

ELECTROSTEEL CASTINGS LIMITED

H.O. : G.K. Tower, 19, Camac Street, Kolkata 700 017, India
Regd. Office : Rathod Colony, Rajgangpur, Sundergarh, Odisha 770 017
Tel : +91 33-2283 9900, 7103 4400
CIN : L27310OR1955PLC000310
Web : www.electrosteelcastings.com



13 February, 2020

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

Scrip Code: **500128**

Symbol: **ELECTCAST**

Dear Sir/Madam,

Sub: Outcome of Meeting of the Board of Directors of the Company held on 13 February, 2020

Pursuant to Regulation 30 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please be informed that the Board of Directors at its meeting held today have, inter-alia:

1. approved the Unaudited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended 31 December, 2019. In compliance with the provisions of Regulation 33 of the Listing Regulations, please find enclosed herewith, the said Financial Results, along with copies of the Limited Review Reports of the Statutory Auditors thereon. Further, pursuant to Regulation 32 of the Listing Regulations, read with SEBI Circular No. CIR/CFD/CMD1/162/2019 dated 24 December, 2019, please find enclosed herewith, the Statement of Deviation Report for the quarter ended 31 December, 2019, with respect to the Preferential Allotment of Equity Shares made by the Company on 11 October, 2019, as reviewed by the Audit Committee of the Company.
2. appointed Mr. Sunil Katial, Chief Executive Officer of the Company, as an Additional (Whole-time) Director of the Company with effect from 1 April, 2020, subject to the allotment of a valid Director Identification Number (DIN) to him by the concerned authority. Mr. Katial shall be a Whole-time Director of the Company, with effect from 1 April, 2020, for a term of 3 (three) consecutive years, subject to approval of the Shareholders of the Company at the next Annual General Meeting of the Company. In this regard, we confirm that Mr. Sunil Katial is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. Mr. Sunil Katial shall also continue to be the Chief Executive Officer of the Company.
3. noted the resignation of Mr. Mahendra Kumar Jalan, Whole-time Director of the Company, from the post of "Occupier" of the Company's Plants at Khardah, Haldia, Bansberia and Elavur with effect from 1 April, 2020. Mr. Jalan shall continue as the Whole-time Director of the Company.
4. appointed Mr. Sunil Katial to the post of "Occupier" of the Company's Plants at Khardah, Haldia, Bansberia and Elavur with effect from 1 April, 2020.

The details as required under Regulation 30 - Para A of Part A of Schedule III to the Listing Regulations with respect to change in directors and key managerial personnel is given below:

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Particulars	Mr. Sunil Katial
Reason for change	Mr. Sunil Katial is appointed as an Additional (Whole-time) Director.
Date of appointment/cessation and term of appointment	Appointed for a term of 3 (three) consecutive years with effect from 1 April, 2020, subject to approval of the Shareholders of the Company at the next Annual General Meeting of the Company.
Brief Profile	Mr. Sunil Katial, aged 63 years, is B Tech (Electrical Engineering), 1st Class from Punjab Engineering College, Chandigarh. He has an experience of over 41 years in many areas related to Steel and Power Industry. Mr. Katial had started his career in an Electrical Switchgear Company in May, 1977. Thereafter, he joined Steel Authority of India, where he served for more than 26 years. From there, Mr. Katial entered the private sector and rose to the level of CEO of a 1.3-million-ton Steel Plant in Nigeria. Thereafter, Mr. Katial took charge as the President (Operations) Global Steel Holding Ltd with Libyan Steel, Libya. Next, he worked with the Uttam Group, where he became the Director (Group Manufacturing). Thereafter, Mr. Katial was CEO of Electrosteel Steels Limited from July 2016 to October 2018. Mr. Katial has been serving as the Chief Executive Officer of the Company with effect from 29 January, 2019.
Disclosure of relationships between directors	Mr. Sunil Katial is not related to any of the other Directors of the Company.

Time of Commencement of Meeting: 1130 Hours
 Time of Conclusion of Meeting: 1347 Hours

This is for your information and records.

Thanking you.

Yours faithfully,

For Electrosteel Castings Limited


Indranil Mitra
 Company Secretary
 ICSI: A20387



Encl.: A/a



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

To,
The Board of Directors,
Electrosteel Castings Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Electrosteel Castings Limited** ("the Company") for the Quarter ended December 31, 2019 and year to date from April 01, 2019 to December 31, 2019 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") read with SEBI Circular No. CIR/CFD/CMDI /44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors in their meeting held on February 13, 2020, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133, of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
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", 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. A review is limited primarily to inquiries 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.
4. Attention is drawn to the following notes of the accompanying results:
 - a) Note no. 4 in respect to cancellation of coal block allotted to the company in earlier years and non-recognition of the claims receipt thereof & non-carrying of any adjustment in the books of accounts for the reasons stated in the note. Pending finalisation of the matter & as the matter is sub judice, disclosures as per Indian Accounting standard will be given effect on final settlement of the matter & the balances appearing in the books of accounts in respect to such coal block have been carried forward at their carrying cost and disclosed as capital work in progress, property plant & equipment, inventories and other heads of account. The impact and consequential adjustment thereof are not presently ascertainable.
 - b) Note No. 6 in respect to Company's investment amounting to Rs. 1653.76 lakhs in Electrosteel Steels Limited (ESL), the pledge of which was invoked by the lenders of ESL and the same has been set aside by the Hon'ble High Court at Calcutta. The plea of the company to release the pledge is pending before the Hon'ble Calcutta High Court. Further certain fixed assets of Elavur plant of the Company which are mortgaged in favour of a Lender of ESL, who has assigned their rights to another entity and the symbolic possession has been taken during the quarter ended June 30, 2019, has been disputed by the company as enumerated in the note. Above exposures have been carried forward at their existing carrying value & no impairment has been provided in respect to above and the impact of which is not presently ascertainable.



- c) Note no. 7 in respect to carry forward of assets amounting to Rs. 4096.46 Lakhs at existing carrying value instead of lower of its carrying amount & fair value for the reasons stated in the note. The impact and consequential adjustment thereof are not presently ascertainable.
- d) *Impacts with respect to (a), (b) & (c) above are presently not ascertainable and as such cannot be commented upon by us.*
5. Based on our review conducted as stated above, we report that, *excepting the possible effect of the matters stated above*, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material mis-statement.



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


(Gopal Jain)
Partner

Membership No.: 059147
UDIN: 20059147A AAAAF8135

Place: Kolkata
Date: 13th day of February, 2020



ELECTROSTEEL CASTINGS LIMITED
CIN: L27310OR1955PLC000310

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Website: www.electrosteelcastings.com

E-mail: companysecretary@electrosteel.com

STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31/12/2019 (Rs.in lakhs)

Particulars	3 months ended	Preceding	Corresponding 3	Year to date	Year to date	Year to date
	31/12/2019	3 months ended 30/09/2019	months ended in the previous year 31/12/2018	figures for current period ended 31/12/2019	figures for previous period ended 31/12/2018	figures for previous year ended 31/03/2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Revenue From Operations	64681.84	58332.26	63979.73	185746.06	171735.43	239060.75
2. Other Income	521.97	2322.24	1536.99	3626.01	4713.53	6413.50
3. Total income (1 + 2)	65203.81	60654.50	65516.72	189372.07	176448.96	245474.25
4. EXPENSES						
(a) Cost of materials consumed	28272.45	27562.10	32251.79	85313.36	81095.42	110588.28
(b) Purchases of Stock-in-Trade	622.74	975.56	1526.60	2292.68	4286.07	5641.66
(c) Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	1015.59	(1246.22)	(2844.93)	(1274.66)	(8610.95)	(6268.58)
(d) Employee benefits expense	4425.20	4685.52	3786.04	12941.67	11395.69	15185.11
(e) Finance costs	5049.79	6359.56	5735.20	16537.80	17772.68	22540.22
(f) Depreciation and amortization expense	1331.65	1326.63	1336.71	3935.86	4169.44	5487.27
(g) Other expenses	19326.88	19322.42	19354.18	57620.56	57323.99	79232.46
Total expenses	60044.30	58985.57	61145.59	177367.27	167432.34	232406.42
5. Profit / (Loss) before exceptional items and tax (3 - 4)	5159.51	1668.93	4371.13	12004.80	9016.62	13067.83
6. Exceptional Items	-	-	-	-	(78990.08)	(78990.08)
7. Profit / (Loss) before tax (5 - 6)	5159.51	1668.93	4371.13	12004.80	(69973.46)	(65922.25)
8. Tax expense:						
Current tax	990.35	-	0.73	990.35	2.23	2.96
Deferred tax	119.08	205.46	1535.55	2151.75	(4615.48)	(2348.31)
Related to earlier year	-	-	-	(17.75)	-	-
9. Profit / (Loss) for the period (7 - 8)	4050.08	1463.47	2834.85	8880.45	(65360.21)	(63576.90)
10. Other Comprehensive Income						
A (i) Items that will not be reclassified to profit or loss						
a) Remeasurements of the defined benefit plans	56.45	56.46	4.31	169.36	12.90	188.18
b) Equity instruments through other comprehensive income	18.05	(22.41)	(4971.67)	(4.36)	(622.52)	(623.72)
(ii) Income tax relating to items that will not be reclassified to profit or loss	(23.94)	(14.50)	(1.50)	(58.17)	(9.78)	(70.75)
B (i) Items that will be reclassified to profit or loss						
a) Effective portion of Cash flow hedge reserve	-	-	50.56	-	267.44	267.44
(ii) Income tax related to items that will be reclassified to profit or loss	-	-	(17.67)	-	(93.46)	(93.46)
Other Comprehensive Income for the period (net of tax)	50.56	19.55	(4935.97)	106.83	(445.42)	(332.31)
11. Total Comprehensive Income for the period (9 + 10)	4100.64	1483.02	(2101.12)	8987.28	(65805.63)	(63909.21)
12. Paid-up equity share capital (Face value - Re. 1/-)	4329.55	4054.82	4054.82	4329.55	4054.82	4054.82
13. Other equity excluding revaluation reserve						234154.24
14. Earnings per equity share of par value of Re. 1 each.						
(1) Basic (Rs.)	0.94	0.36	0.74	2.15	(17.17)	(16.44)
(2) Diluted (Rs.)	0.94	0.36	0.74	2.15	(17.17)	(16.44)



Notes:

1. The above financial results which have been prepared in accordance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated July 5, 2016, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 13, 2020. The above results have been subjected to Limited Review by the Statutory Auditors.
2. The Company operates mainly in one business segment viz. Pipes and all other activities revolve around the main business.
3. Due to delay in grant of forest, environment and other clearances from various authorities and execution of mining lease of an area of 192.50 ha. by the State Government of Jharkhand for iron and manganese ores at Dirsumburu in Kodilabad Reserve Forest, Saranda of West Singhbhum, Jharkhand, the validity period of letter of intent granted in this respect expired on January 11, 2017. The Company filed a writ petition before the Hon'ble High Court of Jharkhand on January 10, 2017, praying inter-alia for direction for grant of said lease in favour of the Company. The Hon'ble High Court in its order while observed, being not averse in granting relief with respect to cut off date, admitted the said petition and fixed the case for further hearing and adjudication. Pending decision of the Hon'ble High Court, Rs.4500.94 lakhs so far incurred in connection with these Mines/related facilities, have been carried forward under respective heads of fixed assets, capital work in progress and advances.
4. In pursuance of the Order dated September 24, 2014 issued by the Hon'ble Supreme Court of India (the Order) followed by the Ordinance promulgated by the Government of India, Ministry of Law & Justice (legislative department) dated October 21, 2014 (Ordinance) for implementing the Order, allotment of Parbatpur coal block (coal block/mines) to the Company which was under advanced stage of implementation, had been cancelled w.e.f. April 01, 2015. In terms of the Ordinance, the Company was allowed to continue the operations in the said block till March 31, 2015. Accordingly, the said block had been handed over to Bharat Coking Coal Limited (BCCL) as per the direction from Coal India Ltd. (CIL) with effect from April 01, 2015 and the same has been subsequently allotted to Steel Authority of India Limited (SAIL).

Following a petition filed by the Company, the Hon'ble High Court at Delhi had pronounced its judgement on March 09, 2017. Accordingly based on the said judgement, the Company has claimed Rs.153176.00 lakhs towards compensation against the said coal block, acceptance whereof is awaited. Aggrieved due to delay in acceptance of claim and on a petition filed by the Company, the Hon'ble High Court had directed the Nominated Authority under Ministry of Coal to determine the compensation. Earlier the Nominated Authority had upheld its decision of compensation already paid and the same was set aside by the Hon'ble High Court with a direction to the Nominated authority to reconsider. The Nominated authority further passed an order dated 11.11.2019 awarding an additional compensation of Rs. 180 lakhs and with a further direction to re-determine the value of certain assets by the appropriate authority. The Company has approached the Ministry of Coal to reconsider the compensation determined by the Nominated Authority vide its order dated 11.11.2019 and grant an opportunity to present its case and also exploring other possibilities.

Pending finalisation of the matter as above;

(i) Rs.128884.11 lakhs incurred pertaining to the coal block till March 31, 2015 after setting off income, stocks etc. there against as per the accounting policy then followed by the Company has been continued to be shown as freehold land, capital work in progress, other fixed assets and other respective heads of account;

(ii) Interest and other finance cost for the year ended March 31, 2016 against the fund borrowed and other expenses directly attributable in this respect amounting to Rs. 9514.74 lakhs has been considered as other recoverable under current assets; and
(iii) Compensation of Rs. 8312.34 lakhs so far received and net realisations/claims against sale of assets, advances, input credits etc. amounting to Rs. 2054.70 lakhs have been adjusted.

Disclosure as per Indian Accounting Standard and adjustments arising with respect to above will be given effect to on final acceptance/settlement of the claim.

5. In terms of the Hon'ble Supreme Court Order as referred above, North Dhadhu Coal Block, allotted in joint venture with other companies, has also been cancelled w.e.f. September 24, 2014. The Company barring initial contribution of Rs. 822.81 lakhs and Company's share of bank guarantee amounting to Rs. 2745.00 lakhs (encashment of which has been stayed by Hon'ble High Court of Jharkhand) has not made any further investments in the said joint venture company. In view of the management, the compensation to be received in terms of the "The Coal Mines (Special Provision) Ordinance 2014" is expected to cover the cost incurred by the Joint Venture Company. However as an abundant precaution, impairment in the value of the investment amounting to Rs. 822.81 lakhs in Joint venture was made in the previous year. In view of stay order by Hon'ble High Court, no provision in the share of the said bank guarantee has been considered necessary.
6. In view of non availability of fair value of shares of Electrosteel Steels Limited (ESL) due to its delisting, the Company has continued to consider the exit price as the basis of valuation of Investment in ESL, which was open till December 20, 2019. Further the notices issued by the consortium of lenders of ESL for invocation of pledge of company's investment of 17334999 equity shares of Rs. 10 each in ESL amounting to Rs. 1653.76 lakhs was set aside by the Hon'ble High Court of Calcutta. The plea of the company for release of the pledge is pending before the Hon'ble Court. Furthermore during the previous periods the party, in whose favour rights of mortgage of certain Land & Building amounting to Rs. 29558.70 lakhs of the Company situated at Elavur, Tamilnadu, were assigned by a lender of the ESL, has taken the symbolic possession of said mortgaged property and the same was contested by the Company before Madras High Court. On disposal of Company's application by the Hon'ble High Court, the Company has preferred an appeal before Commercial Appellate, Hon'ble High Court Madras and the matter is subjudice. Pending finalization of the matter, these assets have been carried forward at their carrying book value.



7. Capital work in progress and Security deposits includes a sum of Rs. 4066.42 lakhs and Rs. 30.04 lakhs respectively towards amount incurred for construction of railway siding in Haldia, West Bengal . The railway authorities had withdrawn the permission for the railway siding. On the petition filed by the company, the Hon'ble High Court at Calcutta had appointed an arbitrator to adjudicate the matter and based on the advise of the arbitrator, the company has filed its claim for compensation against which the railways has also filed their counter claim. Pending finalization of the matter , these assets have been carried forward at their existing carrying cost. The management expects to recover the entire cost incurred for the above railway siding.
8. Section 115BAA of the Income Tax 1961 has been introduced by the Taxation Laws (Amendment) Ordinance 2019 on September 20, 2019 and the same is effective from April 01, 2019. The section provides with an option to opt for lower rate of Corporate Income Tax Rate subject to certain conditions. The Company is in the process of assessing the impact of above section and hence the income tax rates as applicable for existing tax regime have been considered for these results.
9. Effective from April 1, 2019, the Company has adopted IND AS 116 "Leases" and applied the same to lease contracts existing on April 1, 2019 by using modified retrospective approach. By application of the standard the "Right of Use" (ROU) has been created with corresponding Lease Liability with due adjustment. The impact of application of IND AS 116 on the statement of Profit and Loss is not significant on the quarter and nine month ended December 31, 2019. Comparatives for previous quarter/period have not been retrospectively adjusted.
10. Previous periods' figures have been regrouped/rearranged wherever necessary.



For ELECTROSTEEL CASTINGS LIMITED


Umang Kejriwal
Managing Director
(DIN: 000065173)

Kolkata
February 13, 2020

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

To,
The Board of Directors,
Electrosteel Castings Limited

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of **Electrosteel Castings Limited** the ("Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as the 'Group'), and its share of the net profit after tax and total comprehensive income of its associates and joint ventures for the quarter ended December 31, 2019 and year to date from April 1, 2019 to December 31, 2019 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors in their meeting held on February 13, 2020, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133, of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
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", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Name of the Subsidiaries	
Electrosteel Trading S.A. Spain	Electrosteel Algeria SPA
Electrosteel Castings Gulf FZE	Electrosteel Castings (UK) Limited
Electrosteel Doha for Trading LLC	Electrosteel USA, LLC
Electrosteel Brasil Ltd. Tubos e Conexoes Duteis	WaterFab LLC (acquired 100% share capital through wholly owned subsidiary Electrosteel USA, LLC)
Electrosteel Bahrain Holding Company S.P.C	Electrosteel Bahrain Trading W.L.L (Subsidiary of Electrosteel Bahrain Holding Company S.P.C)
Electrosteel Europe S.A.	
Name of the Associate companies	
Srikalahasthi Pipes Limited	Electrosteel Thermal Power Limited (Disposed off on August 1, 2019)
Name of the Joint Venture Companies	
North Dhadhu Mining Company Private Limited (Refer note 10 below)	Domco Private Limited (Refer note 11 below)



5. Attention is drawn to the following notes of the accompanying results:
- a) Note no. 4 in respect to cancellation of coal block allotted to the company in earlier years and non-recognition of the claims receipt thereof & non-carrying of any adjustment in the books of accounts for the reasons stated in the note. Pending finalization of the matter & as the matter is sub judice, disclosures as per Indian Accounting standard will be given effect on final settlement of the matter & the balances appearing in the books of accounts in respect to such coal block have been carried forward at their carrying cost and disclosed as capital work in progress, property plant & equipment, inventories and other heads of account. The impact and consequential adjustment thereof are not presently ascertainable.
 - b) Note No. 6 in respect to Company's investment amounting to Rs. 1653.76 lakhs in Electrosteel Steels Limited (ESL), the pledge of which was invoked by the lenders of ESL and the same has been set aside by the Hon'ble High Court at Calcutta. The plea of the company to release the pledge is pending before the Hon'ble Calcutta High Court. Further certain fixed assets of Elavur plant of the Company which are mortgaged in favour of a Lender of ESL, who has assigned their rights to another entity and the symbolic possession has been taken during the quarter ended June 30, 2019, has been disputed by the company as enumerated in the note. Above exposures have been carried forward at their existing carrying value & no impairment has been provided in respect to above and the impact of which is not presently ascertainable.
 - c) Note no. 7 in respect to carry forward of assets amounting to Rs. 4096.46 Lakhs at existing carrying value instead of lower of its carrying amount & fair value for the reasons stated in the note. The impact and consequential adjustment thereof are not presently ascertainable.
 - d) *Impacts with respect to (a), (b) & (c) above are presently not ascertainable and as such cannot be commented upon by us.*
6. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors and management certified accounts referred to in paragraph 7 and 8 below, we report that, *excepting the possible effect of the matters stated in paragraph 5 above*, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation read with Circular, including the manner in which it is to be disclosed, or that it contains any material mis-statement.
7. We did not review the interim financial results & other financial information in respect of two subsidiaries included in this consolidated unaudited financial results, whose interim financial results reflects Group's share of total assets of Rs. 47715.59 lakhs as at December 31, 2019, Group's share of total revenue of Rs. 16927.06 lakhs & Rs. 49443.58 lakhs, Group's share of total net profit after tax of Rs. 457.27 lakhs & Rs. 963.27 lakhs, Group's share of other comprehensive income of Rs. 263.95 lakhs & Rs. 274.86 lakhs for the quarter & nine months ended December 31, 2019 respectively, and interim financial results & financial information in respect to group's share of net profit after tax of Rs. 5422.23 Lakhs and other comprehensive loss of Rs. (5.57) lakhs in respect of one associate for the nine months ended 31st December, 2019, as considered in the consolidated unaudited financial results. These financial results have been reviewed by other auditors and whose reports have been furnished to us by the management. Our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and the associate is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the statement is not modified in respect of the above matter.



8. These subsidiaries are located outside India whose interim financial results have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding's management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding and reviewed by us.
9. The statement includes the interim financial results of nine subsidiaries (including two step down subsidiaries) whose interim financial results reflects Group's share of total assets of Rs. 27341.56 lakhs as at December 31, 2019, Group's share of total revenues of Rs. 9395.97 lakhs & Rs. 25618.43 lakhs, Group's share of total net profit after tax of Rs. (235.45) lakhs & Rs. 410.37 lakhs, Group's share of other comprehensive income of Rs. 221.20 lakhs & Rs. 263.86 lakhs for the quarter & nine months ended December 31, 2019 respectively, which have not been reviewed by their auditors and have been certified by the management. According to the information and explanations given to us by the Management, these financial results are not material to the group. Our conclusion on the Statement is not modified in respect of the above matter.
10. As stated in Note No. 5 of the unaudited consolidated financial results, the investment in North Dhadhu Mining Company Private Limited, a Joint Venture of the Holding Company, has been fully provided in the books. In view of this the results of North Dhadhu Mining Company Private Limited have not been incorporated in the results.
11. As stated in Note No. 10 of the unaudited consolidated financial results, the financial statements of Domco Private Limited, a joint venture, have not been consolidated in the results, due to non availability of the Statements as required in terms of IND AS-28 on "Investments in Associates and Joint Ventures".



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


(GOPAL JAIN)

Partner

Membership No. 59147

UDIN: 20059147A AAAAG3320

Place: Kolkata

Date: 13th day of February, 2020



ELECTROSTEEL CASTINGS LIMITED
CIN: L27310OR1955PLC000310

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(Rs.in lakhs)

STATEMENT OF CONSOLIDATED UNAUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31/12/2019

Particulars	3 months ended 31/12/2019	Preceding 3 months ended 30/09/2019	Corresponding 3 months ended in the previous year 31/12/2018	Year to date figures for current period ended 31/12/2019	Year to date figures for previous period ended 31/12/2018	Year to date figures for previous year ended 31/03/2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Revenue From Operations	69250.86	65263.28	71103.91	199840.64	193574.36	269943.64
2. Other Income	728.90	1274.72	1626.73	2840.24	3993.88	5690.94
3. Total income (1 + 2)	69979.76	66538.00	72730.64	202680.88	197568.24	275634.58
4. EXPENSES						
(a) Cost of materials consumed	28272.45	27562.10	32251.79	85313.36	81095.42	110588.28
(b) Purchases of Stock-in-Trade	4553.71	2895.38	4153.85	11095.13	12869.90	15156.64
(c) Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	(2409.26)	(2390.08)	(2815.72)	(9668.09)	(9262.84)	(5209.81)
(d) Employee benefits expense	5838.16	6015.06	5168.46	17019.79	15499.59	20862.25
(e) Finance costs	5266.70	6581.01	5956.26	17173.70	18436.86	23464.52
(f) Depreciation and amortization expense	1418.05	1409.56	1424.61	4188.76	4423.75	5851.40
(g) Other expenses	22770.93	22901.90	21859.39	67375.72	64558.40	83068.03
Total expenses	65710.74	64974.93	67998.64	192498.37	187621.08	259791.31
5. Profit / (Loss) before exceptional items and tax (3 - 4)	4269.02	1563.07	4732.00	10182.51	9947.16	15843.27
6. Exceptional Items	-	-	-	-	(18397.20)	(18397.20)
7. Profit / (Loss) before tax (5 + 6)	4269.02	1563.07	4732.00	10182.51	(8450.04)	(2553.93)
8. Tax expense:						
Current tax	1047.50	30.82	161.48	1115.73	248.36	537.80
Deferred tax	120.35	205.39	1534.65	2152.51	(4605.00)	(2337.65)
Related to earlier year	-	-	-	(17.75)	-	-
9. Profit/(Loss) after tax (7-8)	3101.17	1326.86	3035.87	6932.02	(4,093.40)	(754.06)
10. Add:- Share of Profit/(Loss) in Associates and Joint Venture	2796.55	1246.26	1292.37	5422.16	3143.76	4619.89
11. Profit/(Loss) for the period (9+10)	5897.72	2573.12	4328.24	12354.18	(949.64)	3965.81
12. Profit/(Loss) for the period attributable to:						
- Owners of the Parent	5884.72	2568.72	4318.52	12330.20	(987.97)	3817.06
- Non-Controlling Interest	13.00	4.40	9.72	23.98	38.33	48.75
13. Other Comprehensive Income						
A (i) Items that will not be reclassified to profit and loss						
a) Remeasurements of the defined benefit plans	56.45	56.46	4.31	169.36	12.90	188.18
b) Equity instruments through other comprehensive income	18.05	(22.41)	(4971.57)	(4.36)	(622.52)	(623.72)
(ii) Income tax relating to items that will not be reclassified to profit and loss	(23.94)	(14.50)	(1.50)	(58.17)	(9.78)	(70.75)
B (i) Items that will be reclassified to profit and loss						
a) Exchange differences in translating the financial statements of foreign operations	485.14	28.31	(637.33)	538.72	203.13	(30.33)
b) Effective portion of Cash flow hedge reserve	-	-	50.56	-	267.44	267.44
(ii) Income tax relating to items that will be reclassified to profit and loss	-	-	(17.67)	-	(93.46)	(93.46)
C Share of Other Comprehensive Income in Associate (net of tax)	(2.35)	(1.61)	2.32	(5.57)	6.96	(6.45)
Other Comprehensive Income for the period (net of tax)	533.35	46.25	(5570.98)	639.98	(235.33)	(369.09)
14. Other Comprehensive Income for the period attributable to:						
- Owners of the Parent	533.35	46.25	(5570.98)	639.98	(235.33)	(369.09)
- Non-Controlling Interest	-	-	-	-	-	-
15. Total Comprehensive Income for the period (11+13)	6431.07	2619.37	(1242.74)	12994.16	(1184.97)	3496.72
16. Total Comprehensive Income for the period attributable to:						
- Owners of the Parent	6418.07	2614.97	(1252.46)	12970.18	(1223.30)	3447.97
- Non-Controlling Interest	13.00	4.40	9.72	23.98	38.33	48.75
17. Paid-up equity share capital (Face value - Re. 1/-)	4329.55	4054.82	4054.82	4329.55	4054.82	4054.82
18. Other equity excluding revaluation reserve						259797.79
19. Earnings per equity share of per value of Re. 1 each.						
(1) Basic (Rs.)	1.37	0.63	1.07	2.98	(0.24)	0.99
(2) Diluted (Rs.)	1.37	0.63	1.07	2.98	(0.24)	0.99



Notes:

1. The above consolidated financial results which have been prepared in accordance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), have been reviewed by the the Audit Committee and approved by the Board of Directors at their meeting held on February 13, 2020. The consolidated results for the quarter and nine month ended December 31, 2019 have been subjected to Limited Review by the Statutory Auditors of the group.
2. The group operates mainly in one business segment viz. Pipes and all other activities revolve around the main business.
3. Due to delay in grant of forest, environment and other clearances from various authorities and execution of mining lease of an area of 192.50 ha. by the State Government of Jharkhand for iron and manganese ores at Dirsumburu in Kodilabad Reserve Forest, Saranda of West Singhbhum, Jharkhand, the validity period of letter of intent granted in this respect expired on January 11, 2017. The parent company filed a writ petition before the Hon'ble High Court of Jharkhand on January 10, 2017, praying inter-alia for direction for grant of said lease in favour of the parent company. The Hon'ble High Court in its order while observed, being not averse in granting relief with respect to cut off date, admitted the said petition and fixed the case for further hearing and adjudication. Pending decision of the Hon'ble High Court, Rs.4500.94 lakhs so far incurred in connection with these Mines/related facilities, have been carried forward under respective heads of fixed assets, capital work in progress and advances.
4. In pursuance of the Order dated September 24, 2014 issued by the Hon'ble Supreme Court of India (the Order) followed by the Ordinance promulgated by the Government of India, Ministry of Law & Justice (legislative department) dated October 21, 2014 (Ordinance) for implementing the Order, allotment of Parbatpur coal block (coal block/mines) to the Company which was under advanced stage of implementation, had been cancelled w.e.f. April 01, 2015. In terms of the Ordinance, the Company was allowed to continue the operations in the said block till March 31, 2015. Accordingly, the said block had been handed over to Bharat Coking Coal Limited (BCCL) as per the direction from Coal India Ltd. (CIL) with effect from April 01, 2015 and the same has been subsequently allotted to Steel Authority of India Limited (SAIL).

Following a petition filed by the Company, the Hon'ble High Court at Delhi had pronounced its judgement on March 09, 2017. Accordingly based on the said judgement, the Company has claimed Rs.153176.00 lakhs towards compensation against the said coal block, acceptance whereof is awaited. Aggrieved due to delay in acceptance of claim and on a petition filed by the Company, the Hon'ble High Court had directed the Nominated Authority under Ministry of Coal to determine the compensation. Earlier the Nominated Authority had upheld its decision of compensation already paid and the same was set aside by the Hon'ble High Court with a direction to the Nominated authority to reconsider. The Nominated authority further passed an order dated 11.11.2019 awarding an additional compensation of Rs. 180 lakhs and with a further direction to re-determine the value of certain assets by the appropriate authority. The Company has approached the Ministry of Coal to reconsider the compensation determined by the Nominated Authority vide its order dated 11.11.2019 and grant an opportunity to present its case and also exploring other possibilities.

Pending finalisation of the matter as above;

(i) Rs.128884.11 lakhs incurred pertaining to the coal block till March 31, 2015 after setting off income, stocks etc. there against as per the accounting policy then followed by the parent company has been continued to be shown as freehold land, capital work in progress, other fixed assets and other respective heads of account;

(ii) Interest and other finance cost for the year ended March 31, 2016 against the fund borrowed and other expenses directly attributable in this respect amounting to Rs. 9514.74 lakhs has been considered as other recoverable under current assets; and

(iii) Compensation of Rs. 8312.34 lakhs so far received and net realisations/claims against sale of assets, advances, input credits etc. amounting to Rs. 2054.70 lakhs have been adjusted.

Disclosure as per Indian Accounting Standard and adjustments arising with respect to above will be given effect to on final acceptance/settlement of the claim.

5. In terms of the Hon'ble Supreme Court Order as referred above, North Dhadhu Coal Block, allotted in joint venture with other companies, has also been cancelled w.e.f. September 24, 2014. The parent Company barring initial contribution of Rs. 822.81 lakhs and its share of bank guarantee amounting to Rs. 2745.00 lakhs (encashment of which has been stayed by Hon'ble High Court of Jharkhand) has not made any further investments in the said joint venture company. In view of the management, the compensation to be received in terms of the "The Coal Mines (Special Provision) Ordinance 2014" is expected to cover the cost incurred by the Joint Venture Company. However as an abundant precaution, impairment in the value of the investment amounting to Rs. 822.81 lakhs in Joint venture was made in the previous year. In view of stay order by Hon'ble High Court, no provision in the share of the said bank guarantee has been considered necessary. In view of the provision made during the quarter ended March 19, the performance of the joint venture company has not been consolidated during the quarter and nine month ended December 19.
6. In view of non availability of fair value of shares of Electrosteel Steels Limited (ESL) due to its delisting, the group has continued to consider the exit price as the basis of valuation of Investment in ESL, which was open till December 20, 2019. Further the notices issued by the consortium of lenders of ESL for invocation of pledge of group's investment of 17334999 equity shares of Rs. 10 each in ESL amounting to Rs. 1653.76 lakhs was set aside by the Hon'ble High Court of Calcutta. The plea of the parent company for release of the pledge is pending before the Hon'ble Court. Furthermore during the previous periods the party, in whose favour rights of mortgage of certain Land & Building amounting to Rs. 29558.70 lakhs of the parent Company situated at Elavur, Tamilnadu, were assigned by a lender of the ESL, has taken the symbolic possession of said mortgaged property and the same was contested by the Company before Madras High Court. On disposal of Company's application by the Hon'ble High Court, the Company has preferred an appeal before Commercial Appellate, Hon'ble High Court Madras and the matter is subjudice. Pending finalization of the matter, these assets have been carried forward at their carrying book value.



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7. Capital work in progress and Security deposits includes a sum of Rs. 4066.42 lakhs and Rs. 30.04 lakhs respectively towards amount incurred towards construction of railway siding in Haldia, West Bengal. The railway authorities had withdrawn permission for the railway siding . On the petition filed by the parent company, the Hon'ble High Court at Calcutta has appointed an arbitrator to adjudicate the matter and advised the parent company to file its claim for compensation against which the railways has also filed their counter claim. Pending finalization of the matter these assets have been carried forward at their existing carrying cost. The management expects to recover the entire cost incurred for the above railway siding.
8. Section 115BAA of the Income Tax 1961 has been introduced by the Taxation Laws (Amendment) Ordinance 2019 on September 20, 2019 and the same is effective from April 01, 2019 for Companies incorporated in India. The section provides with an option to opt for lower rate of Corporate Income Tax Rate subject to certain conditions. The parent company is in the process of assessing the impact of above section and hence the income tax rates as applicable for existing tax regime have been considered for these results.
9. Effective from April 1, 2019, the group has adopted IND AS 116 "Leases" and applied the same to lease contracts existing on April 1, 2019 by using modified retrospective approach. By application of the standard the "Right of Use (ROU)" has been created with corresponding Lease Liability with due adjustment. The impact of application of IND AS 116 on the statement of Profit and Loss is not significant on the quarter and nine month ended December 31, 2019. Comparatives for previous quarter/period have not been retrospectively adjusted.
10. The parent company has investment of Rs. 730.00 lakhs (including advance of Rs. 700.00 lakhs) in Domco Private Limited (DPL), and has joint control (proportion of ownership interest of the parent company being 50%). The other Venturers had filed a petition before the Company Law Board, Principal Bench, New Delhi (CLB) on various matters including for forfeiture of the parent company's investment in equity shares of the DPL. The parent company had also inter alia filed an arbitration proceeding under Arbitration & Conciliation Act, 1996 against recovery of the said amount against which the ventures also filed their counter claims on the parent Company. The matter is sub judice before the NCLT. Pending final outcome of the above matter, the amounts in equity shares and advance have been fully provided for in the financial statements. The other venturers since not providing the financial statements of DPL, and thereby necessary disclosures could not be provided in these financial results.
11. Previous periods' figures have been regrouped/rearranged wherever necessary.



For ELECTROSTEEL CASTINGS LIMITED

Umang Kejriwal
Managing Director
(DIN: 000065173)

Kolkata
February 13, 2020

Statement of Deviation / Variation in utilisation of funds raised

Name of listed entity	Electrosteel Castings Limited
Mode of Fund Raising	Public Issues / Rights Issues / Preferential Issues / QIP / Others
Date of Raising Funds	13 November, 2019
Amount Raised	Rs. 49,99,99,973.20
Report filed for Quarter ended	31 December, 2019
Monitoring Agency	Applicable / Not Applicable
Monitoring Agency Name, if applicable	Not Applicable
Is there a Deviation / Variation in use of funds raised	Yes / No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not Applicable
If yes, Date of Shareholder Approval	Not Applicable
Explanation for the Deviation / Variation	Not Applicable
Comments of the Audit Committee after review*	Nil
Comments of the auditors, if any	Nil

Objects for which funds have been raised and where there has been a deviation, in the following table

Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of Deviation / Variation for the quarter according to applicable object	Remarks, if any
To meet long term working capital requirements including regular capital expenditure requirements as well as for general corporate purpose of the Company	Not Applicable	The entire funds raised have been used for general corporate purpose, i.e., utilised for payment to vendors	Not Applicable	Rs. 49,99,99,973.20	Not Applicable	Nil

*The Audit Committee noted that the entire funds raised through the Preferential Issue had been used for general corporate purpose, i.e., utilised for payment to vendors. The Committee noted that there was no deviation in use of proceeds from the objects/purpose stated in the Private Placement Offer cum Application Letter and as stated in the Notice calling the Annual General Meeting at which the Shareholders had approved the said Preferential Issue.

Deviation or variation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised; or
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed; or
- (c) Change in terms of a contract referred to in the fund raising document i.e. prospectus, letter of offer, etc.




Name of Signatory: Ashutosh Agarwal

Designation: Executive Director (Group Finance) and CFO