



ANNUAL REPORT 2022-23

BHARAT PETRORESOURCES JPDA LIMITED

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BOARD OF DIRECTORS



Smt Barnali Barua Tokhi, Director



Shri Kamal Chopra, Director



Shri Ramanuj Chari, Director



Shri Atit Shah, Director

DETAILS OF THE COMPANY

Registered Office	Bharat Bhavan, 4 & 6 Currimbhoy Road, Ballard Estate, Mumbai 400001 Tel : 022-22714000 Fax : 022-22713874 CIN: U23209MH2006GOI165279
Corporate Office	BPCL, 'A' Installation, 2nd floor Amenities Block Sewree Fort Road, Sewree (East) Mumbai 400015 Tel : 022-24188600 Fax : 022-22713874
Website of the Company (Holding Company)	www.bharatpetroresources.in
Bankers	State Bank of India BNP Paribas
Statutory Auditors	M/s Vasani & Thakkar, Chartered Accounts
Secretarial Auditors	M/s U. C. Shukla & Co. Company Secretaries

DIRECTORS' REPORT

The Directors present their 16th Annual Report of Bharat PetroResources JPDA Limited for the financial year ended 31st March, 2023:

BACKGROUND AND BUSINESS ACTIVITIES OF THE COMPANY

Bharat PetroResources JPDA Limited ("the Company") was incorporated in 2006 as a wholly owned Subsidiary Company of Bharat PetroResources Limited (BPRL). The Company was formed as a Special Purpose Vehicle to hold 20% participating interest (PI) for undertaking the exploration activities in the Block JPDA 06-103 awarded to the consortium in the year 2006 by the Autoridade Nacional do Petroleo E Minerais (ANPM), the oil and gas regulatory agency of Timor Leste. Oilex Limited is the operator of the block. The Production Sharing Contract (PSC) was terminated in 2015 and the settlement was reached between ANPM and the consortium partners of the block. A final settlement of USD 8 million paid on several basis by the consortium partnership in 2020, leading to relieving BPR JPDA Ltd. of all liabilities, disputes etc. from the PSC.

In October 2018, ANPM initiated Arbitration Proceedings against the JV in the International Chamber of Commerce (ICC), Singapore. ICC vide letter dated 18th September 2020 notified the award by consent dated 16th September 2020 in line with the Deed of Settlement signed between Operator and ANPM, which was approved on 10th September 2020.

Accordingly BPR JPDA Ltd has settled its liability upon termination.

The Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015 and the other relevant provisions of the Act and Rules thereunder. As on 31st March, 2023, the Company has authorized and paid up share capital of Rs 60 crores. The amount of the unsecured loan was Rs. 5,454.20 lakhs. Further, the Company has incurred Rs. 16.54 lakhs expenditure during the year 2022-23. The Company has recorded current year loss of Rs. 16.49 lakhs as on 31st March, 2023.

The Comptroller and Auditor General of India (C&AG) has vide letter dated , which is enclosed to the Directors' Report as a part of the Annual Report, stated that on the basis of supplementary audit nothing significant has come to my knowledge which would give rise to any comments upon or supplement to satisfactory Auditor's Report under section 143(6)(b) of the Companies Act, 2013.

DISCLOSURE REQUIREMENTS

As per DPE Guidelines, the Corporate Governance Report with the Auditor's Certificate thereon, which forms a part of this report. The Company has devised proper system to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

DIVIDEND

The Directors do not recommend any dividend for the financial year ended 31st March, 2023.

FIXED DEPOSITS

The Company has not accepted any Fixed Deposits during the financial year 2022-23.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not provided any Loans, given guarantees or made any investments in terms of Section 186 of the Companies Act, 2013. Further, there were no contracts or arrangements made by the Company with related parties in terms of Section 188 of the Companies Act, 2013. During the year, no other company has become/ceased to be subsidiaries/joint venture/ associate company of the company.

RISK MANAGEMENT AND FINANCIAL CONTROLS

The Company takes suitable steps relating to risk management and ensures adequate financial controls.

NUMBER OF MEETINGS OF THE BOARD

There were 6 (six) meetings of the Board held during the financial year, the details of which are given in the Corporate Governance Report that forms part of the Annual Report. The intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013.

HUMAN RESOURCES AND EMPLOYEES PARTICULARS

There are no employees in the Company except the Directors on the Board who are nominees of holding company and are looking after the affairs of the Company. The Directors do not receive any remuneration from the Company. The Company, being

a Government Company, the provisions of Section 134(3)(e) of the Companies Act, 2013, regarding the disclosure of details of company's policy on Directors appointment and other matters under Section 178(3) are not applicable. Further, information in respect of remuneration of employees under Section 197 of the said Act and information regarding annual evaluation of the Board under provisions of Section 134 (3) (p) of the said Act, are not applicable as Company is a Government Company.

CITIZENS' CHARTER, OFFICIAL LANGUAGE & FULFILLMENT OF SOCIAL OBLIGATIONS, RIGHT TO INFORMATION ACT, 2005, PUBLIC PROCUREMENT POLICIES FOR MICRO & SMALL ENTERPRISES, 2012

All possible steps are taken with regard to Citizen Charter, Official Language implementation and fulfillment of Social obligations, Right to Information Act, 2005, Public Procurement policy for Micro & Small Enterprises, 2012, with the support of the Parent Company, i.e. BPRL.

The Central Public Information Officer (CPIO) and Appellate Authority of BPRL, (Parent Company) are the concerned Officers for handling Right to Information (RTI) matters in the Company. During the year 2022-23, the Company did not receive any RTI Queries/ Appeals. In the Parent Company's corporate website, the Company has a separate section on RTI for better understanding of the public at large.

VIGILANCE

Corporate Vigilance guidelines are applicable to the Company. The Chief Vigilance Officer of BPCL looks after the activities of the Company. All the assistance is given to Chief Vigilance Officer by the Company.

CORPORATE GOVERNANCE REPORT

The Corporate Governance Report of the Company is enclosed as a part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c)/(5) of the Companies Act, 2013, the Directors of the Company confirm that:

1. In the preparation of the annual accounts for the year ended 31st March 2023, the applicable Accounting Standards have been followed and there are no material departures.
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit and loss of the Company for the year ended on that date.
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the annual accounts on the principle other than going concern.
5. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD EVALUATION

The provisions of Section 134(3)(p) of the Companies Act, 2013 shall not apply in case the Directors are evaluated by the Ministry, which is administratively in charge of the Company as per its own evaluation methodology. Accordingly, BPR JPDA, being a government Company, the above provisions are not applicable.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31st March, 2023, the BPR JPDA Board comprised 4 Directors represented by 4 Non-official (Non-Executive) Directors.

Shri S Ramesh resigned on 31st July, 2022 due to superannuation. Shri Kamal Chopra was appointed as Non-Executive Director on 10th August, 2022..

AUDIT COMMITTEE

The details pertaining to the composition of the Audit Committee are included in the Corporate Governance Report, which is a part of this report.

STATUTORY AUDITORS

M/s Vasani & Thakkars Chartered Accountants were appointed as Statutory Auditors of BPR JPDA for the Financial Year ended 31st March, 2023, by Comptroller and Auditor General of India (C&AG) under the provisions of Section 139 of the Companies Act, 2013. They will hold office till the ensuing Annual General Meeting. The Auditors' Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDITOR

The Board has appointed M/s U C Shukla LLP, Company Secretaries to conduct the Secretarial Audit for the year 2022-23. The Secretarial Audit Report for the financial year ended 31st March, 2023 is enclosed as Annexure I to this Report.

The Secretarial Audit Report contains observations that the Company did not have the following:

- (i) The Board of Directors of the Company is not constituted as per Clause 3.1 of the DPE Guidelines, since number of nominee Directors appointed by BPRL exceeds the maximum permission limit of two Directors.
- (ii) The Company does not have required number of Independent Directors as required under the Clause 3.1.4 of the DPE Guidelines.
- (iii) The composition of the Audit Committee was not as per the Clause 4.1.1 of the DPE Guidelines during the audit period. According to Clause 4.1.1 Audit Committee shall have minimum three Directors as members out of which 2/3 of the members shall be Independent Directors. In absence of required number of Independent Directors, the Audit Committee is not duly constituted as required under Clause 4.1.1. of DPE guidelines.
- (iv) There was no meeting of Audit Committee after 10/10/2022 whereas as per Clause 4.4 of DPE guidelines not more than four months should elapse between two meetings. Further, for quorum three must be two Independent Directors. Hence, meetings of Audit Committee held on 12/05/2022, 20/07/2022 and 10/10/2022 were without requisite number of Independent Director.
- (v) As per Clause 4.2.12 – the Audit Committee is required to review the functioning of the Whistle Blower mechanism. However, the Audit Committee has not reviewed any such Whistle Blower mechanism in absence of functional Audit Committee.

Explanations by the Board to the above observations in the Secretarial Auditor Report:

"Bharat PetroResources JPDA Ltd. is a Government Company under the Administrative Control of Ministry of Petroleum and Natural Gas. The nomination/appointment of all categories of Directors are done by Government of India in accordance with the laid down guidelines of Department of Public Enterprises. Accordingly, the subject matter of nomination/appointment of adequate number of Independent Directors falls under the purview of the Government of India.

Further, in the absence of the Independent Directors, at present sub committees of the Board are not functional and all the roles, responsibilities, powers and duties are being carried out by the Board till the time appointment of Independent Directors is not being done by the MoP&NG and the sub-committees of the Board becomes functional."

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

The Activities related to conservation of energy and technology absorption are accordingly not applicable to the Company.

Foreign Exchange earning- Nil

Foreign Exchange Outgo- Nil

ACKNOWLEDGEMENTS

The Directors gratefully acknowledge the support and guidance received from various ministries of the Government of India & State Governments, Directorate General of Hydrocarbons, particularly from the Ministry of Petroleum & Natural Gas, and from BPCL and BPRL, the parent company in BPR JPDA's operations and developmental plans.

For and on Behalf of the Board of Directors

Date: 14.07.2023

Place: Mumbai

**Sd/-
(Barnali Tokhi)
Chairperson**

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2023**

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

**To,
The Members,
Bharat PetroResources JPDA Limited**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bharat PetroResources JPDA Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial **(to the extent applicable)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not Applicable to the Company since the capital of the Company is not listed with any stock exchange);**
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **(to the extent applicable);**
 - c. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client **(Not applicable to the Company)**
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company since there was no public offer of any security of the Company);**
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Company since the Company does not have ESOP Scheme);**
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company since none of the securities is listed on the stock exchange);**
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company, since the capital of the Company was not listed on any stock exchange);** and

- h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (Not applicable to the Company, since the capital of the Company is not listed with any stock exchange nor there was any buy-back of shares).**
- (vi) According to explanation and information given by the Company, its officers and authorised representative, the following laws are specifically applicable to the Company:
- The Petroleum Act, 1934;
 - Petroleum Rules, 2002

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

- (i) Secretarial Standards with regard to Meeting of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of the Company Secretaries of India; and
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Not applicable to the Company since the Company's capital is not listed on any of the stock exchanges).**
- (iii) Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 as issued by the Ministry of Heavy Industries and Public Enterprises, Government of India **(DPD Guidelines)**

I report that during the year under review, the Company has complied with the provisions of the, Act, Rules, Regulations, Guidelines and Standards as mentioned above subject to observations made hereunder:

- (i) *The Board of Directors of the Company is not constituted as per Clause 3.1 of the DPE Guidelines, since number of nominee Directors appointed by BPRL exceeds the maximum permissible limit of two Directors.*
- (ii) *The Company does not have required number of Independent Directors as required under the Clause 3.1.4 of the DPE Guidelines.*
- (iii) *All the Directors on the Board and senior management personnel are required to affirm compliance with the code of conduct on an annual basis as per Clause 3.4.2 of DPE Guidelines. This should be placed before the Board alongwith annual disclosure of interest by Directors.*
- (iv) *The composition of the Audit Committee was not as per the Clause 4.1.1 of the DPE Guidelines during the audit period. According to Clause 4.1.1 Audit Committee shall have minimum three Directors as members out of which 2/3 of the members shall be Independent Directors. In absence of required number of Independent Directors, the Audit Committee is not duly constituted as required under Clause 4.1.1 of DPE guidelines.*
- (v) *There was no meeting of Audit Committee after 10/10/2022 whereas as per Clause 4.4 of DPE guidelines not more than four months should elapse between two meetings. Further, for quorum three must be two Independent Directors. Hence, meetings of Audit Committee held on 12/05/2022, 20/07/2022 and 10/10/2022 were without requisite number of Independent Director.*
- (vi) *As per Clause 5.1 of DPE guidelines the Company is required to constitute the Remuneration Committee, comprising of atleast three Director, all of whom should be part-time Directors (i.e. nominee direction or Independent Directors) and Committee should be headed by an Independent Directors. Since the Company does not have required number of Independent Directors, the Remuneration Committee is not duly constituted as per the Clause 5.1. As explained by the management, since the Company does not have any employee, Remuneration Committee is not constituted.*
- (vii) *As per Clause 4.2.12 - the Audit Committee is required to review the functioning of the Whistle Blower mechanism. However, the Audit Committee has not reviewed any such Whistle Blower mechanism in absence of functional Audit Committee.*

I further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws has not been reviewed in this audit since the same has been subject to review by statutory financial audit and other designated professionals.

I further report that -

- *The Board of Directors of the Company is duly constituted as stated hereinabove except appointment of Independent Director as required under Clause 3.1 of DPE guidelines. The Changes in the composition of the Board of Directors that*

took place during the year under review were carried out in compliance with the provisions of the Act.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- As per the minutes of the meeting duly recorded and signed by the chairman, the decisions of the Board and its Committees were unanimous and no dissenting views have been recorded.

I further report that there are adequate systems and processes in the Company commensurate with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that as informed by the management, during the audit period, there was no specific event/action having a major bearing on the Company's affairs in pursuance to the laws, rules, regulations, guidelines, standards etc. referred to above.

UDIN: F002727E000668909

Peer Review Certificate No. 1882/2022

Date: 24th July, 2023

Place: Mumbai

(U.C. SHUKLA)

Company Secretary

FCS: 2727/CP: 1654

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

Annexure -A

**To,
The Members,
Bharat PetroResources Limited**

My report of even date is to be read with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed, provide reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliance of the laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of procedure on test basis.
6. The secretarial audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date: 24th July, 2023
Place: Mumbai**

**(U.C. SHUKLA)
Company Secretary
FCS: 2727/CP: 1654**

Report on Corporate Governance
1. Company's Background and Board of Directors

Bharat PetroResources JPDA Ltd. ("the Company") was incorporated with the sole object of undertaking the exploration activities related to Block JPDA 06-103 awarded in the Joint Petroleum Development Area. At Present, the Company is managed by four part time Directors. There are limited numbers of activities in the Company.

There were Six (6) Board Meetings held during the financial year on the following dates:-

12.05.2022	20.07.2022	10.10.2022	18.11.2022
14.12.2022	16.01.2023		

Details regarding the Board meetings, Directors' attendance thereat, Annual General Meeting, Directorships and Committee positions held by the Directors are given separately.

2. Audit Committee

BPR JPDA is the wholly owned subsidiary of Bharat PetroResources Limited (BPRL) and follows the same policies as BPRL. BPRL on 20.10.2022 upon completion of tenure of Independent Director does not reconstituted the Audit Committee as there were no Independent Directors present on the Board of the Company. On similar lines, Board of BPR JPDA also decided not to constitute the Audit Committee without the presence of Independent Directors. Accordingly, BPR JPDA last Audit Committee Meeting was held on 10.10.2022.

There were three (3) Audit Committee meetings held during the financial year on the following dates:-

12.05.2022	20.07.2022	10.10.2022
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The attendance of the members for the Audit Committee meetings during the financial year is given below:-

Name of the Member	No of meetings attended	Name of the Member	No of meetings attended
Smt Barnali Tokhi	2	Shri Kamal Chopra	4
Shri S. Ramesh	2*		
Shri Ramanuj Chari	2		

* indicates percentage computed by considering the meetings attended with the total meetings held during the tenure.

3. Particulars of Directors including their attendance at the Board meetings during the year 2021-22.

Names of the Directors	Academic Qualifications	Attendance out of 6 Board Meetings held during the year and percentage thereof		Attendance at the last Annual General Meeting	Details of Directorships held in other Public Limited Companies as on 31.03.2023	Memberships held in Committees
		No. of Meetings Attended	%			
Non-Executive Directors						
Smt Barnali Barua Tokhi	M.Sc (Geology)	5	84%	Attended	Managing Director- Bharat Petro Resources Limited	NIL
Shri Kamal Chopra	CA, LLB	4*	100%	Attended	Director - Bharat PetroResources Limited	NIL
Shri Ramanuj Chari	BE(CIVIL), PGEMP	5	84%	Attended	NIL	NIL
Shri Atit Shah	Chartered Accountant	6	100%	Attended	NIL	NIL
Shri S Ramesh	BE (Mechanical) PGD in Computer Programming System Analysis & Commercial Applications	2*	100%	NA	NA	NA

* indicates percentage computed by considering the meetings attended with the total meetings held during the tenure

4. Annual /Extraordinary General Meetings during last three years

Date and Time of the Meeting	Venue
14 August 2020 at 10.00 am	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").
20 September 2021 at 10.00 am	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").
24 August 2022 at 11.00 hrs.	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

5. Remuneration to Directors

All the Directors of the Company are the nominees of the Parent Company and hence do not receive any remuneration. None of the Directors have any pecuniary relationship / transactions with the Company, during the year.

6. Disclosures

There were no transactions of material nature that may have potential conflict with the interest of the Company at large. There are no items of expenditure in the books of accounts, which are not for the purpose of business. Further, no expenses were incurred which were personal in nature and incurred for the Board of Directors. The revenue expenditure mainly consists of Administrative & other office expenses. The Company has only four part time Directors, nominated from Parent Company. Hence, there is no separate Whistle Blower policy for the Company.

The Annual General Meeting of the Company is scheduled to be held on 24th day of August, 2023 at 1400 hrs.

Corporate Identity Number (CIN) :

The Company is registered with the Registrar of Companies (RoC) in the State of Maharashtra, India. The CIN allotted to the Company by the MCA is U23209MH2006GOI165279.

a. Address for Correspondence

Location	Registered Office	Bharat Bhavan, 4 & 6 Currimbhoy Road, Ballard Estate, Mumbai 400001 Tel 022-22714000 Fax 022-22713874
	Corporate Office	BPCL 'A' Installation, 2nd Floor, Amenities Block, Sewree Fort Road, Sewree, Mumbai – 400015 Tel 022-22175600 Fax 022-22154364

Upendra Shukla

B. Com., F.C.S.

Company Secretary

504, Navkar, Nandaparkar Road, Vile Parle East, Mumbai - 400 057
Resi : 2611 8257, Mob. : 98211 25846, E-mail: ucshukla@rediffmail.com

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Bharat PetroResources JPDA Limited

I have examined the compliance of the conditions of Corporate Governance by Bharat PetroResources JPDA Limited for the financial year ended 31st March, 2023, as stipulated in Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010, issued by the Department of Public Enterprises Government of India.

The Compliance of conditions of Corporate Governance as stipulated in the Guidelines is the responsibility of management. My examination was limited to the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on financial statements of the Company.

In my opinion and to the best of my information and according to explanation given to me, I certify that the Company has complied with the conditions of Corporate governance as stipulated in the Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 issued by the Department of Public Sector Enterprises except -

- (i) *The Board of Directors fo the Company is not constituted as per Clause 3.1 of the DPE Guidelines, namely there is no optimum combination of functional, nominee and independent directors.*
- (ii) *The Company does not have required number of Independent Directors underd the Clause 3.1.4 of the DPE Guidelines from 11th July, 2023 to 31st March, 2023.*
- (iii) *All the Directors on the Board and senior management personnel are required to affirm compliance with the code of conduct on an annual basis as per clause 3.4.2 of the DEP Guidelines. This should be placed before the Board alongwith annual disclosure of interest by the Directors.*
- (iv) *Since the Company does not have the required number of Independent Directors. Composition of the Audit Committee was not as per the Clause 4.1.1 of the DPE Guidelines during the audit period.*
- (v) *There was no meeting of the Audit Committee after 10th October, 2022 whereas as per Clause 4.4 of the DPE Guidelines nor more than four months should elapse between two meetings. Further for quorum there must be atleast two independent director. Hence, meetings of Audit Committee held on 12th May, 2022, 20th July, 2022 and 10th October, 2022 were without requisite number of independent directors.*
- (vi) *As per Clause 5.1 of the DPE Guidelines, the Company is required to constitute a Remuneration Committee, comprising of atleast three Directors, all of whom should be part-time Directors (i.e. nominee directors or independent directors) and Committee should be headed by an Independent Director. Since the Company does not have required number of Independent Directors, the Remuneration Committee is not duly constituted as per Clause 5.1. As explained by the management, since the Company does not have any employee, Remuneration Committee is not constituted.*
- (vii) *As per Clause 4.2.12. the Audit Committee is required to review the functioning of the Whistle Blower mechanism. However, the Audit Committee has not reviewed any such Whistle Blower mechanism in absence of functional audit committee.*

As informed by the management, the Company being a Government Company, all the powers of appointment of Directors and fixation of terms of such appointments are exercised by the Ministry of Petroleum and Natural Gas, Government of India. The Company has taken up the matter with the concerned Ministry for appointment of the required number of Directors.

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

UDIN: F002727E000684177

Peer Review Certificate No. 1882/2022

Date: 26th July, 2023

Place: Mumbai

U.C. SHUKLA

Company Secretary

FCS: 2727/CP: 1654

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b)

OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF BHARAT PETRO RESOURCES JPDA LIMITED FOR THE YEAR ENDED 31 MARCH 2023

The preparation of financial statements of Bharat PetroResources JPDA Limited for the year ended 31 March 2023 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 10 May 2023.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Bharat PetroResources JPDA Limited for the year ended 31 March 2023 under section 143(6)(a) of the Act.

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

Sd /-

C.M.Sane

Director General of Commercial Audit, Mumbai.

Place: Mumbai

Date: 12 June 2023

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF BHARAT PETRORESOURCES JPDA LIMITED
REPORT ON THE STANDALONE FINANCIAL STATEMENTS****Opinion**

We have audited the accompanying standalone financial statements of Bharat PetroResources JPDA Limited ("the Company"), which comprises Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 Sec 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 standalone state of affairs of the Company as at March 31, 2023, and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Material Uncertainty Relating to Going Concern

We draw attention to the following matters in the Note No. 2.1 of Significant Accounting Policies stated in the Notes to the Financial Statements: The financial statement(s) indicate that the Company has accumulated losses of Rs. 11,668.14 lakhs (Previous Year Rs. 11,651.65 lakhs) as at March 31, 2023, and has incurred a net loss of Rs. 16.49 lakhs during the current year (Previous Year loss Rs. 30.83 lakhs) and as of that date the company's current liabilities exceed its total assets by Rs. 5,668.14 lakhs (Previous Year Rs. 5,651.65 lakhs). These conditions, along with other matters set forth in Note 3, indicates the existence of a material uncertainty that cast significant doubt about the Company's ability to continue as a going concern and therefore the company has prepared the financial statements on a basis other than that of a going concern.

Our opinion is not modified in respect of above matters reported

Emphasis of Matters

We draw attention to the following matters:

The financial statement of the company includes Company's share of liability of Rs. 139.08 lakhs in the Balance Sheet as at March 31, 2023 and Company's share of income from Joint Operation Rs. Nil included in statement of Profit and Loss for the year. In absence of detailed latest statement from operator the financial information with regards to the Company's share of assets, liabilities, income, and expenditure has been considered by the Management on the basis of latest communication dated 01-12-2022 received from the operator.

In Note No. 5 & 8 to the financial statements, the amounts pertaining to Balances of Advance & Payable to Operator are subject to confirmation as on balance sheet date.

Further, in Note No. 8 to the financial statement, the amounts of Share of Company in Unincorporated Joint Venture are subject to confirmation as on balance sheet date.

Our opinion is not modified in respect of above matters reported

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Based on the work we have performed, we conclude that there is no material misstatement of this other information, which we are required to report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting) Rules 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also 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 standalone 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 statement.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and have obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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. 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.

We draw attention to a separate section Para 4 on Material Uncertainty on Going Concern reported above in the report

- 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.

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 Auditors' 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.

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 standalone 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 standalone financial statements.

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.

We also communicate that the Company has not paid any managerial remuneration to managerial personal.

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2020', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), 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 (5) of the Act, we give in "Annexure B", a statement on the matters specified by the Comptroller and Auditor-General of India for the Company
3. As required by Section 143 (3) of the Act, 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 purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the standalone statement of changes in equity and the standalone statement of Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rule, 2014;
 - e) The Company, being a government company, the provisions of Section 164 (2) of the Act with regard to disqualification of Directors are not applicable in terms of Notification No, GSR 463(E) dated 5th June, 2015 issue by Ministry of Corporate Affairs.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
 - g) The Company has not paid remuneration to directors during the year.

- 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 impact of pending litigations on its financial position in its standalone financial statements Refer Note 19.
 - 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. The Company did not have any derivative contracts as at March 31, 2023.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. The company has neither declared nor paid dividend during the year.

For VASANI & THAKKAR
CHARTERED ACCOUNTANTS
FRN: 111296W

Place: Mumbai
Date : 10-05-2023

Sd/-
V. H. Vasani
(Partner)
Membership No. 147038
UDIN: 23147038BGUFUQ5115

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under the section 'Report on Other Legal and Regulatory Requirements' of our report to the Members of Bharat PetroResources JPDA Limited of even date)

Report on Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of Bharat PetroResources JPDA Limited ('the Company') on the standalone financial statements for the year ended 31st March, 2023, we report that:

1. The Company did not own any Property, Plant & Equipment during the year. Also, it does not hold any Intangible assets during the year. The Company has incurred expenditure totaling to Rs. 9,309.81 lakhs up to March 31, 2023 on exploration and production of Oil/Gas. The same has been considered as Intangible assets under development. We have been informed that such expenditure is recorded by the Company based on details of such expenditure received from the operators of the respective exploration. Operation(s) of this exploration have ceased due to a treaty dispute between the Government of Australia and the Government of East Timor leading to termination of PSC. In view of the termination of PSC, the Company has provided for the total capital expenditure in its standalone financial statements as at March 31, 2023. Therefore, the provisions of the clause 3(i)(a),3(i)(b),3(i)(c),3(i)(d) of the said order are not applicable to the Company. Further, based on the information and explanation provided to us in regards to the Company there are no proceedings initiated or pending under the Benami Transactions (Prohibition) Act, 1988.
2.
 - a. The Company hence doesn't have inventory since its operations were still in exploration stage.
 - b. The Company has not been granted sanctions from Banks or Financial Institutions for working capital limits in excess of five crore rupees, in aggregate during the year.
Therefore, the provisions of the clause 3(ii)(a) &3(ii)(b) of the said order are not applicable to the Company.
3. The Company has neither made any Investments nor provided any guarantee /security / loans including long term or short term, secured or unsecured during the year under review. Therefore, the provisions of Clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(ii)(e) of the said order are not applicable to the Company.
4. The Company has not given loans, made investments, provided guarantees and securities to parties covered under section 185 and 186 of the Companies Act 2013. Therefore, the provisions of the clause 3(iv) of the said order are not applicable to the Company.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public within the meaning of section 73 to 76 of the Companies Act 2013, and the rules framed there under to the extent notified. Therefore, the provision of the clause 3(v) of the said order is not applicable to the Company.
6. The Central Government has prescribed the maintenance of cost records under section 148 (1) of the Act, however as explained to us since the company has not commenced the production no cost records are maintained.
7. According to the information and explanation given to us and on the basis of our examination of records in respect of statutory dues:
 - a. The company is generally regular in depositing undisputed statutory dues including income tax, GST, profession tax and other statutory dues applicable to it.
 - b. According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, GST, Service Tax, Cess and other material statutory dues in arrears /were outstanding as at 31st March, 2023 for a period of more than six months from the date they became payable. According to the records of the company, there are no dues outstanding of income-tax, sales-tax, service tax, GST, duty of customs, duty of excise and value added tax on account of any dispute.
8. According to the information and explanations given to us there is no transaction which is surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Therefore, the provisions the clauses 3(viii) of the said order are not applicable to the Company.

9. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings during the year. As such the company has not borrowed or obtained loans during the year. Therefore, the provisions of the clause 3(ix) of the said order are not applicable to the Company.
10. The company has neither raised moneys by initial public offer or further public offer (including debt instrument) nor by issuing preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, paragraph 3(x) of the order is not applicable.
11. Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of our audit. Further, as informed to us by company no whistle-blower complaints were received during the year.
12. The company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
13. On the basis of our examination and explanations given to us, the company has complied with the section 177 and 188 of the Act in respect of related party transactions, where applicable and details have been disclosed in the standalone financial statements based on applicable accounting standards where applicable.
14. The company has internal audit system commensurate with the size and nature of its business. The reports of the Internal Auditors for the period under audit have been considered by us.
15. On the basis of our examination and explanations given to us the company has not entered into any non-cash transactions with directors or persons connected with them.
16. According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Further, the company is neither engaged in Non-Banking Financial or Housing Finance activities nor is Core Investment Company (CIC). Accordingly; the provisions of Clause 3(xvi) of the Order are not applicable to the Company.
17. The company has incurred loss of Rs. 16.49 lakhs (Previous year Rs. 30.83 lakhs) during the year & has accumulated loss of Rs. 11,668.14 lakhs at year end.
18. There has been no resignation of the statutory auditors during the year.
19. According to the information and explanations given to us the company will be able to meet its liability either from its own resources or a loan from holding company. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. The company is not liable to spend the amount u/s 135 for Corporate Social Responsibility.
21. Since the company is not liable to prepare consolidated financial statement the provision of Clause 3(xxi) of the Order is not applicable to the Company.

For VASANI & THAKKAR
CHARTERED ACCOUNTANTS
FRN: 111296W

Place: Mumbai
Date : 10-05-2023

Sd/-
V. H. Vasani
(Partner)
Membership No. 147038
UDIN: 23147038BGUFUQ5115

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under the section 'Report on Other Legal and Regulatory Requirements' of our report to the Members of Bharat PetroResources JPDA Limited of even date)

We have completed the Statutory Audit of **Bharat PetroResources JPDA Limited** ("the Company") and our views/comments on the directions/sub-directions in respect of accounts for the year ended March 31, 2023 are as below:

1. Whether the Company has system in place to process all the accounting transactions through IT System? If yes, the implication of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications if any may be stated.

Reply: Yes, the Company has system in place to process all the accounting transactions through IT system, namely SAP. Based on the verification carried out by us during the course of our audit and based on the information and explanation given to us, we have not come across any instance having significant implications on the integrity of accounts.

2. Whether there is any restructuring of an existing loan or cases of Waiver/Writeoff of debts/loans/interest etc. made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for?

Reply: There is no restructuring of an existing loan or cases of waiver/ write off of debts/ loans interest etc. made by a lender to the company due to the company's inability to repay the loan.

3. Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State or its agencies were properly accounted for/utilized as per its terms and conditions. List the cases of deviation:

Reply: As per the information and explanations given to us, the Company does not have any funds received/ receivable for specific schemes from Central /State agencies.

**For VASANI & THAKKAR
CHARTERED ACCOUNTANTS
FRN: 111296W**

Place: Mumbai

Date : 10-05-2023

**Sd/-
V. H. Vasani
(Partner)
Membership No. 147038
UDIN: 23147038BGUFUQ5115**

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3(f) under the section 'Report on Other Legal and Regulatory Requirements' of our report to the Members of Bharat PetroResources JPDA Limited of even date)

Report on 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 PetroResources JPDA Limited** ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility

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

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") 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 requirement 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 standalone 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 standalone 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 standalone 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 standalone 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, 2023, 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 VASANI & THAKKAR
CHARTERED ACCOUNTANTS
FRN: 111296W**

Place: Mumbai

Date : 10-05-2023

**Sd/-
V. H. Vasani
(Partner)
Membership No. 147038
UDIN: 23147038BGUFUQ5115**

BHARAT PETRORESOURCES JPDA LIMITED

Balance Sheet as at March 31, 2023

(Rs. in Lakhs)

Particulars	Notes	As at March 31, 2023	As at March 31, 2022
I. ASSETS			
(1) Non-Current assets			
(a) Intangible assets under development	3	-	-
Total Non-Current assets		-	-
(2) Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	4	43.64	77.70
(b) Other current assets	5	0.52	0.51
Total Current Assets		44.16	78.21
TOTAL ASSETS		44.16	78.21
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	6	6,000.00	6,000.00
(b) Other equity	7	(11,668.14)	(11,651.65)
Total Equity		(5,668.14)	(5,651.65)
(2) Current Liabilities			
(a) Financial liabilities			
(i) Other financial liabilities	8	5,712.29	5,729.84
(b) Other current liabilities	9	-	0.02
Total Current Liabilities		5,712.29	5,729.86
TOTAL LIABILITIES		5,712.29	5,729.86
TOTAL EQUITY AND LIABILITIES		44.16	78.21
Significant Accounting Policies	2		
Notes forming Part of the Financial Statements	3 - 26		

As per our attached report of even date

For and on behalf of the Board of Directors

**For and on behalf of
Vasani & Thakkar**

Chartered Accountants

FRN. 111296W

Sd/-

V. H. Vasani

Partner

M.No. 147038

UDIN: 23147038BGUFUQ5115

Place: Mumbai

Date: 10th May 2023

Sd/-

Barnali Tokhi

Director

DIN No. 07850177

Sd/-

Atit P Shah

Director & CFO

DIN No. 09066285

Sd/-

Kamal Chopra

Director

DIN No. 09505915

Sd/-

Sarita Aggarwal

Company Secretary

BHARAT PETRORESOURCES JPDA LIMITED

Statement of Profit and Loss for the period ended March 31, 2023

(Rs. in Lakhs)

Particulars	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
I. Revenue from operations		-	-
II. Other income	10	0.05	2.54
III. Total Income (I+II)		0.05	2.54
IV. Expenses			
Finance Cost	11	10.42	5.54
Provision towards impairment	3	(16.68)	18.42
Other Expenses	12	22.80	9.41
Total Expenses		16.54	33.37
V. Profit/(Loss) before Exceptional Items and Tax		(16.49)	(30.83)
VI. Exceptional Items		-	-
VII. Profit/(Loss) before Tax		(16.49)	(30.83)
VIII. Tax expense:	13		
1. Current Tax		-	-
2. Deferred Tax		-	-
IX. Profit/(Loss) for the period		(16.49)	(30.83)
X. Other Comprehensive Income		-	-
XI. Total Comprehensive Income for the period		(16.49)	(30.83)
XII. Earnings per equity share	14		
1. Basic		(0.03)	(0.05)
2. Diluted		(0.03)	(0.05)

Significant Accounting Policies

2

Notes forming Part of the Financial Statements

3 - 26

As per our attached report of even date

**For and on behalf of
Vasani & Thakkar**

Chartered Accountants

FRN. 111296W

Sd/-

V. H. Vasani

Partner

M.No. 147038

UDIN: 23147038BGUFUQ5115

Place: Mumbai

Date: 10th May 2023**For and on behalf of the Board of Directors**

Sd/-

Barnali Tokhi

Director

DIN No. 07850177

Sd/-

Atit P Shah

Director & CFO

DIN No. 09066285

Sd/-

Kamal Chopra

Director

DIN No. 09505915

Sd/-

Sarita Aggarwal

Company Secretary

BHARAT PETRORESOURCES JPDA LIMITED

Statement of Changes in Equity for the period ended 31st March, 2022

(a) Equity share capital**(Rs. in Lakhs)**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the reporting period	6,00,00,000	6,000.00	6,00,00,000	6,000.00
Changes in equity share capital due to prior period errors	-	-	-	-
Restated balance at the beginning of the reporting period	6,00,00,000	6,000.00	6,00,00,000	6,000.00
Changes in equity share capital during the quarter/year	-	-	-	-
Balance at the end of the reporting period	6,00,00,000	6,000.00	6,00,00,000	6,000.00

(b) Other equity**(Rs. in Lakhs)**

Particulars	Retained earnings
Balance as at 1 April 2022	(11,651.65)
Profit/(Loss) for the year	(16.49)
Other comprehensive income for the year	-
Total comprehensive income for the year	(16.49)
Balance as at 31 March 2023	(11,668.14)
Balance as at 1 April 2021	(11,620.82)
Profit/(Loss) for the year	(30.83)
Other comprehensive income for the year	-
Total comprehensive income for the year	(30.83)
Balance as at 31 March 2022	(11,651.65)

Nature and purpose of reserves

Retained earnings

Retained earnings represents accumulated earnings and losses of the Company.

As per our attached report of even date

For and on behalf of the Board of Directors**For and on behalf of
Vasani & Thakkar**Chartered Accountants
FRN. 111296W

Sd/-

V. H. Vasani

Partner

M.No. 147038

UDIN: 23147038BGUFUQ5115

Place: Mumbai

Date: 10th May 2023

Sd/-

Barnali Tokhi

Director

DIN No. 07850177

Sd/-

Atit P Shah

Director & CFO

DIN No. 09066285

Sd/-

Kamal Chopra

Director

DIN No. 09505915

Sd/-

Sarita Aggarwal

Company Secretary

BHARAT PETRORESOURCES JPDA LIMITED

Statement of Cash flow for the period ended March 31, 2023

(Rs. in Lakhs)

Particulars		For the year ended March 31, 2023	For the year ended March 31, 2022
A	Cash Flow from Operating Activities		
	Profit/(Loss) before tax	(16.49)	(30.83)
	Adjustments for:		
	Finance Cost	10.42	5.54
	Provision towards impairment	(16.68)	18.42
	Provision for bad and doubtful advances	-	-
	Net unrealised exchange (gain)/loss	20.70	7.18
	Operating Profit/(Loss) before Working Capital changes	(2.05)	0.31
	Decrease/(Increase) in Current Assets	(0.01)	18.31
	(Decrease)/Increase in Current Liabilities (other than forex variation considered above)	(48.69)	(0.86)
	Increase/(Decrease) in Provisions (other than forex variation considered above)	-	-
	Net Cash Flow from/ (used in) Operating Activities	(50.75)	17.76
B	Cash Flow from Investing Activities		
	Additions to Intangible Assets under Development	16.68	(18.42)
	Net Cash Flow from/ (used in) Investing Activities	16.68	(18.42)
C	Cash Flow from Financing Activities		
	Proceeds from long-term borrowings	-	-
	Net Cash Flow from/ (used in) Financing Activities	-	-
	Net Increase/(Decrease) in Cash and Cash equivalents (A+B+C)	(34.06)	(0.66)
	Cash and cash equivalents at the beginning of the year		
	Bank Balance	77.70	78.36
	Cash and cash equivalents at the end of the year		
	Bank Balance	43.64	77.70
	Net change in Cash and Cash equivalents	(34.06)	(0.66)

Notes:-

- The Cash Flow Statement is prepared in accordance with Indian Accounting Standard 7.
- In Part-A of the Cash Flow Statement, figures in bracket indicate deductions made from the Net Profit / (Loss) for deriving the net cash flow from operating activities. In Part-B and Part-C, figures in bracket indicate cash outflows.
- Figures of previous year have been regrouped wherever necessary, to conform to current year's presentation.

As per our attached report of even date

For and on behalf of the Board of Directors

**For and on behalf of
Vasani & Thakkar**

Chartered Accountants
FRN. 111296W

Sd/-

V. H. Vasani

Partner

M.No. 147038

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Kamal Chopra

Director

DIN No. 09505915

Sd/-

Sarita Aggarwal

Company Secretary

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2023

1. Company Overview

Bharat PetroResources JPDA Limited referred to as “the Company” was incorporated as a 100% subsidiary of Bharat PetroResources Limited (BPRL) on 28th October 2006 to hold 25% participating interest in block “JPDA 06-103” located in the Joint Petroleum Development Area between Australia and Timor. Currently, the ownership interest is 20%. The Company is engaged in the business of exploration and production of Hydrocarbons.

Authorisation of Financial Statements: The Financial Statements were authorized for issue in accordance with a resolution of the directors on 10th May 2023.

2. Statement of Significant Accounting Policies

2.1 Basis of preparation

The Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015; and the other relevant Provisions of Companies Act, 2013 and Rules thereunder.

The Financial Statements have been prepared under historical cost convention basis except for certain assets and liabilities measured at fair value.

The Company has adopted all the Ind AS and the adoption was carried out during Financial Year 2016-17 in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Generally Accepted Accounting Principles in India (Indian GAAP) as prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, which was the “Previous GAAP”.

The Company’s presentation and functional currency is INR. All values are rounded to the nearest Lakh (Rs. Lakh), except where otherwise indicated.

The Company was formed as a special purpose vehicle for undertaking the exploration activities in the block “JPDA 06-103” awarded by the Autoridade Nacional do Petroleo e Minerais (ANPM) of Timor Leste in which Company currently holds 20% Participating Interest (P.I.). Thus, Production Sharing Contract (“PSC”) entered in relation to the Block is critical to the business model and existence of the Company since the participating interest in the Block represented the sole operations of the Company. The Company as a part of the consortium has initiated the process to discontinue exploration in the Block and has completely ceased operations and has no alternative business plans. The Company is not exploring any other alternatives.

Due to the above factors, the directors have decided to prepare the financial statements on a basis other than that of a going concern and the following policies were implemented:

- (a) Non-current and current assets, shown at carrying value or fair value less costs to sell whichever is lower.
- (b) Liabilities measured at their carrying value or, if higher, the value at which they are expected to be discharged. Accordingly, loan received from BPRL is measured at the carrying amount till such obligations are discharged, cancelled or expired.

2.2 Use of Judgement and Estimates

In preparing financial statements in conformity with Ind AS, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In particular, information about significant areas of estimates and judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as below:

Assumptions and estimation uncertainties

Information about assumption and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31st March 2023 is included in below notes:

- Note 3 – impairment of non-financial asset: key assumptions underlying recoverable amounts including the recoverability of expenditure on intangible asset under development.
- Note 13 – evaluation of recoverability of deferred tax assets

2.3 Segment reporting

An operating segment is one whose operating results are regularly reviewed by the entity's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segment and assess its performance.

The Company has identified the chief operating decision maker as its Managing Director.

The CODM reviews performance of exploration and production business on an overall business level. As the Company has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on Operating Segment is not applicable.

2.4 Oil and natural gas producing activities

- 2.4.1** Acquisition costs such as costs incurred to purchase, lease or otherwise acquire a property or mineral right proved or unproved are capitalised. Any pre-acquisition costs are expensed as and when incurred.
- 2.4.2** All costs which are directly attributable to the exploration and evaluation activities of oil and gas are capitalised as Exploratory Wells-in-Progress under "intangible assets under development". General and administrative costs are included in the exploration and evaluation costs only to the extent that those costs can be directly attributable to the related exploration and evaluation assets. In all other cases, these costs are expensed as incurred.
- 2.4.3** The Company classifies the acquisition costs, exploration and evaluation assets as tangible asset or intangible asset according to nature of assets acquired.
- 2.4.4** Once the technical feasibility and commercial viability of extracting oil and gas is determinable, exploration and evaluation assets are classified as Development Wells-in-Progress under "intangible assets under development". Exploration and evaluation asset is assessed for impairment, and impairment loss if any, is recognized, before such reclassification. Subsequent development costs are capitalised as and when incurred.
- 2.4.5** When a block or cost centre is ready to commence commercial production, the capitalised costs referred above are reclassified as completed wells or producing wells from capital work in progress or intangible assets under development as the case may be. The cost centre is not normally smaller than a country except where warranted by major difference in economic, fiscal or other factors in the country.
- 2.4.6** When the block or cost centre in which the above mentioned cost are capitalised, does not result in discovery of proved oil and gas resources from all wells identified in the block or cost centre, accumulated cost is charged as an expense. Expenditure incurred on exploratory blocks or cost centre which are written off in past and start producing subsequently are not reinstated.
- 2.4.7** Depletion charge is calculated on the capitalised cost according to the unit of production method. The depreciation charge or the unit of production (UOP) charge for all costs within a cost centre is calculated by multiplying the UOP rate with the production for the period. The UOP rate for computing depreciation charge for the acquisition cost within a field is arrived at by dividing the acquisition cost of the field by the Proved Oil and Gas Reserves and for all capitalised cost excluding acquisition cost by dividing the depreciation base of the cost centre by the Proved Developed Oil

and Gas Reserves. The depreciation base of a cost centre includes gross block of the cost centre and estimated site restoration expenditure and is reduced by the accumulated depreciation and accumulated impairment charge of the cost centre. The estimates of proved reserves used are based on the latest technical assessment available with the Company.

- 2.4.8** The Company recognizes the obligations for removal and restoration that are incurred during a particular period as a consequence of having undertaken the exploration for and evaluation of mineral resources. The Company capitalises as part of property, plant and equipment or intangible asset, as the case may be, the amount of provision required to be created for subsequent abandonment. The provision for estimated abandonment costs is made at current prices considering the environment and social obligations, terms of mining lease agreement, industry practice, etc. Where the effect of the time value of money is material, the amount of the provision is the present value of the expenditures expected to be required to settle the obligation. The discount rate (or rates) is pre-tax rate (or rates) that reflect current market assessments of the time value of money and the risks specific to the liability. Where there is uncertainty of timing on incurrance of the expenditure, time value of money is not considered while providing for the obligations. Changes in the measurement of existing abandonment costs that result from changes in the estimated timing or amount of the outflow of resources embodying economic benefits required to settle the obligation or a change in the discount rate is added to, or deducted from the related field in the current period and is considered for necessary depletion (depreciation) prospectively. The change in the estimated provision due to the periodic unwinding of the discount is recognized in statement of profit and loss as it occurs.
- 2.4.9** Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. Impairment test is performed in accordance with the procedures given below for impairment of non-financial assets. Impairment loss, if any is recognized as an expense.
- 2.4.10** The Company allocates exploration and evaluation assets to cash generating units or group of cash generating units for the purpose of assessing such assets for impairment.
- 2.4.11** In case an entity, sells a part of its interest in a field, gain or loss is recognised in the statement of profit and loss, except that no gain is recognised at the time of such sale if substantial uncertainty exists about the recovery of the costs applicable to the retained interest or the entity has substantial obligation for future performance. The gain in such a situation (for example, in the exploratory phase) is treated as recovery of cost related to that field.

2.5 Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset to lessee for a period of time in exchange for consideration.

Company shall reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

2.5.1 As a Lessee

At the commencement date, company recognises a right-of-use asset at cost and a lease liability at present value of the lease payments that are not paid at commencement date. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has right to obtain substantially all of the economic benefits from use of the asset throughout the period of the lease and (iii) the Company has the right to direct the use of the asset.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as a operating expenses. Lease

of items such as IT assets (tablets, personal computers, mobiles, POS machines etc.), small items of office furniture items etc. are treated as low value.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the Company's incremental borrowing rate computed on periodic basis based on lease term. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment, whether it will exercise an extension or a termination option.

Right-of-use assets are depreciated over the lease term on systematic basis and Interest on lease liability is charged to statement of profit and loss as Finance cost.

2.5.2 As a Lessor

A lessor shall classify each of its leases as either an operating lease or a finance lease.

2.5.3 Finance leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

Company shall recognise assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease.

2.5.4 Operating leases

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

Company shall recognise lease payments from operating leases as income on systematic basis in the pattern in which benefit from the use of the underlying asset is diminished.

2.6 Fair Value measurement

2.6.1 The Company measures financial instruments i.e. financial assets and financial liabilities at fair value on initial recognition.

2.6.2 Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

2.6.3 A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities.

2.6.4 When one is available, the Company measures the fair value of a financial instrument using the quoted price in an active market for that instrument. A market is regarded as active is transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

2.6.5 If there is no quoted price in an active market, then the Company uses a valuation technique that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

2.6.6 The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price.

Subsequently that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

2.7 Classification of Income/Expenses

Prepaid expenses upto Rs. 5 Lakh in each case, are charged to revenue as and when incurred.

2.8 Foreign Currency Transactions

2.8.1 Monetary items:

- Transactions in foreign currencies are initially recorded at their respective spot rates at the date the transaction first qualifies for recognition.
- Monetary assets and liabilities denominated in foreign currencies are translated at spot rates of exchange prevailing at the reporting date.
- Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit or loss either as profit or loss on foreign currency transaction and translation.

2.8.2 Non – Monetary items:

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

2.9 Provisions, Contingent Liabilities and Capital Commitments

2.9.1 Capital Commitments, Contingent Liabilities are disclosed for only if the amount exceeds Rs. 5 Lakh in each case.

2.9.2 Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

2.9.3 The expenses relating to a provision is presented in the statement of profit and loss net of any reimbursement.

2.9.4 If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

2.9.5 Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.

2.9.6 Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.

2.10 Financial Assets

2.10.1 Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

2.10.2 Initial recognition and measurement

Trade Receivables and debt securities issued are initially recognised when they are originated. All other financial assets are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.10.3 Debt instruments

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

2.10.4 Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when -

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
 - The Company has transferred substantially all the risks and rewards of the asset, or
 - The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

2.10.5 Impairment of financial assets

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost such as bank balance.

2.11 Financial Liabilities

2.11.1 Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Borrowing from parent company is subsequently measured at fair value through profit or loss.

2.11.2 Initial recognition and measurement

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

2.11.3 Subsequent Measurement of Loans and borrowings

After initial recognition, loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

2.11.4 Derecognition

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

2.12 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

2.13 Joint operations

The Company had Joint operations in the nature of Production Sharing Contracts (PSC) for exploration, development and production activities.

In accordance with Ind AS 111 on "Joint Arrangements", the financial statements of the Company includes the Company's share in the assets, liabilities, incomes and expenses relating to joint operations based on the financial statements received from the operator.

The income, expenditure, assets and liabilities of the Jointly Controlled Assets are merged on line by line basis according to the participating interest with the similar items in the financial statements of the Company.

2.14 Taxes on Income**2.14.1 Current Tax**

Income-tax Assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the time of reporting.

Current Tax relating to items recognised outside the Statement of Profit or Loss is recognised outside the statement of Profit or Loss (either in other comprehensive income or in equity). Current Tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

2.14.2 Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.15 Earnings per share

Basic and diluted earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

2.16 Cash and Cash equivalents

Cash and cash equivalents in the Balance Sheet include cash at bank, cash, cheque, draft on hand and demand deposits with an original maturity of less than three months, which are subject to an insignificant risk of changes in value.

For the purpose of Statement of Cash Flows, Cash and cash equivalents include cash at bank, cash, cheque and draft on hand. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

2.17 Classification of Assets and Liabilities as Current and Non-Current:

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle (considered at 12 months) and other criteria set out in Schedule III of the Act.

2.18 Cash Flows

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Note 3 Intangible assets under development**(Rs. in Lakhs)**

Description	As at March 31, 2023	As at March 31, 2022
<u>Exploratory Wells-in-Progress:</u>		
Acquisition Cost	81.79	81.79
Exploration Cost		
- Geological & Geophysical Cost	2,768.40	2,768.40
- Drilling Cost	5,671.14	5,671.14
- General & Administrative Cost	788.48	805.16
Total (A)	9,309.81	9,326.49
Provisions for Exploratory Wells-in-progress		
- Opening balance	(9,326.49)	(9,308.07)
- Reversed / (Provided) during the period	16.68	(18.42)
- Closing balance	(9,309.81)	(9,326.49)
Intangible assets under development (A-B)	-	-

Impairment

The Company had a Non-Operator participating interest of 20% in JPDA 06-103 block (Refer Note 19). The exploration activity was suspended because of the uncertainty arising out of arbitration proceedings by Timor Leste Government against Government of Australia with regard to the 'Certain Maritime Arrangements in Timor Sea', (CMATS) Treaty. The consortium submitted formal request to Autoridade Nacional do Petroleo e Minerais (ANPM) of Timor Leste, the Regulator towards termination of Production Sharing Contract (PSC) for consent, without claim or penalty, citing expenditure in excess of commitment. ANP rejected the consortium's offer to terminate without claim and penalty. The regulator terminated the PSC on 15th July 2015 and demanded the payment of the "liability upon termination". Accordingly Rs. 1,198.96 Lakhs (USD 1,600,000) has been paid as the settlement sum and balance provision of Rs. 1,424.16 Lakhs (USD 1,900,000) has been reversed in FY 2020-21.

On 19th October 2022, a deed of settlement and release was executed by the non-defaulting parties and the JPDA 06-103 Joint Operating Agreement (JOA) has been terminated. In accordance with JOA requirements, a final accounting of the Joint Account has occurred and the Operating Committee has, by circular resolution, formally approved the termination.

The Company has recognized its share of income, expenditure in the block on the basis of billing statements provided by the operator upto November 2022. An amount of Rs.16.68 lakhs, being reversal of expenditure recognised during previous financial years, has been accounted during the F.Y. 2022-23 in the financial statements towards Provision for Exploratory Wells-in-progress (March 31, 2022 - 18.42 Lakhs).

The Company does not expect to recover any amount from the underlying intangible asset under development and hence entire carrying amount is recognised as impairment loss.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Note 4 Cash and cash equivalents

(Rs. in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances with Banks:		
In Current Account*	43.64	77.70
	43.64	77.70

* Includes Rs. 0 Lakhs (31 March 2022: Rs.31.44 Lakhs) towards share in Unincorporated Joint Venture.

Note 5 Other current assets

Particulars	As at March 31, 2023	As at March 31, 2022
Balance with government authorities	0.51	0.51
Other Receivable	0.01	-
Advance to Operator	90.94	83.85
Less: Provision #	(90.94)	(83.85)
		-
	0.52	0.51

Represents amount towards JV partners default cash calls

Note 6 Equity share capital

Particulars	As at March 31, 2023	As at March 31, 2022
i. Authorised		
60,000,000 equity shares	6,000.00	6,000.00
ii. Issued, subscribed and paid-up		
60,000,000 (previous year 60,000,000) equity shares fully paid-up	6,000.00	6,000.00
Total	6,000.00	6,000.00

iii. The Company has only one class of shares namely equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

iv. Reconciliation of No. of Equity Shares

	March 31, 2023	March 31, 2022
A. Opening Balance	6,00,00,000	6,00,00,000
B. Shares Issued	-	-
C. Shares Bought Back	-	-
D. Closing Balance	6,00,00,000	6,00,00,000

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

v. Details of shareholders holding more than 5% shares

Name of shareholder	March 31, 2023 No. of shares	March 31, 2022 No. of shares
Bharat PetroResources Limited	5,99,99,940	5,99,99,940
Percentage of holding	100% #	100% #

60 Shares held by Nominee Shareholders

vi. Shares held by Holding Company

Name of shareholder	March 31, 2023 No. of shares	March 31, 2022 No. of shares
Bharat PetroResources Limited	5,99,99,940	5,99,99,940
Percentage of holding	100% #	100% #

60 Shares held by Nominee Shareholders

Promoter Name	No. of shares	% of total shares	% Change during the quarter
Bharat PetroResources Ltd	5,99,99,940	100.00%	0%
Shri Atit Shah	10	0.00%	0%
Shri U.S.N. Bhat	10	0.00%	0%
Smt Barnali Tokhi	10	0.00%	0%
Smt Sarita Aggarwal	10	0.00%	0%
Shri Thomas James	10	0.00%	0%
Shri Ramanuj Chari	10	0.00%	0%

In the event of liquidation of the Company, the holders of equity share will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 7 Other Equity**(Rs. in Lakhs)**

Particulars	As at March 31, 2023	As at March 31, 2022
Retained earnings		
As per last Balance Sheet	(11,651.65)	(11,620.82)
Add : Profit/(Loss) for the year as per Statement of Profit and Loss	(16.49)	(30.83)
	(11,668.14)	(11,651.65)

Nature and purpose of reservesRetained earnings

Retained earnings represents accumulated earnings and losses of the Company.

Note 8 Current - Other financial liabilities**(Rs. in Lakhs)**

Particulars	As at March 31, 2023	As at March 31, 2022
Interest free loan from Bharat PetroResources Ltd. (Parent Company)	5,454.20	5,454.20
Accrual for expenses	0.70	1.25
Payable for Legal and Professional fees	-	-
Other payables*	166.45	190.54
Payable to Operator	90.94	83.85
	5,712.29	5,729.84

(Refer note 8 (a) for details of Dues to Micro and Small Enterprises)

* Includes Rs.166.45 Lakhs (31 March 2022: Rs.175.27 Lakhs) towards share in Unincorporated Joint Venture.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Note 8 (a)

Micro and small Enterprises

(Rs. in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Principal amount remaining unpaid to any supplier as at the period	-	-
Interest due thereon	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-

Note 9 Other current liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory Dues Payable	-	0.02
	-	0.02

Note 10 Other Income

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Foreign Exchange fluctuations (net)	-	-
Miscellaneous income	0.05	2.54
	0.05	2.54

Note 11 Finance cost

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on Cash call default	10.42	5.54
	10.42	5.54

Note 12 Other Expenses

	For the year ended March 31, 2023	For the year ended March 31, 2022
Legal and Professional Fees	0.14	1.08
Printing and Stationery	1.06	-
Bank Charges	0.04	0.05
Foreign Exchange fluctuations (net)	20.70	7.18
Irrecoverable GST / Service tax	0.13	0.15
Payment to Auditors *	0.72	0.95
	22.80	9.41

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

* Payment to Auditors		
Audit fees	0.70	0.75
Other services	0.02	0.20
Total	0.72	0.95

Note 13 Tax Reconciliation

(a) Reconciliation of effective tax rate

(Rs. in Lakhs)

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit/(Loss) before tax	(16.49)	(30.83)
Tax using the Company's domestic tax rate of 26%	(4.29)	(8.02)
Tax effect of:		
Tax losses for which no deferred income tax was recognised	3.24	1.36
Expenses not deductible for tax purposes	1.05	6.66
Income not chargeable to tax	-	-
	-	-

(b) Movement in deferred tax balances

March 31, 2023					
	Net balance April 1, 2022	Recognised in profit or loss	Recognised in OCI	Recognised directly in equity	Net Deferred tax asset / liability
Deferred tax asset	-	-	-	-	-

(c) Movement in deferred tax balances

March 31, 2022					
	Net balance April 1, 2021	Recognised in profit or loss	Recognised in OCI	Recognised directly in equity	Net Deferred tax asset / liability
Deferred tax asset	-	-	-	-	-

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Tax losses carried forward

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

(Rs. in Lakhs)

Particulars	Year	Gross amount	Unrecognised tax effect	Expiry date
Unabsorbed business loss	March 31, 2023	12.47	3.24	2030-2031
Unabsorbed business loss	March 31, 2022	5.22	1.36	2029-2030
Unabsorbed business loss	March 31, 2021	18.92	4.92	2028-2029
Unabsorbed business loss	March 31, 2020	20.18	5.25	2027-2028
Unabsorbed business loss	March 31, 2019	9.38	2.44	2026-2027
Unabsorbed business loss	March 31, 2018	3.89	1.01	2025-2026
Unabsorbed business loss	March 31, 2017	10.11	2.63	2024-2025
Unabsorbed business loss	March 31, 2016	139.68	36.32	2023-2024

Note 14 Earnings per share (EPS)

Basic and Diluted EPS amounts are calculated by dividing the Profit/(Loss) for the year attributable to equity holders of the parent company by the weighted average number of Equity shares outstanding during the year.

i. Profit/(Loss) attributable to Equity holders of parent company

(Rs. in Lakhs)

	As at March 31, 2023	As at March 31, 2022
Profit/(Loss) attributable to equity holders of the parent for basic and diluted earnings per share	(16.49)	(30.83)

ii. Weighted average number of ordinary shares

(Rs. in Lakhs)

	As at March 31, 2023	As at March 31, 2022
Weighted Average Number of shares during the year	600	600
Weighted average number of shares for basic and diluted earning per shares	600	600
Basic and Diluted earnings per share (Rs.)	(0.03)	(0.05)

Note 15 Financial instruments
1. Financial instruments – Fair values and risk management
A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(Rs. in Lakhs)

March 31, 2023	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	43.64	43.64	-	-	-	-
Other financial assets	-	-	-	-	-	-	-	-
	-	-	43.64	43.64	-	-	-	-
Financial liabilities								
Other financial liabilities	-	-	5,712.29	5,712.29	-	-	-	-
	-	-	5,712.29	5,712.29	-	-	-	-

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

March 31, 2022	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	77.70	77.70	-	-	-	-
Other financial assets	-	-	-	-				
	-	-	77.70	77.70	-	-	-	-
Financial liabilities								
Other financial liabilities	-	-	5,729.84	5,729.84	-	-	-	-
	-	-	5,729.84	5,729.84	-	-	-	-

B. Financial risk management**i. Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

Note 16 Financial instruments – Fair values and risk management (continued)**ii. Credit risk**

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's cash and cash equivalent kept with banks. The Company's bank balance also includes its share in JPDA Block bank balance. The Company keeps its funds in scheduled banks, in India.

The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

Cash and cash equivalents

The Company held cash and cash equivalents with banks with good credit ratings.

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The holding company will continue to provide such financial support to the Company as is necessary to meet the Company's debts and liabilities, both present as well as in the future, as and when they fall due for payment in the normal course of business.

The Company has not availed any credit facilities from banks and financial institutions.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Exposure to liquidity risk

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non derivative financial liabilities.

(Rs. in Lakhs)

March 31, 2023	Carrying amount	Contractual cash flows				
		Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Non-derivative financial liabilities						
Other financial liabilities	5,712.29	5,712.29	5,712.29	-	-	-

March 31, 2022	Carrying amount	Contractual cash flows				
		Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Non-derivative financial liabilities						
Other financial liabilities	5,729.84	5,729.84	5,729.84	-	-	-

Note 17 Financial instruments – Fair values and risk management (continued)
iv. Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The Company is exposed to market risk primarily related to foreign exchange rate risk. Thus, the Company's exposure to market risk is a function of operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in foreign currency costs.

Currency risk

The Company is exposed to currency risk on account of its operating. The functional currency of the Company is Indian Rupee. The exchange rate between the Indian rupee and foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future.

The Company has not taken derivative instruments to hedge the foreign currency risk. However, the Company continuously monitors the fluctuation in currency risk and ensures that the Company does not have adverse impact on account of fluctuation in exchange rates.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2023 and March 31, 2022 are as below:

	Total	March 31, 2023 USD
Financial assets		
Cash and cash equivalents	-	-
Financial liabilities		
Other financial liabilities	257.39	257.39
Net exposure (Assets - Liabilities)	(257.39)	(257.39)

(Rs. in Lakhs)

	Total	March 31, 2022 USD
Financial assets		
Cash and cash equivalents	31.44	31.44
Financial liabilities		
Other financial liabilities	259.12	259.12
Net exposure (Assets - Liabilities)	(227.68)	(227.68)

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Sensitivity analysis

A reasonable possible strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect on Profit or loss (before tax)	Strengthening / Weakening %	(Rs. in Lakhs)	
		Strengthening	Weakening
March 31, 2023			
USD	8%	(21.76)	21.76
		(21.76)	21.76

Effect on Profit or loss (before tax)	Strengthening / Weakening %	(Rs. in Lakhs)	
		Strengthening	Weakening
March 31, 2022			
USD	3%	(6.83)	6.83
		(6.83)	6.83

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The company does not have any interest bearing financial assets or financial liabilities, and therefore the company is not exposed to interest rate risk.

Note 18 Related party disclosures:**a) Related Party relationships**

1. Ultimate Holding Company:
Bharat Petroleum Corporation Limited
2. Holding Company:
Bharat PetroResources Limited
3. Key Management Personnel:
 - i) Shri Ramesh Subramanian superannuated w.e.f. 30th July 2022
 - ii) Shri Kamal Chopra, Director w.e.f. 10th August, 2022
 - iii) Smt. Barnali Tokhi, Director w.e.f. 30th June, 2017
 - iiii) Shri Atit P. Shah, Director w.e.f. 24th March, 2021 and Chief Financial Officer w.e.f. 30th March, 2021
 - iv) Shri Ramanuj Chari, Director w.e.f. 24th March, 2021
 - v) Shri Shivram Mattaparthi, Company Secretary upto 18th November, 2022
 - vi) Smt Sarita Aggarwal, Company Secretary w.e.f. 18th November, 2022

b) Transactions with Related Party:

In accordance with paragraph 25 of Ind AS 24 - Related Party Disclosures, the company is exempt from the disclosure requirements in relation to the related party transactions and outstanding balances, including capital commitments, with:

- (a) a government that has control or joint control of, or significant influence over, the reporting entity; and
- (b) another entity that is a related party because of the same government has control or joint control of, or significant influence over, both the reporting entity and the other entity.

Bharat PetroResources JPDA Limited, Bharat PetroResources Limited and Bharat Petroleum Corporation Limited are Government-related entities.

BHARAT PETRORESOURCES JPDA LIMITED

Notes forming part of the Financial Statements

Note 19 Joint Operations

(a) The Company had a 20% Non-Operator participating interest in a joint arrangement in relation to JPDA 06-103 block which was awarded to consortium in the year 2006 by the Autoridade Nacional do Petroleo e Minerais (ANPM) of Timor Leste. The principal place of the joint operation is in East Timor.

The exploration activity was suspended because of the uncertainty arising out of arbitration proceedings by Timor Leste Government against Government of Australia with regard to the 'Certain Maritime Arrangements in Timor Sea', (CMATS) Treaty, the consortium submitted formal request to Autoridade Nacional do Petroleo e Minerais (ANPM) of Timor Leste, the Regulator towards termination of Production Sharing Contract (PSC) for consent, without claim or penalty, citing expenditure in excess of commitment. ANPM rejected the consortium's offer to terminate without claim and penalty. The regulator terminated the PSC on 15th July 2015 and demanded the payment of the "liability upon termination" which has been settled during the FY 2020-21. Also, Refer Note 3.

Significant judgement: Classification of Joint Arrangement

The joint arrangement agreements require consent from all parties by the operator for all relevant activities. The partners have direct rights to the assets and jointly and severally liable for the liabilities incurred. This is therefore classified as a joint operation and the Company recognises its direct right to the jointly held assets, liabilities, revenues and expenses.

(Rs. in Lakhs)

	Reference	March 31, 2023	March 31, 2022
Assets	Note No. 4	-	31.44
Liabilities	Note No. 8	139.08	175.27
Income	-	-	-
Expenses	-	-	-

(b) During the year 2019-20, two parties to the JV defaulted to the cash call sought by the Operator. Accordingly, the proportionate share of liabilities has been recognised by the Company. Further, considering the liquidity position of these two parties to the JV, Company had provided for "provision for doubtful advances" against this amount.

Note 20

During the year there were no employees on the payroll of the Company.

Note 21

Foreign Exchange differences (net) of Rs.20.70 Lakhs have been debited to statement of Profit & Loss. (March 31, 2022: Rs.7.18 Lakhs [foreign exchange loss]).

Note 22

Exchange Rate

March 31, 2023	1 USD = INR 82.22	1 AUD = INR 54.92
March 31, 2022	1 USD = INR 75.81	1 AUD = INR 56.67

Note 23 Changes in liabilities arising from financing activities

(Rs. in Lakhs)

	Current borrowings	Total
As at April 1, 2021	5,454.20	5,454.20
Cash Flows	-	-
As at March 31, 2022	5,454.20	5,454.20
Cash Flows	-	-
As at March 31, 2023	5,454.20	5,454.20

Note 24 Ratios

Sr. No	Particulars	Numerator	Denominator	For the year ended 31 March 2023	For the year ended 31 March 2022	Variation	Reason
1	Current Ratio	Total Current Assets	Total Current Liabilities	0.01	0.01	-43.36%	
2	Debt-Equity ratio	Non Current Borrowings	Total Equity	-0.962	-0.965	-0.29%	
3	Debt Service Coverage ratio	Profit Before tax+Finance Costs+Depreciation, Depletion and Amortization	Finance Costs+Non Current Borrowings	-0.001	-0.005	-76.02%	On account of reversal of impairment provision which is offset by increase in Finance Costs & Foreign Exchange Loss
4	Return on Equity Ratio	Total Comprehensive Income	(Opening+Closing Equity)/2	0.00	0.01	-46.74%	On account of reversal of impairment provision which is offset by increase in Finance Costs & Foreign Exchange Loss
5	Inventory turnover ratio	NA	NA	NA	NA		
6	Trade Receivable turnover ratio	NA	NA	NA	NA		
7	Trade Payable turnover ratio	NA	NA	NA	NA		
8	Net Capital turnover ratio	NA	NA	NA	NA		
9	Net Profit Ratio	NA	NA	NA	NA		
10	Return on Capital employed	Profit Before tax + Finance Costs	Total Equity+Non Current Borrowings	2.84%	12.81%	-77.85%	On account of reversal of impairment provision which is offset by increase in Finance Costs & Foreign Exchange Loss
11	Return on investment	NA	NA	NA	NA		

Note: Negative ratios are on account of negative net-worth of the Company

Note 25 During the financial year ended March 31, 2023, other than the transactions undertaken in the normal course of business and in accordance with extant regulatory guidelines and internal policies, as applicable:

a) The company has not granted any advance/ loans or investments or provided guarantee or security or the like to any other person(s) or entities with an understanding, whether recorded in writing or otherwise, to further lend/invest/ provide guarantee or security or the like to any other person on behalf of the company.

b) The company has not received any funds from any person(s) or entities with an understanding, whether recorded in writing or otherwise, that the company shall further lend or invest or provide guarantee or security or the like in any other person on behalf of and identified by such person(s)/ entities.

Note 26 Figures of March 31, 2022 have been regrouped wherever necessary, to conform to current year presentation.

As per our attached report of even date

For and on behalf of the Board of Directors

For and on behalf of

Vasani & Thakkar

Chartered Accountants

FRN. 111296W

Sd/-

Barnali Tokhi

Director

DIN No. 07850177

Sd/-

Kamal Chopra

Director

DIN No. 09505915

Sd/-

V. H. Vasani

Partner

M.No. 147038

UDIN: 23147038BGUFUQ5115

Sd/-

Atit P Shah

Director & CFO

DIN No. 09066285

Sd/-

Sarita Aggarwal

Company Secretary

Place: Mumbai

Date: 10th May 2023

NOTICE TO THE MEMBERS

Notice is hereby given that the 16th Annual General Meeting of the members of Bharat PetroResources JPDA Limited will be held on 22.08.2023 at 1000 hrs through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following Businesses:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including the Audited Standalone Financial Statements) of the Company for the Financial Year ended 31 March 2023, the reports of the Board of Directors and Statutory Auditors.
2. To appoint a Director in place of Shri Atit Shah (DIN No. 09066285) who retires by rotation. Shri Atit Shah, being eligible, offers himself for re-appointment.
3. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the Financial Year 2022-23 in terms of the provisions of Section 139(5) read with Section 142 of the Companies Act, 2013 and to consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to decide and fix the remuneration of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2023-24, as may be deemed fit by the Board."

Registered Office:
Bharat Bhavan, 4 & 6 Currimbhoy Road,
Ballard Estate, Mumbai - 400 001
Date: 03.08.2023
Tel: 022-24188600
Fax: 022-22713874
CIN No U23209MH2006GOI165279

By Order of the Board
For Bharat PetroResources JPDA Limited

Sd/-
(Sarita Aggarwal)
Company Secretary

Notes:-

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated December 28,2022 read with circulars dated May 5, 2020, January 13, 2021, December 08, 2022 and December 12, 2022 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), DPE Circulars and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. In compliance with the aforesaid MCA and DPE Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2022-23 will also be available on the holding Company's website www.bharatpetroresources.in

5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM by using the link of VC Dialing Options. VC Dialing options is as follows:

VC Meeting Dialing Options

Join Zoom Meeting

<https://bharatpetroleum.zoom.us/j/94380286475?pwd=SDZ4RzBVSIZOMTNXS25WT3I2dEIFUT09>

Meeting ID: 943 8028 6475

Passcode: 333734

Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis. Members who need assistance before or during the AGM, can contact on 022-24188653, Smt Sarita Aggarwal, Company Secretary.

Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, folio number, PAN, mobile number at sarita.aggarwal@bharatpetroresources.in from 20.08.2023 (0900 hrs IST) to 23.08.2023 (1500 hrs IST).

Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Registered Office:

Bharat Bhavan, 4 & 6 Currimbhoy Road,
Ballard Estate, Mumbai - 400 001

Date : 03.08.2023

Tel: 022-24188600

Fax: 022-22713874

CIN No U23209MH2006GOI165279

By Order of the Board
For Bharat PetroResources JPDA Limited

Sd/-
(Sarita Aggarwal)
Company Secretary

Statement pursuant to Section 102(1) of the Companies Act, 2013

Annexure to the Notice dated 03.08.2023

Details of Directors retiring by rotation / seeking appointment / re-appointment at the Meeting

Item No. 2

Shri Atit P Shah	
Age	40 years
Qualification	CA, PGEMP-SPJIMR
Experience (including expertise in specific functional area) / Brief Resume	17+ years in finance
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Shri Atit P Shah who was appointed as a Non-Executive Director, is liable to retire by rotation.
Date of first appointment on the Board	24th March, 2021
Shareholding in the Company as on March 31, 2022	Nil
Relationship with other Directors / Key Managerial Personnel	N/A
Number of meetings of the Board attended during the financial year (2022-23)	6
Directorships of other Boards as on March 31, 2023	India – Nil Netherlands – 1. BPRL International BV; 2. BPRL Ventures BV; 3. BPRL Ventures Mozambique BV; 4. BPRL Ventures Indonesia BV; 5. BPRL International Ventures BV Mozambique- 1. Moz LNG 1 Co-Financing Company LDA. UAE- 1. Moz LNG 1 Financing Company Ltd.
Membership / Chairmanship of Committees of other Boards as on March 31, 2023	Nil

Registered Office:
 Bharat Bhavan, 4 & 6 Currimbhoy Road,
 Ballard Estate, Mumbai - 400 001
 Date : 03.08.2023
 Tel: 022-24188600
 Fax: 022-22713874
 CIN No U23209MH2006GOI165279

By Order of the Board
 For Bharat PetroResources JPDA Limited

Sd/-
 (Sarita Aggarwal)
 Company Secretary



BHARAT PETRORESOURCES JPDA LIMITED

Regd. Office : Bharat Bhavan, 4 & 6, Currimbhoy Road
Ballard Estate, Mumbai - 400 001