

VISA

VISA STEEL LIMITED

VISA STEEL

CORPORATE OFFICE
VISA HOUSE
8/10, ALIPORE ROAD
KOLKATA - 700 027
Tel : +91-33 3011 9000
Fax : +91-33 3011 9002
Website : www.visasteel.com
CIN NO : L51109OR1996PLC004601

13 November 2017

BSE Limited 25 Floor P J Towers Dalal Street, Mumbai 400 001 BSE Scrip Code: 532721	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra – Kurla Complex, Bandra (E) Mumbai 400 051 NSE SYMBOL: VISASTEEL
--	---

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,

Pursuant to the Regulations 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Standalone Unaudited Financial Results of the Company for the quarter and six months ended 30 September 2017, duly reviewed by the Statutory Auditors together with copy of Limited Review Report of the Company for the quarter and six months ended 30 September 2017, issued by them.

Further, the Meeting commenced at 1245 Hours and concluded at 1400 Hours.

This is for your information.

Thanking You,
For VISA Steel Limited

Sudhir K. Banthiya

Sudhir Kumar Banthiya
Company Secretary &
Compliance Officer
F8460

Lovelock & Lewes

Chartered Accountants

The Board of Directors
VISA Steel Limited
VISA House
8/10 Alipore Road
Kolkata 700027

1. We have reviewed the unaudited financial results of VISA Steel Limited (the "Company") for the quarter ended September 30, 2017 which are included in the accompanying Statement of Standalone Unaudited Financial Results for the Quarter and Six Months Ended 30 September, 2017 and the Statement of Standalone Assets and Liabilities as on that date together with the notes thereon (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015"), which has been initialled by us for identification purposes. The Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement.
3. A review is limited primarily to inquiries of company 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.
4. We draw your attention to Note 5 to the Statement with regard to non – recognition of interest expense amounting to Rs. 13,237.75 Lakhs on the borrowings of the Company for the quarter ended September 30, 2017 which is not in accordance with the requirements of Ind AS 23: Borrowing Cost read with Ind AS 109: Financial Instruments.

Had the aforesaid interest expense been recognised, Finance costs for the quarter ended September 30, 2017 would have been Rs. 13,801.94 Lakhs instead of the reported amount of Rs. 564.19 Lakhs; Total Expenses for the quarter ended September 30, 2017 would have been Rs. 55,011.99 Lakhs instead of Rs. 41,774.24 Lakhs; Loss before exceptional items and tax for the quarter ended September 30, 2017 would have been Rs. 17,074.89 Lakhs instead of the reported amount of Rs. 3,837.14 Lakhs; Loss before tax for the quarter ended September 30, 2017 would have been Rs. 17,074.89 Lakhs instead of the reported amount of Rs. 3,837.14 Lakhs; Net Loss after tax for the quarter ended September 30, 2017 would have been Rs. 17,074.89 Lakhs instead of the reported amount of Rs. 3,837.14 Lakhs; Total Comprehensive Income for the quarter ended September 30, 2017 would have been Rs. (17,080.69) Lakhs instead of the reported amount of Rs. (3,842.94) Lakhs and Loss Per Share for the quarter ended September 30, 2017 would have been Rs. 15.52 instead of the reported amount of Rs. 3.49 Other Equity and Other Current Financial Liabilities as at September 30, 2017 would have been Rs. (98,383.97) Lakhs and Rs. 1,79,311.46 Lakhs instead of the reported amount of Rs. (85,146.22) Lakhs and Rs. 1,66,073.71 Lakhs respectively.



Lovelock & Lewes, Plot No. Y 14, Block EP, Sector V, Salt Lake Electronic Complex, Bidhan Nagar
Kolkata - 700 091
T: +91 (33) 44001111 / 44662000, F: +91 (33) 44043065

Lovelock & Lewes

Chartered Accountants

The Board of Directors of VISA Steel Limited

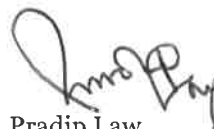
Report on review of Unaudited Financial Results for the quarter ended September 30, 2017

Page 2 of 2

5. Based on our review conducted as above, except for the matter referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 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) Note 4 to the Statement regarding the preparation of the Statement on going concern basis. The Company has incurred a net loss of Rs. 3,837.14 Lakhs during the quarter ended September 30, 2017 and as of that date, the Company's current liabilities exceeded its current assets and the Company's net worth has also been eroded. These conditions along with other matters as set forth in the aforesaid Note, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.
 - (b) Note 7 to the Statement regarding the accounting for amalgamation of VISA Bao Ltd, the erstwhile subsidiary of the VISA Steel Ltd with the Company in accordance with the Scheme of Amalgamation approved by National Company Law Tribunal vide its order dated October 12, 2017 in the financial statements of the Company for the year ended March 31, 2017. As specified in the said scheme, the Company has recorded net assets of the Transferor Companies at their respective fair values with effect from the appointed date of April 1, 2015. This accounting treatment is not in accordance with the pooling of interest method as prescribed under Ind AS 103 - Business Combination with respect to accounting for business combinations of entities under common control. Further, pursuant to the revision of the financial statements for the year ended March 31, 2017 as approved by the Board, the financial results of the Company for the quarters ended June 30, 2017 and September 30, 2016; for the six months ended September 30, 2016; and for the year ended March 31, 2017 as set out in the Statement has been revised to include the financial results/ information of VISA Bao Ltd consequent to its amalgamation with the Company.

Our conclusion is not qualified in respect of these matters.

For Lovelock & Lewes
Firm Registration Number: 301056E
Chartered Accountants



Pradip Law
Partner
Membership Number 51790

Place: Kolkata

Date: November 13, 2017

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

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

Statement of Standalone Unaudited Financial Results for the Quarter and Six Months Ended 30 September 2017

Sl. No.	Particulars	(Rs in Lakhs Except EPS)					
		Quarter Ended			Six Months Ended		Year ended
		30 September	30 June	30 September	30 September	30 September	31st March
		2017	2017	2016	2017	2016	2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
I	Revenue From operations	37,340.50	42,983.20	31,418.70	80,323.70	57,909.30	149,504.84
II	Other Income	596.60	812.69	695.83	1,409.29	1,449.06	2,803.80
III	Total Income (I +II)	37,937.10	43,795.89	32,114.53	81,732.99	59,358.36	152,308.64
IV	Expenses						
	Cost of materials consumed	25,399.70	28,583.50	18,369.70	53,983.20	34,306.10	94,179.60
	Purchases of Stock-in-Trade	-	192.90	176.80	192.90	1,412.70	6,194.00
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	1,274.50	264.40	(68.30)	1,538.90	(1,795.24)	(4,451.94)
	Excise Duty	-	2,875.10	1,938.73	2,875.10	3,606.34	9,786.66
	Employee benefit expense	1,872.85	1,871.07	1,581.07	3,743.92	3,058.19	6,404.18
	Finance costs	564.19	513.06	1,096.23	1,077.25	2,190.08	3,658.85
	Depreciation and amortization expense	3,683.38	3,785.08	3,779.33	7,468.46	7,555.88	15,042.61
	Other expenses	8,979.62	10,635.49	8,920.22	19,615.11	16,567.80	35,760.07
	Total expenses (IV)	41,774.24	48,720.60	35,793.78	90,494.84	66,901.85	166,574.03
V	Profit/(Loss) before exceptional items and tax (III-IV)	(3,837.14)	(4,924.71)	(3,679.25)	(8,761.85)	(7,543.49)	(14,265.39)
VI	Exceptional items	-	-	-	-	-	-
VII	Profit/(Loss) before tax (V-VI)	(3,837.14)	(4,924.71)	(3,679.25)	(8,761.85)	(7,543.49)	(14,265.39)
VIII	Tax Expenses	-	-	-	-	-	-
IX	Profit / (Loss) for the period (VII-VIII)	(3,837.14)	(4,924.71)	(3,679.25)	(8,761.85)	(7,543.49)	(14,265.39)
X	Other comprehensive income, Net of Income Tax						
	A (i) Items that will not be reclassified to profit or loss	(5.80)	(5.80)	3.21	(11.60)	6.42	(23.28)
	(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	-	-	-	-	-	-
XI	Total Comprehensive Income for the period (IX+X)	(3,842.94)	(4,930.51)	(3,676.04)	(8,773.45)	(7,537.07)	(14,288.67)
XII	Paid up equity Share Capital (face value of Rs.10/- each)	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00
XIII	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						(76,372.08)
XIV	Earnings per equity share (of Rs. 10/- each)						
	1) Basic	(3.49)	(4.48)	(3.34)	(7.97)	(6.86)	(12.97)
	2) Diluted	(3.49)	(4.48)	(3.34)	(7.97)	(6.86)	(12.97)



Handwritten signature



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

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

**Standalone Segment Wise Revenue, Results, Assets and Liabilities.
For the Quarter and Six Months Ended 30 September 2017 (Refer Note 3 below)**

(Rs. In Lakhs)

Sl. No.	Particulars	Quarter Ended			Six Months Ended		Year ended
		30 September	30 June	30 September	30 September	30 September	31st March
		2017	2017	2016	2017	2016	2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1)	Segment Revenue						
	a) Special Steel	20,774.57	23,669.37	14,948.33	44,443.94	26,896.57	81,201.09
	b) Ferro Alloys	16,975.30	20,262.26	17,065.13	37,237.56	31,797.96	70,678.91
	Total	37,749.87	43,931.63	32,013.46	81,681.50	58,694.53	151,880.00
	Less: Inter-Segment Revenue	409.37	948.43	594.76	1,357.80	785.23	2,375.16
	Net Sales / Income From Operations	37,340.50	42,983.20	31,418.70	80,323.70	57,909.30	149,504.84
2)	Segment Results						
	Profit / (Loss) before tax and interest from Each segment						
	a) Special Steel	(3,258.19)	(3,377.32)	(3,248.20)	(6,635.51)	(6,468.40)	(11,199.22)
	b) Ferro Alloys	575.92	(279.83)	1,436.33	296.09	2,613.79	3,943.25
	Total	(2,682.27)	(3,657.15)	(1,811.87)	(6,339.42)	(3,854.61)	(7,255.97)
	Less: i) Finance costs	564.19	513.06	1,096.23	1,077.25	2,190.08	3,658.85
	ii) Other Un-allocable Expenditure (Net off Un-allocable income)	590.68	754.50	771.15	1,345.18	1,498.80	3,350.57
	Total Profit / (Loss) Before Tax	(3,837.14)	(4,924.71)	(3,679.25)	(8,761.85)	(7,543.49)	(14,265.39)
3)	Segment Assets						
	a) Special Steel	204,736.59	208,712.66	214,777.31	204,736.59	214,777.31	216,040.51
	b) Ferro Alloys	122,549.75	110,515.15	107,893.09	122,549.75	107,893.09	115,804.72
	c) Unallocated	56,777.25	62,363.21	63,821.33	56,777.25	63,821.33	56,675.00
	Total Assets	384,063.59	381,591.02	386,491.73	384,063.59	386,491.73	388,520.23
4)	Segment Liabilities						
	a) Special Steel	21,110.91	20,305.99	13,424.52	21,110.91	13,424.52	19,653.90
	b) Ferro Alloys	23,918.90	25,801.54	28,243.69	23,918.90	28,243.69	23,422.02
	c) Unallocated	412,601.05	405,207.78	402,864.40	412,601.05	402,864.40	410,237.44
	Total Liabilities	457,630.86	451,315.31	444,532.61	457,630.86	444,532.61	453,313.36



llf



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

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

Notes:

1 Statement of Standalone Assets and Liabilities

(Rs. In Lakhs)

Particulars	As at	
	30 September	31st March
	2017	2017
	Unaudited	Audited
ASSETS		
1) Non-current Assets		
(a) Property, Plant and Equipment	297,501.39	304,560.36
(b) Capital work-in-progress	31,533.02	30,429.29
(c) Intangible Assets	19.80	18.41
(d) Financial Assets		
(i) Investments	2,086.45	2,086.45
(ii) Trade Receivables	-	-
(iii) Loans	2,163.52	2,035.42
(iii) Other Financial Assets	61.80	61.80
(e) Deferred Tax Assets (Net)	-	-
(f) Other Non current Assets	1,359.70	1,313.30
	334,725.68	340,505.03
2) Current Assets		
(a) Inventories	16,109.50	18,598.80
(b) Financial Assets		
(i) Investments	-	-
(ii) Trade receivables	15,756.81	14,129.65
(iii) Cash and cash equivalents	495.25	1,225.60
(iv) Bank balances [Other than (iii) above]	364.40	179.80
(v) Loans	82.00	528.13
(vi) Others Financial Assets	76.01	150.10
(c) Current Tax Assets (Net)	1,170.30	1,062.50
(d) Other current Assets	15,283.64	12,140.62
	49,337.91	48,015.20
Total Assets	384,063.59	388,520.23
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share capital	11,000.00	11,000.00
(b) Equity Share Suspense	578.95	578.95
(c) Other Equity	(85,146.22)	(76,372.08)
	(73,567.27)	(64,793.13)
LIABILITIES		
1) Non-current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	167,824.12	199,651.80
(ii) Other financial liabilities	-	-
(b) Other non current liabilities	-	-
(c) Provisions	182.66	182.50
	168,006.78	199,834.30
2) Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	83,021.70	84,288.97
(ii) Trade Payables	28,889.20	25,245.14
(ii) Other financial liabilities	166,073.71	138,082.72
(b) Other current liabilities	11,295.16	5,610.15
(c) Provisions	344.31	252.08
Current Liabilities	289,624.08	253,479.06
Total Equity and Liabilities	384,063.59	388,520.23



Handwritten signature



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

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

- 2 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13 November 2017.
- 3 The Company has identified reportable business segments namely "Special Steel" and "Ferro Alloys" and has disclosed segment information accordingly.
- 4 The Company has incurred net loss during the quarter and six months ended 30 September 2017 and the period end current liabilities exceeded
- 5 The majority of lenders have stopped charging interest on debts, since the dues from the Company have been categorised as Non-Performing Asset. The Company is in active discussion/negotiation with its lenders to restructure its debt to a sustainable level including waiver of unpaid interest. In view of the above, pending finalisation of the debt resolution plan, the Company has stopped providing interest accrued and unpaid effective 1 April 2016 in its books. The amount of interest expenses (including penal interest and charges thereof) not provided for is estimated at Rs. 13,237.75 Lakhs and Rs.26,008.55 Lakhs for the quarter ended and six months ended 30 September 2017 respectively and accordingly the same has not been considered for compilation of results of the said quarter ended and six months ended 30 September 2017 . The Statutory Auditors have qualified their Review Report in respect of this matter.
- 6 Revenue from operations for the current quarter is not comparable with previous periods, since sales are net of GST whereas in previous periods sales were gross of Excise Duty.
- 7 Pursuant to the Scheme of Amalgamation of VISA Bao Limited (VBL) with VISA Steel Limited (the Company) sanctioned by the National Company Law Tribunal, Kolkata (NCLT) vide its Order dated 12 October 2017, all the assets and liabilities of VBL stand transferred to and vested in the Company with effect from the Appointed Date of 1 April 2015. Accordingly, the financial statements for the year ended and as at 31 March 2017 had been revised, and audited by the statutory auditors, to give effect to the Scheme. The amalgamation has been accounted for in financial year 2016-17 in accordance with the Scheme sanctioned by NCLT wherein the assets and liabilities of VBL have been recorded at their fair values vis-à-vis requirement to account for such in third quarter of financial year 2017-18 at their carrying values as prescribed by Ind AS 103 : Business Combinations. As a result, the carrying amount of both Property Plant and Equipment and Other Equity as at 30 September 2017 are higher by Rs 34,075.64 Lakhs (31 March 2017 – Rs 34,861.20 Lakhs). Likewise, both depreciation and loss are higher for the quarter ended 30 September 2017 by Rs 394.92 Lakhs (30 June 2017 – Rs 390.63 Lakhs, 30 September 2016 - Rs 393.85 Lakhs), for the six months ended 30 September 2017 by Rs 785.56 Lakhs (30 September 2016 - Rs 783.41 Lakhs) and for the year ended 31 March 2017 by Rs 1,566.84 Lakhs. The aforesaid financial statements were approved by the Board of Directors at its meeting held on 9 November 2017. Further, pursuant to the revision of aforesaid annual financial statements, figures for the periods ended 30 September 2016 and for the quarter ended 30 June 2017 have also been restated to make the figures comparable. The statutory auditors have also drawn attention to above matter without qualifying their conclusion in their limited review report.

Date: 13 November 2017

Place: Kolkata



By Order of the Board
For VISA Steel Limited


Vishal Agarwal
Vice Chairman and Managing Director

