



13th July 2021

M/s. Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400001

Scrip Code: 948574

Dear Sir,

Sub : Audited Financial Statements of the company for the Half year and year ended 31st March 2021.


We enclose herewith the Audited Financial Statements of the company for the Half year and year ended 31st March 2021 along with the Auditor's Report and Statement of Impact of Audit Qualifications, which was taken on record by the Board of Directors of the company at their meeting held today.

The Board Meeting started at 12.30 pm and concluded at 01.30 pm.

We request you to take on record the above.

Thanking You,

Yours faithfully,
For W.S. Industries (India) Limited


B. SWAMINATHAN
COMPANY SECRETARY



W.S. Industries (India) Ltd.

108, Mount Poonamallee Road, Porur, Chennai - 600 116, India

Tel : (91) - 44 - 24354754

CIN : L29142TN1961PLC004568

Dept E-mail : accounts@wsinsulators.com

Website : wsindustries.in

W.S. INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 108, Mount Poonamallee Road

Porur, Chennai 600 116

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE HALF YEAR AND YEAR ENDED 31ST MARCH 2021
(under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

₹ in Lakhs

Particulars		6 months ended 31st March 2021	Corresponding 6 months ended 31st March 2020	Year to date figures for current period ended 31st March 2021	Previous year ended 31st March 2020
		Audited			
I	Revenue from operations		14.38		20.79
II	Other Income				
III	Total Revenue (I + II)		20.79		20.79
IV	Expenses				
	Cost of materials consumed				
	Purchase of Stock-in-trade				
	Changes in Inventories of Finished Goods and work in progress and stock-in-trade				
	Excise Duty				
	Employee benefits expense	14.30	14.38	28.47	29.35
	Finance Costs	0.01 **	0.18	0.03 **	(0.19)
	Depreciation and amortisation expense	0.04	0.04	0.09	421.14
	Other Expenses	621.96	14.39	629.40	65.60
	Total expenses	636.31	28.99	657.99	515.90
V	Profit / (Loss) before exceptional and extraordinary items and tax (III - IV)	(636.31) **	(8.20)	(657.99) **	(495.11)
VI	Exceptional items				
VII	Profit / (Loss) before extraordinary items and tax (V - VI)	(636.31) **	(8.20)	(657.99) **	(495.11)
VIII	Extraordinary items				
IX	Profit before tax (VII - VIII)	(636.31) **	(8.20)	(657.99) **	(495.11)
X	Tax Expense				
XI	Profit / (Loss) for the period from continuing operations (IX-X)	(636.31) **	(8.20)	(657.99) **	(495.11)
XII	Profit / (Loss) from discontinuing operations	22.11 **@#	(5223.11)	(177.68) **@#	(5564.48)
XIII	Tax expense of discontinuing operations				
XIV	Profit / (Loss) from discontinuing operations (after tax) (XII - XIII)	22.11 **@#	(5223.11)	(177.68) **@#	(5564.48)
XV	Profit / (Loss) for the period (XI + XIV)	(614.20) **@#	(5231.31)	(835.67) **@#	(6059.59)
	Other comprehensive income				
XVI	A (i) Items that will not be reclassified to profit or loss (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 Total other comprehensive income, net of Income Tax				
XVII	Total comprehensive income for the period (XV+XVI) (comprising Profit/(Loss) and other comprehensive income for the period)	(614.20) **@#	(5231.31)	(835.67) **@#	(6059.59)
XVIII	Paid - up equity share capital (Face Value - ₹ 10/- per share)	2626.06	2626.06	2626.06	2626.06
XIX	Paid - up Debt Capital	200.00	200.00	200.00	200.00
XX	Reserves excluding Revaluation reserves as per Balance Sheet of previous accounting year				(14009.83)
XXI	Debt Redemption Reserve				
XXII	Earnings per equity share (for continuing operations)				
	1) Basic	(2.62)	(0.19)	(2.90)	(2.28)
	2) Diluted	(2.62)	(0.19)	(2.90)	(2.28)
XXIII	Earnings per equity share (for discontinued operations)				
	1) Basic	0.08	(19.89)	(0.68)	(21.19)
	2) Diluted	0.08	(19.89)	(0.68)	(21.19)
XXIV	Earnings per equity share (for discontinued and continuing operations)				
	1) Basic	(2.54)	(20.08)	(3.58)	(23.47)
	2) Diluted	(2.54)	(20.08)	(3.58)	(23.47)
XXV	Debt Equity Ratio	(0.02)	(0.03)	(0.02)	(0.03)
XXVI	Debt Service Coverage Ratio	**	**	**	**
XXVII	Interest Service Coverage Ratio	**	**	**	**

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For S B S-B AND ASSOCIATES (FRN: 012192S)

Chartered Accountants

C.A. D. Sharath Kumar

Partner

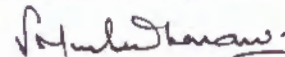
M.No. 024568



- 1 The above results were reviewed by the Audit Committee, approved and taken on record by the Board at its meeting held on 13th July 2021, in terms of Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- 2 The Company is adopting Indian Accounting Standards (Ind AS) and the financial results for the Half Year and year ended 31st March 2021 are prepared in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Companies Act, 2013 read with relevant Rules thereunder in terms of Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 issued thereunder and in terms of SEBI circular no.CIR/CFD/FAC/62/2016 dated 5th July 2016.
- 3 The figures for the Half Year ended 31st March 2021 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto the First Half year of the financial year.
- 4 The status of production and related activities remains unchanged as reported for the previous half year.
- 5 ** No Interest has been provided on the financial facilities availed from the banks/financial institutions since the company will be seeking reliefs as part of the resolution plan eventually to be finalised.
- 6 In the previous year Chennai Insulator division and Visakhapatnam Insulator division (wef 01.10.2019- 6 Months) were considered as "Discontinued Operations". For the current full year under review, Chennai Insulator division and Visakhapatnam Insulator division are being considered as "Discontinued Operations". Hence previous period figures are not comparable. Turnkey Project Business Segment is considered as "Continuing Operations" in both the years. Accordingly adjustments are shown separately in the statement of profit and loss under Ind AS 105.
- 7 The Company has partially complied with the terms of the settlement agreements executed with the secured lenders as highlighted in the annual report for the financial year ending 31st March 2019 but the company has been unable to complete the full and final settlement due in February 2019. Pursuant to the same, the Company has received latest claim letter in Feb 2021 claiming repayment of contractual dues as follows:
 - (i) ₹ 523.18 cr., from Edelweiss Asset Reconstruction Company Limited (in its capacity as Trustee of EARC SAF 1 Trust, EARC Trust SC 168, EARC Trust SC 209) as on Jan. 31, 2021,
 - (ii) ₹ 110.53 cr., from IDBI Trusteeship Service Limited (as a debenture trustee on behalf of debenture holders) as on Jan. 31, 2021 and
 - (iii) ₹ 177.40 cr., from Allium Finance Private Limited as on Jan 31, 2021.The claim amounts include interest up to the said period and other charges as provided for under the respective financing documents entered into by the company. The Company is in discussions with the secured lenders for its resolution.
- 8 @As required under Ind AS 36 Impairment amounting to ₹ 4618.93 Lakhs has been provided for the year ended 31st Mar 2021 in the books of Vizag Insulator Division (considered as discontinued operations w.e.f. 01.10.2019) with reference to Land on unexpired Lease period (as on 31st Mar 2021), Buildings on Card Rate and other fixed assets on the respective WDV basis. The provision made earlier in the year ended 31st March 2020 amounting to ₹ 4570.01 Lakhs stands reversed.
- 9 The company has additionally subscribed to 20000 Equity Shares of ₹ 10/- each fully paid up in the Subsidiary, viz., Vidagara Tech Park Private Limited during the quarter under review.
- 10 The Company has considered Electro-porcelain products and Turnkey Projects business segment as the primary segment for disclosure.
- 11 The Company clarifies that its Project business vertical is currently functioning at a low scale because of inadequacy of funds. However, the Company is evaluating various steps in connection with the re-vitalization and long term stability and growth of its Turnkey Project Business Unit which potential and opportunity exists once the balance sheet is restructured. Moreover, the continuing disruption caused by the Covid pandemic on normal business activities has delayed the progress of such evaluation. The Company is also in the process of exploring various options for effective usage of its industrial land in Chennai in compliance with various approvals and regulations based on its previous experience. These steps are intended to set the foundation for the revival of activities of the company. Hence, the company continues to prepare its Accounts and the Statement of audited financial results on a 'going concern' basis of accounting.
- 12 The lockdown and restriction of activities due to Covid-19 did not have any significant impact in the Company's overall performance during the current period, but has impacted our functioning with shutdown of our office. Due to the above, our efforts on the resolution plan has not made progress. We will be able to get a better clarity only after the lockdown is lifted and reasonable normalcy is restored.
- 13 #The liability of ₹ 4 cr., assigned by one of the erstwhile Subsidiaries to the Holding Company, now confirmed not payable, has been written back during the period under review.
- 14 Figures have been regrouped/reclassified wherever necessary, to conform to this year's classifications and as per amended schedule iii to the Companies Act, 2013 vide Notification dated 24th March 2021.

Chennai
13th July 2021

for W. S. INDUSTRIES (INDIA) LIMITED


DIRECTOR

For S B S B AND ASSOCIATES (FRN: 012192S)
Chartered Accountants

G.A.D. Sharath Kumar
Partner
M.No. 024568



W.S. INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 108, Mount Poonamallee Road
Porur, Chennai 600 116

₹ in Lakhs

Standalone Segmentwise Revenue, Results and Capital employed under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S.No.	PARTICULARS	6 months ended 31st March 2021	Corresponding 6 months ended 31st March 2020	Year to date figures for current period ended 31st March 2021	Previous year ended 31st March 2020
		Audited			
1	Segment Revenue				
	a) Electro-porcelain products				
	b) Turnkey Projects		20.79		20.79
	Total		20.79		20.79
	Less: Inter Segment Revenue				
	Net Sales/Income from Operations		20.79		20.79
2	Segment Results				
	Profit(+)/Loss(-) before Tax and Interest from each segment				
	a) Electro-porcelain products	32.36 @ #	(5168.01)	(144.01) @ #	(5945.65)
	b) Turnkey Projects	(636.30)	(8.03)	(657.96)	(41.76)
	Total	(603.94)	(5176.03)	(801.97)	(5987.41)
	Less: Interest	10.26 **	55.28	33.70 **	72.18
	Total Earnings before Tax	(614.20) **@#	(5231.31)	(835.67) **@#	(6059.59)
	Segment Assets				
	a) Electro-porcelain products	6093.91	5648.96	6093.91	5648.96
	b) Turnkey Projects	2.07	622.63	2.07	622.63
	c) Unallocated	1170.94	1070.58	1170.94	1070.58
	Total	7266.92	7342.17	7266.92	7342.17
	Segment Liabilities				
	a) Electro-porcelain products	2927.29	2935.69	2927.29	2935.69
	b) Turnkey Projects	34.92	33.66	34.92	33.66
	c) Unallocated	12367.24	11599.69	12367.24	11599.69
	Total	15329.45	14569.04	15329.45	14569.04

- The above results were reviewed by the Audit Committee, approved and taken on record by the Board at its meeting held on 13th July 2021, in terms of Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- The Company adopted Indian Accounting Standards (Ind AS) from the financial year beginning on 1st April 2017 and this financial results for the Half Year and year ended 31st March 2021 is prepared in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the companies Act, 2013 read with relevant Rules thereunder in terms of Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 issued thereunder and in terms of SEBI circular no.CIR/CFD/FAC/62/2016 dated 5th July 2016.
- The figures for the Half Year ended 31st March 2021 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto the First Half year of the financial year.
- The status of production and related activities remains unchanged as reported for the previous half year.
- ** No Interest has been provided on the financial facilities availed from the banks/financial institutions since the company will be seeking reliefs as part of the resolution plan eventually to be finalised.
- In the previous year Chennai Insulator division and Visakhapatnam Insulator division (wef 01.10.2019- 6 Months) were considered as "Discontinued Operations". For the current full year under review, Chennai Insulator division and Visakhapatnam Insulator division are being considered as "Discontinued Operations". Hence previous period figures are not comparable. Turnkey Project Business Segment is considered as "Continuing Operations" in both the years. Accordingly adjustments are shown separately in the statement of profit and loss under Ind AS 105.
- The Company has partially complied with the terms of the settlement agreements executed with the secured lenders as highlighted in the annual report for the financial year ending 31st March 2019 but the company has been unable to complete the full and final settlement due in February 2019. Pursuant to the same, the Company has received latest claim letter in Feb 2021 claiming repayment of contractual dues as follows:
 - ₹ 523.18 cr., from Edelweiss Asset Reconstruction Company Limited (in its capacity as Trustee of EARC SAF 1 Trust, EARC Trust SC 168, EARC Trust SC 209) as on Jan. 31 2021
 - ₹ 110.53 cr., from IDBI Trusteeship Service Limited (as a debenture trustee on behalf of debenture holders) as on Jan. 31, 2021 and
 - ₹ 177.40 cr., from Allium Finance Private Limited as on Jan 31, 2021.
 The claim amounts include interest up to the said period and other charges as provided for under the respective financing documents entered into by the company. The Company is in discussions with the secured lenders for its resolution.
- @As required under Ind AS 36 Impairment amounting to ₹ 46,18,92,865/- has been provided for the year ended 31st Mar 2021 in the books of Vizag Insulator Division (considered as discontinued operations w.e.f. 01.10.2019) with reference to Land on unexpired Lease period (as on 31st Mar 2021), Buildings on Card Rate and other fixed assets on the respective WDV basis. The provision made earlier in the year ended 31st March 2020 amounting to ₹ 45,70,00,720/- stands reversed.
- The company has additionally subscribed to 20000 Equity Shares of ₹ 10/- each fully paid up in the Subsidiary, viz., Vidagara Tech Park Private Limited during the quarter under review.
- The Company has considered Electro-porcelain products and Turnkey Projects business segment as the primary segment for disclosure.
- The Company clarifies that its Project business vertical is currently functioning at a low scale because of inadequacy of funds. However, the Company is evaluating various steps in connection with the re-vitalization and long term stability and growth of its Turnkey Project Business Unit which potential and opportunity exists once the balance sheet is restructured.

Moreover, the continuing disruption caused by the Covid pandemic on normal business activities has delayed the progress of such evaluation. The Company is also in the process of exploring various options for effective usage of its industrial land in Chennai in compliance with various approvals and regulations based on its previous experience.

These steps are intended to set the foundation for the revival of activities of the company. Hence, the company continues to prepare its Accounts and the Statement of audited financial results on a 'going concern' basis of accounting.
- The lockdown and restriction of activities due to Covid-19 did not have any significant impact in the Company's overall performance during the current period, but has impacted our functioning with shutdown of our office. Due to the above, our efforts on the resolution plan has not made progress. We will be able to get a better clarity only after the lockdown is lifted and reasonable normalcy is restored.
- #The liability of ₹ 4 cr., assigned by one of the erstwhile Subsidiaries to the Holding Company, now confirmed not payable, has been written back during the period under review.
- Figures have been regrouped/reclassified wherever necessary, to conform to this year's classifications and as per amended schedule iii to the Companies Act 2013 vide Notification dated 24th March 2021.

CA D. Shakti Kumar
Partner
M No. 024568

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W.S. INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 10B, Mount Poonamallee Road,

Porur, Chennai 600 116

Statement of Audited Standalone Assets and Liabilities

(under Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

₹ in Lakhs

Particulars	STANDALONE			
	As at 31 03 2021		As at 31 03 2020	
	Audited		Audited	
A ASSETS				
1. Non-Current Assets :				
(a) Property, Plant and Equipment	2.07		2.16	
(b) Capital Work in Progress				
(c) Financial Assets :				
Investments	12.00		9.00	
(d) Other Non- Current Assets	9.83		18.17	
Total Non -Current Assets		23.90		29.33
2. Current Assets :				
(a) Financial Assets :				
i. Trade Receivables	15.75		858.94	
ii. Cash and Cash Equivalents	18.39		22.16	
(b) Current Tax Assets (Net)	0.23		317.15	
(c) Other Current Assets	1130.48		704.10	
Total Current Assets		1164.85		1902.35
3. Non Current Assets held		6078.16		5410.49
TOTAL ASSETS		7266.91		7342.17
B EQUITY AND LIABILITIES				
1. Equity:				
(a) Equity Share Capital	2626.06		2626.06	
(b) Other Equity	(11963.60)		(11127.93)	
		(9337.54)		(8501.87)
2. Non Current Liabilities :				
Financial Liabilities				
Prefefence Share Capital		1275.00		1275.00
Total Non Current Liabilities		1275.00		1275.00
3. Current Liabilities :				
(a) Financial Liabilities				
i. Borrowings	11494.76		10088.76	
ii. Trade Payables	2962.21		2969.35	
iii. Other financial liabilities	43.44		30.49	
(b) Provisions	4.34		4.34	
(c) Other current liabilities	824.70		1476.10	
Total Current Liabilities		15329.45		14569.04
TOTAL EQUITY AND LIABILITIES		7266.91		7342.17

for W. S. INDUSTRIES (INDIA) LIMITED

Chennai
13th July 2021

S. Subramanian
DIRECTOR

For S B S B AND ASSOCIATES (FRN: 0121929)
Chartered Accountants

S. D. Sharath Kumar
CA. D. Sharath Kumar
Partner
M.No. 024568



W.S. INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 108, Mount Poonamallee Road, Porur, Chennai-600116

STATEMENT OF AUDITED STANDALONE CASH FLOW FOR THE YEAR ENDED 31st MARCH 2021

(under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

in ₹ Lakhs

PARTICULARS	31-Mar-21	31-Mar-20
A OPERATING ACTIVITIES:		
Profit/(loss) before tax from continuing operations	(657.98)	(495.12)
Profit/(loss) before tax from discontinued operations	(177.69)	(5564.48)
Profit/(loss) before tax	(835.67)	(6059.60)
<i>Adjustments to reconcile profit before tax to net cash flows:</i>		
Depreciation and impairment of property, plant and equipment	0.09	421.14
Net foreign exchange differences		(0.49)
Loss on disposal of property, plant and equipment		0.26
Finance costs (including fair value change in financial instruments)	0.03	0.29
Non Current Asset held - Impairment/Discarded	(667.67)	4669.90
Provision for Doubtful Debts	699.73	
<i>Working capital adjustments:</i>		
(Increase)/Decrease in trade and other receivables and prepayments	143.47	(11.78)
(Increase)/Decrease in inventories		114.33
Increase/(Decrease) in trade and other payables	(7.15)	116.27
(Increase)/Decrease in other Assets	(101.12)	(224.32)
Increase/(Decrease) in Liabilities and Provisions	(651.39)	(238.14)
Net cash flows from operating activities	(1419.68)	(1212.14)
B INVESTING ACTIVITIES:		
Proceeds from sale of property, plant and equipment		0.03
Purchase of property, plant and equipment		(1.91)
Sale of Investments in subsidiary		5.01
Acquisition/Investment in subsidiary	(3.00)	(8.00)
Net cash flows used in investing activities	(3.00)	(4.87)
C FINANCING ACTIVITIES:		
Interest paid	(0.03)	(0.29)
Increase / (Decrease) in borrowings & other financial liabilities	1418.94	1037.10
Net cash flows from/(used in) financing activities	1418.91	1036.81
Net increase in cash and cash equivalents	(3.77)	(180.20)
Net foreign exchange difference		0.49
Cash and cash equivalents at the beginning of the year	22.16	201.87
Cash and cash equivalents at year end	18.39	22.16

Notes on Statement of Cash Flow:

1 Above statement has been prepared following the Indirect method except in case of Interest received /Paid. Dividend Received/Paid , Purchase/ Sale of Investments, loans taken and repaid and Taxes Paid , which have been considered on the basis of actual movement of cash with necessary adjustments in corresponding assets and Liabilities.

2 Purchase of Fixed Assets are stated inclusive of movements of Capital Work-in-Progress between beginning and end of the year.

3 Cash and cash equivalents

Cash and Bank Balances 18.39 22.16

Unrealised (Gain) / Loss

Cash and Bank Balances restated as above 18.39 22.16

For S B S-B AND ASSOCIATES (FRN: 012192S)
Chartered Accountants

CA.D. Sharath Kumar
Partner
M. No. 024568

for W. S. INDUSTRIES (INDIA) LIMITED

DIRECTOR

Place : Chennai

Date : 13th July 2021





Auditor's Report On Annual Standalone IND AS Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of W.S. Industries (India) Limited,

We have audited the annual standalone IND AS financial results of W.S. Industries (India) Limited for the period 01/04/2020 to 31/03/2021 attached herewith, being submitted by the company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These annual standalone IND AS financial results have been prepared on the basis of the annual financial statements and reviewed half yearly standalone IND AS financial results upto the end of the first half year, which are the responsibility of the company's management.

Our responsibility is to express an opinion on these financial results based on our audit of such annual standalone IND AS financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

Basis for Qualified Opinion

The company's net worth has been completely eroded. The accumulated losses in the reporting year, amounts to Rs. 5036.68 millions (Previous year Rs. 4953.12 millions). Further the company has overdue loans to various financial institutions amounting to Rs. 719.13 millions and interest accrued and due there on of Rs. 132.70 millions and the turnover during the period ended 31st March, 2021 is Rs. 15.64 millions (previous year Rs. 16.44 millions) as per the books of accounts maintained.

We refer to note no.40 to the financial statements, in the absence of external confirmation of balance in respect of suppliers, customers, depositors, bank/financial institutions and others, we are unable to comment on it.

Material Uncertainty related to 'Going Concern'

We draw attention to the following note to the financial statements:

During the year under audit, there was no production in the Chennai and Vizag plants and are being considered as discontinued operations. Turnkey Project Business Segment is being considered as Continuing Operations.

These factors along with other matters as set forth in the said notes, which indicates the existence of a material uncertainty that may cause significant doubt about the company's ability to continue as a going concern. The company is in the discussion of re-vitalization and long term stability and growth of its Turnkey Project Business unit. In light of the management's expectation of the outcome of



above discussion and re-vitalization, the financial statements have been prepared on a going concern basis. However in view of the above mentioned matter, we are unable to comment on the ability of the company to continue as a going concern as per SA 570.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter

Impact of COVID-19:

We draw attention to Note No: 2 (d) of the financial statements, which describes the effects of COVID-19 pandemic on the Company's operations and compliances, which does not have any significant impact in the company's overall performance during the current period.

It is not appropriate to estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the company for future periods.

Note no.26 to the financial statements in respect of payment of dividend on Non Convertible Cumulative Redeemable Preference Shares is contingent on various factors as mentioned in the said note, which is currently uncertain and hence the amount payable has been treated as contingent liability.

Our conclusion is modified in respect of the above matter.

In our opinion and to the best of our information and according to the explanations given to us these annual standalone IND AS financial results:

- (i) are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit/ loss and other financial information for the period ended 31st March 2021 except for the possible effects of the qualification as described in the previous paragraphs.

Place: Chennai
Date : 13th July 2021



For M/s. S B S B AND ASSOCIATES
Chartered Accountants
Firm Registration No: 012192S

A handwritten signature in blue ink, appearing to read 'D. Sharath Kumar'.

D. Sharath Kumar
Partner
Membership No. :024568

UDIN: 2102 4568 AAAAB R 6680

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Standalone IND AS Annual Audited Financial Results under Regulation 52 of the SEBI (LODR) Regulations 2015

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [see Regulation 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl No.	Particulars	Audited figures (as reported before adjusting for qualifications) Rs in Million	Adjusted figures (audited figures after adjusting for qualifications) Rs in Million
	1	Continuing Operations -		
		Turnover / Total Income	-	-
		Total Expenditure	65.80	65.80
		Net Profit/(Loss)	(65.80)	(65.80)
	2	Discontinued Operations -		
		Net Profit/(Loss)	(17.77)	(17.77)
	3	Continuing and Discontinued Operations -		
		Net Profit/(Loss)	(83.57)	(83.57)
	4	Earnings Per Share		
		Continuing Operations	(2.90)	(2.90)
		Discontinued Operations	(0.68)	(0.68)
		Both	(3.58)	(3.58)
	5	Total Assets	726.69	726.69
	6	Total Liabilities	726.69	726.69
	7	Net Worth	(806.25)	(806.25)
	8	Any other financial item(s) (as felt appropriate by the management)	Nil	Nil
II	Audit Qualification (each audit qualification separately):			
	<u>Auditors' Qualified Opinion No.1</u>			
	<p>a. Details of Audit Qualification: The company's net worth has been completely eroded. The accumulated losses in the reporting year, amounts to Rs. 5036.68 millions (Previous year Rs. 4953.12 millions). Further the company has overdue loans to various financial institutions amounting to Rs.719.13 millions and interest accrued and due there on of Rs.132.70 millions and the turnover during the period ended 31stMarch, 2021 is Rs. 15.64 millions (previous year Rs. 16.44 millions) as per the books of accounts maintained.</p> <p>We refer to note no.40, in the absence of external confirmation of balance in respect of suppliers, customers, depositors, bank/financial institutions and others, we are unable to comment on it.</p> <p>Material Uncertainty related to 'Going Concern' We draw attention to the following note to the financial statements: During the year under audit, there was no production in the Chennai and Vizag plants and are being considered as discontinued operations. Turnkey Project Business Segment is being considered as Continuing Operations.</p> <p>These factors along with other matters as set forth in the said notes, which indicate</p>			



	<p>the existence of a material uncertainty that may cause significant doubt about the company's ability to continue as a going concern. The company is in the discussion of re-vitalization and long term stability and growth of its Turnkey Project Business unit. In light of the management's expectation of the outcome of above discussion and re-vitalization, the financial statements have been prepared on a going concern basis. However in view of the above mentioned matter, we are unable to comment on the ability of the company to continue as a going concern as per SA 570.</p> <p>We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.</p>
	<p>b. Type of Audit Qualification : Qualified opinion</p>
	<p>c. Frequency of qualification : Appeared seventh time wrt Net worth erosion and confirmation of balance. Appeared third time for the comment as per SA 570.</p>
	<p>d. For Audit qualification(s) where the impact is quantified by the auditor: Not applicable Management's Views: Not applicable</p>
	<p>e. For Audit qualification(s) where the impact is not quantified by the auditor:</p> <ul style="list-style-type: none"> (i) Management's estimation on the impact of audit qualification: Not relevant (ii) If management is unable to estimate the impact, reasons for the same: Not applicable <p><u>Observation :</u></p> <p>Both Punjab National Bank & the Indian Overseas Bank, have assigned their facilities to Edelweiss Asset Reconstruction Company Ltd, as on 10th December 2015 and 29th March 2016 respectively and terms and conditions have not been disclosed to us. Further more the Company is in discussions with Allium Finance Private Limited, IDBI Trusteeship Services Limited, and Edelweiss Asset Reconstruction Company Limited to find a resolution to the outstanding loan liabilities with them and arising from the non completion of the settlement agreements signed with them on 12th April 2018.</p> <p>The Company has partially complied with the terms of the settlement agreements executed with the secured lenders as highlighted in the annual report for the financial year ending 31st March 2019 but the company has been unable to complete the full and final settlement due in February 2019. Pursuant to the same, the Company has received latest claim letter in Feb 2021 claiming repayment of contractual dues as follows:</p> <ul style="list-style-type: none"> (i) ₹ 523.18 cr., from Edelweiss Asset Reconstruction Company Limited (in its capacity as Trustee of EARC SAF 1 Trust, EARC Trust SC 168, EARC Trust SC 209) as on Jan. 31, 2021, (ii) ₹ 110.53 cr., from IDBI Trusteeship Service Limited (as a debenture trustee on behalf of debenture holders) as on Jan. 31, 2021 and (iii) ₹ 177.40 cr., from Allium Finance Private Limited as on Jan 31, 2021. <p>The claim amounts include interest up to the said period and other charges as provided for under the respective financing documents entered into by the company. The Company is in discussions with the secured lenders for its resolution.</p>



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Further,

(i) It is clarified that the company's Project business vertical is currently functioning at a low scale because of inadequacy of funds.

However, the Company is evaluating various steps in connection with the re-vitalization and long term stability and growth of its Turnkey Project Business Unit which potential and opportunity exists once the balance sheet is restructured.

As part of this exercise, the Company has entered into a Memorandum of Understanding (MoU) with M/s. Vishnusurya Projects and Infra Private Limited, Chennai ("VSPIPL") to identify and explore business opportunities in the Turnkey Project Segment more specifically in the areas of:

Electrical Projects for Substations and Transmission Lines, Rural Electrification, Industrial electrification etc. on Total turnkey basis and other Green Field Projects including Business Development, Planning, Design, Sourcing, Scheduling, Execution, Testing & Commissioning, Operation & Maintenance until Taking over by the Customer.

However, the continuing disruption caused by the Covid pandemic on normal business activities has delayed the progress of such evaluation.

(ii) The Company is also in the process of exploring various options for effective usage of its industrial land in Chennai in compliance with various approvals and regulations based on its previous experience.

These steps are intended to set the foundation for the revival of activities of the company. Hence, the company continues to prepare its Accounts and the Statement of audited financial results on a 'going concern' basis of accounting.

(iii) Auditor's Comments on (i) or (ii) above: Statement of facts.

Auditors' Emphasis of Matter No.1

a. Details of Emphasis of Matter:

Impact of COVID-19:

We draw attention to Note No: 2 (d) of the financial statements, which describes the effects of COVID-19 pandemic on the Company's operations and compliances, which does not have any significant impact in the company's overall performance during the current period.

It is not appropriate to estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the company for future periods.

Note no.26 in respect of payment of dividend on Non Convertible Cumulative Redeemable Preference Shares is contingent on various factors as mentioned in the said note, which is currently uncertain and hence the amount payable has been treated as contingent liability.

b. Type of Qualification : Emphasis of Matter

c. Frequency of qualification : Appeared second time wrt Covid-19 and first time wrt payment of dividend on Non Convertible Cumulative Redeemable Preference Shares.

d. For Audit qualification(s) where the impact is quantified by the auditor: **Not**

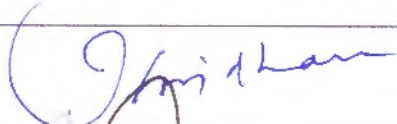


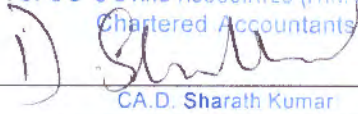


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	applicable Management's Views: Not applicable	
	e. For Audit qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification: Not relevant (ii) If management is unable to estimate the impact, reasons for the same: Not applicable <u>Observation :</u> The lockdown and restriction of activities due to Covid-19 did not have any significant impact in the Company's overall performance during the current period, but has impacted our functioning with shutdown of our office. Due to the above, our efforts on the resolution plan has not made progress. We will be able to get a better clarity only after the lockdown is lifted and reasonable normalcy is restored. (iii) Auditor's Comments on (i) or (ii) above: Statement of facts.	
III	Signatories:	
	Board Meeting Chairman	
	CFO	
	Audit Committee Chairman	
	Statutory Auditor	For S B S B AND ASSOCIATES (FIRM DT2192S) Chartered Accountants  CA.D. Sharath Kumar Partner
	Place:	Chennai
	Date:	13 th July 2021



M.No. 024568

W.S. INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 108, Mount Poonamallee Road

Porur, Chennai 600 116

₹ in Lakhs

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE HALF YEAR AND YEAR ENDED 31st MARCH 2021
(under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

Sl. No.	PARTICULARS	6 months ended	Corresponding 6	Year to date figures	Previous year
		31st March 2021	months ended	for current period	ended 31st
		Audited	Audited	Audited	Audited
I	Revenue from operations				
II	Other Income		20.79		20.79
III	Total Revenue (I + II)		20.79		20.79
IV	Expenses				
	a) Cost of materials consumed				
	b) Purchase of Stock-in-trade				
	c) Change in Inventories of Finished Goods and work in progress and stock-in-trade				
	d) Employee benefits expense	14.30	14.38	28.47	29.35
	e) Finance Costs	0.01 **	0.18	0.03 **	1.64
	f) Depreciation and amortisation expense	0.04	0.04	0.09	421.15
	g) Other Expenses	624.11	16.14	631.55	80.43
	Total expenses	638.46	30.74	660.14	532.57
V	Profit / (Loss) before exceptional and extraordinary items and tax (III - IV)	(638.46) **	(9.95)	(660.14) **	(511.78)
VI	Exceptional Items				
VII	Profit / (Loss) before extraordinary items and tax (V - VI)	(638.46) **	(9.95)	(660.14) **	(511.78)
VIII	Extraordinary items				
IX	Profit before tax (VII - VIII)	(638.46) **	(9.95)	(660.14) **	(511.78)
X	Tax Expense				
XI	Profit / (Loss) for the period from continuing operations (IX-X)	(638.46) **	(9.95)	(660.14) **	(511.78)
XII	Profit / (Loss) from discontinued operations (IX-X)	22.10 **@#	(5223.11)	(177.69) **@#	(5564.48)
XIII	Tax expense of discontinuing operations				
XIV	Profit / (Loss) from discontinuing operations (after tax) (XII - XIII)	22.10 **@#	(5223.11)	(177.69) **@#	(5564.48)
XV	Profit / (Loss) for the period (XI + XIV)	(616.36) **@#	(5233.06)	(837.83) **@#	(6076.26)
XVI	Other Comprehensive Income				
	A (i) Items that will not be reclassified to profit or loss				
	(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				
	(a) Profit on account of cessation of control in subsidiary		(7.17)		2.11
	(ii) Income Tax relating to items that will be reclassified to profit or loss				
XVII	Total other comprehensive income, net of Income Tax A(i)+B(ii)		(7.17)		2.11
XVIII	Withdrawal on account of cessation of Subsidiary/ Attributable to Non Controlling interest		(6.89)		(2.11)
XIX	Total comprehensive income for the period	(616.36) **@#	(5247.13)	(837.83) **@#	(6076.26)
XX	Paid - up equity share capital (Face Value - ₹ 10/- per share)	2626.06	2626.06	2626.06	2626.06
XXI	Paid - up Debt Capital	200.00	200.00	200.00	200.00
XXII	Reserves excluding Revaluation reserves as per Balance Sheet of previous accounting year				(14013.06)
XXIII	Debt Redemption Reserve				
XXIV	Earnings per Share (for continuing operations)				
	a) Basic	(2.63)	(0.20)	(2.91)	(2.35)
	b) Diluted	(2.63)	(0.20)	(2.91)	(2.35)
	Earnings per Share (for discontinued operations)				
	a) Basic	0.08	(19.94)	(0.68)	(21.19)
	b) Diluted	0.08	(19.94)	(0.68)	(21.19)
	Earnings per Share (for discontinued and continuing operations)				
	a) Basic	(2.55)	(20.14)	(3.59)	(23.54)
	b) Diluted	(2.55)	(20.14)	(3.59)	(23.54)
XXV	Debt Equity Ratio	(0.02)	(0.03)	(0.02)	(0.03)
XXVI	Debt Service Coverage Ratio	**	**	**	**
XXVII	Interest Service Coverage Ratio	**	**	**	**

For S B S B AND ASSOCIATES (FRN: 012192S)

Chartered Accountants

C.A. D. Sharath Kumar

Partner

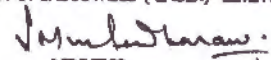
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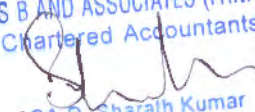


- 1 The above results were reviewed by the Audit Committee, approved and taken on record by the Board at its meeting held on 13th July 2021, in terms of Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- 2 The Group is adopting Indian Accounting Standards (Ind AS) and the financial results for the half year and year ended 31st March 2021 are prepared in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the companies Act, 2013 read with relevant Rules issued thereunder and in terms of SEBI circular no.CIR/CFD/FAC/62/2016 dated 5th July 2016.
- 3 The status of production and related activities of the Holding Company remains unchanged as reported for the previous half year.
- 4 ** No Interest has been provided on the financial facilities availed from the banks/financial institutions since the company will be seeking reliefs as part of the resolution plan eventually to be finalised.
- 5 In the previous year Chennai Insulator division and Visakhapatnam Insulator division (wef 01.10.2019- 6 Months) of the Holding Company were considered as "Discontinued Operations". For the current full year under review, Chennai Insulator division and Visakhapatnam Insulator division of the Holding Company are being considered as "Discontinued Operations". Hence previous period figures are not comparable. Turnkey Project Business Segment of the Holding Company is considered as "Continuing Operations" in both the years. Accordingly adjustments are shown separately in the statement of profit and loss under Ind AS 105.
- 6 The Holding Company has partially complied with the terms of the settlement agreements executed with the secured lenders as highlighted in the annual report for the financial year ending 31st March 2019 but the Holding Company has been unable to complete the full and final settlement due in February 2019. Pursuant to the same, the Holding Company has received latest claim letter in Feb 2021 claiming repayment of contractual dues as follows:
(i) ₹ 523.18 cr., from Edelweiss Asset Reconstruction Company Limited (in its capacity as Trustee of EARC SAF 1 Trust, EARC Trust SC 168, EARC Trust SC 209) as on Jan. 31 2021
(ii) ₹ 110.53 cr., from IDBI Trusteeship Service Limited (as a debenture trustee on behalf of debenture holders) as on Jan. 31, 2021 and
(iii) ₹ 177.40 cr., from Allium Finance Private Limited as on Jan 31, 2021.
The claim amounts include interest up to the said period and other charges as provided for under the respective financing documents entered into by the Holding Company. The Holding Company is in discussions with the secured lenders for its resolution.
- 7 @As required under Ind AS 36 Impairment amounting to ₹ 4618.93 Lakhs has been provided for the year ended 31st Mar 2021 in the books of Vizag Insulator Division (considered as discontinued operations w.e.f. 01.10.2019) of the Holding Company with reference to Land on unexpired Lease period (as on 31st Mar 2021). Buildings on Card Rate and other fixed assets on the respective WDV basis. The provision made earlier in the year ended 31st March 2020 amounting to ₹ 4570.01 Lakhs stands reversed.
- 8 The Holding Company has additionally subscribed to 20000 Equity Shares of ₹ 10/- each fully paid up in the Subsidiary, viz., Vidagara Tech Park Private Limited during the quarter under review.
- 9 The Holding Company clarifies that its Project business vertical is currently functioning at a low scale because of inadequacy of funds. However, the Holding Company is evaluating various steps in connection with the re-vitalization and long term stability and growth of its Turnkey Project Business Unit which potential and opportunity exists once the balance sheet is restructured. Moreover, the continuing disruption caused by the Covid pandemic on normal business activities has delayed the progress of such evaluation. The Holding Company is also in the process of exploring various options for effective usage of its industrial land in Chennai in compliance with various approvals and regulations based on its previous experience. These steps are intended to set the foundation for the revival of activities of the Holding Company. Hence, the Holding Company continues to prepare its Accounts and the Statement of audited financial results on a 'going concern' basis of accounting.
- 10 The Consolidated financial statements relate to W.S. Industries (India) Limited (the Parent Company), and its Subsidiary Companies. The Parent Company with its subsidiaries constitute the Group.
- 11 The Subsidiary Companies considered in the consolidated financial statements are Vidagara Tech Park Private Limited and WS Insulators Private Limited, whose country of incorporation are in India and the percentage of voting power by W.S. Industries (India) limited as on 31st March 2021 is 100% and 100% respectively.
- 12 The Group is not required to provide Segment Reporting under the criteria specified in IND AS 108.
- 13 The lockdown and restriction of activities due to Covid-19 did not have any significant impact in the Holding Company's overall performance during the current period, but has impacted the functioning with shutdown of office. Due to the above, the efforts of the Holding Company on the resolution plan has not made progress. The Holding Company will be able to get a better clarity only after the lockdown is lifted and reasonable normalcy is restored. Regarding the subsidiaries, the effects of COVID-19 pandemic did not have any significant impact on their respective operations and compliances, during the year under review.
- 14 #The liability of ₹ 4 cr., assigned by one of the erstwhile Subsidiaries to the Holding Company, now confirmed not payable, has been written back in the Holding Company during the period under review.
- 15 Figures have been regrouped/reclassified wherever necessary, to conform to this year's classifications and as per amended schedule iii to the Companies Act,2013 vide Notification dated 24th March 2021.
- 16 The figures for the Half Year ended 31st March 2021 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto the First Half year of the financial year.

Chennai
13th July 2021

for W. S. INDUSTRIES (INDIA) LIMITED


DIRECTOR

For S B S B AND ASSOCIATES (FRN: 012192S)
Chartered Accountants

CA D. Sharath Kumar
Partner
M No: 934358



W S INDUSTRIES (INDIA) LIMITED

CIN: L29142TN1961PLC004568

Registered Office: 108, Mount Poonamallee Road,

Porur, Chennai 600 116

Statement of Audited Consolidated Assets and Liabilities

[under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

₹ in Lakhs

Particulars		CONSOLIDATED	
		As at 31 03 2021	As at 31 03 2020
		Audited	Audited
A	ASSETS		
1.	Non-Current Assets :		
(a)	Property, Plant and Equipment	2.07	2.16
(b)	Capital Work in Progress		
(c)	Other Intangible Assets		
(d)	Financial Assets :		
	Investments		
(e)	Other Non- Current Assets	9.83	18.17
	Total Non -Current Assets	11.90	20.33
2.	Current Assets :		
(a)	Financial Assets :		
	i. Trade Receivables	15.75	858.94
	ii. Cash and Cash Equivalents	24.59	28.12
(b)	Current Tax Assets (Net)	0.23	317.15
(c)	Other Current Assets	1131.33	704.45
	Total Current Assets	1171.90	1908.66
3.	Non Current Assets held	6078.16	5410.49
	TOTAL ASSETS	7261.96	7339.48
B	EQUITY AND LIABILITIES		
1.	Equity:		
(a)	Equity Share Capital	2626.06	2626.06
(b)	Other Equity	(11968.98)	(11131.15)
(c)	Non controlling Interest		
	Total Equity	(9342.92)	(8505.09)
2.	Non Current Liabilities :		
	Financial Liabilities		
	Prefefence Share Capital	1275.00	1275.00
	Total Non Current Liabilities	1275.00	1275.00
3.	Current Liabilities :		
(a)	Financial Liabilities		
	i. Borrowings	11494.76	1570.50
	ii. Trade Payables	2962.21	2969.35
	iii. Other financial liabilities	43.44	8548.75
(b)	Provisions	4.34	4.34
(d)	Other current liabilities	825.13	1476.63
	Total Current Liabilities	15329.88	14569.57
	TOTAL EQUITY AND LIABILITIES	7261.96	7339.48

for W S INDUSTRIES (INDIA) LIMITED

Chennai
13th July 2021

M. Subramanian
DIRECTOR

For S B S B AND ASSOCIATES (FRN: 012192S)
Chartered Accountants

CA. D. Sharath Kumar
Partner
M.No: 024568



W.S. INDUSTRIES (INDIA) LIMITED

Registered Office: 108, Mount Poonamallee Road, Porur, Chennai-600116

CONSOLIDATED AUDITED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31st MARCH 2021

CIN: L29142TN1961PLC004568

(under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

PARTICULARS	in ₹ Lakhs	
	31-Mar-21	31-Mar-20
A OPERATING ACTIVITIES:		
Profit before tax from continuing operations	(660.14)	(511.79)
Profit/(loss) before tax from discontinued operations	(177.69)	(5564.48)
Profit before tax	(837.83)	(6076.27)
<u>Adjustments to reconcile profit before tax to net cash flows:</u>		
Depreciation and impairment of property, plant and equipment	0.09	421.15
Net foreign exchange differences		(0.49)
Loss on disposal of property, plant and equipment		0.26
Finance costs (including fair value change in financial instruments)	0.03	0.32
Non Current Asset held - Impairment/Discarded	(667.67)	4669.90
Provision for Doubtful Debts	699.73	
<u>Working capital adjustments:</u>		
(Increase)/Decrease in trade and other receivables and prepayments	143.47	(11.79)
(Increase)/Decrease in inventories		114.33
Increase/(Decrease) in trade and other payables	(7.15)	116.27
(Increase)/Decrease in other Current Assets	(101.63)	(224.66)
Increase/(Decrease) in Liabilities and Provisions	(651.49)	(237.80)
Net cash flows from operating activities	(1422.45)	(1228.78)
B INVESTING ACTIVITIES:		
Proceeds from sale of property, plant and equipment		0.03
Purchase of property, plant and equipment		(1.91)
On account of cessation of control in Subsidiary		13.27
Net cash flows used in investing activities		11.39
C FINANCING ACTIVITIES:		
Interest paid	(0.03)	(0.32)
Increase / (Decrease) in borrowings & other financial liabilities	1418.96	1037.11
Net cash flows from/(used in) financing activities	1418.93	1036.79
Net increase in cash and cash equivalents	(3.52)	(180.60)
Net foreign exchange difference		0.49
Cash and cash equivalents at the beginning of the year	28.11	208.22
Cash and cash equivalents at year end	24.59	28.11

Notes on Statement of Cash Flow:

- 1 Above statement has been prepared following the Indirect method except in case of Interest received /Paid. Dividend Received/Paid , Purchase/ Sale of Investments, loans taken and repaid and Taxes Paid , which have been considered on the basis of actual movement of cash with necessary adjustments in corresponding assets and Liabilities.
 - 2 Purchase of Fixed Assets are stated inclusive of movements of Capital Work-in-Progress between beginning and end of the year.
 - 3 Cash and cash equivalents
- | | | |
|--|-------|-------|
| Cash and Bank Balances | 24.59 | 28.11 |
| Unrealised (Gain) / Loss | | |
| Cash and Bank Balances restated as above | 24.59 | 28.11 |

For S B S & ASSOCIATES (FRN: 0121925)
Chartered Accountants

CA.D. Sharath Kumar
Partner
M.No. 024568

for W S INDUSTRIES (INDIA) LIMITED

DIRECTOR



Place : Chennai
Date : 13th July 2021



Auditor's Report On Annual Consolidated IND AS Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of W.S. Industries (India) Limited.

We have audited the annual consolidated IND AS financial results of W.S. Industries (India) Limited (herein after referred to as "the **Holding Company**") and its subsidiaries (the Holding Company and its Subsidiaries together referred to as "**the Group**") for the period 01/04/2020 to 31/03/2021 attached herewith, being submitted by the company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These annual consolidated IND AS financial results have been prepared on the basis of the annual consolidated financial statements, which are the responsibility of the company's management.

Our responsibility is to express an opinion on these annual consolidated financial results based on our audit of such annual consolidated IND AS financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

Basis for Qualified Opinion

The group's net worth has been completely eroded. The accumulated losses in the reporting year, amounts to Rs. 5037.22 millions (Previous year Rs. 4953.44 millions). Further the Holding Company has overdue loans to various financial institutions amounting to Rs.719.13 millions and interest accrued and due there on of Rs 132.70 millions and the turnover during the period ended 31st March, 2021 is Rs. 15.64 millions (previous year Rs. 16.44 millions) as per the books of accounts maintained.

In the absence of external confirmation of balance as at 31st March 2021 in respect of suppliers, customers, depositors, banks/financial institutions and others of the Holding Company, we are unable to comment on it.

Material Uncertainty related to 'Going Concern'

We draw attention to the following note to the financial statements:

During the year under audit, there was no production in the Chennai and Vizag plants of the Holding Company and are being considered as discontinued operations. Turnkey Project Business Segment of the Holding Company is being considered as Continuing Operations.

These factors along with other matters as set forth in the said notes, which indicates the existence of a material uncertainty in the Holding Company that may cause significant doubt about the Holding Company's ability to continue as a going concern. The Holding Company is in the discussion of re-vitalization and long term stability and growth of its Turnkey Project Business unit. In light of the



management's expectation of the outcome of above discussion and re-vitalization, the financial statements have been prepared on a going concern basis. However in view of the above mentioned matter, we are unable to comment on the ability of the Holding Company to continue as a going concern as per SA 570.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter

Impact of COVID-19:

We draw attention to Note No: 2 (e) and (f) of the consolidated financial statements, which describes the effects of COVID-19 pandemic on the group's operations and compliances, which does not have any significant impact in the group's overall performance during the current period.

It is not appropriate to estimate the duration and severity of these Consequences, as well as their impact on the financial position and results of the group for future periods.

Note no.26 of the consolidated financial statements in respect of payment of dividend on Non Convertible Cumulative Redeemable Preference Shares of the Holding Company is contingent on various factors as mentioned in the said note, which is currently uncertain and hence the amount payable has been treated as contingent liability.

Our conclusion is modified in respect of the above matter

In our opinion and to the best of our information and according to the explanations given to us these consolidated Ind AS annual financial results:

- (i) are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the consolidated net profit/ loss and other financial information for the period ended 31st March 2021 except for the possible effects of the qualification as described in the previous paragraphs.

Place: Chennai
Date : 13th July 2021



For M/s. **S B S B AND ASSOCIATES**
Chartered Accountants
Firm Registration No: 012192S

A handwritten signature in black ink, appearing to read 'D. Sharath Kumar'.

D. Sharath Kumar
Partner
Membership No. :024568

UDIN: 21024568 AAAABQ 8021

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Consolidated IND AS Annual Audited Financial Results under Regulation 52 of the SEBI (LODR) Regulations 2015

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [see Regulation 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl No.	Particulars	Audited figures (as reported before adjusting for qualifications) Rs in Million	Adjusted figures (audited figures after adjusting for qualifications) Rs in Million
	1	Continuing Operations -		
		Turnover / Total Income	-	-
		Total Expenditure	66.01	66.01
		Net Profit/(Loss)	(66.01)	(66.01)
	2	Discontinued Operations -		
		Net Profit/(Loss)	(17.77)	(17.77)
	3	Continuing and Discontinued Operations -		
		Net Profit/(Loss)	(83.78)	(83.78)
	4	Earnings Per Share		
		Continuing Operations	(2.91)	(2.91)
		Discontinued Operations	(0.68)	(0.68)
		Both	(3.59)	(3.59)
	5	Total Assets	726.20	726.20
	6	Total Liabilities	726.20	726.20
	7	Net Worth	(806.79)	(806.79)
	8	Any other financial item(s) (as felt appropriate by the management)	Nil	Nil
II	Audit Qualification (each audit qualification separately):			
	<u>Auditors' Qualified Opinion No.1</u>			
	<p>a. Details of Audit Qualification: The group's net worth has been completely eroded. The accumulated losses in the reporting year, amounts to Rs. 5037.22 millions (Previous year Rs. 4953.44 millions). Further the Holding Company has overdue loans to various financial institutions amounting to Rs.719.13 millions and interest accrued and due there on of Rs.132.70 millions and the turnover during the period ended 31st March, 2021 is Rs. 15.64 millions (previous year Rs. 16.44 millions) as per the books of accounts maintained.</p> <p>In the absence of external confirmation of balance as at 31st March 2021 in respect of suppliers, customers, depositors, banks/financial institutions and others of the Holding Company, we are unable to comment on it.</p> <p>Material Uncertainty related to 'Going Concern'</p> <p>We draw attention to the following note to the financial statements: During the year under audit, there was no production in the Chennai and Vizag plants of the Holding Company and are being considered as discontinued operations. Turnkey Project Business Segment of the Holding Company is being considered as</p>			



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Continuing Operations.

These factors along with other matters as set forth in the said notes, which indicates the existence of a material uncertainty in the Holding Company that may cause significant doubt about the Holding Company's ability to continue as a going concern. The Holding Company is in the discussion of re-vitalization and long term stability and growth of its Turnkey Project Business unit. In light of the management's expectation of the outcome of above discussion and re-vitalization, the financial statements have been prepared on a going concern basis. However in view of the above mentioned matter, we are unable to comment on the ability of the Holding Company to continue as a going concern as per SA 570.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

b. Type of Audit Qualification : Qualified opinion

c. Frequency of qualification : Appeared sixth time wrt Net worth erosion and confirmation of balance. Appeared third time for the comment as per SA 570.

d. For Audit qualification(s) where the impact is quantified by the auditor: **Not applicable**

Management's Views: **Not applicable**

e. For Audit qualification(s) where the impact is not quantified by the auditor:

- (i) Management's estimation on the impact of audit qualification: **Not relevant**
- (ii) If management is unable to estimate the impact, reasons for the same: **Not applicable**

Observation :

Both Punjab National Bank & the Indian Overseas Bank of the Holding Company, have assigned their facilities to Edelweiss Asset Reconstruction Company Ltd, as on 10th December 2015 and 29th March 2016 respectively and terms and conditions have not been disclosed to the Holding Company. Further more the Holding Company is in discussions with Allium Finance Private Limited, IDBI Trusteeship Services Limited, and Edelweiss Asset Reconstruction Company Limited to find a resolution to the outstanding loan liabilities with them and arising from the non completion of the settlement agreements signed with them on 12th April 2018.

The Holding Company has partially complied with the terms of the settlement agreements executed with the secured lenders as highlighted in the annual report for the financial year ending 31st March 2019 but the Holding Company has been unable to complete the full and final settlement due in February 2019. Pursuant to the same, the Holding Company has received latest claim letter received in Feb 2021 claiming repayment of contractual dues as follows:

(i) ₹ 523.18 cr., from Edelweiss Asset Reconstruction Company Limited (in its capacity as Trustee of EARC SAF 1 Trust, EARC Trust SC 168, EARC Trust SC 209) as on Jan. 31, 2021,

(ii) ₹ 110.53 cr., from IDBI Trusteeship Service Limited (as a debenture trustee on behalf of debenture holders) as on Jan. 31, 2021 and

(iii) ₹ 177.40 cr., from Allium Finance Private Limited as on Jan 31, 2021.



The claim amounts include interest up to the said period and other charges as provided for under the respective financing documents entered into by the Holding Company. The Holding Company is in discussions with the secured lenders for its resolution.

Further,

(i) It is clarified that the Holding Company's Project business vertical is currently functioning at a low scale because of inadequacy of funds.

However, the Holding Company is evaluating various steps in connection with the re-vitalization and long term stability and growth of its Turnkey Project Business Unit which potential and opportunity exists once the balance sheet is restructured.

As part of this exercise, the Holding Company has entered into a Memorandum of Understanding (MoU) with M/s. Vishnusurya Projects and Infra Private Limited, Chennai ("VSPIL") to identify and explore business opportunities in the Turnkey Project Segment more specifically in the areas of:

Electrical Projects for Substations and Transmission Lines, Rural Electrification, Industrial electrification etc. on Total turnkey basis and other Green Field Projects including Business Development, Planning, Design, Sourcing, Scheduling, Execution, Testing & Commissioning, Operation & Maintenance until Taking over by the Customer.

However, the continuing disruption caused by the Covid pandemic on normal business activities has delayed the progress of such evaluation.

(ii) The Holding Company is also in the process of exploring various options for effective usage of its industrial land in Chennai in compliance with various approvals and regulations based on its previous experience.

These steps are intended to set the foundation for the revival of activities of the Holding Company. Hence, the Holding Company continues to prepare its Accounts and the Statement of audited financial results on a 'going concern' basis of accounting.

Auditor's Comments on (i) or (ii) above: Statement of facts.

Auditors' Emphasis of Matter No.1

a. Details of Emphasis of Matter:

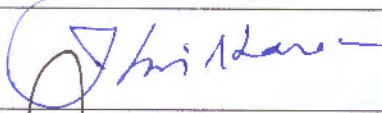
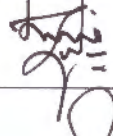

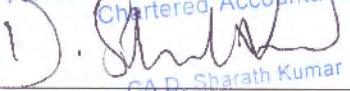
Impact of COVID-19:

We draw attention to Note No: 2 (e) and (f) of the consolidated financial statements, which describes the effects of COVID-19 pandemic on the group's operations and compliances, which does not have any significant impact in the group's overall performance during the current period.

It is not appropriate to estimate the duration and severity of these Consequences, as well as their impact on the financial position and results of the group for future periods.

Note no.26 in respect of payment of dividend on Non Convertible Cumulative Redeemable Preference Shares of the Holding Company is contingent on various factors as mentioned in the said note, which is currently uncertain and hence the amount payable has been treated as contingent liability.



	b. Type of Qualification : Emphasis of Matter
	c. Frequency of qualification : Appeared second time wrt Covid-19 and first time wrt payment of dividend on Non Convertible Cumulative Redeemable Preference Shares.
	d. For Audit qualification(s) where the impact is quantified by the auditor: Not applicable Management's Views: Not applicable
	e. For Audit qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification: Not relevant (ii) If management is unable to estimate the impact, reasons for the same: Not applicable <u>Observation :</u> The lockdown and restriction of activities due to Covid-19 did not have any significant impact in the Holding Company's overall performance during the current period, but has impacted the functioning with shutdown of office. Due to the above, the efforts of the Holding Company on the resolution plan has not made progress. The Holding Company will be able to get a better clarity only after the lockdown is lifted and reasonable normalcy is restored. Regarding the subsidiaries, the effects of COVID-19 pandemic did not have any significant impact on their respective operations and compliances, during the year under review. (iii) Auditor's Comments on (i) or (ii) above: Statement of facts.
Signatories:	
Board Meeting Chairman	
CFO	
Audit Committee Chairman	
Statutory Auditor	 For S.B. S.B AND ASSOCIATES (FRN: 012192S) Chartered Accountants CA D. Sharan Kumar Partner
Place:	Chennai
Date:	13 th July 2021 M.No. 024568

