ब्रिज एण्ड रूफ कम्पनी (इंडिया) लिमिटेड

BRIDGE AND ROOF COMPANY (INDIA) LTD.

(भारत सरकार का एक उद्यम / A Government of India Enterprise)

कोलकाता / Kolkata-700 071

"FRAUD PREVENTION POLICY OF B AND R, 2026"

Regd. Office: 5th Floor, Kankaria Centre, 2/1, Russel Street, Kolkata - 700 071

बी एण्ड आर
B AND R
Building Nation Since 1920

BRIDGE AND ROOF COMPANY (INDIA) LIMITED

(A GOVT. OF INDIA ENTERPRISE)

'TO WHOMSOEVER IT MAY CONCERN'

This 'Fraud Prevention Policy of B AND R, 2026' is hereby amended w.e.f. 17.07.2026, as confirmed during the 169th Board Meeting and supersedes all previous versions.

These Rules may be amended from time to time, in accordance with the requirements of the Company and the provisions contained herein.

RKSingh
17.07.2026
(Rajesh Kumar Singh)
Chairman & Managing Director

Place: Kolkata
Date: 17.07.2026

FRAUD PREVENTION POLICY OF B AND R, 2026

1.0. BACKGROUND

- Bridge And Roof Company (India) Limited, a century old CPSE (hereinafter referred to as B AND R or the Company) under Ministry of Heavy Industries, always promotes the principles of sound corporate governance norms as per Corporate Governance Guidelines of Department of Public Enterprises (DPE), Govt. of India and Companies Act 2013, through the development and adoption of highest standards of transparency, integrity , responsibility and accountability dealt with profound professionalism, and ethical business practices and commitment to the organization.

- Over the years the Company has put in place various Policies and Rules & Procedures and its amendments thereof or Systems to guide their employees to work within and outside the organization maintaining strong discipline and integrity in all respects and some of them are listed below:

  (i) Delegation of Power and Purchase Manual;

  (ii) Human Resource Manuals;

  (iii) Conduct, Discipline and Appeal Rules for Officers, 2026;

  (iv) Standing Orders;

  (v) Integrity Pact as a part of Tender documents;

  (vi) “Whistle Blower Policy”: This Whistle Blower Policy envisages to put in place a mechanism for employees to report to the Management about unethical behavior, actual or suspected fraud or violation of B AND R ’s rules and code of conduct.

- As per the guidelines of “Corporate Governance” issued by the Department of Public Enterprises (DPE), Govt. of India in 2018, all the CPSEs are under obligations to make ‘Disclosures’ before the public pertaining to their business transactions and one of them is related to prevention of ‘fraud’. Sub-Clause 7.3 of Chapter - 7 under heading ‘DISCLOSURES’, of Corporate Governance issued by DPE, Govt. of India, as per the following:

  QUOTE

  “*Clause 7.3 - Board Disclosures – Risk management*

  7.3.1 The company shall lay down procedures to inform Board members about the risk assessment and minimization procedures. These procedures shall be periodically reviewed to ensure that executive management controls risk through means of a properly defined framework. Procedure will be laid down for internal risk management also.

7.3.2 *The Board should implement policies and procedures which should include:*

(a) staff responsibilities in relation to fraud prevention and identification
(b) responsibility of fraud investigation once a fraud has been identified
(c) process of reporting on fraud related matters to management
(d) reporting and recording processes to be followed to record allegations of fraud
(e) requirements of training to be conducted on fraud prevention and identification."

UNQUOTE

In compliance of the above guideline of Department of Public Enterprises (DPE) on Corporate Governance, this "**Fraud Prevention Policy**" abbreviated as FPP is framed and implemented.

2.0. SCOPE OF POLICY:

The policy applies to any fraud or suspected fraud, involving any employee of the Company including executives, non-executives, permanent, temporary or contractual or any other employee engaged on full time, part time or ad hoc basis, representatives of vendors/ suppliers/ contractors/ consultants/ service providers or any other external agency, doing any type of business with Bridge And Roof Company (India) Limited (hereinafter referred to **as "B AND R" or "Company").**

In view of above, the person as referred above, who might commit the 'fraud' and any person, who might assist him/her to commit the 'fraud' shall come under the purview of this Policy.

3.0. OBJECTIVES OF THE POLICY:

This "Fraud Prevention Policy" has been framed to provide a system for prevention of fraud, detection, investigation, reporting of any fraud that is detected or suspected and dealing of matters pertaining to fraud. The policy will ensure and provide for the following: -

i. To ensure that management is aware of its responsibilities for detection and prevention, investigation of fraud and for establishing procedures for preventing fraud and/or detecting fraud when it occurs.

ii. To provide clear guidance to management, all employees and others dealing with B AND R, forbidding them from involvement in any fraudulent activity and the action to be taken by them where they suspect any fraudulent activity.

iii. To conduct investigations into fraudulent activities.

iv. To provide assurances that all suspected fraudulent activity will be fully investigated (on verification of authenticity of the complainant). Genuine informant to be protected against any harassment.

v. Reporting of fraud related matters to the management.

vi. In case any informant is providing wrong information to harass and create unwarranted problem for any employee, such employee needs to be protected to boost the morale and appropriate disciplinary action to be initiated against the informant for providing wrong information as per the applicable conduct rules and in case of outsiders (other than employees) appropriate legal action is to be taken.

4.0 DEFINITION OF 'FRAUD':

i. **"Fraud**" may be defined as "Any willful act, committed intentionally by an individual(s) – by deception, suppression, cheating or any other fraudulent or any other illegal means, thereby, causing wrongful gain(s) to self or any other individual(s) and wrongful loss to other(s)". Many a times such acts are undertaken with a view to deceive/ mislead others leading them to do malafide act or prohibiting them from doing a bona-fide act.

ii. As per section 447 of the Companies Act, 2013, "fraud" in relation to affairs of a company or anybody corporate, includes any act, omission, concealment of any fact or abuse of position committed by any person or any other person with the connivance in any manner, with intent to deceive, to gain undue advantage from, or to injure the interests of the company or its shareholders or its creditors or any other person, whether or not there is any wrongful gain or wrongful loss;

"wrongful gain" means the gain by unlawful means of property to which the person gaining is not legally entitled;

"wrongful loss" means the loss by unlawful means of property to which the person losing is legally entitled.

5.0 ACTIONS CONSTITUTING FRAUD:

The term fraud could have a wide range of coverage such as, but not limited to forgery, bribery, corruption, deception, embezzlement, misappropriation, false representation, concealment of material facts, theft and collusion. An illustrative list of actions constituting fraud is given below:

i. Forgery or unauthorized alteration of any official document or account created for carrying out official works of the Company.

ii. Forgery or unauthorized alteration of cheques, bank drafts or any other financial instruments etc.

iii. Misappropriation of funds, securities, supplies or other assets of the Company by fraudulent means etc.

iv. Falsifying records, tampering documents, removing the documents/ papers/ notes from files belonging to Company and /or replacing it.

v. Making fraudulent / false note by forging signatures.

vi. Willful suppression of facts/ deception in matters of appointment, placements, submission of reports, in any recommendations or making such recommendations as a result of which a wrongful gain(s) is made to any one and/or wrongful loss(s) is caused to B AND R or to anyone in B AND R or others.

vii. Utilizing any funds or revenue of B AND R for personal purposes.

viii. Authorizing (or receiving) any payment for goods/services not supplied (fully or partly), or supply/acceptance of substandard quality, or supply/acceptance of substandard services.

ix. Destruction, disposition, removal of records or any other assets of the Company with an ulterior motive to manipulate and misrepresent the facts.

x. Any other act that falls under the gamut of 'fraudulent activity'.

6.0 REPORTING OF FRAUD:

i. Any employee of the Company, including executives, non-executives, permanent, temporary or contractual or any other employee engaged on full time, part time or ad hoc basis or representatives of vendors/ suppliers/ contractors/consultants/service providers or any other external agency doing any business with B AND R must report incident(s) of fraud without further loss of time, as soon as he / she comes to know of such fraud or suspected fraud or notice any other fraudulent activity.

ii. Such reporting shall be made to the **"Nodal Officer"** by hand or by post or through email at nodalofficerfpp@bridgeroof.co.in

iii. The Nodal Officer will be appointed under this Policy by Chairman & Managing Director or CMD, B AND R.

iv. The reporting may be made directly to the Nodal Officer alone, or to the concerned SBU / Zonal / HOD / Project Head or immediate Controlling Officer with a copy to the Nodal Officer, who would have to mandatorily forward the report to the Nodal Officer.

v. The reporting of the fraud should be in writing with signature, date and time. In case the reporting person is not willing to furnish a written statement of fraud but is in a position to give sequential and specific details/transaction of fraud/suspected fraud, then the officer receiving the information should record such details in writing as narrated by the reporting person and also keep the details about the identity of the official / employee / other person reporting such incident, under this policy, strictly confidential.

vi. The reports about fraud should be made through confidential correspondence. The person, other than Nodal Officer, to whom the fraud or suspected fraud may be reported must maintain strict confidentiality with respect to the reporting person. Such matter should under no circumstances be discussed with any other person who is not supposed to know about/ or is not an authorized person in such matters.

vii. In case of **anonymous** or **pseudonymous** complaints which are not supported by the relevant evidence, may not be acted upon. However, a record of such complaints will be maintained by the Nodal officer. Also, a record of the reasons to be made in writing (for not taking any action on such anonymous complaints) in this regard will be maintained by the Nodal Officer.

viii. In case the management finds the complaint to be motivated or vexatious, management may take appropriate steps against complainant/reporting person.

ix. Nodal Officer on receiving report about any suspected fraud shall ensure that all relevant records/ documents and other evidence is being immediately taken into custody and being protected from being tampered with, destroyed or removed by suspected perpetrators of fraud or by any other official under their influence.

x. Depending on circumstances, the Nodal Officer may also take 'suo motu' action under this Policy and file a complaint of 'fraud' before the Vigilance Department under intimation to CMD, B AND R for further action in the manner as stated in Para 7 below.

7.0 INVESTIGATION PROCEDURE:

i. The Nodal Officer shall refer the details of the fraud / suspected fraud to the Vigilance Department of B AND R for further appropriate investigation and needful action under intimation to CMD, B AND R.

ii. This input would be in addition to the intelligence, information and investigation of cases of fraud being investigated by the Vigilance dept. as part of their day-to-day functioning.

iii. The Vigilance Department shall forward the investigation report to a "Review Committee".

a. The Committee shall comprise of three senior officers as given below:

(i)	ED / GGM (from technical department to be nominated by CMD)	Chairperson
(ii)	ED (CS)	Member
(iii)	GM (Finance)	Member

b. However, it must be ensured that the Review Committee should not comprise of members against whom or any employee of his department, against whom disclosure/complaint is made. If so, the member will be replaced with any Senior Officer from any other departments.

The Review Committee shall be approved by CMD, B AND R.

c. The Review Committee will apply due diligence on the investigation report received from the Vigilance Department.

iv. The investigation case details, along with the observation/ views / recommendation of the Review Committee, shall be forwarded to CMD, B AND R.

v. CMD, B AND R would decide appropriate action, which could include administrative action, disciplinary action, civil or criminal or closure of the matter (if it is proved that fraud is not committed) etc. depending upon the outcome of the investigation / inquiry, or closure of the matter (if it is proved that fraud is not committed etc.):

a) **Employee**: which could include administrative action, disciplinary action as per the Company's rule, civil or criminal action or closure of the matter (if it is proved that fraud is not committed etc.) depending upon the outcome of the investigation / inquiry under the relevant rules of B AND R against the employee concerned.

b) **Vendors / Contractors / Suppliers / External agency:** which could include administrative action, civil or criminal action, banning business or black-listing of the vendors/contractors/suppliers/external agency;

vi. At every stage/step, from receiving of disclosure / complaint to outcome of investigation / inquiry, utmost effort shall be made to protect the identity of the complainant.

vii. Malicious allegation may result in disciplinary action / civil action against the complainant.

8.0 RESPONSIBILITY FOR FRAUD PREVENTION & TRAINING RELATED THERETO:

i. Every employee that is, all executives, non-executives, permanent, temporary or contractual or any other employee engaged on full time, part time or ad hoc basis representative of vendors, suppliers, contractors, consultants, service providers or any other agency (ies) doing any type of business with B AND R, is expected and shall be responsible to ensure that there is no fraudulent act being committed or indulged in their areas of responsibility / control.

ii. As soon as it is learnt that a fraud or suspected fraud has taken or is likely to take place they should immediately apprise the same to the Nodal Officer or to the SBU / Zonal / HOD / Project Head or immediate controlling officer, as per the procedure stated above.

iii. All SBU / Zonal / HOD / Project Head shall share the responsibility of prevention and detection of fraud and implementation of the Fraud Prevention Policy of the Company.

iv. It is the responsibility of all SBU / Zonal / HOD / Project Head to ensure that there are mechanisms in place within their area of control to: -

a) Familiarize each employee with the types of improprieties that might occur in their area of control.

b) Educate employees about fraud prevention and detection including fraud occurred in IT related matters or in electronically / digitally created documents.

c) Create a culture whereby employees are encouraged to report any fraud or suspected fraud which comes to their knowledge, without any fear of victimization.

d) Promote awareness of ethical principles amongst the employees.

9.0 ADMINISTRATION AND REVIEW OF THE POLICY

i. The policy will be reviewed and revised as and when required by the Management and will be put up to the Board of Directors of the Company for approval.

ii. Due amendments shall be made in the tender documents / contracts of the organization wherein all bidders/service providers/vendors/consultants etc. shall be required to certify that they would adhere to the Fraud Prevention Policy of B AND R and shall not indulge or allow anybody else working in their organization to indulge in fraudulent activities and would immediately apprise the organization of the fraud/suspected fraud as soon as it comes to their notice.
These conditions shall form part of documents both at the time of submission of bid and agreement of execution of contract.

The following Fraud Prevention clause shall be made a part of the tender conditions of the Company in the following manner:

"Fraud Prevention Policy of Bridge And Roof Company (India) Limited (hereinafter referred to as B AND R):

Everyone may take note that a "Fraud Prevention Policy" is being followed at B AND R, which provides a system for prevention/ detection/ reporting of any fraud. It also forbids everyone from involvement in any fraudulent activity and that where any fraudulent activity is suspected by anyone, the matter must be reported to the NODAL OFFICER, as per details below as soon as he /she comes to know of any fraud or suspected fraud or notice any other fraudulent activity. Anonymous/Pseudonymous complaints received, if not supported by the relevant evidence, may not be acted upon. Utmost confidentiality shall be maintained regarding identity of the complainant. All reports of fraud or suspected fraud shall be handled and shall be co-ordinated by the Nodal Officer. A copy of the 'Fraud Prevention Policy' is available on the official website of B AND R. The e-mail ID of the Nodal Officer: **nodalofficerfpp@bridgeroof.co.in** and postal address is

Nodal Officer under Fraud Prevention Policy,
Bridge And Roof Company (India) Limited,
'Kankaria Centre', 4th & 5th Floor,
2/1, Russel Street, Kolkata-700 071"

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