	1402.86	795.60

Subject to audit u/s 143(6) of the Companies Act, 2013 by the C&AG of India.

The figures have been regrouped/rearranged, wherever considered necessary to conform to the current period's classification.

- 3 The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 13.06.2020.
- 4 These Standalone financial results have been prepared in accordance with Companies (Indian Accounting Standard), Rules, 2015 (as amended) under Section 133 of the Companies Act, 2013.
- 5 During the year ended 31 March 2020, the company has changed its accounting practice, with respect to measure of cost for recognising revenue for projects covered under input method, by including cost of 'manufactured items- ready for dispatch' in the incurred cost in relation to the total estimate cost. This change in practice better reflects the measure of progress made under the terms of contract with the customers, and therefore provides more relevant information to users of financial statements. This change in accounting practice has been applied retrospectively and has impacted the financial statements as follows:

P&L	Rs /Cr.	
	2019-20	2018-19
Revenue from Operations	863.58	73.73
Profit Before Tax	59.92	(10.36)
Basic & Diluted Earnings Per Share.	0.13	(0.02)

- 6 The Company has opted for new section 115BAA of the Income Tax Act 1961 in the current year. Accordingly, (a) the provision for current and deferred tax has been determined at the rate of 25.168% (b) the deferred tax assets as on April 1, 2019 have been restated at the rate of 25.168% which resulted in the reversal of deferred tax assets by Rs 974.41 crs, as a result decreasing the PAT by Rs 956.50 crs & OCI by Rs 17.91 crs.
- 7 The Board of Directors has recommended a Final dividend of Rs Per equity share of face value of Rs. 2 per share.
- 8 Nationwide lockdown, consequent to spread of Covid-19 pandemic had temporarily disrupted the operations of the company. The manufacturing facilities and site executions during this period [March 23rd to March 31st, 2020] were inoperative, which along with the COVID impact globally (before the lockdown in India) impacted the revenues for the year. Broadly, the impact on revenue for the year is assessed at ~ Rs. 4000 cr. Based on the internal & external information upto the date of approval of these financial statements, the company expects to recover the carrying amount of its assets, investments, trade receivables, contract assets & inventories. The company will continue to monitor the future economic conditions and assess its impact on its financial statements.
- 9 Figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- 10 Additional disclosures as per Regulation 52(4) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. (Enclosed Annexure A)

For and on behalf of Bharat Heavy Electricals Limited



(Dr. Nalin Shinghal)
Chairman & Managing Director

Place : New Delhi
Date : 13.06.2020





BHARAT HEAVY ELECTRICALS LIMITED
AUDITED FINANCIAL RESULTS
FOR THE QUARTER / YEAR ENDED 31st March 2020

PART I

Rs /Cr.

SL. NO.	PARTICULARS	Consolidated Results				
		3 Months Ended 31.03.2020# (Note10)	Preceding 3 months ended 31.12.2019 (Unaudited)	Corresponding 3 months ended 31.03.2019 (Note10)	Current Year Ended 31.03.2020# (Audited)	Previous Year Ended 31.03.2019 (Audited)
1	Income					
a	Sales/Income from Operations	4594.10	5459.24	9912.08	20494.59	29441.58
b	Other Operating Income	455.71	221.58	460.66	995.42	999.80
	Total Revenue from Operations	5049.81	5680.82	10372.74	21490.01	30441.38
c	Other Income	143.70	146.92	116.37	564.30	661.52
	Total Income	5193.51	5827.74	10489.11	22054.31	31102.90
2	Expenses					
a	Cost of materials consumed (including erection & engineering)	3452.67	3729.82	5798.61	14728.81	18849.62
b	Changes in inventories of finished goods, work-in-progress and stock in trade	141.45	(128.91)	125.70	(1015.56)	(989.31)
c	Employee benefits expense	1110.45	1372.54	1071.12	5408.71	5509.25
d	Depreciation and amortisation expense	154.31	114.55	134.45	503.27	475.74
e	Finance costs	141.42	139.73	96.86	508.45	288.37
f	Other expenses	904.88	380.63	1991.32	2605.42	4943.89
	Total Expenses	5905.18	5608.36	9218.06	22739.10	29077.56
3	Profit/(Loss) before exceptional items and tax (1-2)	(711.67)	219.38	1271.05	(684.79)	2025.34
4	Share of net profit/(loss) of joint ventures accounted for using equity Method	3.08	9.91	7.30	25.72	(185.60)
5	Exceptional Items	-	-	-	-	-
6	Profit/(Loss) before tax (3 + 4 + 5)	(708.59)	229.29	1278.35	(659.07)	1839.74
7	Tax expense					
a.	Current Tax	1.52	0.00	583.29	1.52	735.07
b.	Deferred tax	822.07	67.48	14.29	807.76	102.25
8	Net Profit/ (Loss) for the period (6-7)	(1532.18)	161.81	680.77	(1468.35)	1002.42
9	Other Comprehensive Income/(Expense) (net of tax)	(169.81)	(34.64)	(116.24)	(273.74)	(119.15)
10	Total Comprehensive Income after tax for the period (8+9)	(1701.99)	127.17	564.53	(1742.09)	883.27
11	Profit for the period attributable to					
	Owners of the Company	(1532.67)	162.67	681.46	(1466.01)	1005.10
	Non Controlling Interest	0.49	(0.86)	(0.69)	(2.34)	(2.68)
12	Other Comprehensive Income /(Expense) for the period attributable to					
	Owners of the Company	(169.81)	(34.64)	(116.24)	(273.74)	(119.15)
	Non Controlling Interest	-	-	-	-	-
13	Total Comprehensive Income for the period attributable to					
	Owners of the Company	(1702.48)	128.03	565.22	(1739.75)	885.95
	Non Controlling Interest	0.49	(0.86)	(0.69)	(2.34)	(2.68)
14	Paid-up equity share capital (Face Value Rs 2 per share)	696.41	696.41	696.41	696.41	696.41
15	Other Equity	-	-	-	27,964.31	30207.93
16	Basic & Diluted Earnings Per Share	(4.40)	0.46	1.88	(4.22)	2.76
		(not annualised)	(not annualised)	(not annualised)		

Segmentwise Revenue, Results , Assets and Liabilities

Rs /Cr.

SL. NO.	PARTICULARS	Consolidated Results				
		3 Months Ended 31.03.2020# (Unaudited)	Preceding 3 months ended 31.12.2019 (Unaudited)	Corresponding 3 months ended 31.03.2019 (Unaudited)	Current Year Ended 31.03.2020# (Unaudited)	Previous Year Ended 31.03.2019 (Audited)
1	Segment Revenue					
A	Power	3174.73	4072.70	8172.32	14960.44	23473.90
B	Industry	1419.37	1386.54	1739.76	5534.15	5967.68
	Total	4594.10	5459.24	9912.08	20494.59	29441.58
	Inter segmental revenue	-	-	-	-	-
	Sales / Income from operations	4594.10	5459.24	9912.08	20494.59	29441.58
2	Segment Results (Profit/(Loss) before Tax & Finance Cost)					
A	Power	(7.89)	432.61	1296.69	804.30	2802.29
B	Industry	(371.56)	74.74	250.16	(210.71)	430.94
	Total	(379.45)	507.35	1546.85	593.59	3233.23
	Less: Finance Cost	141.42	139.73	96.86	508.45	288.37
	Other unallocable expenditure (net of income)	187.72	138.33	171.64	744.21	1105.12
	Total Profit before Tax	(708.59)	229.29	1278.35	(659.07)	1839.74
3	Segment Assets					
A	Power	42665.07	45140.52	45240.99	42665.07	45240.99
B	Industry	9462.52	10269.28	9395.00	9462.52	9395.00
C	Unallocated	8656.73	9539.63	9298.32	8656.73	9298.32
	Total Assets	60784.32	64949.43	63934.31	60784.32	63934.31
4	Segment Liabilities					
A	Power	22386.05	23197.33	24832.31	22386.05	24832.31
B	Industry	4799.80	5303.18	5286.58	4799.80	5286.58
C	Unallocated	4946.82	6161.24	2917.82	4946.82	2917.82
	Total Liabilities	32132.67	34661.75	33036.71	32132.67	33036.71

NOTES

1. STATEMENT OF ASSETS AND LIABILITIES

Rs /Cr.

	Particulars	Consolidated	
		As at March 31, 2020# Audited	As at March 31, 2019 Audited
I)	ASSETS		
1	Non Current Assets		
a	Property, plant and equipment	2738.51	2887.39
b	Capital work-in-progress	306.74	223.21
c	Intangible assets	78.61	83.07
d	Intangible assets under development	7.26	12.23
e	Investments accounted for using Equity method	158.97	149.42
f	Financial Assets		
i)	Investments	3.09	2.94
ii)	Trade Receivables	5270.43	3935.09
iii)	Loans	83.17	82.82
iv)	Others financial assets		-
g	Deferred tax assets (net of liabilities)	2765.87	3505.45
h	Other non-current assets	16660.49	14671.78
	Sub-Total Non Current Assets	28073.14	25553.40
2	Current Assets		
a	Inventories	8908.23	7800.04
b	Financial Assets		
i)	Investments		
ii)	Trade Receivables	7108.60	11863.14
iii)	Cash & Cash Equivalents	1402.86	795.74
iv)	Bank Balances other than Cash & Cash Equivalents	5015.73	6707.80
v)	Loans	135.24	157.71
vi)	Others financial assets	127.50	165.40
c	Current Tax Assets (Net)	229.07	-
d	Other current assets	9783.95	10891.08
	Sub-Total Current Assets	32711.18	38380.91
	TOTAL -ASSETS	60784.32	63934.31
II)	EQUITY AND LIABILITIES		
1	Equity		
a	Equity share capital	696.41	696.41
b	Other Equity	27964.31	30207.93
c	Non -Controlling interest	(9.07)	(6.73)
	Sub-Total Equity	28651.65	30897.60
	LIABILITIES		
2	Non -Current Liabilities		
a	Financial Liabilities		
i)	Borrowings	75.37	95.45
ii)	Trade Payable		
(a)	Total outstanding dues of micro enterprises and small enterprises	8.25	
(b)	Total outstanding dues of creditors other than micro enterprises and small enterprises	999.62	702.87
iii)	Other financial liabilities	159.02	91.29
b	Provisions	5260.92	5476.03
c	Other non-current liabilities	2952.65	3615.88
	Sub-Total Non Current Liabilities	9455.83	9981.52
3	Current Liabilities		
a	Financial Liabilities		
i)	Borrowings	4947.92	2444.57
ii)	Trade Payable		
(a)	Total outstanding dues of micro enterprises and small enterprises	492.12	764.91
(b)	Total outstanding dues of creditors other than micro enterprises and small enterprises	8405.40	10616.07
iii)	Other financial liabilities	1487.29	2070.24
b	Provisions	3085.76	2488.97
c	Current tax liabilities (net)		91.34
d	Other current liabilities	4258.35	4579.08
	Sub-Total Current Liabilities	22676.84	23055.19
	TOTAL EQUITY AND LIABILITIES	60784.32	63934.31

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2. STATEMENT OF CASH FLOWS

Particulars	Rs /Cr.	
	Consolidated	
	As at March 31, 2020# Audited	As at March 31, 2019 Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax	(659.87)	1839.74
Adjustments for:		
Provision and write off	244.44	1978.98
Depreciation and amortisation	503.27	475.74
Finance cost (including unwinding of interest)	508.45	288.37
Interest & dividend income	(509.19)	(599.44)
Share of loss in joint ventures and investments	(25.72)	185.60
Others	(15.73)	(19.25)
Cash generated from operations before working capital changes	46.45	4149.74
Adjustment for changes in working capital:		
Trade Receivables	3371.34	264.78
Contract Assets	(1618.29)	(4966.31)
Inventories	(1095.12)	(1868.65)
Loans, advances & other assets	391.93	(79.41)
Sub total	1049.86	(6649.59)
Trade payable	(2178.46)	981.65
Advances from customers, deposits and others	(1841.48)	(1112.41)
Provisions	354.02	(808.74)
Sub total	(3665.93)	(939.50)
Net cash (used in) / from working capital	(2616.06)	(7589.09)
Cash generated from operations	(2569.61)	(3439.36)
Refund of income taxes	0.00	408.68
Income taxes paid	(321.93)	(829.47)
Net cash inflow from operating activities	(2891.54)	(3860.15)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Redemption / maturity of bank deposits (having original maturity of more than 3 months)	1700.03	1700.22
Interest received	538.77	592.00
Proceeds from joint ventures	0.27	17.30
Income received from mutual funds	6.43	17.00
Dividend received from joint ventures	16.30	16.18
Sale of property, plant and equipment	9.30	2.25
Purchase of property, plant and equipment	(434.48)	(426.11)
Net cash (used in) / from investing activities	1836.62	1918.85
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from short term borrowings	2503.35	2434.29
Proceeds / (repayment) of lease obligation (Principal)	(8.95)	68.20
Proceeds / (repayment) of lease obligation (Interest)	(17.32)	(15.75)
Buy back of equity shares (including premium and expense)		(1636.62)
Dividend paid (Incl. dividend distribution tax)	(504.56)	(786.99)
Interest paid	(310.48)	(96.77)
Net cash (used in) / from financing activities	1662.04	(31.63)
D. Net increase/(decrease) in cash and cash equivalents	607.12	(1972.94)
Opening balance of cash and cash equivalents	795.74	2768.68
Closing balance of cash and cash equivalents	1402.86	795.74

Subject to audit u/s 143(6) of the Companies Act, 2013 by the C&AG of India

The figures have been regrouped/rearranged, wherever considered necessary to conform to the current period's classification.

- The consolidated financial statements have been prepared in accordance with Ind-AS 110 on "Consolidated Financial Statements" and Ind AS-28 on "Investments in Associates and Joint Ventures".
- The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 13.06.2020
- These Consolidated financial results have been prepared in accordance with Companies (Indian Accounting Standard), Rules, 2015 (as amended) under Section 133 of the Companies Act, 2013.
- During the year ended 31 March 2020, the company has changed its accounting practice, with respect to measure of cost for recognising revenue for projects covered under input method, by including cost of 'manufactured items- ready for dispatch' in the incurred cost in relation to the total estimate cost. This change in practice better reflects the measure of progress made under the terms of contract with the customers, and therefore provides more relevant information to users of financial statements. This change in accounting practice has been applied retrospectively and has impacted the financial statements as follows:

P&L	Rs /Cr.	
	2019-20	2018-19
Revenue from Operations	863.58	73.73
Profit Before Tax	59.92	(10.36)
Basic & Diluted Earnings Per Share	0.13	(0.02)

- BIEL has opted for new section 115BAA of the Income Tax Act 1961 in the current year. Accordingly, (a) the provision for current and deferred tax has been determined at the rate of 25.168%, (b) the deferred tax assets as on April 1, 2019 have been restated at the rate of 25.168% which resulted in the reversal of deferred tax assets by Rs 974.41 crs, as a result decreasing the PAT by Rs 956.50 crs & OCI by Rs 17.91 crs.
- The Board of Directors has recommended a Final dividend of Rs Per equity share of face value of Rs. 2 per share.
- Nationwide lockdown, consequent to spread of Covid-19 pandemic had temporarily disrupted the operations of the company. The manufacturing facilities and site executions during this period [March 23rd to March 31st, 2020] were inoperative, which alongwith the COVID impact globally (before the lockdown in India) impacted the revenues for the year. Broadly, the impact on revenue for the year is assessed at ~ Rs. 4000 cr. Based on the internal & external information upto the date of approval of these financial statements, the company expects to recover the carrying amount of its assets, investments, trade receivables, contract assets & inventories. The company will continue to monitor the future economic conditions and assess its impact on its financial statements.
- Figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year
- Additional disclosures as per Regulation 52(4) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. (Enclosed Annexure A)

For and on behalf of Bharat Heavy Electricals Limited

(Dr. Nalin Shinghal)
Chairman & Managing Director

Place : New Delhi
Date : 13.06.2020

Annexure A

Pursuant to SEBI circular SEBI/HO/DDHS/CIP/P/2019/115 dated October 22, 2019, on "Framework for listing of Commercial Paper", information as required under Regulation 52 (4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the Financial year ended March 31, 2020 is as mentioned below:

- a) The Company has repaid Commercial Papers on their respective due dates. The Commercial Papers (listed) of the Company as on 31st Mar 2020 are Rs. 3,500 crores. The Company has retained "CARE A1+" rating by CARE and "Ind A1+" rating by India Ratings.

b) Key Financial Information

Particulars	Stand Alone		Consolidated	
	Year Ended March 31, 2020	Year Ended March 31, 2019	Year Ended March 31, 2020	Year Ended March 31, 2019
Debt Equity Ratio*	N.A*		N.A*	
Debt Service Coverage Ratio				
Interest Services Coverage Ratio				
Net Worth (Rs/crs)	29181.21	31431.80	28651.65	30897.60
Net Profit after Tax (Rs/crs)	(1472.97)	1208.65	(1468.35)	1002.42
Earning Per share (Diluted) Face value Rs. 2 per share)	(4.23)	3.33	(4.22)	2.76
Asset cover available, in case of non-convertible debt securities	-	-	-	-
Outstanding redeemable preference shares (quantity and value)	-	-	-	-
Capital redemption reserve	37.87	37.87	37.87	37.87

* The company is not having any long term debt except long term maturity on lease obligation of Rs 75.37 crs , hence the above ratio is Nil not applicable to the Company.

Annexure A (cont.)

c) Details of previous due date, next due date for the payment of interest and repayment of Commercial Papers

Sr. No.	Commercial Paper - Date of Issue	Face Value (Rs. Crs)	Previous Due date (From April 01,2019 to Mar 31, 2020)	Whether Paid or Not	Next Due Date -
			Principal & Interest		Principal & Interest
1	28-03-2019	1500	27-06-2019	Yes	
2	10-05-2019	400	27-06-2019	Yes	
3	31-05-2019	400	30-08-2019	Yes	
4	26-06-2019	1650	25-09-2019	Yes	
5	28-06-2019	250	30-08-2019	Yes	
6	19-07-2019	250	19-08-2019	Yes	
7	16-08-2019	250	15-10-2019	Yes	
8	29-08-2019	650	30-10-2019	Yes	
9	12-09-2019	400	13-11-2019	Yes	
10	16-09-2019	500	03-12-2019	Yes	
11	19-09-2019	500	29-11-2019	Yes	
12	23-09-2019	500	23-12-2019	Yes	
13	25-09-2019	500	24-12-2019	Yes	
14	14-10-2019	525	10-01-2020	Yes	
15	22-10-2019	100	21-01-2020	Yes	
16	22-10-2019	125	21-01-2020	Yes	
17	30-10-2019	650	29-01-2020	Yes	
18	05-11-2019	600	04-11-2020		04-11-2020
19	13-11-2019	400	30-10-2020		30-10-2020
20	25-11-2019	200	10-12-2019	Yes	
21	29-11-2019	150	27-11-2020		27-11-2020
22	10-12-2019	500	09-03-2020	Yes	
23	12-12-2019	500	11-12-2020		11-12-2020
24	24-12-2019	500	23-03-2020	Yes	
25	31-12-2019	500	30-03-2020	Yes	
26	10-01-2020	450	09-04-2020	Yes*	09-04-2020
27	20-01-2020	250	20-04-2020	Yes*	20-04-2020
28	29-01-2020	250	29-04-2020	Yes*	29-04-2020
29	29-01-2020	400	29-04-2020	Yes*	29-04-2020
30	31-01-2020	500	31-03-2020	Yes	
31	03-02-2020	500	30-03-2020	Yes	
32	12-02-2020	500	27-03-2020	Yes	
33	09-03-2020	500	29-05-2020	Yes*	29-05-2020

* Commercial Papers stands redeemed on respective next due date as mentioned in the aforesaid table.

Raj Har Gopal & Co.
Chartered Accountants
412, Ansal Bhawan
16, Kasturba Gandhi Marg
New Delhi-110001

Tiwari & Associates
Chartered Accountants
T-8 Green Park
Extension
New Delhi -110016

Mahesh C. Solanki & Co.
Chartered Accountants
803, Airen Heights, PU-3
Scheme No.54
A.B Road, Indore 452010

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BHARAT HEAVY ELECTRICALS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Bharat Heavy Electricals Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone financial statements") in which are incorporated the returns for the year ended on that date for 19 branches audited by us and 10 branches audited by the branch auditors of the company.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the loss and total comprehensive income, changes in equity and its cash flow for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that in our professional judgement were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a



separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p><i>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in respect of "Revenue from contracts with Customers" under Ind AS 115.</i></p> <p>The application of this revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period, and disclosures including presentations of balances in the financial statements.</p> <p>Estimated efforts is a critical estimate to determine revenue, as it requires consideration of progress of the contract, efforts incurred till date, efforts required to complete the remaining performance obligation.</p> <p>Refer Note 49 to the standalone financial statements.</p>	<p><u>Principal Audit Procedures</u></p> <p>Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p> <ul style="list-style-type: none"> ▪ Evaluated the effectiveness of controls over the preparation of information that are designed to ensure the completeness and accuracy. ▪ Selected a sample of existing continuing contracts and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. ▪ Tested the relevant information, accounting systems and change relating to contracts and related information used in recording and disclosing revenue in accordance with Ind AS 115. ▪ Reviewed a sample of contracts to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. ▪ Performed analytical procedures and test of details for reasonableness and other related material items.
<p><i>Accounting Practice Change in revenue Recognition for items manufactured and ready for dispatch Ind AS 115</i></p> <p>The Company has retrospectively adopted the following guidelines in respect of revenue recognition for items manufactured and ready for dispatch:</p> <p>The Cost of Manufactured items ready for dispatch for projects will also be considered as cost incurred for measuring the progress under Input method for recognizing revenue over time.</p>	<p><u>Principal Audit Procedures</u></p> <p>We assessed the Company's internal process to identify the impact of adoption of the new accounting procedure. Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p> <ul style="list-style-type: none"> ▪ Verified the approval by Audit Committee of the board vide minutes of the BLAC dated 11.02.2020. ▪ Verified the opinion dated 10.02.2020 taken by the company from Expert Advisory Committee of ICAI ▪ Evaluated the design of internal controls relating to implementation of the new revenue accounting procedure. ▪ Selected the identified items considered for inclusion in input method, and tested the operating effectiveness of the internal control, relating to identification of the



<p>Refer Note 50 to the standalone financial statements.</p>	<p>items and determination of price.</p> <ul style="list-style-type: none"> ▪ Performed analytical procedures and test of details for reasonableness and other related material items.
<p>Assessment and recoverability of Trade Receivables and Contract Assets</p> <p>The Company has trade receivables outstanding (net) of Rs.12378.05 crore and contract assets of Rs.24093.05 crore at the end of March 31, 2020</p> <p>These balances are related to revenue recognized in line with Ind AS 115 "Revenue from contracts with customers" for ongoing contracts and completed contracts. The assessment of its recoverability is a key audit matters in the audit due to its size and high level of management judgment</p> <p>Refer Notes 6,9,11,17,49 to the standalone financial statements.</p>	<p>Principal Audit Procedures</p> <p>We have assessed the Company's internal process to recognize the revenue and review mechanism of trade receivables and contract assets. Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p> <ul style="list-style-type: none"> ▪ Evaluated the process of invoicing, verifications, and reconciliations with customers. ▪ Obtained the list of project wise outstanding details and its review mechanism by the management. ▪ Reviewed the guidelines and policies of the Company on impairment of trade receivables and contract assets. ▪ Tested the accuracy of aging of trade receivables and contract assets at the year end on sample basis. ▪ Performed analytical procedures and test of details for reasonableness, recoverability and other related material items.

Emphasis of Matter

We draw attention to Note 51 to the Standalone Financial Results in which the Company describes the impact arising from the COVID 19 pandemic .

Our report is not modified in respect of this matter

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.



If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 financial statements, Management of Company is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Management of Company either intends to liquidate the Company or to 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 Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

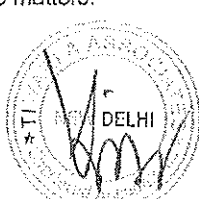
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

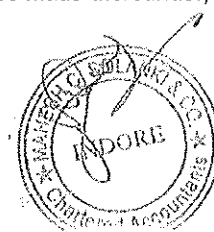
We did not audit the financial statements/information of 10 (Ten) branches included in the standalone financial statements of the Company whose financial statements / financial information reflect total assets of **Rs 36782 crore** as at 31st March, 2020 and total revenue of **Rs 11651 crore** for the year ended on that date, as considered in the standalone financial statements. The financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of such branch auditors.

Our opinion is not modified in respect of these matters.



Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by Section 143 (3) of the Act, based on our audit we report that:
- a. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branches not visited by us.
 - c. The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report
 - d. The Balance Sheet, the Statement of Profit and Loss (Including other comprehensive income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - e. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules 2015.
 - f. In terms of Notification no. G.S.R. 463 (E) dt. 05-06-2015 issued by Ministry of Corporate Affairs, the Provision of Section 164(2) of the Companies Act, 2013 in respect of disqualification of directors are not applicable to the Company.
 - g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. **Refer Note 41** to the financial statements.
 - ii. The company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. **Refer Note 48** to the financial statements.
 - iii. There has been no delay in transferring the amount, required to be transferred in accordance with the relevant provisions of the Companies Act, 2013 and the rules made thereunder, to the Investor Education and Protection Fund by the Company.



- (3) On the basis of such checks of the books and records of the Company, as we considered appropriate and according to the information and explanations given to us, we are enclosing our report in terms of Section 143(5) of the Act, on the directions and sub directions issued by the Comptroller and Auditor General of India in "Annexure C".

For Raj Har Gopal & Co.
Chartered Accountants



(CA Gopal Krishan)
Partner

M. No. 081085

UDIN: 20081085AAAAFS7960

Place : New Delhi/Indore

Date: June 13, 2020

For Tiwari & Associates
Chartered Accountants

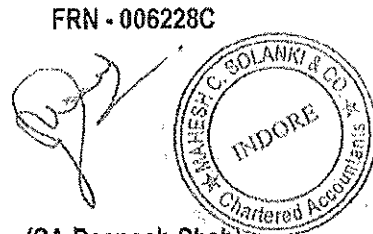


(CA. Krishan Kumar)
Partner

M. No. 085415

UDIN: 20085415AAAAAI1679

For Mahesh C. Solanki & Co.
Chartered Accountants



(CA. Deepesh Shah)
Partner

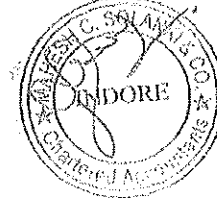
M. No. 404990

UDIN: 20404990AAAAAA7876

"Annexure A" to Independent Auditors' Report

(Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the standalone financial statements of Bharat Heavy Electricals Limited ("the Company"), for the year ended March 31, 2020)

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) According to the information and explanations given to us, physical verification of fixed assets is being conducted in a phased manner by the management under a programme designed to cover all the property, plant and equipment including intangible assets over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and nature of its business and no material discrepancies were noticed on such verification to the extent verification was made during the year.
- (c) The details of title deeds of immovable properties not held in the name of the Company are given in note no. 3.1 (a to f) to the Financial Statements.
- ii) As explained to us physical verification of inventory has been conducted by the management under Perpetual Inventory Programme at regular intervals during the year except for stock of work in progress and finished goods in few units where these are verified at the year end with reference to the inspection reports and production reports of the Production Planning Department of such units. In regard to stocks lying with contractors/fabricators and other parties, confirmations were received in few cases only. In our opinion the frequency of verification is reasonable. No material discrepancies has been reported.
- iii) According to the information given to us, the Company has not granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under section 189 of the Companies Act, 2013. Therefore, clauses (iii) (a), (iii) (b) and (iii) (c) of Paragraph 3 of the Order are not applicable to the Company.
- iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.
- v) Based on our examination of the Company's records and according to the information and explanations given to us, the Company has not accepted any deposits from public during the year within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014.
- vi) We have broadly reviewed the books of account and records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules 2014 prescribed by the Central Government under section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we are not required to and have not carried out any detailed examination of such accounts and records.
- vii) (a) According to the information and explanations given to us, in our opinion, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including



Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other statutory dues as applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other statutory dues were outstanding as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us, the particulars of Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax which have not been deposited on account of dispute are as under:

(Rs. in Crore)

Sl. No.	Name of the Statute	Nature of the Dues	Pending Amount	Amount paid under protest	Forum where dispute is pending
1	Central Sales Tax Act, Value Added Tax and Sales Tax Act of various States	Sales Tax, VAT	11.39	5.70	Assessing Officer
			497.09	60.39	Dy. Commissioner / Jt. Commissioner / Commissioner (Appeals)
			335.44	137.91	Appellate Tribunal
			35.37	20.90	High Court
			4.84	4.84	Supreme Court
			325.40	1.78	Various Appellate Authorities
2	Central Excise Act, 1944	Excise Duty	43.79	-	Assessing Officer
			32.53	0.02	Commissioner (Appeals)
			55.85	4.39	Appellate Tribunal
			29.04	1.00	High Court
			0.55	0.55	Supreme Court
3	Service Tax under the Finance Act, 1994	Service Tax	1.18	-	Assessing Officer
			18.51	0.57	Commissioner (Appeals)
			769.08	12.86	Appellate Tribunal
			4.86	-	Various Appellate Authorities
4	Customs Act, 1962	Custom Duty	5.80	5.80	High Court

viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks or Government. The Company has not issued any debentures.

ix) According to the records of the Company examined by us and the information and explanations given to us, the Company has not raised any monies by way of initial public offer or further public

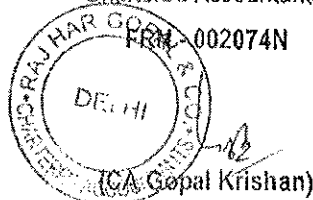


offer (including debt instruments) and term loans. Hence, the same is not applicable to the Company.

- x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi) In terms of Notification no. G.S.R. 463(E) dt. 05-06-2015 issued by the Ministry of Corporate Affairs, the provisions of section 197 of the Companies Act, 2013 relating to managerial remuneration are not applicable to the Company.
- xii) Since the Company is not a nidhi Company, provisions of clause no. 3(xii) do not apply to the Company;
- xiii) According to the records of the Company examined by us and the information and explanations given to us, the related party transactions are in compliance with section 177 and 188 of the Companies Act, 2013 and have been disclosed in the Financial Statements.
- xiv) Based on our examination and the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or debentures during the year under review. Therefore, provision of clause no. (xiv) is not applicable to the Company.
- xv) Based on our examination and the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi) Based on our examination and the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India. Act, 1934.

For Raj Har Gopal & Co.

Chartered Accountants



(CA. Gopal Krishan)

Partner

M. No. 081085

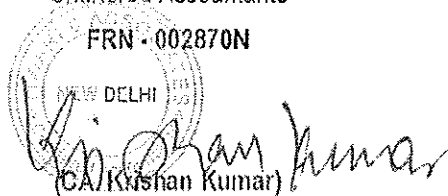
UDIN: 20081085AAAAFs7960

Place : New Delhi/Indore

Date: June 13, 2020

For Tiwari & Associates

Chartered Accountants



(CA. Krishan Kumar)

Partner

M. No. 085415

UDIN: 20085415AAAAAI1679

For Mahesh C. Solanki & Co.

Chartered Accountants



(CA. Deepesh Shah)

Partner

M. No. 404990

UDIN: 20404990AAAAAA7876

"ANNEXURE B" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BHARAT HEAVY ELECTRICALS LIMITED

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

We have audited the internal financial controls over financial reporting of Bharat Heavy Electricals Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

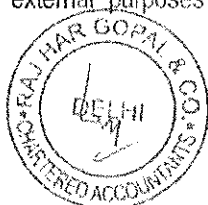
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A



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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

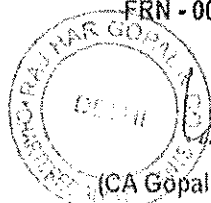
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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

Opinion

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

For Raj Har Gopal & Co.
Chartered Accountants

FRN - 002074N



(CA Gopal Krishan)

Partner

M. No. 081085

UDIN:
20081085AAAAFS7960

For Tiwari & Associates
Chartered Accountants

FRN - 002870N

(CA. Krishan Kumar)

Partner

M. No. 085415

UDIN:
20085415AAAAAI1679

For Mahesh C. Solanki & Co.
Chartered Accountants

FRN - 006228C

(CA. Deepesh Shah)

Partner

M. No. 404990

UDIN:
20404990AAAAAA7876

Place : New Delhi/Indore

Date : June 13, 2020

"ANNEXURE C" TO INDEPENDENT AUDITOR'S REPORT

Directions issued by the Comptroller & Auditor General of India under Section 143(5) of the Companies Act, 2013 indicating the areas to be examined by the Statutory Auditors during the course of audit of annual accounts of Bharat Heavy Electricals Limited (Standalone) for the year 2019-20

S. No.	Areas Examined	Suggested Replies
1	Whether the Company has system in place to process all the accounting transactions through IT system. If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any may be stated.	Yes, the Company has system in place to process all the accounting transactions through IT system.
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 due to the company's inability to repay the loan? If yes, the financial impact may be stated.	According to the information and explanations given to us and based on our examination of the records of the company, there has been no restructuring/ waiver/ write off of debts/loans/interest etc. made by a lender due to the company's inability to repay the loan
3	Whether fund received / receivable for specific schemes from Central / State agencies were properly accounted for /utilized as per its term and conditions? List the cases of deviation.	Fund received / receivable for specific schemes from Central / State agencies were properly accounted for /utilized as per its term and conditions

For Raj Har Gopal & Co.
Chartered Accountants
FRN - 002074N



(CA. Gopal Krishan)
Partner
M. No. 081085

UDIN:
20081085AAAAAFS7960

For Tiwari & Associates
Chartered Accountants
FRN - 002870N

(CA. Krishan Kumar)
Partner
M. No. 085415

UDIN:
20085415AAAAAI1679

For Mahesh C. Solanki & Co.
Chartered Accountants
FRN - 006228C

(CA. Deepesh Shah)
Partner
M. No. 404990

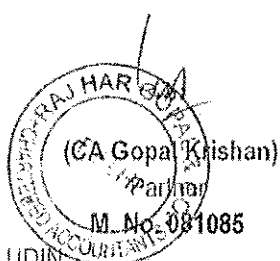
UDIN: 20404990AAAAAA7876

Place : New Delhi/Indore
Date : June 13, 2020

COMPLIANCE CERTIFICATE

We have conducted an audit of account of BHEL, Standalone and consolidated accounts for the year ended on 31.03.2020 in accordance with the directions / sub-directions issued by the C&AG of India under section 143(5) of the Companies Act, 2013 and certify that we have complied with all the directions / sub-directions issued to us.

For Raj Har Gopal & Co.
Chartered Accountants
FRN - 002074N



UDIN:
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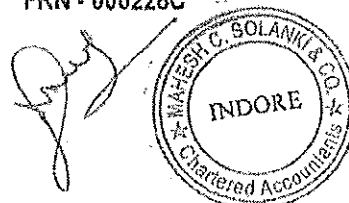
For Tiwari & Associates
Chartered Accountants
FRN - 002870N



(CA. Krishan Kumar)
Partner
M. No. 085415

UDIN:
20085415AAAAAI1679

For Mahesh C. Solanki & Co.
Chartered Accountants
FRN - 006228C



(CA. Deepesh Shah)
Partner
M. No. 404990

UDIN:
20404990AAAAAA7876

Place : New Delhi/Indore
Date : June 13, 2020

Raj Har Gopal & Co.
Chartered Accountants
412, Ansal Bhawan
16, Kasturba Gandhi Marg
New Delhi-110001

Tiwari & Associates
Chartered Accountants
T-8 Green Park
Extension
New Delhi -110016

Maresh C. Solanki & Co.
Chartered Accountants
803, Airen Heights, PU-3
Scheme No.54
A.B Road, Indore 452010

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
BHARAT HEAVY ELECTRICALS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **BHARAT HEAVY ELECTRICALS LIMITED** hereinafter referred to as "the holding company") and its subsidiary (the holding Company and its one subsidiary collectively referred to as "the Group") and three jointly controlled entities, comprising of the consolidated balance sheet as at 31st March, 2020, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the consolidated profit and total consolidated comprehensive income, consolidated statement of change in equity and its consolidated cash flow statement for the year ended on that date.

Basis for Opinion

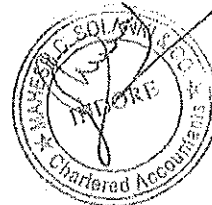
We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated 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 consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.



Key Audit Matters

Key audit matters are those matters that in our professional judgement were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p><i>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in respect of "Revenue from contracts with Customers" under Ind AS 115.</i></p> <p>The application of this revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period, and disclosures including presentations of balances in the financial statements.</p> <p>Estimated efforts is a critical estimate to determine revenue, as it requires consideration of progress of the contract, efforts incurred till date, efforts required to complete the remaining performance obligation.</p> <p>Refer Note 52 to the standalone financial statements.</p>	<p><i>Principal Audit Procedures</i></p> <p>Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p> <ul style="list-style-type: none"> ▪ Evaluated the effectiveness of controls over the preparation of information that are designed to ensure the completeness and accuracy. ▪ Selected a sample of existing continuing contracts and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. ▪ Tested the relevant information, accounting systems and change relating to contracts and related information used in recording and disclosing revenue in accordance with Ind AS 115. ▪ Reviewed a sample of contracts to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. ▪ Performed analytical procedures and test of details for reasonableness and other related material items.
<p><i>Accounting Practice Change in revenue Recognition for items manufactured and ready for dispatch Ind AS 115</i></p> <p>The Company has retrospectively adopted the following guidelines in respect of revenue recognition for items manufactured and ready for dispatch:</p>	<p><i>Principal Audit Procedures</i></p> <p>We assessed the Company's internal process to identify the impact of adoption of the new accounting procedure. Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p>



<p>The Cost of Manufactured items ready for dispatch for projects will also be considered as cost incurred for measuring the progress under input method for recognizing revenue over time.</p> <p>Refer Note 53 to the consolidated financial statements.</p>	<ul style="list-style-type: none"> ▪ Verified the approval by Audit Committee of the board vide minutes of the BLAC dated 11.02.2020. ▪ Verified the opinion dated 10.02.2020 taken by the company from Expert Advisory Committee of ICAI ▪ Evaluated the design of internal controls relating to implementation of the new revenue accounting procedure. ▪ Selected the identified items considered for inclusion in input method, and tested the operating effectiveness of the internal control, relating to identification of the items and determination of price. ▪ Performed analytical procedures and test of details for reasonableness and other related material items.
<p>Assessment and recoverability of Trade Receivables and Contract Assets</p> <p>The Company has trade receivables outstanding (net) of Rs.12379.03 crore and contract assets of Rs.24093.05 crore at the end of March 31, 2020</p> <p>These balances are related to revenue recognized in line with Ind AS 115 "Revenue from contracts with customers" for ongoing contracts and completed contracts. The assessment of its recoverability is a key audit matters in the audit due to its size and high level of management judgment</p> <p>Refer Notes 6,9,11,17,51 to the consolidated financial statements.</p>	<p>Principal Audit Procedures</p> <p>We have assessed the Company's internal process to recognize the revenue and review mechanism of trade receivables and contract assets. Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows:</p> <ul style="list-style-type: none"> ▪ Evaluated the process of invoicing, verifications, and reconciliations with customers. ▪ Obtained the list of project wise outstanding details and its review mechanism by the management. ▪ Reviewed the guidelines and policies of the Company on impairment of trade receivables and contract assets. ▪ Tested the accuracy of aging of trade receivables and contract assets at the year end on sample basis. ▪ Performed analytical procedures and test of details for reasonableness, recoverability and other related material items.



Emphasis of Matter

We draw attention to Note No. 54 to the consolidated financial statements in which company describes the impact arising from the COVID 19 pandemic.

Our report is not modified in this matter.

Information Other than the Consolidated 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated 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 the consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated statement of change in equity and consolidated cash flow statement of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the



Management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

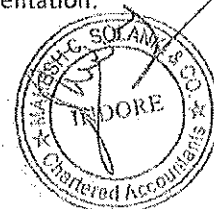
The respective Board of Directors of the company included in the group are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the companies have adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial information of the entities of business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

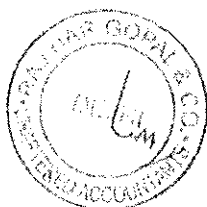
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

1. The accompanying statements include the audited financial results/statements of an Associate whose financial statements/results reflect the group's share of net profit of Rs 25.72 crore and other comprehensive income of Rs 0.13 crore for the year ended 31st March, 2020 as considered in the consolidated financial statements in respect of one jointly controlled entity. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid jointly controlled entity, is based solely on the report of the other auditor.
2. We did not audit the financial statements of two jointly controlled entities. The consolidated financial statements does not include the group's share of net loss and other comprehensive loss of these jointly controlled entities as the Group has already recognised accumulated losses equal to the cost of investment in its financial statements in respect of these jointly controlled entities. These financial



statements are unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these jointly controlled entities, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid jointly controlled entities, is based solely on such unaudited financial statements. These financial statements are not material to the group.

3. We did not audit the financial statements of one subsidiary. The consolidated financial statements include the unaudited financial results/statements of an Subsidiary whose financial statements/results reflect total assets of Rs. 21.31 crore and net assets of minus Rs 18.51 crore as at 31st March, 2020, total revenues of Rs. 3.97 crore and net cash flows amounting to Rs. 0.11 crore for the year ended on that date as considered in the consolidated financial statements. These financial information is unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements.—These financial statements are not material to the group.
4. The accounts of Powerplant Performance Improvements Ltd. a Joint Venture of BHEL have not been consolidated as the said company is under liquidation and full amount of equity investment has been provided. The accounts of Dada Dhuniwale Khandwa Power Limited also have not been consolidated as the said company is under liquidation and investment has been provided.

Our opinion on the consolidated financial statements, and our report on other legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor and the unaudited financial statements certified by the management.

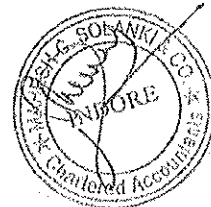
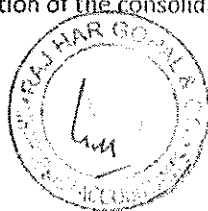
Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act based on our audit and on the consideration of audit report of subsidiary, jointly controlled entities as referred in " Other Matters" paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

(c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;



(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India;

(e) In terms Notification no. G.S.R. 463(E) dtd. 05-06-2015 issued by the Ministry of Corporate Affairs, the provision of Section 164(2) of the Companies Act, 2013 in respect of disqualification of directors are not applicable to the Company;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the holding company, its subsidiary company and jointly controlled entities incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A";


(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 Auditor's) Rules, 2014 to the extent applicable, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors on separate financial statements as also the other financial information of the subsidiary company and jointly controlled entities, as noted in "Other Matters" paragraph;

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and jointly controlled entities— Refer Note 42 to the consolidated financial statements;

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or Indian accounting standards, for material foreseeable losses, if any, on long-term contracts – Refer Note 51 to the consolidated financial statements in respect of such items as it relates to the Group and jointly controlled entities and

III. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the holding company and its subsidiary companies and jointly controlled companies incorporated in India.


For Raj Har Gopal & Co.
Chartered Accountants
FRN - 002074N


(CA Gopal Krishan)
Partner
M. No. 081085

UDIN:
20081085AAAAFT7558


Place : New Delhi/Indore
Date : June 13, 2020

For Tiwari & Associates
Chartered Accountants
FRN - 002870N


(CA Krishan Kumar)
Partner
M. No. 085415

UDIN:
20085415AAAAAJ5494

For Mahesh C. Solanki & Co.
Chartered Accountants
FRN - 006228C


(CA Deepesh Shah)
Partner
M. No. 404990

UDIN: 20404990AAAAAB9171

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF BHARAT HEAVY ELECTRICALS LIMITED

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Bharat Heavy Electricals Limited (hereinafter referred to as "the Holding Company") as of that date. We did not audit the financial statements of one Subsidiary and three Jointly Control Entities out of which one Jointly Control Entity has been audited by the other Auditor and two Jointly Control Entities and one subsidiary are unaudited.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary company and jointly controlled companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Companies Act, 2013.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the



design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's, internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

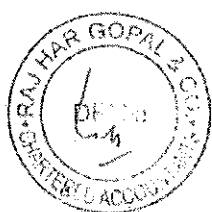
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Other Matters


Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one subsidiary company and three jointly controlled entities, which are companies incorporated in India, is based on the corresponding report of the auditor of one jointly controlled entity incorporated in India and management certificate of other two jointly controlled entities and one subsidiary company incorporated in India.



Opinion


In our opinion, the Holding Company, its one subsidiary company and three jointly controlled entities, which are entities incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Raj Har Gopal & Co.
Chartered Accountants
FRN - 002074N


(CA Gopal Krishan)
Partner
M. No. 081085

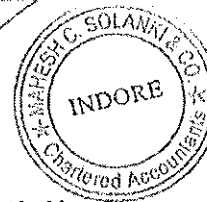
UDIN:
20081085AAAAFT75S8

For Tiwari & Associates
Chartered Accountants
FRN - 002870N


(CA. Krishan Kumar)
Partner
M. No. 085415

UDIN:
20085415AAAAAJ5494

For Mahesh C. Solanki & Co.
Chartered Accountants
FRN - 006228C


(CA. Deepesh Shah)
Partner
M. No. 404990

UDIN: 20404990AAAAAB9171

Place : New Delhi/Indore
Date : June 13, 2020

Kalyan Kumar Coari
General Manager (Finance)

भारत हेवी इलेक्ट्रिकल्स लिमिटेड
Bharat Heavy Electricals Limited



Date: June 13, 2020

Sub:- Declaration pursuant to regulation 33 of the SEBI (LODR), 2015

The report of Auditor is with unmodified opinion with respect to the Audited Ind AS financial results (standalone and consolidated) of the company for the year ended March 31, 2020.

Kalyan Kumar Coari
General Manager (Finance)