

**Independent Auditor's Report on Audit of Annual Standalone 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

**Qualified Opinion**

1. We have audited the accompanying standalone annual financial results of **VISA Steel Limited** (hereinafter referred to as the "Company") for the year ended March 31, 2021, and the standalone statement of assets and liabilities and standalone statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, except for the effect of matter referred to in Basis of Qualified Opinion paragraph 2 below, the aforesaid standalone financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 (the Act), and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2021 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date.

**Basis for Qualified Opinion**

2. We draw attention to Note 4 of the accompanying results with regard to non-recognition of interest expense on the borrowings of the Company. The accumulated interest not provided as on March 31, 2021 is Rs.7,207.66 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.312.70 million and Rs.1,286.83 million for the quarter and year ended March 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.



*Had the aforesaid interest expense been recognized, finance cost for the quarter and year ended March 31, 2021 would have been Rs.367.04 million and Rs.1,482.89 million instead of the reported amount of Rs.54.34 million and Rs.196.06 million respectively. Total expenses for the quarter and year ended March 31, 2021 would have been Rs.2,315.78 million and Rs.8,142.99 million instead of the reported amount of Rs.2,003.08 million and Rs.6,856.16 million. Net loss after tax for the quarter and year ended March 31, 2021 would have been Rs.2,536.55 million and Rs.4,189.30 million instead of the reported amount of Rs.2,223.85 million and Rs.2,902.47 million. Total Comprehensive Income for the quarter and year ended March 31, 2021 would have been Rs.(2,545.19) million and Rs.(4,202.18) million instead of the reported amount of Rs.(2,232.49) million and Rs.(2,915.35) million, other equity would have been Rs.(10,928.48) million against reported Rs.(3,720.82), other current financial liability would have been Rs.20,031.46 million instead of reported amount of Rs.12,823.80 million and Loss per share for the quarter and year ended March 31, 2021 would have been Rs.21.91 and Rs.36.18 instead of the reported amount of Rs.19.21 and Rs.25.07.*

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

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone financial results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone annual financial results.

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

4. 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 year ended March 31, 2021. As on date, the Company's current liabilities are substantially higher than its current assets and the Company's net worth has also been fully eroded. Further the State Bank of India (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), which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed the NCLT, Cuttack Bench to restore the application and proceed further in accordance with law. The NCLAT order has been challenged by the Company in the Hon'ble Supreme Court which is pending. 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. 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.

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 and accordingly no adjustments have been made to the carrying value of the assets and liabilities.

Our opinion is not qualified in respect to the above matter.



**Emphasis of Matter**

5. We draw attention to the following matter:-

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 the VISA Special Steel Limited, (a wholly owned step down subsidiary) ("VSSL" "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 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. In compliance to the sanctioned schemes, the company has transferred various income, expenses, assets and liabilities related to special steel undertaking to VSSL from 1st April 2013 resulting in accumulated receivable of Rs.3,776.91 million from VSSL as on March 31, 2021 (previous year Rs.3,742.89 million). Since the matter is pending with Hon'ble Supreme Court, the impact of the sanctioned scheme considered as above on financial statements including aforesaid receivable from a subsidiary VSSL is dependent on the final judgment of the Hon'ble Supreme Court.

Our opinion is not qualified in respect to the above matter.

**Management's Responsibilities for the Standalone Annual Financial Results**

6. These Standalone annual financial results have been prepared on the basis of the standalone annual financial statements.

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial results that give a true and fair view of the state of affairs, loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is also responsible for overseeing the Company's financial reporting process.



**Auditor's Responsibilities for the Audit of the Standalone Financial Results**

7. Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 11 below).
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
8. Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

  
SINGHI & CO.

9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other Matter

10. The figures for the quarter ended March 31, 2021 and the corresponding quarter ended in the previous year as reported in the standalone financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the current and previous financial year respectively. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit.
11. The standalone annual financial results dealt with by this report has been prepared for the express purpose of filing with stock exchanges. These results are based on and should be read with the audited standalone financial statements of the Company for the year ended March 31, 2021 on which we issued a Qualified Opinion vide our report dated June 30, 2021.

Our opinion is not modified in respect of above matters.

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



(Pradeep Kumar Singhi)  
Partner

Membership No. 050773  
UDIN: 21050773AAAAAK2480

Place: Kolkata  
Date: June 30, 2021

# VISA STEEL

VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

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

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

## Statement of Standalone Audited Financial Results for the Quarter and Year Ended 31 March 2021

(Rs in Million, Except EPS)

Sl. No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March	31 March	31 March
		2021	2020	2020	2021	2020
		Audited	Unaudited	Audited	Audited	Audited
I	Revenue from operations	1,804.22	1,655.37	792.53	5,666.73	3,478.79
II	Other Income	126.18	128.35	124.76	438.13	397.22
III	<b>Total Income (I + II)</b>	<b>1,930.40</b>	<b>1,783.72</b>	<b>917.29</b>	<b>6,104.86</b>	<b>3,876.01</b>
IV	<b>Expenses</b>					
	Cost of materials consumed	922.70	991.70	505.95	3,150.94	2,133.55
	Purchases of Stock-in-Trade	-	-	-	-	-
	Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	82.08	41.48	5.94	16.91	85.23
	Employee Benefit Expenses	75.56	68.47	67.94	267.49	284.50
	Finance Costs	54.34	50.19	45.84	196.06	168.06
	Depreciation and amortization expense	114.54	117.24	120.95	465.16	483.15
	Other expenses	753.86	723.85	361.74	2,759.60	1,569.98
	<b>Total expenses (IV)</b>	<b>2,003.08</b>	<b>1,992.93</b>	<b>1,108.36</b>	<b>6,856.16</b>	<b>4,724.47</b>
V	<b>Profit/(Loss) before exceptional items and tax (III-IV)</b>	<b>(72.68)</b>	<b>(209.21)</b>	<b>(191.07)</b>	<b>(751.30)</b>	<b>(848.46)</b>
VI	Exceptional items	2,151.17	-	-	2,151.17	-
VII	<b>Profit/(Loss) before tax (V-VI)</b>	<b>(2,223.85)</b>	<b>(209.21)</b>	<b>(191.07)</b>	<b>(2,902.47)</b>	<b>(848.46)</b>
VIII	Tax Expenses	-	-	-	-	-
IX	<b>Profit/(Loss) for the period (VII-VIII)</b>	<b>(2,223.85)</b>	<b>(209.21)</b>	<b>(191.07)</b>	<b>(2,902.47)</b>	<b>(848.46)</b>
X	Other comprehensive income					
	A (i) Items that will not be reclassified to profit or loss	(8.64)	(1.41)	(3.66)	(12.88)	(5.65)
	(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>(2,232.49)</b>	<b>(210.62)</b>	<b>(194.73)</b>	<b>(2,915.35)</b>	<b>(854.11)</b>
XII	Paid up equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90
XIII	Other Equity				(3,720.82)	(805.47)
XIV	<b>Earnings per equity share (of Rs. 10/- each)</b>					
	1) Basic	(19.21)	(1.81)	(1.65)	(25.07)	(7.33)
	2) Diluted	(19.21)	(1.81)	(1.65)	(25.07)	(7.33)



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## Statement of Standalone Assets and Liabilities as on 31 March 2021

(Rs. In Million)

Particulars	As at	As at
	31 March	31 March
	2021	2020
	Audited	Audited
<b>ASSETS</b>		
<b>1) Non-current Assets</b>		
(a) Property, Plant and Equipment including ROU Assets	10,296.25	10,790.95
(b) Capital Work-in-Progress	387.50	2,902.72
(c) Intangible Assets	1.09	1.26
(d) Financial Assets		
(i) Investments	42.93	42.93
(ii) Loans and Advances	16.08	63.73
(iii) Other Financial Assets	0.21	-
(e) Deferred Tax Assets (Net)	-	-
	<b>10,744.06</b>	<b>13,801.59</b>
<b>2) Current Assets</b>		
(a) Inventories	193.89	172.54
(b) Financial Assets		
(i) Trade receivables	-	-
(ii) Cash and Cash Equivalents	80.94	63.52
(iii) Bank Balances [Other than (ii) above]	20.70	19.75
(iv) Others Financial Assets	0.82	3.07
(c) Current Tax Assets (Net)	84.79	82.11
(d) Other Current Assets	4,131.07	3,931.15
	<b>4,512.21</b>	<b>4,272.14</b>
<b>Total Assets</b>	<b>15,256.27</b>	<b>18,073.73</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity Share capital	1,157.90	1,157.90
(b) Other Equity	(3,720.82)	(805.47)
	<b>(2,562.92)</b>	<b>352.43</b>
<b>LIABILITIES</b>		
<b>1) Non-current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	-	2,360.92
(ii) Other financial liabilities	461.32	499.54
(b) Provisions	46.29	33.61
	<b>507.61</b>	<b>2,894.07</b>
<b>2) Current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	2,763.94	2,764.33
(ii) Trade Payables due to		
- Micro and Small Enterprises	-	-
- Other than Micro and Small Enterprises	473.91	614.19
(iii) Other Financial Liabilities	12,823.80	10,602.15
(b) Other Current Liabilities	1,241.42	839.52
(c) Provisions	8.51	7.04
<b>Current Liabilities</b>	<b>17,311.58</b>	<b>14,827.23</b>
<b>Total Equity and Liabilities</b>	<b>15,256.27</b>	<b>18,073.73</b>



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## Statement of Standalone Cash Flows for the year ended 31 March 2021

(Rs. In Million)

Particulars	Year Ended	Year Ended
	31 March	31 March
	2021	2020
	Audited	Audited
<b>(A) Cash flow from operating activities</b>		
Profit before tax for the period	(2,902.47)	(848.46)
<b>Adjustments to reconcile profit before tax for the period to net cash flows:</b>		
Depreciation and Amortization expense	465.16	483.15
Finance costs-net	88.40	167.25
Processing Fees	0.67	0.81
Income from Shared Services	(427.90)	(378.04)
Allowance for doubtful debts, advances etc. no longer required written back	5.24	(0.79)
Liabilities no longer required written back	(69.33)	(6.02)
Loss on Assets retirement/write off	362.52	80.46
Adjustments for exceptional items	2,151.17	-
Interest income classified as investing cash flows	(2.68)	(12.30)
(Gain)/Loss on sale of Property, Plant and Equipment	-	(0.78)
Net exchange differences	-	0.36
Other non- cash items	10.79	-
<b>Operating Profit/ (Loss) before changes in operating assets and liabilities</b>	<b>(318.43)</b>	<b>(514.36)</b>
<b>Working Capital adjustments:</b>		
Decrease in trade receivables	-	175.54
Increase/(Decrease) in trade payable and current liabilities	241.76	39.45
(Increase)/Decrease in Inventories	(21.34)	461.91
(Increase)/decrease in other non current/current assets	(168.31)	(60.94)
<b>Cash flow from operation</b>	<b>(266.32)</b>	<b>101.60</b>
Income Taxes (paid)/ refund	(2.68)	32.38
<b>Net cash flow from operating activities</b>	<b>(269.00)</b>	<b>133.98</b>
<b>(B) Cash flows from investing activities</b>		
Payment for acquisition of property, plant and equipment and intangible assets	(0.44)	(26.06)
Proceeds from sale of property, plant and equipment and intangible assets	-	12.12
Income from Shared Services	427.90	378.04
Release of Margin Money Account	-	16.83
Interest received	3.77	13.65
<b>Net cash flow from investing activities</b>	<b>431.23</b>	<b>394.58</b>
<b>(C) Cash flow from financing activities</b>		
Payments of long-term borrowings	(18.29)	(100.33)
Payments of short-term borrowings	(0.39)	(180.14)
Lease Payments	(73.03)	(94.35)
Finance Cost paid	(53.10)	(98.72)
<b>Net cash flow from financing activities</b>	<b>(144.81)</b>	<b>(473.54)</b>
<b>Total net increase(+) / decrease(-) in cash and cash equivalents</b>	<b>17.42</b>	<b>55.02</b>
Cash and cash equivalent at the beginning of the period	63.52	8.50
<b>Cash and cash equivalent at the end of the period</b>	<b>80.94</b>	<b>63.52</b>

The above Standalone Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard (Ind AS) 7- Statement of Cash Flows.

Particulars	As at	As at
	31 March	31 March
	2021	2020
	Audited	Audited
Current Account	80.77	63.36
Cash on hand	0.17	0.16
<b>Closing Cash &amp; Cash Equivalent</b>	<b>80.94</b>	<b>63.52</b>



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## Notes :

- 1 The above financial results of the Company were reviewed by the Audit Committee and taken on record by the Board of Directors at their respective meetings held on 30 June 2021.
- 2 The Company is in the business of manufacturing 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 and year ended 31 March 2021 which has adversely affected the net worth of the Company. The Company's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the Company's control which include high prices of raw materials during e-auction in comparison to the product prices. The Company has entered into an arrangement for conversion of raw material into finished goods with related party effective Q4 2020-21. 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 Audit Report.
- 4 The secured debt of the company have been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012. The majority of lenders have stopped charging interest on such debt. The Company has stopped providing further interest in its books effective 1 April 2016 since the debt is barred by limitation from the NPA date of 11 July 2012. The amount of interest expenses not provided for is estimated at Rs. 312.70 Million for the quarter ended 31 March 2021 and the accumulated interest not provided as on 31 March 2021 is estimated at Rs. 7207.66 Million. The statutory auditors have qualified their Audit Report in respect of this matter.
- 5 Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal (NCLT), Cuttack Bench vide 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 financial results of the Company would have been as under:

(Rs in Millions)

Sl. No.	Particulars	Quarter Ended			Year Ended	
		31 March 2021	31 December 2020	31 March 2020	31 March 2021	31 March 2020
I	Total Income	3,473.46	2,875.06	2,116.40	9,878.09	6,949.58
II	Profit Before Tax	(10,719.58)	(393.33)	(406.38)	(11,972.73)	(1,918.90)
III	Profit After Tax	(10,719.58)	(393.33)	(406.38)	(11,972.73)	(1,918.90)
IV	Other Comprehensive Income	(7.74)	(1.61)	(5.56)	(12.57)	(6.45)
V	Total Comprehensive Income	(10,727.32)	(394.94)	(411.94)	(11,985.31)	(1,925.35)
VI	Earnings/(Loss) per Equity Share	(92.58)	(3.40)	(3.51)	(103.40)	(16.57)



# VISA STEEL

VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

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

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

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

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

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

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

Assets and Liabilities of the company would have been as under:

(Rs. In Million)

Particulars	As at 31 March 2021	As at 31 March 2020
I Non Current Assets	17,484.63	29,801.97
II Current Assets, Loan and Advances	1,042.35	853.79
<b>Total Assets</b>	<b>18,526.98</b>	<b>30,655.76</b>
III Equity	(23,461.98)	(11,476.69)
IV Non Current Liabilities	217.03	6,270.73
V Current Liabilities and Provision	41,771.93	35,861.72
<b>Equity and Total Liabilities</b>	<b>18,526.98</b>	<b>30,655.76</b>

- SBI had filed an application before Hon'ble National Company Law Tribunal Cuttack Bench (NCLT) for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed NCLT to restore the application and proceed further in accordance with law. The NCLAT order has been challenged by the Company in the Hon'ble Supreme Court and the matter is pending.
- The operations of the Company were temporarily impacted due to shutdown of its plant following lockdown imposed by the Government to control the spread of COVID-19 pandemic. The Company has resumed its operations in a phased manner through conversion arrangement with related party for some of its facilities and is taking necessary steps to ensure smooth operations. The Company is assessing the impact of COVID-19 pandemic on a continuing basis given the uncertainties associated with the nature and duration of the pandemic / lockdown and accordingly the impact may be different going forward than estimated. There are no material adjustments required in this financial results due to the pandemic.
- The Exceptional Items for the year ended 31 March 2021 represents Rs. 2,151.17 million (Carrying amount Rs 2,538.67 million less Recoverable amount Rs 387.50 million) towards write off related to incomplete projects lying in Capital Work in Progress (CWIP) of the Company. The Company had been continuously incurring losses for past few years and does not envisage any substantial improvement in the financial position to complete the aforesaid CWIP. The CWIP is reinstated at the recoverable value i.e., fair value less cost of disposal as determined by an independent registered valuer using cost approach basis.
- The figures for the last quarter of the current year and for the previous year are the balancing figures between the audited figures in respect of full financial year ended 31 March and the unaudited published figures up to third quarter ended 31 December.
- Previous periods figures have been regrouped / rearranged wherever necessary.

Date: 30 June 2021

Place: Kolkata



By Order of the Board  
For VISA Steel Limited

Vishal Agarwal

Vice Chairman & Managing Director

DIN 00121539

**Statement on Impact of Audit Qualifications for the Financial Year ended 31 March 2021,**

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Standalone basis)

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	Total income	6,104.86	6,104.86
	2	Total Expenditure	6,856.16	8,142.99
	3	Net Profit/(Loss)	(2,902.47)	(4,189.30)
	4	Earnings Per Share	(25.07)	(36.18)
	5	Total Assets	15,256.27	15,256.27
	6	Total Liabilities	17,819.19	25,026.85
	7	Net Worth	(2,562.92)	(9,770.58)
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-

**II. Audit Qualification (each audit qualification separately):**

a. Details of Audit Qualification: As per Annexure A

b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion

c. Frequency of qualification: since how long continuing - FY 2017

d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: As per Annexure A

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

(i) Management's estimation on the impact of audit qualification:

(ii) If management is unable to estimate the impact, reasons for the same:

(iii) Auditors' Comments on (i) or (ii) above:






**III. Signatories:**

• Managing Director	 Vishal Agarwal
• CFO	 Surinder K. Singhal
• Audit Committee Chairperson	 Rupanjana De
• Statutory Auditor	For Singhi & Co. Firm Registration Number:302049E Chartered Accountants  Pradeep Kumar Singhi Partner Membership Number 50773

Place: Kolkata

Date: 30 June 2021

**Annexure –A**

Sl. No	Details of Audit Qualification (s)	Management's Views	
1	<p>Auditors in their Standalone Audit Report has stated that:</p> <p><b>Basis of Qualified Opinion</b>            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 March 31, 2021 is Rs.7,207.66 Millions (including Rs.1,459.69 Millions for FY 2016-17, Rs.1,552.29 Millions for FY 2017-18, Rs.1,465.46 Millions for the FY 2018-19, Rs.1,443.39 Millions for the FY 2019-20, Rs.312.70 Millions and Rs.1,286.83 Millions for the quarter and year ended March 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.</p> <p>Had the aforesaid interest expense been recognized, finance cost for the quarter and year ended March 31, 2021 would have been Rs.367.04 Millions and Rs.1,482.89 Millions instead of the reported amount of Rs.54.34 Millions and Rs.196.06 Millions respectively. Total expenses for the quarter and year ended March 31, 2021 would have been Rs.2,315.78 Millions and Rs.8,142.99 Millions instead of the reported amount of Rs.2,003.08 Millions and Rs.6,856.16 Millions. Net loss after tax for the quarter and year ended March 31, 2021 would have been Rs.2,536.55 Millions and Rs.4,189.30 Millions instead of the reported amount of Rs.2,223.85 Millions and Rs.2,902.47 Millions. Total Comprehensive Income for the quarter and year ended March 31, 2021 would have been Rs.(2,545.19) Millions and Rs.(4,202.18) Millions instead of the reported amount of Rs.(2,232.49) Millions and Rs.(2,915.35) Millions, other equity would have been Rs.(10,928.48) Millions against reported Rs. (3,720.82) Millions, other current financial liability would have been Rs.20,031.46 Millions instead of reported amount of Rs.12,823.80 Millions and Loss per share for the quarter and year ended March 31, 2021 would have been Rs.21.91 and Rs.36.18 instead of the reported amount of Rs.19.21 and Rs.25.07.</p> <p>The above reported interest has been calculated using Simple Interest rate.</p>	<p>The majority of lenders have stopped charging interest on debts. The Company has stopped providing further interest in its books effective 1 April 2016 since the debt is barred by limitation from the NPA date of 11 July 2012. The amount of interest expenses not provided for is estimated at Rs. 312.70 Million for the quarter ended 31 March 2021 and the accumulated interest not provided as on 31 March 2021 is estimated at Rs. 7,207.66 Millions.</p>	
 Vishal Agarwal Managing Director	  Surinder K. Singhal Chief Financial Officer	 Rupanjana De Chairperson, Audit Committee	<p>For Singhi &amp; Co.            Firm Registration            Number: 302049E            Chartered Accountants</p>  Pradeep Kumar Singhi Partner Membership Number 50773

**Independent Auditor's Report on Audit of Annual Consolidated 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

**Qualified Opinion**

1. We have audited the accompanying Consolidated Annual Financial Results of **VISA Steel Limited** (hereinafter referred to as the "Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group"), and its joint venture, for the year ended March 31, 2021 together with notes thereon, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, except for the effect of matter referred to in Basis of Qualified Opinion paragraph 3 below, and based on the consideration of reports of other auditors on separate audited financial statements of such subsidiaries and joint venture as were audited by the other auditors, the aforesaid consolidated financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 (the Act), and other accounting principles generally accepted in India, of the consolidated net loss and other comprehensive income and other financial information of the Group and its joint venture for the year ended March 31, 2021 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date.
2. The aforesaid consolidated annual financial results include the annual financial results of the following entities:

**Subsidiaries:**

- i. Kalinganagar Special Steel Private Limited (KSSPL)
- ii. Kalinganagar Chrome Private Limited (KCPL)
- iii. VISA Ferro Chrome Limited (VFCL), a wholly owned subsidiary of KSSPL
- iv. VISA Special Steel Limited (VSSL), a wholly owned subsidiary of VFCL

**Joint Venture:**

- v. VISA Urban Infra Limited



**Basis for Qualified Opinion**

3. We draw attention to Note 5 of the accompanying results with regard to non-recognition of interest expense on the borrowings of the Company. The accumulated interest not provided as on March 31, 2021 is Rs.18,252.28 million (including Rs.3,840.96 million for FY 2016-17, Rs.3,874.55 million for FY 2017-18, Rs.3,667.27 million for FY 2018-19, Rs.3,618.99 million for FY 2019-20, Rs.788.88 million and Rs.3,250.51 million for the quarter and year ended March 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.

Had the aforesaid interest expense been recognized, finance cost for the quarter and year ended March 31, 2021 would have been Rs.835.47 million and Rs.3,420.39 million instead of the reported amount of Rs.46.59 million and Rs.169.88 million respectively. Total expenses for the quarter and year ended March 31, 2021 would have been Rs.4,413.41 million and Rs.14,538.18 million instead of the reported amount of Rs.3,624.52 million and Rs.11,287.67 million. Net loss after tax for the quarter and year ended March 31, 2021 would have been Rs.11,503.08 million and Rs.15,223.25 million instead of the reported amount of Rs.10,714.21 million and Rs.11,972.74 million. Total Comprehensive Income for the quarter and year ended March 31, 2021 would have been Rs.(11,510.84) million and Rs.(15,235.82) million instead of the reported amount of Rs.(10,721.95) million and Rs.(11,985.31) million, other equity would have been Rs.(42,873.46) million against reported Rs.(24,621.18), other current financial liability would have been Rs.50,104.95 million instead of reported amount of Rs.31,852.67 million and Loss per share for the quarter and year ended March 31, 2021 would have been Rs.99.34 and Rs.131.47 instead of the reported amount of Rs.92.53 and Rs.103.40.

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

4. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated financial results section of our report. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and audit evidence obtained by other auditors in terms of their report is sufficient and appropriate to provide a basis for our opinion.

**Material Uncertainty Relating to Going Concern**

5. We draw your attention to Note 4 to the consolidated financial results regarding the preparation of the consolidated financial results on going concern basis, for the reason stated therein. The Parent Company and one of its subsidiary VISA Special Steel Limited (VSSL), has accumulated losses and has also incurred losses during the year ended March 31, 2021. As on date, the Parent Company and one of its subsidiary VSSL's current liabilities are substantially higher than its current assets and their net worth has also been fully eroded. Further the State Bank of India (financial creditor) had filed an application before National Company Law Tribunal (NCLT) Kolkata Bench for initiating Corporate Insolvency Resolution Process (CIRP) of the Parent Company under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed the NCLT, Cuttack Bench to restore the application and proceed further in accordance with law. The NCLAT order has been challenged by the Parent Company before the Hon'ble Supreme Court which is pending. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as going concern and therefore it may be unable to realize its assets and discharge its liabilities including potential liabilities in the normal course of business.



All the assets including non-current assets and liabilities of the Group are still being carried at their book value except in respect of one of its subsidiary VISA Special Steel Limited (VSSL) where part of the non-current assets have been impaired and are carried at its recoverable value. 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 and VSSL which is under process, the Parent Company and VSSL's ability to raise requisite finance, generate cash flows in future to meet its obligations and to earn profits in future. The ability of the Group to continue as a going concern is solely dependent on the successful outcome of these conditions, which are not wholly within the control of the Group.

Management of the Parent Company has prepared the statement on a going concern basis based on their assessment of the successful outcome of the debt resolution which will enhance the Parent Company and VSSL's viability and accordingly no adjustments have been made to the carrying value of the assets and liabilities.

Our opinion is not qualified in respect to the above matter.

#### **Emphasis of Matter**

6. We draw your attention to the following matter:

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, (a wholly owned step down subsidiary) ("VSSL" "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 filled with the Registrar of Companies, Cuttack.

To give the impact of the sanctioned scheme, the Consolidated Financial Statements 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.

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

Our opinion is not qualified in respect to the above matter.

#### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Results**

7. These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Parent Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated loss and consolidated cash flows of the Group including its joint venture



in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and its joint venture are responsible for assessing the ability of each Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its joint venture are responsible for overseeing the financial reporting process of each Company.

#### **Auditor's Responsibilities for the Audit of the Consolidated financial results**

8. Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 14 below).
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- Conclude on the appropriateness of the Board of Director's use of the going concern basis of accounting in preparing consolidated financial results and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group (Parent and subsidiaries) as well as joint venture to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its associate to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph 12 of the section titled "Other Matters" in this audit report.
9. Materiality is the magnitude of misstatements in the consolidated annual financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated annual financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the statements of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Annual financial results.
10. We communicate with those charged with governance of the Parent Company, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
11. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable

## Other Matters

12. We did not audit the annual financial results of 3 subsidiaries (including step down subsidiaries) whose financial results reflect total assets of Rs.1.79 Million and net assets of Rs.1.17 Million as at March 31, 2021, total revenue of Rs.Nil Million and Rs. Nil Million, net loss of Rs.0.06 Million and Rs.0.05 Million, total comprehensive income (comprising of loss and other comprehensive income) of Rs.(0.06) Million and Rs.(0.05) Million for the year ended March 31, 2021 and for the period from January 1, 2021 to March 31, 2021 respectively and net cash outflow amounting to Rs 0.02 Million for the year ended March 31, 2021, as considered in the consolidated annual financial results. The consolidated annual financial results also include the Group's share of total comprehensive income (comprising of profit and other comprehensive income) of Rs.0.06 Million and Rs.0.07 Million for the year ended March 31, 2021 and for the period from January 1, 2021 to March 31, 2021 respectively as considered in

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the consolidated annual financial results, in respect of a joint venture whose financial results have not been audited by us. These annual financial results have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated annual financial results insofar as it relates to the amounts and disclosures included in respect of the subsidiary and joint venture and our report in terms of sub-section (3) of Section 143 of the Act insofar as it relates to the aforesaid subsidiary and joint venture, is based solely on the reports of the other auditors.

13. The figures for the quarter ended March 31, 2021 and the corresponding quarter ended in the previous year as reported in the consolidated financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the current and previous financial year respectively. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit.
14. The consolidated annual financial results dealt with by this report has been prepared for the express purpose of filing with stock exchanges. These results are based on and should be read with the audited consolidated annual financial statements of the Company for the year ended March 31, 2021 on which we issued a Qualified Opinion vide our report dated June 30, 2021.

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



(Pradeep Kumar Singhi)  
Partner

Membership No. 050773  
UDIN: 21050773AAAAAL4889

Place: Kolkata  
Date: June 30, 2021

# VISA STEEL

VISA STEEL LIMITED

CIN: LS1109OR1996PLC004601

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

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

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

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

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

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

## Statement of Consolidated Audited Financial Results for the Quarter and Year Ended 31 March 2021

(Rs in Million Except EPS)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31 March	31 December	31 March	31 March	31 March
		2021	2020	2020	2021	2020
		Audited	Unaudited	Unaudited	Audited	Audited
I	Revenue From operations	3,442.43	2,845.22	2,090.27	9,763.63	6,833.44
II	Other Income	31.03	29.84	26.13	114.46	116.14
III	<b>Total Income (I +II)</b>	<b>3,473.46</b>	<b>2,875.06</b>	<b>2,116.40</b>	<b>9,878.09</b>	<b>6,949.58</b>
IV	<b>Expenses</b>					
	Cost of materials consumed	2,140.24	2,129.73	1,557.57	6,456.02	4,907.62
	Purchases of Stock-in-Trade	-	-	-	-	-
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	209.81	(112.75)	(12.89)	13.80	97.04
	Employee benefit expense	113.09	106.55	114.45	406.85	505.13
	Finance costs	46.59	41.98	44.06	169.88	195.42
	Depreciation and amortization expense	316.26	323.58	327.82	1,284.62	1,340.55
	Other expenses	798.53	784.65	491.89	2,956.50	1,822.89
	<b>Total expenses (IV)</b>	<b>3,624.52</b>	<b>3,273.74</b>	<b>2,522.90</b>	<b>11,287.67</b>	<b>8,868.65</b>
V	<b>Profit/(Loss) before exceptional items and share of net profit of investment accounted using equity method and tax (III-IV)</b>	<b>(151.06)</b>	<b>(398.68)</b>	<b>(406.50)</b>	<b>(1,409.58)</b>	<b>(1,919.07)</b>
VI	Share of net profit of Investments accounted using Equity Method	0.07	(0.01)	0.07	0.06	0.05
VII	<b>Profit/(Loss) before exceptional items and tax (V+VI)</b>	<b>(150.99)</b>	<b>(398.69)</b>	<b>(406.43)</b>	<b>(1,409.52)</b>	<b>(1,919.02)</b>
VIII	Exceptional items	10,563.22	-	-	10,563.22	-
IX	<b>Profit/(Loss) before tax (VII-VIII)</b>	<b>(10,714.21)</b>	<b>(398.69)</b>	<b>(406.43)</b>	<b>(11,972.74)</b>	<b>(1,919.02)</b>
X	Tax Expenses	-	-	-	-	-
XI	<b>Profit / (Loss) for the period (IX-X)</b>	<b>(10,714.21)</b>	<b>(398.69)</b>	<b>(406.43)</b>	<b>(11,972.74)</b>	<b>(1,919.02)</b>
XII	Other comprehensive income					
	A (i) Items that will not be reclassified to profit or loss	(7.74)	(1.61)	(5.56)	(12.57)	(6.45)
	(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>(10,721.95)</b>	<b>(400.30)</b>	<b>(411.99)</b>	<b>(11,985.31)</b>	<b>(1,925.47)</b>
XIV	<b>Total Profit/(Loss) for the year attributable to</b>					
	Owner of the company	(10,714.21)	(398.69)	(406.43)	(11,972.74)	(1,919.02)
	Non Controlling Interest	-	-	-	-	-
XV	<b>Other comprehensive income attributable to</b>					
	Owner of the company	(7.74)	(1.61)	(5.56)	(12.57)	(6.45)
	Non Controlling Interest	-	-	-	-	-
XVI	<b>Total Comprehensive Income/(Loss) attributable to</b>					
	Owner of the company	<b>(10,721.95)</b>	<b>(400.30)</b>	<b>(411.99)</b>	<b>(11,985.31)</b>	<b>(1,925.47)</b>
	Non Controlling Interest	-	-	-	-	-
XVII	Paid up equity Share Capital (face value of Rs.10/- each)	1,157.90	1,157.90	1,157.90	1,157.90	1,157.90
XVIII	Other Equity	-	-	-	(24,621.18)	(12,635.87)
XIX	<b>Earnings per equity share (of Rs.10/- each)</b>					
	1) Basic	(92.53)	(3.44)	(3.51)	(103.40)	(16.57)
	2) Diluted	(92.53)	(3.44)	(3.51)	(103.40)	(16.57)



# VISA STEEL

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## Consolidated Segment Wise Revenue, Results, Assets and Liabilities for the Year Ended 31 March 2021 (Refer Note 3 below)

(Rs. In Million)

Sl. No.	Particulars	Quarter Ended			Year Ended	
		31 March 2021	31 December 2020	31 March 2020	31 March 2021	31 March 2020
		Unaudited	Unaudited	Unaudited	Audited	Audited
1)	<b>Segment Revenue</b>					
	a) Special Steel	1,716.38	1,297.76	1,369.87	4,408.03	3,492.31
	b) Ferro Alloys	1,804.22	1,655.37	792.53	5,666.73	3,478.79
	<b>Total</b>	<b>3,520.60</b>	<b>2,953.13</b>	<b>2,162.40</b>	<b>10,074.76</b>	<b>6,971.10</b>
	Less: Inter-Segment Revenue	78.17	107.91	72.13	311.13	137.66
	<b>Net Sales / Income From Operations</b>	<b>3,442.43</b>	<b>2,845.22</b>	<b>2,090.27</b>	<b>9,763.63</b>	<b>6,833.44</b>
2)	<b>Segment Results</b>					
	Profit / (Loss) before tax and interest from Each segment					
	a) Special Steel	(83.15)	(183.83)	(208.71)	(650.68)	(1,018.81)
	b) Ferro Alloys	(21.25)	(172.88)	(153.66)	(588.96)	(704.79)
	<b>Total</b>	<b>(104.40)</b>	<b>(356.71)</b>	<b>(362.37)</b>	<b>(1,239.64)</b>	<b>(1,723.60)</b>
	Less: Finance costs	46.59	41.98	44.06	169.88	195.42
	Less: Exceptional Items (Refer Note 9)					
	a) Special Steel	8,412.05	-	-	8,412.05	-
	b) Ferro Alloys	2,151.17	-	-	2,151.17	-
	<b>Total Profit / (Loss) Before Tax</b>	<b>(10,714.21)</b>	<b>(398.69)</b>	<b>(406.43)</b>	<b>(11,972.74)</b>	<b>(1,919.02)</b>
3)	<b>Segment Assets</b>					
	a) Special Steel	7,048.20	15,924.90	16,325.53	7,048.20	16,325.53
	b) Ferro Alloys	11,477.83	13,680.10	14,329.29	11,477.83	14,329.29
	<b>Total Assets</b>	<b>18,526.03</b>	<b>29,605.00</b>	<b>30,654.82</b>	<b>18,526.03</b>	<b>30,654.82</b>
4)	<b>Segment Liabilities</b>					
	a) Special Steel	17,169.43	1,158.15	992.50	17,169.43	992.50
	b) Ferro Alloys	12,232.30	1,886.81	1,781.01	12,232.30	1,781.01
	c) Unallocated	12,587.58	39,301.36	39,359.28	12,587.58	39,359.28
	<b>Total Liabilities</b>	<b>41,989.31</b>	<b>42,346.32</b>	<b>42,132.79</b>	<b>41,989.31</b>	<b>42,132.79</b>



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Statement of Consolidated Assets and Liabilities as on 31 March 2021

(Rs. In Million)

Particulars	As at	As at
	31 March	31 March
	2021	2020
	Audited	Audited
<b>ASSETS</b>		
<b>1) Non-current Assets</b>		
(a) Property, Plant and Equipment including ROU Assets	17,036.68	26,791.19
(b) Capital work-in-progress	387.50	2,902.72
(c) Intangible Assets	1.18	1.35
(d) Financial Assets		
(i) Investments	31.63	31.63
(ii) Investments accounts for using the Equity Method	10.30	10.24
(iii) Loans and Advances	16.14	63.78
(iii) Other Financial Assets	0.21	-
(e) Deferred Tax Assets (Net)	-	-
	<b>17,483.64</b>	<b>29,800.91</b>
<b>2) Current Assets</b>		
(a) Inventories	348.16	327.98
(b) Financial Assets		
(i) Trade receivables	-	90.79
(ii) Cash and cash equivalents	81.33	73.54
(iii) Bank balances [Other than (ii) above]	20.70	20.51
(iv) Others Financial Assets	0.82	3.07
(c) Current Tax Assets (Net)	105.00	90.66
(d) Other current Assets	486.38	247.36
	<b>1,042.39</b>	<b>853.91</b>
<b>Total Assets</b>	<b>18,526.03</b>	<b>30,654.82</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity Share capital	1,157.90	1,157.90
(b) Other Equity	(24,621.18)	(12,635.87)
(c) Non-controlling interest	-	-
	<b>(23,463.28)</b>	<b>(11,477.97)</b>
<b>LIABILITIES</b>		
<b>1) Non-current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	-	6,021.38
(ii) Other financial liabilities	143.30	190.15
(b) Provisions	73.73	59.20
	<b>217.03</b>	<b>6,270.73</b>
<b>2) Current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	7,622.20	7,622.59
(ii) Trade Payables due to		
-- Micro and small enterprise	-	-
-- Other than micro and small enterprise	886.59	1,181.71
(iii) Other financial liabilities	31,852.67	25,995.32
(b) Other current liabilities	1,400.74	1,054.58
(c) Provisions	10.08	7.86
<b>Current Liabilities</b>	<b>41,772.28</b>	<b>35,862.06</b>
<b>Total Equity and Liabilities</b>	<b>18,526.03</b>	<b>30,654.82</b>



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## Statement of Consolidated Cash Flows for the year ended 31 March 2021

(Rs. in Million)

Particulars	Year Ended	Year Ended
	31 March	31 March
	2021	2020
	Audited	Audited
<b>(A) Cash flow from operating activities</b>		
Profit / (Loss) before tax for the period	(11,972.74)	(1,919.02)
<b>Adjustments for :</b>		
Depreciation and Amortization expenses	1,284.62	1,340.55
Impairment charge/ (reverse)	8,412.05	-
Finance Costs - net	54.84	193.35
Processing Fees	1.72	2.07
Income from Shared Services	(101.74)	(96.09)
Allowance for doubtful debts, advances etc. no longer required written back	(3.19)	(2.23)
Liabilities no longer required written back	(94.92)	(19.02)
Loss on retirement of Assets/ write off	361.49	80.17
Adjustments for exceptional items	2,151.17	-
Interest income classified as investing cash flows	(2.78)	(13.17)
(Profit) / Loss in Investment in Joint Venture	(0.06)	(0.05)
(Gain)/Loss on sale of Property, Plant and Equipment	(0.82)	(0.78)
Net exchange differences	0.22	0.74
Other non- cash items	13.20	-
<b>Operating Profit/(Loss) before changes in Operating Assets and Liabilities</b>	<b>103.06</b>	<b>(433.48)</b>
<b>Working Capital adjustments:</b>		
(Increase)/Decrease in trade receivables	73.64	241.42
Increase/(Decrease) in trade payable and current liabilities	48.89	(102.11)
(Increase)/Decrease in inventory	(20.17)	692.81
(Increase)/Decrease in other non current/current asset	(158.65)	153.55
<b>Cash flow from operation</b>	<b>46.77</b>	<b>552.19</b>
Income tax paid/Refund	(14.33)	34.35
<b>Net cash flow from operating activities</b>	<b>32.44</b>	<b>586.54</b>
<b>(B) Cash flows from investing activities</b>		
Payment for acquisition of property, plant and equipment and intangible assets	(0.83)	(26.06)
Proceeds from sale of property, plant and equipment and intangible assets	9.37	12.12
Release of Margin Money Account	0.76	16.68
Income from Shared Service	101.74	96.09
Interest received	3.87	14.52
<b>Net cash flow from investing activities</b>	<b>114.91</b>	<b>113.35</b>
<b>(C) Cash flow from financing activities</b>		
Payments of long-term borrowings	(48.42)	(167.00)
Payments of short-term borrowings	(0.39)	(239.35)
Lease Payment	(37.48)	(83.16)
Finance Costs paid	(53.27)	(145.64)
<b>Net cash flow from financing activities</b>	<b>(139.56)</b>	<b>(635.15)</b>
<b>Total net increase(+)/ decrease(-) in cash and cash equivalents</b>	<b>7.79</b>	<b>64.74</b>
<b>Cash and cash equivalent at the beginning of the period</b>	<b>73.54</b>	<b>8.80</b>
<b>Cash and cash equivalent at the end of the period</b>	<b>81.33</b>	<b>73.54</b>

The above Standalone Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard (Ind AS) 7-Statement of Cash Flows.

(Rs. in Million)

Particulars	As at	As at
	31 March	31 March
	2021	2020
	Audited	Audited
Current Account	81.16	73.37
Cash on hand	0.17	0.17
<b>Closing Cash &amp; Cash Equivalent</b>	<b>81.33</b>	<b>73.54</b>



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## Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30 June 2021. The statutory auditors have conducted the Audit of the above consolidated financial results.
- 2 As on 31 March 2021, VISA Steel group comprises the Parent Company i.e. VISA Steel Limited, its four subsidiaries (including two step down subsidiaries) and one Joint Venture Company.
- 3 VISA Steel group has identified business segments namely "Ferro Alloys" and "Special Steel" and has disclosed segment information accordingly.
- 4 VISA Steel group has incurred net loss during the quarter and year ended 31 March 2021 which has adversely impacted the net worth of the group. The group's financial performance has been adversely affected due to non-availability of working capital for operations, and other external factors beyond the group's control which include high prices of raw materials during e-auction in comparison to the product prices. The parent company has entered into an arrangement for conversion of raw material into finished goods with related party effective Q4 2020-21. It is expected that the overall financial health of the group would improve after debt resolution, improvement in availability of working capital and to operate under conversion agreement. Accordingly, the group has prepared the financial results on the basis of going concern assumption. The statutory auditors have also drawn attention to the above matter without qualifying their observation in their Audit Report.
- 5 The secured debt of the Parent Company and a step down subsidiary i.e. VISA Special Steel Limited (VSSL) have been categorised as Non-Performing Assets (NPA) by the lenders effective 11 July 2012. The majority of lenders have stopped charging interest on such debt. The Parent Company and VSSL has stopped providing further interest in its books effective 1 April 2016 since the debt is barred by limitation from the NPA date of 11 July 2012. The amount of interest expenses not provided for is estimated at Rs. 788.88 Million for the quarter ended 31 March 2021 and the accumulated interest not provided as on 31 March 2021 is estimated at Rs. 18,252.28 Million. The statutory auditors have qualified their Audit Report in
- 6 Pursuant to sanction of the Scheme of Arrangement by National Company Law Tribunal, Cuttack bench vide Order dated 8 July 2019 (NCLT Order) and filing of the certified copy thereof with Registrar of Companies, Cuttack on 13 July 2019, the Scheme of Arrangement became effective on and from 13 July 2019 and the Parent Company's Special Steel Undertaking stood transferred to and vested in VSSL on and from the Appointed Date of the Scheme being 1 April 2013. The Hon'ble Supreme Court vide its ex-parte order dated 17 January 2020 in Civil Appeal (Civil) No 56 of 2020 (State Bank of India vs VISA Steel Ltd & Anr) has directed issuance of notice and in the meantime stayed the aforesaid NCLT Order. Since the NCLT Order had been given effect to and stood implemented by the Group prior to 17 January 2020, the Group is dealing with the aforesaid Civil Appeal before the Hon'ble Supreme Court in consultation with its Advocates. The NCLT Order does not have any impact in the Consolidated Financial results of the Group.



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- 7 SBI had filed an application before Hon'ble National Company Law Tribunal, Cuttack Bench (NCLT) for initiating Corporate Insolvency Resolution Process(CIRP) under Insolvency and Bankruptcy Code (IBC), which was dismissed by NCLT, Cuttack Bench. SBI preferred an appeal before National Company Law Appellate Tribunal (NCLAT) New Delhi which has directed NCLT to restore the application and proceed further in accordance with law. The NCLAT order has been challenged in the Hon'ble Supreme Court and the matter is pending.
- 8 The operations of the Group were temporarily impacted due to shutdown of its plant following lockdown imposed by the Government to control the spread of COVID-19 pandemic. The Group has resumed its operations in a phased manner through conversion arrangement with related party for some of its facilities and is taking necessary steps to ensure smooth operations. The Group is assessing the impact of COVID-19 pandemic on a continuing basis given the uncertainties associated with the nature and duration of the pandemic / lockdown and accordingly the impact may be different going forward than estimated. There are no material adjustments required in this financial results due to the pandemic.
- 9 The Exceptional Items for the year ended 31 March 2021 includes Rs. 2,151.17 million (Carrying amount Rs 2,538.67 million less Recoverable amount Rs 387.50 million) towards write off related to incomplete projects lying in Capital Work in Progress (CWIP) of the Parent Company. The Parent Company had been continuously incurring losses for past few years and does not envisage any substantial improvement in the financial position to complete the aforesaid CWIP. The CWIP is reinstated at the recoverable value i.e., fair value less cost of disposal as determined by an independent registered valuer using cost approach basis.  
The Exceptional items for the year ended 31 March 2021 also includes Rs 8,412.05 million (Carrying amount Rs 13,624.77 million less Recoverable amount Rs. 5,212.72 million) towards impairment charge on fixed assets of Steel Making Unit (Cash Generating Unit) of a subsidiary company in accordance with Ind-AS 36 on 'Impairment of Assets'. These Cash Generating Units are not in operation since 2017 due to various external factors beyond the control of the subsidiary Company. The recoverable value (fair value less cost of disposal) of the aforesaid Cash Generating units has been determined by an independent registered valuer on cost approach basis which is lower than the Carrying value and this resulted in an impairment charge.
- 10 The figures for the last quarter of the current year and for the previous year are the balancing figures between the audited figures in respect of full financial year ended 31 March and the unaudited published figures up to third quarter ended 31 December.
- 11 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: 30 June 2021

Place: Kolkata




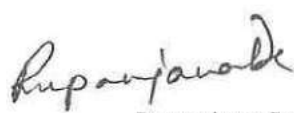



**Statement on Impact of Audit Qualifications for the Financial Year ended 31 March 2021,  
[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Consolidated basis)**

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	Total income	9,878.09	9,878.09
	2	Total Expenditure	11,287.67	14,538.18
	3	Net Profit/(Loss)	(11,972.74)	(15,223.25)
	4	Earnings Per Share	(103.40)	(131.47)
	5	Total Assets	18,526.03	18,526.03
	6	Total Liabilities	41,989.31	60,241.60
	7	Net Worth	(23,463.28)	(41,715.57)
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-


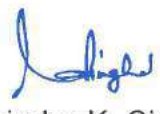



**II. Audit Qualification (each audit qualification separately):**  
**a. Details of Audit Qualification:** As per Annexure A  
**b. Type of Audit Qualification :** Qualified Opinion / Disclaimer of Opinion / Adverse Opinion  
**c. Frequency of qualification:** since how long continuing - FY 2017  
**d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:** As per Annexure A  
**e. For Audit Qualification(s) where the impact is not quantified by the auditor:** Not Applicable  
 (i) Management's estimation on the impact of audit qualification:  
 (ii) If management is unable to estimate the impact, reasons for the same:  
 (iii) Auditors' Comments on (i) or (ii) above:

**III. Signatories:**

• Managing Director	 Vishal Agarwal
• CFO	  Surinder K. Singhal
• Audit Committee Chairperson	 Rupanjana De For Singhi & Co.
• Statutory Auditor	Firm Registration Number:302049E Chartered Accountants  Pradeep Kumar Singhi Partner Membership Number 50773

Place: Kolkata  
Date: 30 June 2021

**Annexure -A**

Sl. No	Details of Audit Qualification (s)	Management's Views
1	<p>Auditors in their Consolidated Audit Report has stated that:</p> <p><b>Basis of Qualified Opinion</b></p> <p>We draw attention to Note 5 of the accompanying CFS statement with regard to non-recognition of interest expense on the borrowings of the Holding Company and its subsidiary. The accumulated interest not provided as on March 31, 2021 is Rs.18,252.28 Millions (including Rs.3,840.96 Millions for FY 2016-17, Rs.3,874.55 Millions for FY 2017-18, Rs.3,667.27 Millions for the FY 2018-19, Rs.3,618.99 Millions for the FY 2019-20 and Rs.788.88 Millions and Rs.3,250.51 Millions for the quarter and year ended March 31, 2021 respectively) which is not in accordance with the requirement of Ind AS 23: 'Borrowing Cost' read with Ind AS 109: 'Financial Instruments'.</p> <p>Had the aforesaid interest expense been recognized, finance cost for the quarter and year ended March 31, 2021 would have been Rs.835.47 Millions and Rs.3,420.39 Millions instead of the reported amount of Rs.46.59 Millions and Rs.169.88 Millions respectively. Total expenses for the quarter and year ended March 31, 2021 would have been Rs.4,413.41 Millions and Rs.14,538.18 Millions instead of the reported amount of Rs.3,624.52 Millions and Rs.11,287.67 Millions. Net loss after tax for the quarter and year ended March 31, 2021 would have been Rs.11,503.08 Millions and Rs.15,223.25 Millions instead of the reported amount of Rs.10,714.21 Millions and Rs.11,972.74 Millions. Total Comprehensive Income for the quarter and year ended March 31, 2021 would have been Rs.(11,510.84) Millions and Rs.(15,235.82) Millions instead of the reported amount of Rs.(10,721.95) Millions and Rs.(11,985.31) Millions, other equity would have been Rs.(42,873.46) Millions against reported Rs.(24,621.18) Millions, other current financial liability would have been Rs.50,104.95 Millions instead of reported amount of Rs.31,852.67 Millions and Loss per share for the quarter and year ended March 31, 2021 would have been Rs.99.34 and Rs.131.47 instead of the reported amount of Rs.92.53 and Rs.103.40.</p> <p>The above reported interest has been calculated using Simple Interest rate.</p>	<p>The majority of lenders of the Parent Company and a step down subsidiary i.e. VISA Special Steel Limited (VSSL) have stopped charging interest on debts. The Parent Company and VSSL has stopped providing further interest in its books effective 1 April 2016 since the debt is barred by limitation from the NPA date of 11 July 2012. The amount of interest expenses not provided for is estimated at Rs. 788.88 Million for the quarter ended 31 March 2021 and the accumulated interest not provided as on 31 March 2021 is estimated at Rs. 18,252.28 Million.</p>
 Vishal Agarwal Managing Director	 Surinder K. Singhal Chief Financial Officer	 Rupanjana De Chairperson, Audit Committee
		For Singhi & Co. Firm Registration Number: 302049E Chartered Accountants  Pradeep Kumar Singhi Partner Membership Number 50773