

Independent Auditor's Review Report on Unaudited Quarterly and Year to Date Standalone Financial Results of VISA Steel Limited for the quarter and year to date period ended December 31, 2020 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 statement of unaudited standalone financial results of **M/s. VISA Steel Limited** ('the Company') for the quarter ended December 31, 2020 and year to date from April 01 to December 31, 2020 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 February 10, 2021, which has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

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 December 31, 2020 is Rs.6,894.96 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.320.84 million and Rs.974.13 million for the quarter and nine months ended December 31, 2020 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 nine months ended December 31, 2020 would have been Rs.371.03 million and Rs.1,115.85 million instead of the reported amount of Rs.50.19 million and Rs.141.72 million respectively. Total expenses for the quarter and nine months ended December 31, 2020 would have been Rs.2,313.77 million and Rs.5,827.21 million instead of the reported amount of Rs.1,992.93 million and Rs.4,853.08 million respectively. Net loss after tax for the quarter and nine months ended December 31, 2020 would have been Rs.530.05 million and Rs.1,652.75 million instead of the reported amount of Rs.209.21 million and Rs.678.62 million respectively. Total Comprehensive Income for the quarter and nine months ended December 31, 2020 would have been Rs.(531.46) million and Rs.(1,656.99) million instead of the reported amount of Rs.(210.62) million and Rs.(682.86) million, Loss per share for the quarter and nine months ended December 31, 2020 would have been Rs.4.58 and Rs.14.27 instead of the reported amount of Rs.1.81 and Rs.5.86 respectively.

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

Refer Note - 3 and 6 to the unaudited 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 and nine months ended December 31, 2020. 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 stands dismissed by NCLT, Cuttack Bench. SBI has filed an Appeal before National Company Law Appellate Tribunal (NCLAT) which is pending and the matter is sub-judice. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a 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 a 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.



- 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, (a 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 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.3,776.17 million from VSSL as on December 31, 2020 (March 31, 2020: 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 results including aforesaid receivable from a subsidiary VSSL is dependent on the final judgment of the Hon'ble Supreme Court.

Our conclusion is not qualified in respect of above matters.

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




(Navindra Kumar Surana)

Partner
Membership No. 053816
UDIN: 21053816AAAAAV8225

Place: Kolkata

Dated: February 10, 2021

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

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

Statement of Standalone Unaudited Financial Results for the Quarter and Nine Months Ended 31 December 2020

(Rs in Million Except EPS)

| Sl. No. | Particulars | Quarter Ended | | | Nine Months Ended | | Year ended |
|---------|---|------------------|-------------------|------------------|-------------------|------------------|-----------------|
| | | 31 December 2020 | 30 September 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 | 31 March 2020 |
| | | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited |
| | | | | | | | |
| I | Revenue from operations | 1,655.37 | 1,551.69 | 711.40 | 3,862.51 | 2,686.26 | 3,478.79 |
| II | Other Income | 128.35 | 125.67 | 124.63 | 311.95 | 272.46 | 397.22 |
| III | Total Income (I + II) | 1,783.72 | 1,677.36 | 836.03 | 4,174.46 | 2,958.72 | 3,876.01 |
| IV | Expenses | | | | | | |
| | Cost of materials consumed | 991.70 | 820.21 | 453.63 | 2,228.24 | 1,627.60 | 2,133.55 |
| | Purchases of Stock-in-Trade | - | - | - | - | - | - |
| | Changes in inventories of finished goods, Stock-in-Trade and work-in-progress | 41.48 | 14.48 | 15.34 | (65.17) | 79.29 | 85.23 |
| | Employee benefit expense | 68.47 | 67.83 | 68.30 | 191.93 | 216.56 | 284.50 |
| | Finance costs | 50.19 | 46.11 | 44.66 | 141.72 | 122.22 | 168.06 |
| | Depreciation and amortization expense | 117.24 | 117.28 | 124.03 | 350.62 | 362.20 | 483.15 |
| | Other expenses | 723.85 | 830.51 | 323.11 | 2,005.74 | 1,208.24 | 1,569.98 |
| | Total expenses (IV) | 1,992.93 | 1,896.42 | 1,029.07 | 4,853.08 | 3,616.11 | 4,724.47 |
| V | Profit/(Loss) before exceptional items and tax (III-IV) | (209.21) | (219.06) | (193.04) | (678.62) | (657.39) | (848.46) |
| VI | Exceptional items | - | - | - | - | - | - |
| VII | Profit/(Loss) before tax (V-VI) | (209.21) | (219.06) | (193.04) | (678.62) | (657.39) | (848.46) |
| VIII | Tax Expenses | - | - | - | - | - | - |
| IX | Profit / (Loss) for the period (VII-VIII) | (209.21) | (219.06) | (193.04) | (678.62) | (657.39) | (848.46) |
| X | Other comprehensive income | | | | | | |
| | A (i) Items that will not be reclassified to profit or loss | (1.41) | (1.41) | (1.40) | (4.24) | (1.99) | (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 | Total Comprehensive Income for the period (IX+X) | (210.62) | (220.47) | (194.44) | (682.86) | (659.38) | (854.11) |
| 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 | 1,157.90 |
| XIII | Other Equity | | | | | | (805.47) |
| XIV | Earnings per equity share (of Rs. 10/- each) | | | | | | |
| | 1) Basic | (1.81) | (1.89) | (1.67) | (5.86) | (5.68) | (7.33) |
| | 2) Diluted | (1.81) | (1.89) | (1.67) | (5.86) | (5.68) | (7.33) |



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

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

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 10 February 2021. The Statutory auditors have conducted the limited review of the above Standalone unaudited financial results.
- 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 ended 31 December 2020 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 Review Report.
- 4 The majority of lenders have stopped charging interest on debts, since the dues from the Company have been categorised as Non-Performing Asset. The amount of interest expenses not provided for is estimated at Rs.320.84 Million for the quarter ended 31 December 2020 and the accumulated interest not provided as on 31 December 2020 is estimated at Rs 6,894.96 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- 5 Pursuant to sanction of the Scheme of Arrangement by 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 result of the Company would have been as under:

(Rs in Million)

| Sl. No. | Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended |
|---------|----------------------------------|------------------|-------------------|------------------|-------------------|------------------|---------------|
| | | 31 December 2020 | 30 September 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 | 31 March 2020 |
| I | Total Income | 2,875.06 | 2,523.54 | 1,405.03 | 6,404.63 | 4,833.17 | 6,949.58 |
| II | Profit Before Tax | (393.33) | (396.03) | (513.29) | (1,253.16) | (1,512.52) | (1,918.90) |
| III | Profit After Tax | (393.33) | (396.03) | (513.29) | (1,253.16) | (1,512.52) | (1,918.90) |
| IV | Other Comprehensive Income | (1.61) | (1.61) | (0.30) | (4.83) | (0.89) | (6.45) |
| V | Total Comprehensive Income | (394.94) | (397.64) | (513.59) | (1,257.99) | (1,513.41) | (1,925.35) |
| VI | Earnings/(Loss) per Equity Share | (3.40) | (3.42) | (4.43) | (10.82) | (13.06) | (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

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

- 6 SBI had filed an application before National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process under Insolvency and Bankruptcy Code on the Company, which was dismissed and the matter is sub judice before National Company Law Appellate Tribunal (NCLAT).
- 7 The operations of the Company were temporarily impacted due to shutdown of its plant following nationwide lockdown imposed by the Government to control the spread of COVID-19 pandemic. The Company has resumed its operations in a phased manner 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.
- 8 Previous periods figures have been regrouped / rearranged wherever necessary

Date: 10 February 2021
Place: Kolkata



By Order of the Board
For VISA Steel Limited




Vishal Agarwal
Vice Chairman & Managing Director
DIN 00121539

Independent Auditor's Review Report on Unaudited Quarterly and Year to Date Consolidated Financial Results of VISA Steel Limited for the quarter and year to date period ended December 31, 2020 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 subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group"), and its joint venture (refer Paragraph 6 for the list of subsidiaries and joint ventures included in the statement) for the quarter ended December 31, 2020 and year to date from April 01 to December 31, 2020 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, has been approved by the Parent Company's Board of Directors in their meeting held on February 10, 2021, which has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

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 and one of its Subsidiary Company VISA Special Steel Limited ("VSSL"). The accumulated interest not provided as on December 31, 2020 is Rs.17,463.40 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.809.53 million and Rs.2,461.63 million for the quarter and nine months ended December 31, 2020 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 nine months ended December 31, 2020 would have been Rs.851.51 million and Rs.2,584.92 million instead of the reported amount of Rs.41.98 million and Rs.123.29 million. Total expenses for the quarter and nine months ended December 31, 2020 would have been Rs.4,083.27 million and Rs.10,124.78 million instead of the reported amount of Rs.3,273.74 million and Rs.7,663.15 million respectively. Net loss after tax for the quarter and nine months ended December 31, 2020 would have been Rs.1,208.22 million and Rs.3,720.16 million instead of the reported amount of Rs.398.69 million and Rs.1,258.53 million respectively. Total Comprehensive Income for the quarter and nine months ended December 31, 2020 would have been Rs.(1,209.83) million and Rs.(3,724.99) million instead of the reported amount of Rs.(400.30) million and Rs.(1,263.36) million respectively, Loss per share for the quarter and nine months ended December 31, 2020 would have been Rs.10.43 and Rs.32.13 instead of the reported amount of Rs.3.44 and Rs.10.87 respectively.

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 Companies

- a) Kalinganagar Special Steel Private Limited (KSSPL)
- b) Kalinganagar Chrome Private Limited (KCPL)
- c) VISA Ferro Chrome Limited (VFCL), a wholly owned subsidiary of KSSPL
- d) VISA Special Steel Limited (VSSL), a wholly owned subsidiary of VFCL

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 unaudited consolidated financial results regarding the preparation of the Statement on a going concern basis, for the reason stated therein. The Parent Company and VSSL, has accumulated losses and has also incurred losses during the quarter and nine months ended December 31, 2020. As on date, the Parent Company and 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 ("SBI" or "financial creditor") had filed an application against the Parent company before National Company Law Tribunal (NCLT) Kolkata Bench for initiating Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code (IBC), which stands dismissed by NCLT, Cuttack Bench. SBI has filed an Appeal against the Parent company before National Company Law Appellate Tribunal (NCLAT) which is pending and the matter is sub-judice. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group'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 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 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 Parent 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 Parent Company.

Management of the Parent 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 Parent Company and VSSL's viability and accordingly no adjustments have been made to the carrying value of the assets and liabilities.

- 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 Visa Special Steel Limited, (a 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.

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.

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 conclusion is not qualified in respect of the above matters.

8. We did not review the financial information / financial results of three subsidiaries (including step down subsidiaries) whose financial information / financial results, which have not been reviewed by their auditors, reflect total revenue of Rs. Nil and Rs.Nil, Net loss after tax of Rs.0.01 million and Rs.0.02 million, and total comprehensive income of Rs. (0.01) million and Rs. (0.02) million (comprising loss and other comprehensive income) as considered in the statement for the quarter and nine months ended December 31, 2020 respectively. The statement also includes the Group's share of net loss of Rs. 0.01 million and Rs.0.01 million for the quarter ended December 31, 2020 and for the period April 01 2020 to December 31, 2020, 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 Results 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.

Our conclusion is not qualified in respect of the above matter.

For Singhi & Co.

Chartered Accountants

Firm Registration No.302049E




(Navindra Kumar Surana)
Partner

Membership No. 053816

UDIN: 21053816AAAAAW5017

Place: Kolkata

Dated: February 10, 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

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

Statement of Consolidated Unaudited Financial Results for the Quarter and Nine Months Ended 31 December 2020

(Rs in Million Except EPS)

| Sr. No. | Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended |
|---------|--|-----------------|-----------------|-----------------|-------------------|-------------------|-------------------|
| | | 31 December | 30 September | 31 December | 31 December | 31 December | 31 March |
| | | 2020 | 2020 | 2019 | 2020 | 2019 | 2020 |
| | | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited |
| I | Revenue From operations | 2,845.22 | 2,495.72 | 1,377.83 | 6,321.20 | 4,743.16 | 6,833.44 |
| II | Other Income | 29.84 | 27.82 | 27.21 | 83.43 | 90.01 | 116.14 |
| III | Total Income (I + II) | 2,875.06 | 2,523.54 | 1,405.04 | 6,404.63 | 4,833.17 | 6,949.58 |
| IV | Expenses | | | | | | |
| | Cost of materials consumed | 2,129.73 | 1,583.93 | 1,060.04 | 4,315.78 | 3,350.05 | 4,907.62 |
| | Purchases of Stock-in-Trade | - | - | - | - | - | - |
| | Changes in inventories of finished goods, Stock-in-Trade and work-in-progress | (112.75) | (8.42) | 2.54 | (196.01) | 109.93 | 97.04 |
| | Employee benefit expense | 106.55 | 105.38 | 121.74 | 293.76 | 390.68 | 505.13 |
| | Finance costs | 41.98 | 39.22 | 46.82 | 123.29 | 151.36 | 195.42 |
| | Depreciation and amortization expense | 323.58 | 324.06 | 335.02 | 968.36 | 1,012.72 | 1,340.55 |
| | Other expenses | 784.65 | 875.41 | 352.06 | 2,157.97 | 1,331.00 | 1,822.89 |
| | Total expenses (IV) | 3,273.74 | 2,919.58 | 1,918.22 | 7,663.15 | 6,345.74 | 8,868.65 |
| V | Profit/(Loss) before exceptional items and share of net profit of investment accounted using equity method and tax (III-IV) | (398.68) | (396.04) | (513.18) | (1,258.52) | (1,512.57) | (1,919.07) |
| VI | Share of net profit of Investments accounted using Equity Method | (0.01) | - | - | (0.01) | (0.02) | 0.05 |
| VII | Profit/(Loss) before exceptional items and tax (V+VI) | (398.69) | (396.04) | (513.18) | (1,258.53) | (1,512.59) | (1,919.02) |
| VIII | Exceptional items | - | - | - | - | - | - |
| IX | Profit/(Loss) before tax (VII-VIII) | (398.69) | (396.04) | (513.18) | (1,258.53) | (1,512.59) | (1,919.02) |
| X | Tax Expenses | - | - | - | - | - | - |
| XI | Profit / (Loss) for the period (IX-X) | (398.69) | (396.04) | (513.18) | (1,258.53) | (1,512.59) | (1,919.02) |
| XII | Other comprehensive income | | | | | | |
| | A (i) Items that will not be reclassified to profit or loss | (1.61) | (1.61) | (0.30) | (4.83) | (0.89) | (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 and Loss | - | - | - | - | - | - |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - | - | - |
| XIII | Total Comprehensive Income for the period (XI+XII) | (400.30) | (397.65) | (513.48) | (1,263.36) | (1,513.48) | (1,925.47) |
| XIV | Total Profit/(Loss) for the year attributable to | | | | | | |
| | Owner of the company | (398.69) | (396.04) | (513.18) | (1,258.53) | (1,512.59) | (1,919.02) |
| | Non Controlling Interest | - | - | - | - | - | - |
| XV | Other comprehensive income attributable to | | | | | | |
| | Owner of the company | (1.61) | (1.61) | (0.30) | (4.83) | (0.89) | (6.45) |
| | Non Controlling Interest | - | - | - | - | - | - |
| XVI | Total Comprehensive Income/(Loss) attributable to | | | | | | |
| | Owner of the company | (400.30) | (397.65) | (513.48) | (1,263.36) | (1,513.48) | (1,925.47) |
| | 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 | 1,157.90 |
| XVIII | Other Equity | - | - | - | - | - | (12,635.87) |
| XIX | Earnings per equity share (of Rs.10/- each) | | | | | | |
| | 1) Basic | (3.44) | (3.42) | (4.43) | (10.87) | (13.06) | (16.57) |
| | 2) Diluted | (3.44) | (3.42) | (4.43) | (10.87) | (13.06) | (16.57) |



VISA STEEL

VISA STEEL LIMITED

CIN: L51109OR1996PLC004601

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

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

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

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

Website: www.visasteel.com

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

**Consolidated Segment Wise Revenue, Results, Assets and Liabilities.
For the Quarter Ended 31 December 2020 (Refer Note 3 below)**

(Rs. In Million)

| Sl. No. | Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended |
|---------|---|------------------|-------------------|------------------|-------------------|-------------------|-------------------|
| | | 31 December 2020 | 30 September 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 | 31 March 2020 |
| | | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited |
| 1) | Segment Revenue | | | | | | |
| | a) Special Steel | 1,297.76 | 1,056.41 | 702.78 | 2,691.65 | 2,122.43 | 3,492.31 |
| | b) Ferro Alloys | 1,655.37 | 1,551.69 | 711.38 | 3,862.51 | 2,686.26 | 3,478.79 |
| | Total | 2,953.13 | 2,608.10 | 1,414.16 | 6,554.16 | 4,808.69 | 6,971.10 |
| | Less: Inter-Segment Revenue | 107.91 | 112.38 | 36.33 | 232.96 | 65.53 | 137.66 |
| | Net Sales / Income From Operations | 2,845.22 | 2,495.72 | 1,377.83 | 6,321.20 | 4,743.16 | 6,833.44 |
| 2) | Segment Results | | | | | | |
| | Profit / (Loss) before tax and interest from Each segment | | | | | | |
| | a) Special Steel | (183.83) | (175.36) | (309.38) | (567.53) | (810.09) | (1,018.81) |
| | b) Ferro Alloys | (172.88) | (181.46) | (156.98) | (567.71) | (551.14) | (704.79) |
| | Total | (356.71) | (356.82) | (466.36) | (1,135.24) | (1,361.23) | (1,723.60) |
| | Less: i) Finance costs | 41.98 | 39.22 | 46.82 | 123.29 | 151.36 | 195.42 |
| | Total Profit / (Loss) Before Tax | (398.69) | (396.04) | (513.18) | (1,258.53) | (1,512.59) | (1,919.02) |
| 3) | Segment Assets | | | | | | |
| | a) Special Steel | 15,924.90 | 15,937.60 | 16,614.48 | 15,924.90 | 16,614.48 | 16,325.53 |
| | b) Ferro Alloys | 13,680.10 | 14,076.37 | 14,581.20 | 13,680.10 | 14,581.20 | 14,329.29 |
| | Total Assets | 29,605.00 | 30,013.97 | 31,195.68 | 29,605.00 | 31,195.68 | 30,654.82 |
| 4) | Segment Liabilities | | | | | | |
| | a) Special Steel | 1,158.15 | 889.46 | 1,116.71 | 1,158.15 | 1,116.71 | 992.50 |
| | b) Ferro Alloys | 1,886.81 | 2,168.11 | 1,801.84 | 1,886.81 | 1,801.84 | 1,781.01 |
| | c) Unallocated | 39,301.36 | 39,297.45 | 39,343.10 | 39,301.36 | 39,343.10 | 39,359.28 |
| | Total Liabilities | 42,346.32 | 42,355.02 | 42,261.65 | 42,346.32 | 42,261.65 | 42,132.79 |



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

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

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 10 February 2021. The statutory auditors have conducted the limited review of the above Consolidated unaudited financial results.
- 2 As on 31 December 2020, 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 ended 31 December 2020 which has adversely affected 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 Review Report.
- 5 The majority of lenders of the Parent Company and VISA Special Steel Limited have stopped charging interest on debts, since the dues have been categorised as Non-Performing Asset. The amount of interest expenses not provided for the quarter ended 31 December 2020 is estimated at Rs. 809.53 Million and the accumulated interest not provided as on 31 December 2020 is estimated at Rs. 17,463.40 Million. The statutory auditors have qualified their Review Report in respect of this matter.
- 6 Pursuant to sanction of the Scheme of Arrangement by NCLT, 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 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 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. The NCLT Order is already implemented by the group, and the Parent Company is accordingly dealing with the aforesaid Civil Appeal in consultation with its Advocates. The NCLT Order does not have any impact in the Consolidated financial results of the group.



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

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

- 7 SBI had filed an application before National Company Law Tribunal (NCLT) for initiating Corporate Insolvency Resolution Process under Insolvency and Bankruptcy Code on the parent company, which was dismissed and the matter is sub judice before National Company Law Appellate Tribunal (NCLAT).
- 8 The operations of the group were temporarily impacted due to shutdown of its plant following nationwide lockdown imposed by the Government to control the spread of COVID-19 pandemic. The group has resumed its operations in a phased manner including through conversion arrangement by its subsidiary 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 continuous 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.
- 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: 10 February 2021
Place: Kolkata