

07 August 2023

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

Dear Sir/ Madam,

Please be informed that the Board of Directors of the Company, at its Meeting held on Monday, 7 August 2023 has *inter-alia*:

1. Approved the Unaudited Standalone and Consolidated Financial Results of the Company for the quarter ended 30 June 2023, in the specified format along with the Limited Review Report of Statutory Auditor's, pursuant to the provisions of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Copy of Unaudited Standalone and Consolidated Financial Results of the Company for the quarter ended 30 June 2023, in the specified format along with the Limited Review Report of Statutory Auditor's is enclosed.

2. Approved appointment of Mr. Biswajit Chongdar (DIN 07571173) as an Additional Director (Non-Executive and Independent) of the Company with effect from 7 August 2023 as recommended by the Nomination and Remuneration Committee. He shall hold office till the conclusion of the forthcoming Annual General Meeting. His brief profile is as under:

Mr. Biswajit Chongdar is former Executive Director of Steel Authority of India Limited, one of the largest steel producers in the country and superannuated in January 2020. He has over 38 years of experience in Domestic and International Marketing, Logistics, Raw Material sourcing etc.

3. Approved that the 27<sup>th</sup> Annual General Meeting of the Company shall be held on 29 September 2023 through Video Conferencing ("VC") / Other Audio Video Means (OAVM), in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of

India. A copy of the notice convening the said AGM will be sent in due course.

The Register of Members & Share Transfer Books of the Company will remain closed from 22 September 2023 to 29 September 2023 (both days inclusive) for the purpose of the 27<sup>th</sup> AGM.

The Meeting commenced at 1730 Hours and concluded at 1820 Hours.

This is for your information.

Thanking You,  
For VISA Steel Limited

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CHATURVE  
DI

Digitally signed by  
AMISHA  
CHATURVEDI  
Date: 2023.08.07  
18:25:43 +05'30'

Amisha Chaturvedi  
Company Secretary &  
Compliance Officer  
F11034



**Independent Auditor's Report on Unaudited Quarterly Standalone Financial Results of VISA Steel Limited pursuant to regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.**

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

1. We have reviewed the accompanying statement of unaudited standalone financial results of M/s. VISA Steel Limited ('the Company') for the quarter ended June 30, 2023 together with notes thereon (herein after referred to as 'the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulation) as amended.

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

2. This Statement is the responsibility of the Company's Management and approved by the Board of Directors in their meeting held on August 7, 2023. Our responsibility is to issue a report on the Statement based on our review.

**Auditor's Responsibility**

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

**Basis of Qualified Conclusion**

4. We draw attention to Note 4 of the accompanying statement with regard to non-recognition of interest expense on the borrowings of the Company. The accumulated interest not provided as on June 30, 2023 is Rs.10,293.23 million (including Rs.1,459.69 million for FY 2016-17, Rs.1,552.29 million for FY 2017-18, Rs.1,465.46 million for FY 2018-19, Rs.1,443.39 million for FY 2019-20, Rs.1,286.83 million for FY 2020-21, Rs.1,289.27 million for FY 2021-22, Rs.1404.62 million for FY 2022-23 and Rs.391.68 million for the quarter ended June 30, 2023 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.

Had the aforesaid interest expense been recognized, finance cost for the quarter ended June 30, 2023 would have been Rs.469.20 million instead of the reported amount of Rs.77.52 million. Total expenses for the quarter ended June 30, 2023 would have been Rs.2,885.94 million instead of the reported amount of Rs.2,494.26 million. Net loss after tax for the quarter ended June 30, 2023 would have been Rs.531.65 million instead of the reported amount of Rs.139.97 million. Total Comprehensive Income for the quarter ended June 30, 2023 would have been Rs. (530.39) million instead of the reported amount of Rs.(138.71) million. Loss per share for the quarter ended June 30, 2023 would have been Rs.4.59 instead of the reported amount of Rs.1.21.

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





**Qualified Conclusion**

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

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

We draw attention to Note - 3 and 6 to the standalone financial results regarding the preparation of the statement on a going concern basis, for the reason stated therein. The Company has accumulated losses and has also incurred losses during the quarter ended June 30, 2023. As on date, the Company's current liabilities are substantially higher than its current assets and the Company's net worth has also been fully eroded.

State Bank of India (SBI), a financial creditor had filed an application before National Company Law Tribunal (NCLT) Kolkata Bench for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC) against the company, which was dismissed by NCLT, Cuttack Branch. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed the NCLT to restore the application and proceed further in accordance with law. The order of NCLAT had been challenged by the Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same had been admitted on 9 September 2021. On 7 November 2022, Hon'ble Supreme Court passed an Order to the effect that NCLT may continue to hear the application filed by SBI but the same may not be given effect till the next date of hearing before Hon'ble Supreme Court, and the matter is pending. During the quarter, SBI has assigned its debt to Assets Care and Reconstruction Enterprise Limited. Oriental Bank of Commerce, since merged with Punjab National Bank, had filed an application for initiating CIRP under IBC which was admitted vide NCLT order dated 28 November 2022 and an Interim Resolution Professional had been appointed. The NCLT order has been challenged before NCLAT and the matter is pending. Meanwhile, Hon'ble Orissa High Court has stayed the operation of the NCLT order dated 28 November 2022.

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

The Management of the Company has prepared the statement on going concern basis based on their assessment of the successful outcome of the debt resolution which will enhance the Company's viability till then the Company's operations continue under conversion arrangement.



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

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

To give the impact of the sanctioned scheme, the Standalone Financial Statement of the Company for the year ended March 31, 2019 were revised and the same were approved by the Board of Directors in their meeting held on October 18, 2019 and audited by us on which we have issued our audit report dated October 18, 2019 and same were approved by the members in their meeting held on December 23, 2019.

**Other Matter**

7. The figures for the quarter ended March 31, 2023 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Our conclusion is not qualified in respect of above matters.



**For SINGHI & CO.**  
Chartered Accountants  
Firm Registration No.302049E

**(Rahul Bothra)**  
Partner

Membership No. 067330  
UDIN: 23067330BGTOZN1398

Place: Kolkata  
Dated: August 7, 2023



# VISA STEEL

## VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

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

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

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

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

### Statement of Standalone Unaudited Financial Results for the Quarter Ended 30 June 2023

(Rs in Million Except EPS)

Sl. No.	Particulars	Quarter Ended		Year Ended	
		30 June	31 March	30 June	31 March
		2023	2023	2022	2023
		Unaudited	Audited	Unaudited	Audited
I	Revenue From operations	2,349.59	1,072.76	1,432.24	5,724.77
II	Other Income	4.70	8.95	2.81	16.45
III	<b>Total Income (I +II)</b>	<b>2,354.29</b>	<b>1,081.71</b>	<b>1,435.05</b>	<b>5,741.22</b>
IV	<b>Expenses</b>				
	Cost of materials consumed	1,558.79	705.22	564.31	2,716.48
	Changes in inventories of finished goods, stock-in -trade and work-in-progress	-	-	-	0.17
	Employee benefit expenses	69.82	52.64	80.42	287.14
	Finance costs	77.52	72.84	68.22	277.28
	Depreciation and amortization expenses	118.68	118.19	114.18	468.18
	Other expenses	669.45	336.13	723.34	2,645.46
	<b>Total expenses (IV)</b>	<b>2,494.26</b>	<b>1,285.02</b>	<b>1,550.47</b>	<b>6,394.71</b>
V	<b>Profit/(Loss) before exceptional items and tax (III-IV)</b>	<b>(139.97)</b>	<b>(203.31)</b>	<b>(115.42)</b>	<b>(653.49)</b>
VI	Exceptional items	-	-	-	(3,983.64)
VII	<b>Profit/(Loss) before tax (V+VI)</b>	<b>(139.97)</b>	<b>(203.31)</b>	<b>(115.42)</b>	<b>(4,637.13)</b>
VIII	Tax Expenses	-	-	-	-
IX	<b>Profit /(Loss) for the period (VII-VIII)</b>	<b>(139.97)</b>	<b>(203.31)</b>	<b>(115.42)</b>	<b>(4,637.13)</b>
X	Other comprehensive income				
	A (i) Items that will not be reclassified to profit or loss	1.26	5.29	(0.08)	5.05
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-
	B (i) Items that will be reclassified to Profit or Loss	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
XI	<b>Total Comprehensive Income for the period (IX+X)</b>	<b>(138.71)</b>	<b>(198.02)</b>	<b>(115.50)</b>	<b>(4,632.08)</b>
XII	Paid up Equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90
XIII	Other Equity				(8,878.92)
XIV	<b>Earnings per equity share (of Rs.10/- each) (Not annualised except for year ended March)</b>				
	1) Basic	(1.21)	(1.76)	(1.00)	(40.05)
	2) Diluted	(1.21)	(1.76)	(1.00)	(40.05)



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## Notes :

- 1 The above unaudited financial results of the Company were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 7 August 2023. The Statutory Auditors have conducted the limited review of the above Standalone unaudited financial results.
- 2 The Company is in the business of Ferro Alloys and hence has only one reportable operating segment as per Ind AS 108 "Operating Segments".
- 3 The Company has incurred net loss during the quarter ended 30 June 2023 which has adversely affected the net worth of the Company. The Company's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the Company's control. It is expected that the overall financial health of the Company would improve after debt resolution and improvement in availability of working capital. Accordingly, the Company has prepared the financial results on the basis of going concern assumption. The statutory auditors have also drawn attention to the above matter without qualifying their opinion in their Review Report.
- 4 The secured debt of the Company has been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012 and accordingly, the Company has stopped providing further interest in its books effective 1 April 2016. The amount of interest expenses not provided for is estimated at Rs. 391.68 Million for the quarter ended 30 June 2023 and the accumulated amount of interest not provided as on 30 June 2023 is estimated at Rs. 10,293.23 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- 5 Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal (NCLT), Cuttack Bench vide its Order dated 8 July 2019 (NCLT Order) and filing of the certified copy thereof with the Registrar of Companies, Cuttack on 13 July 2019, the Scheme of Arrangement became effective on and from 13 July 2019 and the Company's Special Steel Undertaking stood transferred to and vested in VISA Special Steel Limited on and from the Appointed Date of the Scheme being 1 April 2013. The Hon'ble Supreme Court vide its ex-parte Order dated 17 January 2020 in Civil Appeal (Civil) No 56 of 2020 (State Bank of India vs VISA Steel Ltd & Anr) has directed issuance of notice and in the meantime stayed the aforesaid NCLT Order. Since the NCLT Order had been given effect to and stood implemented by the Company prior to 17 January 2020, the Company is dealing with the aforesaid Civil Appeal before the Hon'ble Supreme Court in consultation with its Advocates. If the NCLT Order had not been given effect to, the unaudited financial results of the Company would have been as under:

SL. No.	Particulars	Quarter Ended			Year Ended
		30 June 2023	31 March 2023	30 June 2022	31 March 2023
I	Total Income	2,484.70	1,636.76	1,972.15	7,284.08
II	Profit Before Tax	(179.89)	(52.28)	(254.14)	(762.61)
III	Profit After Tax	(179.89)	(52.28)	(254.14)	(762.61)
IV	Other Comprehensive Income	0.66	(0.24)	0.97	2.66
V	Total Comprehensive Income	(179.23)	(52.52)	(253.17)	(759.95)
VI	Earnings/(Loss) per Equity Share	(1.55)	(0.45)	(2.19)	(6.59)

- 6 SBI had filed an application before Hon'ble National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC) against the Company, which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which had directed NCLT to restore the application and proceed further in accordance with law. The order of NCLAT had been challenged by the Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same had been admitted on 9 September 2021. On 7 November 2022, Hon'ble Supreme Court passed an Order to the effect that NCLT may continue to hear the application filed by SBI but the same may not be given effect till the next date of hearing before Hon'ble Supreme Court, and the matter is pending. During the quarter, SBI has assigned its debt to Assets Care & Reconstruction Enterprise Limited. Oriental Bank of Commerce, since merged with Punjab National Bank, had filed an application for initiating CIRP under IBC which was admitted vide NCLT order dated 28 November 2022 and an Interim Resolution Professional had been appointed. The NCLT order has been challenged before NCLAT and the matter is pending. Meanwhile, Hon'ble Orissa High Court has stayed the operation of the NCLT order dated 28 November 2022.



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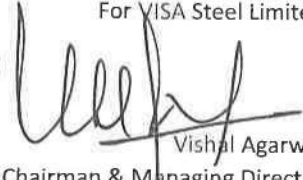
Email ID for registering Investor Grievances: [cs@visasteel.com](mailto:cs@visasteel.com)

- 7 The figures for the quarter ended 31 March 2023 are balancing figures between the audited figures in respect of financial year ended 31 March 2023 and the unaudited published figures up to nine months ended 31 December 2022.
- 8 Previous periods figures have been regrouped / rearranged wherever necessary.



Date: 7 August 2023  
Place: Kolkata



By Order of the Board  
For VISA Steel Limited  
  
Vishal Agarwal  
Vice Chairman & Managing Director  
DIN 00121539



**Independent Auditor's Report on Unaudited Quarterly Consolidated Financial Results of VISA Steel Limited pursuant to regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, as amended**

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

1. We have reviewed the accompanying unaudited consolidated financial results of **M/s. VISA Steel Limited** (hereinafter referred to as the "Parent Company") and its subsidiary (the Parent Company and its subsidiary together referred to as "the Group"), and its joint venture (refer Paragraph 6 for the list of subsidiary and joint ventures included in the statement) for the quarter ended June 30, 2023 together with notes thereon (herein after referred to as 'the Statement'), attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended.

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

2. This Statement is the responsibility of the Parent Company's Management and approved by the Parent Company's Board of Directors in their meeting held on August 7, 2023. Our responsibility is to issue a report on the Statement based on our review.

**Auditor's Responsibility**

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

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

**Basis of Qualified Conclusion**

4. We draw attention to Note 5 of the accompanying statement with regard to non-recognition of interest expense on the borrowings of the Parent Company. The accumulated interest not provided as on June 30, 2023 is Rs.10,293.23 million (including Rs.1,459.69 million for FY 2016-17, Rs.1,552.29 million for FY 2017-18, Rs.1,465.46 million for FY 2018-19, Rs.1,443.39 million for FY 2019-20, Rs.1,286.83 million for FY 2020-21, Rs.1,289.27 million for FY 2021-22, Rs.1404.62 million for FY 2022-23 and Rs.391.68 million for the quarter ended June 30, 2023 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.

Had the aforesaid interest expense been recognized, finance cost for the quarter ended June 30, 2023 would have been Rs.469.20 million instead of the reported amount of Rs.77.52 million. Total expenses for the quarter ended June 30, 2023 would have been Rs.2,885.94 million instead of the reported amount of Rs.2,494.26 million. Net loss after tax for the quarter ended June 30, 2023 would have been Rs.531.68 million instead of the reported amount of Rs.140.00 million. Total Comprehensive Income for the quarter ended June 30, 2023 would have been Rs. (530.42) million instead of the reported amount of Rs.(138.74) million. Loss per share for the quarter ended June 30, 2023 would have been Rs.4.59 instead of the reported amount of Rs.1.21.

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





**Qualified Conclusion**

5. Based on our review conducted as above, except for the matter described in the Basis of Qualified Conclusion paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation, as amended, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The statement includes the results of the following entities:
- Subsidiary Company
    - a) Kalinganagar Chrome Private Limited (KCPL)
  - Joint Ventures
    - VISA Urban Infra Limited
7. **We draw attention to the following matters:**

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

Refer Note 4 and 7 to the consolidated financial results regarding the preparation of the consolidated financial results on a going concern basis, for the reason stated therein. The Parent Company has accumulated losses and has also incurred losses during the quarter ended June 30, 2023. As on June 30, 2023, the Parent Company's current liabilities are substantially higher than its current assets and their net worth has also been fully eroded.

State Bank of India (SBI), a financial creditor, had filed an application before National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) of the Parent Company under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) which has directed the NCLT to restore the application and proceed further in accordance with law. The order of NCLAT had been challenged by the Parent Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same had been admitted on 9 September 2021. On 7 November 2022, Hon'ble Supreme Court passed an Order to the effect that NCLT may continue to hear the application filed by SBI but the same may not be given effect till the next date of hearing before Hon'ble Supreme Court, and the matter is pending. During the quarter, SBI has assigned its debt to Assets Care and Reconstruction Enterprise Limited. Oriental Bank of Commerce, since merged with Punjab National Bank, had also filed an application before NCLT for initiating CIRP under IBC against the Parent Company which was admitted by NCLT vide order dated 28 November 2022 and an Interim Resolution Professional had been appointed. The NCLT order is challenged by the Parent Company before NCLAT and the matter is pending. Meanwhile, Hon'ble Orissa High Court has stayed the operation of the NCLT order dated 28 November 2022.

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

The Management of the Parent Company has prepared the statement on a going concern basis based on their assessment of the successful outcome of the debt resolution which will enhance the Parent Company's viability, till then the operation of the Parent Company continue under the conversion arrangement.



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

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

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

Our conclusion is not qualified in respect of above matters.

#### Other Matters

8. We did not review the financial information / financial results of one subsidiary whose financial information / financial results, which have not been reviewed by their auditors, reflect total revenue of Rs. Nil, Net Profit / (Loss) of Rs.(0.00)\* million and total comprehensive income of Rs.(0.00)\* million as considered in the statement for the quarter ended June 30 2023. The statement also includes the Group's share of net loss of Rs. 0.03 million for the period April 01 2023 to June 30, 2023, in respect of one joint venture, which have not been reviewed by their auditors, and whose financial information / financial result have not been reviewed by us. These Financial Statements have been certified by the management of the respective company and provided to us by the Parent Company's Management. According to the information and explanation given to us by the Parent Company's Management, these financial information / financial results are not material to the Group. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the above subsidiary and joint venture, is based solely on the financial information / financial results certified by the management and the procedures performed by us as stated in paragraph 3 above.

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

9. The figures for the quarter ended March 31, 2023 as reported in these consolidated financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The consolidated figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Our conclusion is not qualified in respect of above matters.



For SINGHI & CO.  
Chartered Accountants  
Firm Registration No.302049E



(Rahul Bothra)

Partner

Membership No. 067330

UDIN: 23067330BGTOZO7713

Place: Kolkata

Dated: August 7, 2023



# VISA STEEL

## VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

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

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

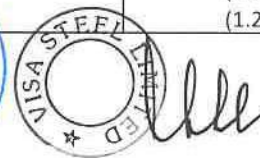
Website: [www.visasteel.com](http://www.visasteel.com)

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

### Statement of Consolidated Unaudited Financial Results for the Quarter Ended 30 June 2023

(Rs in Million Except EPS)

Sl. No.	Particulars	Quarter Ended			Year Ended
		30 June	31 March	30 June	31 March
		2023	2023	2022	2023
		Unaudited	Audited	Unaudited	Audited
I	Revenue from operations	2,349.59	1,072.76	1,968.66	6,574.84
II	Other Income	4.70	8.95	3.49	17.15
III	<b>Total Income (I +II)</b>	<b>2,354.29</b>	<b>1,081.71</b>	<b>1,972.15</b>	<b>6,591.99</b>
IV	<b>Expenses</b>				
	Cost of materials consumed	1,558.79	705.22	1,041.69	3,317.38
	Changes in inventories of finished goods, stock-in -trade and work-in-progress	-	-	14.55	26.32
	Employee benefit expenses	69.82	52.64	107.22	359.92
	Finance costs	77.52	72.84	59.49	253.71
	Depreciation and amortization expenses	118.68	118.19	212.36	726.04
	Other expenses	669.45	336.14	790.99	2,784.28
	<b>Total expenses (IV)</b>	<b>2,494.26</b>	<b>1,285.03</b>	<b>2,226.30</b>	<b>7,467.65</b>
V	<b>Profit/(Loss) before exceptional items and share of net profit of investment accounted using equity method of tax (III-IV)</b>	<b>(139.97)</b>	<b>(203.32)</b>	<b>(254.15)</b>	<b>(875.66)</b>
VI	Share of net profit of investments accounted using Equity method and tax	(0.03)	0.01	(0.01)	0.03
VII	<b>Profit/(Loss) before exceptional items and tax (V+VI)</b>	<b>(140.00)</b>	<b>(203.31)</b>	<b>(254.16)</b>	<b>(875.63)</b>
VIII	Exceptional Items	-	-	-	17,478.43
IX	<b>Profit/(Loss) before tax (VII+VIII)</b>	<b>(140.00)</b>	<b>(203.31)</b>	<b>(254.16)</b>	<b>16,602.80</b>
X	Tax Expense	-	-	-	-
XI	<b>Net Profit/(Loss) for the period (IX-X)</b>	<b>(140.00)</b>	<b>(203.31)</b>	<b>(254.16)</b>	<b>16,602.80</b>
XII	Other comprehensive income, net of Income Tax				
	A. (i) Items that will not be reclassified to profit or loss	1.26	5.29	0.97	7.85
	(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	-	-	-	-
XIII	<b>Total Comprehensive Income for the period (XI+XII)</b>	<b>(138.74)</b>	<b>(198.02)</b>	<b>(253.19)</b>	<b>16,610.65</b>
XIV	<b>Total Profit/(loss) attributable to</b>				
	Owners of the Company	(140.00)	(203.31)	(254.16)	16,602.80
	Non Controlling Interest	-	-	-	-
XV	<b>Other comprehensive income attributable to</b>				
	Owners of the Company	1.26	5.29	0.97	7.85
	Non Controlling Interest	-	-	-	-
XVI	<b>Total Comprehensive Income/(Loss) attributable to</b>				
	Owners of the Company	(138.74)	(198.02)	(253.19)	16,610.65
	Non Controlling Interest	-	-	-	-
XVII	Paid-up Equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90
XVIII	Other Equity				(8,878.89)
XIX	<b>Earnings per equity share (of Rs.10/- each) (Not annualised except for year ended March)</b>				
	1) Basic	(1.21)	(1.76)	(2.20)	143.39
	2) Diluted	(1.21)	(1.76)	(2.20)	143.39



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### Notes:

- The above unaudited Consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Parent Company at their respective meetings held on 7 August 2023. The Statutory Auditors have conducted the limited review of the above Consolidated unaudited financial results.
- As on 30 June 2023, VISA Steel Group ("the Group") comprises the Parent Company i.e. VISA Steel Limited, its one subsidiary and one Joint Venture Company.
- The Group is in the business of Ferro Alloys and hence has only one reportable operating segment as per Ind AS 108 "Operating Segments".
- The Parent Company has incurred net loss during the quarter ended 30 June 2023 which has adversely impacted the net worth of the Parent Company. The Parent Company's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the Parent Company's control. It is expected that the overall financial health of the Parent Company would improve after debt resolution and improvement in availability of working capital. Accordingly, the Parent Company has prepared the financial results on the basis of going concern assumption. The statutory auditors have also drawn attention to the above matter without qualifying their observation in their Review Report.
- The secured debt of the Parent Company have been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012 and accordingly, the Parent Company has stopped providing further interest in its books effective 1 April 2016. The amount of interest expenses not provided for is estimated at Rs. 391.68 Million for the quarter ended 30 June 2023 and the accumulated interest not provided as on 30 June 2023 is estimated at Rs. 10,293.23 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal, Cuttack bench vide its Order dated 8 July 2019 (NCLT Order) and filing of the certified copy thereof with Registrar of Companies, Cuttack on 13 July 2019, the Scheme of Arrangement became effective on and from 13 July 2019 and the Parent Company's Special Steel Undertaking stood transferred to and vested in VISA Special Steel Limited (VSSL) on and from the Appointed Date of the Scheme being 1 April 2013. The Hon'ble Supreme Court vide its ex-parte order dated 17 January 2020 in Civil Appeal (Civil) No 56 of 2020 (State Bank of India vs VISA Steel Ltd & Anr) has directed issuance of notice and in the meantime stayed the aforesaid NCLT Order. Since the NCLT Order had been given effect to and stood implemented by the Group prior to 17 January 2020, the Group is dealing with the aforesaid Civil Appeal before the Hon'ble Supreme Court in consultation with its Advocates. If the NCLT Order had not been given effect to, the unaudited financial results of the Parent Company after considering the unaudited financial results of VSSL would have been as under:

(Rs in Million)

Sl. No.	Particulars	Quarter Ended			Year Ended
		30 June 2023	31 March 2023	30 June 2022	31 March 2023
I	Total Income	2,484.70	1,636.76	1,972.15	7,284.08
II	Profit Before Tax	(179.89)	(52.28)	(254.14)	(762.61)
III	Profit After Tax	(179.89)	(52.28)	(254.14)	(762.61)
IV	Other Comprehensive Income	0.66	(0.24)	0.97	2.66
V	Total Comprehensive Income	(179.23)	(52.52)	(253.17)	(759.95)
VI	Earnings/(Loss) per Equity Share	(1.55)	(0.45)	(2.19)	(6.59)





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- 7 SBI had filed an application before Hon'ble National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC) against the Parent Company, which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before Hon'ble National Company Law Appellate Tribunal (NCLAT) New Delhi which had directed NCLT to restore the application and proceed further in accordance with law. The order of NCLAT had been challenged by the Parent Company in the Hon'ble Supreme Court by way of a Civil Appeal and the same had been admitted on 9 September 2021. On 7 November 2022, Hon'ble Supreme Court passed an Order to the effect that NCLT may continue to hear the application filed by SBI but the same may not be given effect till the next date of hearing before Hon'ble Supreme Court, and the matter is pending. During the quarter, SBI has assigned its debt to Assets Care & Reconstruction Enterprise Limited. Oriental Bank of Commerce, since merged with Punjab National Bank, had filed an application for initiating CIRP under IBC which was admitted vide NCLT order dated 28 November 2022 and an Interim Resolution Professional had been appointed. The NCLT order has been challenged before NCLAT and the matter is pending. Meanwhile, Hon'ble Orissa High Court has stayed the operation of the NCLT order dated 28 November 2022.
- 8 The figures for the quarter ended 31 March 2023 are balancing figures between the audited figures in respect of financial year ended 31 March 2023 and the unaudited published figures up to nine months ended 31 December 2022.
- 9 Previous periods figures have been regrouped / rearranged wherever necessary.



By Order of the Board  
For VISA Steel Limited

Vishal Agarwal

Vice Chairman & Managing Director  
DIN 00121539

Date: 7 August 2023

Place: Kolkata