

14 February 2022

BSE Limited 25 Floor P J Towers Dalal Street, Mumbai 400 001  <b>BSE Scrip Code: 532721</b>	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra – Kurla Complex, Bandra (E) Mumbai - 400 051  <b>NSE SYMBOL: VISASTEEL</b>
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Sub: **Outcome of the Board Meeting - Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Please be informed that the Board of Directors of the Company, at its Meeting held on Monday, 14 February 2022 has *inter-alia*:

1. Approved the Unaudited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended 31 December 2021 in the specified format along with the Limited Review Report of Statutory Auditor's, pursuant to the provisions of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Copy of Unaudited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended 31 December 2021, in the specified format along with the Limited Review Report of Statutory Auditor's is enclosed.

2. Approved the material Related Party Transaction(s) for the financial year 2022-23 based on approval of the Audit Committee, subject to the approval of shareholders.
3. Approved the postal ballot notice for seeking approval of the shareholders of the Company for item no 2 as stated above.



The meeting commenced at 1730 hours and concluded at 1915 hours.

This is for your information.

Thanking You,  
For VISA Steel Limited

*Amisha Chaturvedi*

Amisha Chaturvedi  
Company Secretary &  
Compliance Officer  
F11034



**Independent Auditor's Review Report on the Unaudited Quarterly and Year to Date Standalone Financial Results of VISA Steel Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
VISA Steel Limited  
VISA HOUSE  
8/10 Alipore Road  
Kolkata – 700 027

1. We have reviewed the accompanying statement of unaudited standalone financial results of **M/s. VISA Steel Limited** ('the Company') for the quarter ended December 31, 2021 and year to date results for the period from April 1, 2021 to December 31, 2021 together with notes thereon (herein after referred to as 'the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulation) as amended.

**Management's Responsibility for the standalone financial results**

2. This Statement is the responsibility of the Company's Management and is approved by the Board of Directors in their meeting held on February 14, 2022. Our responsibility is to issue a report on the Statement based on our review.

**Auditor's Responsibility**

3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", specified under section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to enquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

**Basis of Qualified Conclusion**

4. We draw attention to Note 4 of the accompanying statement with regard to non-recognition of interest expense on the borrowings of the Company. The accumulated interest not provided as on December 31, 2021 is Rs.8,176.55 million (including Rs.1,459.69 million for FY 2016-17, Rs.1,552.29 million for FY 2017-18, Rs.1,465.46 million for FY 2018-19, Rs.1,443.39 million for FY 2019-20, Rs.1,286.83 million for FY 2020-21, Rs.327.64 million and Rs.968.89 million for the quarter ended December 31, 2021 and year to date period from April 1, 2021 to December 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.

Had the aforesaid interest expense been recognized, finance cost for the quarter and nine months ended December 31, 2021 would have been Rs.389.72 million and Rs.1,146.14 million instead of the reported amount of Rs.62.08 million and Rs.177.25 million respectively. Total expenses for the quarter and nine months ended December 31, 2021 would have been Rs.2,419.04 million and Rs. 6,592.99 million instead of the reported amount of Rs. 2,091.40 million and Rs. 5,624.10 million respectively. Net loss after tax for the



quarter and nine months ended December 31, 2021 would have been Rs.453.23 million and Rs.1,418.69 million instead of the reported amount of Rs.125.59 million and Rs.449.81 million respectively. Total Comprehensive Income for the quarter and nine months ended December 31, 2021 would have been Rs.(456.45) million and Rs.(1,428.35) million instead of the reported amount of Rs.(128.81) million and Rs.(459.47) million, Loss per share for the quarter and nine months ended December 31, 2021 would have been Rs.3.91 and Rs.12.25 instead of the reported amount of Rs.1.08 and Rs.3.88 respectively.

The above reported interest has been calculated using Simple Interest rate.

### **Qualified Conclusion**

5. Based on our review conducted as above, except for the matter described in the Basis of Qualified Conclusion paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulation, as amended, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. **We draw your attention to the following matters:**

**a) Material Uncertainty Relating to Going Concern**

We draw attention to Note - 3 and 6 to the standalone financial results regarding the preparation of the statement on a going concern basis, for the reason stated therein. The Company has accumulated losses and has also incurred losses during the quarter ended December 31, 2021 and year to date for the period from April 1, 2021 to December 31, 2021. As on date, the Company's current liabilities are substantially higher than its current assets and the Company's net worth has also been fully eroded.

State Bank of India (SBI), a financial creditor, had filed an application before Hon'ble National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed the NCLT, to restore the application and proceed further in accordance with law. The order of NCLAT has been challenged by the Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same has been admitted on 9 September 2021. Oriental Bank of Commerce, since merged with Punjab National Bank, has also filed an application before NCLT for initiating CIRP under IBC against the Company.

These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities including potential liabilities in the normal course of business. All the assets including non-current assets and liabilities are still being carried at their book value except Capital Work in Progress which has been restated at its recoverable value in the previous year. The appropriateness of assumption of going concern, and evaluation of recoverable value of its non-current assets is critically dependent upon the debt resolution of the Company which is under process, the Company's ability to raise requisite finance, generate cash flows in future to meet its obligations and to earn profits in future. The ability of the Company to continue as a going concern is solely dependent on the successful outcome of these conditions, which are not wholly within the control of the Company.



The Management of the Company has prepared the statement on a going concern basis based on their assessment of the successful outcome of the debt resolution which will enhance the Company's viability.

- b) Refer Note 5 to the Statement regarding accounting for transfer of Special Steel Undertaking, pursuant to the Scheme of Arrangement ("the scheme") approved by the Hon'ble National Company Law Tribunal vide its order dated July 8, 2019, all the assets and liabilities of the Special Steel Undertaking of VISA Steel Limited ("transferor Company") has been transferred to and vested in VISA Special Steel Limited, (a wholly owned step down subsidiary) ("VSSL" or "transferee Company") on a going concern basis from April 1, 2013 being the appointed date. Effective date of the scheme is July 13, 2019 being the date on which certified copy of the order sanctioning the said scheme is filed with the Registrar of Companies, Cuttack.

On January 17, 2020, Hon'ble Supreme Court of India vide its ex-parte order in Civil Appeal No. 56 of 2020 filed by State Bank of India, has ordered issuance of notice and in the meanwhile stayed the aforesaid NCLT Order. The NCLT Order had been given effect to and stood implemented by the Company prior to January 17, 2020.

To give the impact of the NCLT Order, the Standalone Financial Statement of the Company and VSSL for the year ended March 31, 2019 were revised and the same were approved by the Board of Directors in their respective meetings held on October 18, 2019 and audited by us on which we have issued our audit report dated October 18, 2019 and same were approved by the members in their meeting held on December 23, 2019. In compliance to the NCLT Order, the Company has transferred various income, expenses, assets and liabilities related to Special Steel Undertaking to VSSL from 1st April 2013 resulting in accumulated receivable of Rs.3,917.46 million from VSSL as on December 31, 2021 (March 31, 2021: Rs.3,776.91 million). Since the matter is pending with Hon'ble Supreme Court, the impact of the NCLT Order considered as above on financial statements including aforesaid receivable from a subsidiary VSSL is dependent on the final judgment of the Hon'ble Supreme Court.

Our conclusion is not qualified in respect of the above matters.



For Singhi & Co.,  
Chartered Accountants  
Firm Registration No.302049E

(Rahul Bothra)  
Partner

Membership No.067330  
UDIN: 22067330ACCCHA3524

Place: Kolkata

Dated: February 14, 2022

# VISA STEEL

VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

Registered Office : 11 Ekamra Kanan, Nayapalli, Bhubaneswar 751 015, Odisha

Phone: (+91-674) 255 2479, Fax: (+91-674) 255 4661

Corporate Office: VISA House, 8/10 Alipore Road, Kolkata 700 027

Phone: (+91-33) 3011 9000, Fax: (+91-33) 3011 9002

website: [www.visasteel.com](http://www.visasteel.com)

Email ID for registering Investor Grievances: [cs@visasteel.com](mailto:cs@visasteel.com)

## Statement of Standalone Unaudited Financial Results for the Quarter and Nine Months Ended 31 December 2021

(Rs in Million Except EPS)

Sl. No.	Particulars	Quarter Ended			Nine Months Ended		Year ended
		31 December	30 September	31 December	31 December	31 December	31 March
		2021	2021	2020	2021	2020	2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue from operations	1,841.86	2,061.70	1,655.37	4,790.72	3,862.51	5,583.09
II	Other Income	123.95	126.25	128.35	383.58	311.95	438.13
III	<b>Total Income (I + II)</b>	<b>1,965.81</b>	<b>2,187.95</b>	<b>1,783.72</b>	<b>5,174.30</b>	<b>4,174.46</b>	<b>6,021.22</b>
IV	<b>Expenses</b>						
	Cost of materials consumed	1,301.90	1,333.09	991.70	3,095.89	2,228.24	3,150.94
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	(0.02)	67.82	41.48	33.23	(65.17)	16.91
	Employee benefit expense	72.38	74.49	68.47	221.14	191.93	267.49
	Finance costs	62.08	59.62	50.19	177.25	141.72	196.06
	Depreciation and amortization expense	116.70	116.20	117.24	348.62	350.62	465.16
	Other expenses	538.37	663.93	723.85	1,747.97	2,005.74	2,675.96
	<b>Total expenses (IV)</b>	<b>2,091.41</b>	<b>2,315.15</b>	<b>1,992.93</b>	<b>5,624.10</b>	<b>4,853.08</b>	<b>6,772.52</b>
V	<b>Profit/(Loss) before exceptional items and tax (III-IV)</b>	<b>(125.60)</b>	<b>(127.20)</b>	<b>(209.21)</b>	<b>(449.80)</b>	<b>(678.62)</b>	<b>(751.30)</b>
VI	Exceptional items	-	-	-	-	-	2,151.17
VII	<b>Profit/(Loss) before tax (V-VI)</b>	<b>(125.60)</b>	<b>(127.20)</b>	<b>(209.21)</b>	<b>(449.80)</b>	<b>(678.62)</b>	<b>(2,902.47)</b>
VIII	Tax Expenses	-	-	-	-	-	-
IX	<b>Profit /(Loss) for the period (VII-VIII)</b>	<b>(125.60)</b>	<b>(127.20)</b>	<b>(209.21)</b>	<b>(449.80)</b>	<b>(678.62)</b>	<b>(2,902.47)</b>
X	Other comprehensive income						
	A (i) Items that will not be reclassified to profit or loss	(3.22)	(3.22)	(1.41)	(9.66)	(4.24)	(12.88)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B (i) Items that will be reclassified to Profit or Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XI	<b>Total Comprehensive Income for the period (IX+X)</b>	<b>(128.82)</b>	<b>(130.42)</b>	<b>(210.62)</b>	<b>(459.46)</b>	<b>(682.86)</b>	<b>(2,915.35)</b>
XII	Paid up equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90
XIII	Other Equity						(3,720.82)
XIV	<b>Earnings per equity share (of Rs. 10/- each)</b>						
	1) Basic	(1.08)	(1.10)	(1.81)	(3.88)	(5.86)	(25.07)
	2) Diluted	(1.08)	(1.10)	(1.81)	(3.88)	(5.86)	(25.07)



# VISA STEEL

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website: www.visasteel.com

Email ID for registering Investor Grievances: cs@visasteel.com

### Notes :

- 1 The above unaudited financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 14 February 2022. The Statutory auditors have conducted the limited review of the above standalone unaudited financial results.
- 2 The Company is in the business of Ferro Alloys and hence has only one reportable operating segment as per Ind AS 108 "Operating Segments".
- 3 The Company has incurred net loss during the quarter ended 31 December 2021 which has adversely affected the net worth of the Company. The Company's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the Company's control. It is expected that the overall financial health of the Company would improve after debt resolution and improvement in availability of working capital. Accordingly, the Company has prepared the financial results on the basis of going concern assumption. The statutory auditors have also drawn attention to the above matter without qualifying their opinion in their Review Report.
- 4 The secured debt of the Company has been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012 and accordingly the Company has stopped providing further interest in its books effective 1 April 2016. The amount of interest expenses not provided for is estimated at Rs. 327.64 Million for the quarter ended 31 December 2021 and the accumulated interest not provided as on 31 December 2021 is estimated at Rs. 8,176.55 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- 5 Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal (NCLT), Cuttack Bench vide its Order dated 8 July 2019 (NCLT Order) and filing of the certified copy thereof with the Registrar of Companies, Cuttack on 13 July 2019, the Scheme of Arrangement became effective on and from 13 July 2019 and the Company's Special Steel Undertaking stood transferred to and vested in VISA Special Steel Limited on and from the Appointed Date of the Scheme being 1 April 2013. The Hon'ble Supreme Court vide its ex-parte Order dated 17 January 2020 in Civil Appeal (Civil) No 56 of 2020 (State Bank of India vs VISA Steel Ltd & Anr) has directed issuance of notice and in the meantime stayed the aforesaid NCLT Order. Since the NCLT Order had been given effect to and stood implemented by the Company prior to 17 January 2020, the Company is dealing with the aforesaid Civil Appeal before the Hon'ble Supreme Court in consultation with its Advocates. If the NCLT Order had not been given effect to, the unaudited financial results of the Company would have been as under:

(Rs in Million)

Sl. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31 December 2021	30 September 2021	31 December 2020	31 December 2021	31 December 2020	31 March 2021
I	Total Income	2,528.18	2,625.51	2,875.06	7,628.26	6,404.63	9,794.45
II	Profit Before Tax	(176.70)	(279.91)	(393.33)	(778.71)	(1,253.16)	(11,972.73)
III	Profit After Tax	(176.70)	(279.91)	(393.33)	(778.71)	(1,253.16)	(11,972.73)
IV	Other Comprehensive Income	(3.14)	(3.10)	(1.61)	(9.43)	(4.83)	(12.57)
V	Total Comprehensive Income	(179.84)	(283.01)	(394.94)	(788.14)	(1,257.99)	(11,985.30)
VI	Earnings/(Loss) per Equity Share	(1.53)	(2.42)	(3.40)	(6.73)	(10.82)	(103.40)



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- 6 SBI had filed an application before Hon'ble National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC) against the Company, which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed NCLT to restore the application and proceed further in accordance with law. The order of NCLAT has been challenged by the Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same has been admitted on 9 September 2021. Oriental Bank of Commerce, since merged with Punjab National Bank, has filed an application before NCLT for initiating CIRP under IBC against the Company. The Company is dealing with the above in consultation with its Advocates.
- 7 The Company has assessed the impact of COVID-19 pandemic and no material adjustments are required in this financial result.
- 8 Previous year/period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1 April 2021.



By Order of the Board  
For VISA Steel Limited

Vishal Agarwal

Vice Chairman & Managing Director

DIN 00121539

Date: 14 February 2022

Place: Kolkata

**Independent Auditor's Review Report on the Unaudited Quarterly and Year to Date Consolidated Financial Results of VISA Steel Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
VISA Steel Limited  
VISA HOUSE  
8/10 Alipore Road  
Kolkata -700 027

1. We have reviewed the accompanying unaudited consolidated financial results of **M/s. VISA Steel Limited** (hereinafter referred to as the "Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group"), and its joint venture (refer Paragraph 6 for the list of subsidiaries and joint ventures included in the statement) for the quarter ended December 31, 2021 and year to date results for the period from April 1, 2021 to December 31, 2021 together with notes thereon (herein after referred to as 'the Statement'), attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended.

**Management's Responsibility for the consolidated financial results**

2. This Statement is the responsibility of the Parent Company's Management and is approved by the Parent Company's Board of Directors in their meeting held on February 14, 2022. Our responsibility is to issue a report on the Statement based on our review.

**Auditor's Responsibility**

3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity," specified under section 143 (10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to enquiries of Parent Company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by SEBI under Regulation 33(8) of the Regulations, as amended, to the extent applicable.

**Basis of Qualified Conclusion**

4. We draw attention to Note 5 of the accompanying statement with regard to non-recognition of interest expense on the borrowings of the Parent Company and one of its Subsidiary Company VISA Special Steel Limited ("VSSL"). The accumulated interest not provided as on December 31, 2021 is Rs. 20,699.35 million



(including Rs.3,840.96 million for FY 2016-17, Rs.3,874.56 million for FY 2017-18, Rs.3,667.26 million for FY 2018-19, Rs.3,618.99 million for FY 2019-20, Rs.3,250.51 million for FY 2020-21, Rs.828.00 million and Rs.2,447.07 million for the quarter ended December 31, 2021 and year to date period from April 1, 2021 to December 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.

Had the aforesaid interest expense been recognized, finance cost for the quarter and nine months ended December 31, 2021 would have been Rs.881.98 million and Rs.2,601.57 million instead of the reported amount of Rs.53.98 million and Rs.154.50 million respectively. Total expenses for the quarter and nine months ended December 31, 2021 would have been Rs.3,532.89 million and Rs.10,854.07 million instead of the reported amount of Rs.2,704.89 million and Rs.8,407.00 million respectively. Net loss after tax for the quarter and nine months ended December 31, 2021 would have been Rs.1,004.67 million and Rs.3,225.77 million instead of the reported amount of Rs.176.67 million and Rs.778.70 million respectively. Total Comprehensive Income for the quarter and nine months ended December 31, 2021 would have been Rs.(1,007.81) million and Rs.(3,235.20) million instead of the reported amount of Rs.(179.81) million and Rs.(788.13) million, Loss per share for the quarter and nine months ended December 31, 2021 would have been Rs.8.68 and Rs.27.86 instead of the reported amount of Rs.1.53 and Rs.6.73 respectively.

The above reported interest has been calculated using Simple Interest rate.

### Qualified Conclusion

5. Based on our review conducted as above, except for the matter described in the Basis of Qualified Conclusion paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation, as amended, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The statement includes the results of the following entities:

#### Subsidiary Companies

- a) Kalinganagar Special Steel Private Limited (KSSPL)
- b) Kalinganagar Chrome Private Limited (KCPL)
- c) VISA Ferro Chrome Limited (VFCL), a wholly owned subsidiary of KSSPL
- d) VISA Special Steel Limited (VSSL), a wholly owned subsidiary of VFCL

#### Joint Ventures

VISA Urban Infra Limited

7. **We draw attention to the following matters:**

#### a) **Material Uncertainty Relating to Going Concern**

Refer Note 4 and Note 7 to the consolidated financial results regarding the preparation of the consolidated financial results on a going concern basis, for the reason stated therein. The Parent Company and VSSL has accumulated losses and has also incurred losses during the quarter ended December 31, 2021. As on date, the Parent Company and VSSL's current liabilities are substantially higher than its current assets and their net worth has also been fully eroded.



State Bank of India (SBI), a financial creditor, had filed an application before Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench for initiating Corporate Insolvency Resolution Process (CIRP) of the Parent Company under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed the NCLT, Cuttack Bench to restore the application and proceed further in accordance with law. The order of NCLAT has been challenged by the Parent Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same has been admitted on 9 September 2021. Oriental Bank of Commerce, since merged with Punjab National Bank, has also filed an application before NCLT for initiating CIRP under IBC against the Parent Company.

These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realize its assets and discharge its liabilities including potential liabilities in the normal course of business. All the assets including non-current assets and liabilities of the Group are still being carried at their book value except in respect of Capital Work in Progress of the Parent Company which has been restated at its recoverable value and part of the non-current assets of VSSL which have been impaired and are carried at its recoverable value in the previous year. The appropriateness of assumption of going concern, and evaluation of recoverable value of non-current assets of the Group is critically dependent upon the debt resolution of the Parent Company and VSSL which is under process, the Parent Company and VSSL's ability to raise requisite finance, generate cash flows in future to meet its obligations and to earn profits in future. The ability of the Group to continue as a going concern is solely dependent on the successful outcome of these conditions, which are not wholly within the control of the Group.

The Management of the Parent Company has prepared the statement on a going concern basis based on their assessment of the successful outcome of the debt resolution which will enhance the Parent Company and VSSL's viability.

**b) Refer Note 6 to the Statement regarding accounting for transfer of Special Steel Undertaking**, pursuant to the Scheme of Arrangement ("the scheme") approved by the Hon'ble National Company Law Tribunal vide its order dated July 8, 2019, all the assets and liabilities of the Special Steel Undertaking of VISA Steel Limited ("transferor Company") has been transferred to and vested in VISA Special Steel Limited, (a wholly owned step down subsidiary) ("transferee Company") on a going concern basis from April 1, 2013 being the appointed date. Effective date of the scheme is July 13, 2019 being the date on which certified copy of the order sanctioning the said scheme is filed with the Registrar of Companies, Cuttack.

To give the impact of the NCLT Order, the Consolidated Financial Statements of the Parent Company and VSSL for the year ended March 31, 2019 were revised and the same were approved by the Board of Directors in their respective meeting held on October 18, 2019 and audited by us on which we have issued our audit report dated October 18, 2019 and same were approved by the members in their meeting held on December 23, 2019.

On January 17, 2020, Hon'ble Supreme Court of India vide its ex-parte order in Civil Appeal No. 56 of 2020 filed by State Bank of India, has ordered issuance of notice and in the meanwhile stayed the aforesaid NCLT Order. The NCLT Order had been given effect to and stood implemented by the Company prior to January 17, 2020. The NCLT Order sanctioning the schemes does not have any impact on the Consolidated Financial results of the Group.

Our conclusion is not qualified in respect of above matters.



## Other Matters

8. We did not review the financial information / financial results of three subsidiaries whose financial information / financial results, which have not been reviewed by their auditors, reflect total revenue of Rs. Nil and Rs. Nil, net loss of Rs.0.00\* million and Rs.0.02 million, total comprehensive income (comprising of loss and other comprehensive income) of Rs. (0.00\*) million and Rs. (0.02) million for the quarter ended December 31, 2021 and for the period from April 1, 2021 to December 31, 2021 respectively as considered in the consolidated financial results. The statement also includes the Group's share of net profit of Rs. 0.03 million for the period April 01 2021 to December 31, 2021, in respect of one joint venture, which have not been reviewed by their auditors, and whose financial information / financial result have not been reviewed by us. The unaudited financial results / financial information have been approved and furnished to us by the management of the respective subsidiary / joint venture companies. According to the information and explanation given by the management of the Parent Company, these financial information are not material to the group.

Our conclusion is not qualified in respect of above matter.

\*represent figures below the rounding convention used in the results.



For Singhi & Co.  
Chartered Accountants  
Firm Registration No.302049E

A handwritten signature in black ink that reads "Rahul Bothra" with a small "A" below it.

(Rahul Bothra)  
Partner

Membership No.067330  
UDIN: 22067330ACCDIS8883

Place: Kolkata

Dated: February 14, 2022

# VISA STEEL

## VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

Registered Office : 11 Ekamra Kanan, Nayapalli, Bhubaneswar 751 015, Odisha

Phone: (+91-674) 2552 479, Fax: (+91-674) 2554 661

Corporate Office: VISA House, 8/10 Alipore Road, Kolkata 700 027

Phone: (+91-33) 30119 000, Fax: (+91-33) 30119 002

Website: [www.visasteel.com](http://www.visasteel.com)

Email ID for registering Investor Grievances: [cs@visasteel.com](mailto:cs@visasteel.com)

### Statement of Consolidated Unaudited Financial Results for the Quarter and Nine Months Ended 31 December 2021

(Rs in Million Except EPS)

Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31 December	30 September	31 December	31 December	31 December	31 March
		2021	2021	2020	2021	2020	2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue From operations	2,502.86	2,597.73	2,845.22	7,539.41	6,321.20	9,679.99
II	Other Income	25.32	27.78	29.84	88.85	83.43	114.46
III	<b>Total Income (I +II)</b>	<b>2,528.18</b>	<b>2,625.51</b>	<b>2,875.06</b>	<b>7,628.26</b>	<b>6,404.63</b>	<b>9,794.45</b>
IV	<b>Expenses</b>						
	Cost of materials consumed	1,740.13	1,748.60	2,129.73	5,301.98	4,315.78	6,456.02
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	14.64	90.19	(112.75)	77.52	(196.01)	13.80
	Employee benefit expense	106.05	111.38	106.55	329.39	293.76	406.85
	Finance costs	53.98	52.77	41.98	154.50	123.29	169.88
	Depreciation and amortization expense	215.99	189.48	323.58	643.64	968.36	1,284.62
	Other expenses	574.09	713.02	784.65	1,899.96	2,157.97	2,872.86
	<b>Total expenses (IV)</b>	<b>2,704.88</b>	<b>2,905.44</b>	<b>3,273.74</b>	<b>8,406.99</b>	<b>7,663.15</b>	<b>11,204.03</b>
V	<b>Profit/(Loss) before exceptional items and share of net profit of investment accounted using equity method and tax (III-IV)</b>	<b>(176.70)</b>	<b>(279.93)</b>	<b>(398.68)</b>	<b>(778.73)</b>	<b>(1,258.52)</b>	<b>(1,409.58)</b>
VI	Share of net profit of Investments accounted using Equity Method	0.03	-	(0.01)	0.03	(0.01)	0.06
VII	<b>Profit/(Loss) before exceptional items and tax (V-VI)</b>	<b>(176.67)</b>	<b>(279.93)</b>	<b>(398.69)</b>	<b>(778.70)</b>	<b>(1,258.53)</b>	<b>(1,409.52)</b>
VIII	Exceptional items	-	-	-	-	-	10,563.22
IX	<b>Profit/(Loss) before tax (VII-VIII)</b>	<b>(176.67)</b>	<b>(279.93)</b>	<b>(398.69)</b>	<b>(778.70)</b>	<b>(1,258.53)</b>	<b>(11,972.74)</b>
X	Tax Expenses	-	-	-	-	-	-
XI	<b>Profit/(Loss) for the period (IX-X)</b>	<b>(176.67)</b>	<b>(279.93)</b>	<b>(398.69)</b>	<b>(778.70)</b>	<b>(1,258.53)</b>	<b>(11,972.74)</b>
XII	Other comprehensive income						
	A (i) Items that will not be reclassified to profit or loss	(3.14)	(3.10)	(1.61)	(9.43)	(4.83)	(12.57)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B (i) Items that be reclassified to Profit and Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XIII	<b>Total Comprehensive Income for the period (XI+XII)</b>	<b>(179.81)</b>	<b>(283.03)</b>	<b>(400.30)</b>	<b>(788.13)</b>	<b>(1,263.36)</b>	<b>(11,985.31)</b>
XIV	<b>Total Profit/(Loss) for the year attributable to</b>						
	Owner of the company	(176.67)	(279.93)	(398.69)	(778.70)	(1,258.53)	(11,972.74)
	Non Controlling Interest	-	-	-	-	-	-
XV	<b>Other comprehensive income attributable to</b>						
	Owner of the company	(3.14)	(3.10)	(1.61)	(9.43)	(4.83)	(12.57)
	Non Controlling Interest	-	-	-	-	-	-
XVI	<b>Total Comprehensive Income/(Loss) attributable to</b>						
	Owner of the company	<b>(179.81)</b>	<b>(283.03)</b>	<b>(400.30)</b>	<b>(788.13)</b>	<b>(1,263.36)</b>	<b>(11,985.31)</b>
	Non Controlling Interest	-	-	-	-	-	-
XVII	Paid up equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90
XVIII	Other Equity						(24,621.18)
XIX	<b>Earnings per equity share (of Rs.10/- each)</b>						
	1) Basic	(1.53)	(2.42)	(3.44)	(6.73)	(10.87)	(103.40)
	2) Diluted	(1.53)	(2.42)	(3.44)	(6.73)	(10.87)	(103.40)



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Consolidated Segment Wise Revenue, Results, Assets and Liabilities For the Quarter Ended and Nine Month Ended 31 December 2021 (Refer Note 3 below)

Sl. No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31 December	30 September	31 December	31 December	31 December	31 March
		2021	2021	2020	2021	2020	2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1)	<b>Segment Revenue</b>						
	a) Special Steel	723.20	562.11	1,297.76	2,906.99	2,691.65	4,408.03
	b) Ferro Alloys	1,841.86	2,061.70	1,655.37	4,790.72	3,862.51	5,583.09
	<b>Total</b>	<b>2,565.06</b>	<b>2,623.81</b>	<b>2,953.13</b>	<b>7,697.71</b>	<b>6,554.16</b>	<b>9,991.12</b>
	Less: Inter-Segment Revenue	62.20	26.08	107.91	158.30	232.96	311.13
	<b>Net Sales / Income From Operations</b>	<b>2,502.86</b>	<b>2,597.73</b>	<b>2,845.22</b>	<b>7,539.41</b>	<b>6,321.20</b>	<b>9,679.99</b>
2)	<b>Segment Results</b>						
	Profit / (Loss) before tax and interest from Each segment						
	a) Special Steel	(50.30)	(151.12)	(183.83)	(325.92)	(567.53)	(650.68)
	b) Ferro Alloys	(72.39)	(76.04)	(172.88)	(298.28)	(567.71)	(588.96)
	<b>Total</b>	<b>(122.69)</b>	<b>(227.16)</b>	<b>(356.71)</b>	<b>(624.20)</b>	<b>(1,135.24)</b>	<b>(1,239.64)</b>
	Less: Exceptional Items						
	a) Special Steel	-	-	-	-	-	8,412.05
	b) Ferro Alloys	-	-	-	-	-	2,151.17
	Less: Finance costs	53.98	52.77	41.98	154.50	123.29	169.88
	<b>Total Profit / (Loss) Before Tax</b>	<b>(176.67)</b>	<b>(279.93)</b>	<b>(398.69)</b>	<b>(778.70)</b>	<b>(1,258.53)</b>	<b>(11,972.74)</b>
3)	<b>Segment Assets</b>						
	a) Special Steel	6,769.27	6,784.42	15,924.90	6,769.27	15,924.90	7,048.20
	b) Ferro Alloys	11,032.04	11,613.78	13,680.10	11,032.04	13,680.10	11,477.83
	<b>Total Assets</b>	<b>17,801.31</b>	<b>18,398.20</b>	<b>29,605.00</b>	<b>17,801.31</b>	<b>29,605.00</b>	<b>18,526.03</b>
4)	<b>Segment Liabilities</b>						
	a) Special Steel	764.75	729.89	1,158.15	764.75	1,158.15	799.50
	b) Ferro Alloys	2,099.87	2,527.93	1,886.81	2,099.87	1,886.81	1,966.38
	c) Unallocated	39,188.08	39,211.97	39,301.36	39,188.08	39,301.36	39,223.43
	<b>Total Liabilities</b>	<b>42,052.70</b>	<b>42,469.79</b>	<b>42,346.32</b>	<b>42,052.70</b>	<b>42,346.32</b>	<b>41,989.31</b>



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## Notes :

- 1 As on 31 December 2021, VISA Steel Group ("the Group") comprises the Parent Company i.e. VISA Steel Limited, its four subsidiaries (including two step down subsidiaries) and one Joint Venture Company.
- 2 The above unaudited Consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Parent Company at their respective meetings held on 14 February 2022. The statutory auditors have conducted the limited review of the above Consolidated unaudited financial results.
- 3 The Group has identified operating segments namely "Ferro Alloys" and "Special Steel" and has disclosed segment information accordingly.
- 4 The Group has incurred net loss during the quarter ended 31 December 2021 which has adversely impacted the net worth of the Group. The Group's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the Group's control. It is expected that the overall financial health of the Group would improve after debt resolution and improvement in availability of working capital. Accordingly, the Group has prepared the financial results on the basis of going concern assumption. The statutory auditors have also drawn attention to the above matter without qualifying their observation in their Review Report.
- 5 The secured debt of the Parent Company and a step down subsidiary i.e. VISA Special Steel Limited (VSSL) have been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012 and accordingly, the Parent Company and VSSL has stopped providing further interest in its books effective 1 April 2016. The amount of interest expenses not provided for is estimated at Rs. 828 Million for the quarter ended 31 December 2021 and the accumulated interest not provided as on 31 December 2021 is estimated at Rs. 20,699.35 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- 6 Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal, Cuttack bench vide its Order dated 8 July 2019 (NCLT Order) and filing of the certified copy thereof with Registrar of Companies, Cuttack on 13 July 2019, the Scheme of Arrangement became effective on and from 13 July 2019 and the Parent Company's Special Steel Undertaking stood transferred to and vested in VSSL on and from the Appointed Date of the Scheme being 1 April 2013. The Hon'ble Supreme Court vide its ex-parte order dated 17 January 2020 in Civil Appeal (Civil) No 56 of 2020 (State Bank of India vs VISA Steel Ltd & Anr) has directed issuance of notice and in the meantime stayed the aforesaid NCLT Order. Since the NCLT Order had been given effect to and stood implemented by the Group prior to 17 January 2020, the Group is dealing with the aforesaid Civil Appeal before the Hon'ble Supreme Court in consultation with its Advocates. The NCLT Order does not have any impact in the unaudited Consolidated Financial results of the Group.
- 7 SBI had filed an application before Hon'ble National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC) against the Parent Company, which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed NCLT to restore the application and proceed further in accordance with law. The order of NCLAT has been challenged by the Parent Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same has been admitted on 9 September 2021. Oriental Bank of Commerce, since merged with Punjab National Bank, has filed an application before NCLT for initiating CIRP under IBC against the Parent Company. The Parent Company is dealing with the above in consultation with its Advocates.
- 8 The Group has assessed the impact of COVID-19 pandemic and no material adjustments required in this financial result.
- 9 Previous year/period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1 April 2021.



By Order of the Board  
For VISA Steel Limited

Vishal Agarwal

Vice Chairman & Managing Director

DIN 00121539

Date: 14 February 2022

Place: Kolkata