



PSL Limited

M-13A, Connaught Circus,
New Delhi - 110 001
Tel. : 2341 5050 - 53 Fax : 2341 5054
E-mail : pslegal@pslltd.co.in
Website : www.psllimited.com

Ref: PSL/2019-20/807

Nov 11, 2019

To,

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
5th Floor, Plot No C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051
Tel: 022-26598235/36
Fax: 022-26598237/38
NSE Scrip Symbol: PSL

BSE Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001
Tel: 022-22728398
Fax: 022-22722037/39
BSE Scrip Code: 526801

Dear Sir/Madam,

Sub: Outcome of Board Meeting held today i.e. November 11, 2019

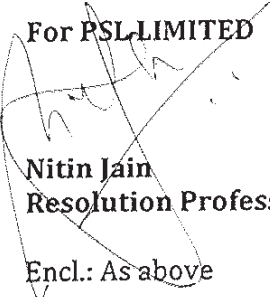
Pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, we are enclosing herewith a summarized copy of Financial Results along with Limited Review Report issued by the Statutory Auditors of the Company.

Kindly take the same on your records and oblige.

Thanking You

Yours Faithfully

For PSL LIMITED


Nitin Jain
Resolution Professional in the matter of PSL Limited

Encl.: As above



PSL LIMITED

PSL Towers, 615 Makwana Road, Marol, Andheri (East), Mumbai - 400 059.
Telephone : 022-66447777 / 66447788 / 66447799 • Fax : 022-66447700
CIN: L67120DDI987PLC002395

DISCLAIMER BY RESOLUTION PROFESSIONAL FOR PSL LIMITED FOR STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER 2019

Date: 11/11/2019

1. The results for the quarter and half year ended September 30th 2019 have been approved by the Resolution Professional solely on the basis of and relying on the information and representation given by the management of the Company. The RP has approved the said financials only to the limited extent of discharging the powers of the board of directors of the Company which have been conferred upon him inter-alia in terms of provisions of section 17 of the IBC 2016 and do not make any representations or issue any statements stating that the financial statements are true, complete and accurate in all respects;
2. Further as per regulation 33(3) (d) of the SEBI (LODR) 2015, if the listed entity has subsidiaries, it shall while submitting its annual/ quarterly audited standalone financial results and also annual/ quarterly audited consolidated financial results along with the audit report, it is to be noted that the Resolution Professional in his powers shall have control over the management only, and not on its subsidiary, associate of any other group company. In order to comply with the Regulations, I have obtained the financials of the subsidiary companies, which were made available to me by the Key Management of the Corporate Debtor. Hence standalone and consolidated audited financials are being submitted with the stock exchange.



Nitin Jain

Resolution Professional in the matter of PSL Limited

Reg. No- IBB/PA-001/IIP-P01562/2019-2020/12462

Contact No.: 987106515

Email ID: nitinjain@aaainsolvency.com, psl.limited@aaainsolvency.com

PSL LIMITED

Undergoing Corporate Insolvency Resolution Process

Regd. Office: Kachigam, Daman & Diu - 396 210

Tel No. (0260) 2242989 FAX No. (0260) 2241932

(Website : pslimited.com, Email: psltdlegal@gmail.com) CIN : L67120DD1987PLC002395

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2019

(RS. IN CRORE)

S.No.	PARTICULARS	STANDALONE					
		QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
		30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	(a) Revenue from Operations	13.06	34.79	23.61	47.85	35.46	80.12
	(b) Other income	1.78	1.46	2.79	3.23	4.22	12.11
	Total Income	14.84	36.25	26.40	51.08	39.68	92.23
2	Expenses						
	(a) Cost of materials consumed	2.74	6.97	5.98	9.71	8.41	15.57
	(b) Purchases of stock-in-trade	-	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress & stock in trade	3.26	2.39	(3.87)	5.64	(6.27)	(4.34)
	(d) Employee benefits expense	8.67	9.56	9.77	18.23	18.30	39.82
	(e) Finance Costs	-	-	-	-	-	-
	(f) Depreciation and amortisation expense	20.64	20.75	24.16	41.39	48.33	96.65
	(g) Other expenses	8.53	13.20	10.93	21.74	20.65	42.61
	Total expenses	43.84	52.87	46.97	96.71	89.42	190.31
3	Profit/(Loss) Before exceptional items(1-2)	(29.00)	(16.62)	(20.57)	(45.63)	(49.74)	(98.08)
4	Exceptional Items	-	-	-	-	-	-
5	Profit/(Loss) before tax (3-4)	(29.00)	(16.62)	(20.57)	(45.63)	(49.74)	(98.08)
6	Tax Expenses (including deferred tax)	-	-	-	-	-	-
7	Profit/ (Loss) for the period from Continuing operations (5-6)	(29.00)	(16.62)	(20.57)	(45.63)	(49.74)	(98.08)
8	Profit/ (Loss) from discontinuing operations	-	-	-	-	-	-
9	Tax Expense of discontinuing operations	-	-	-	-	-	-
10	Profit/ (Loss) for the period from discontinuing operations after tax (8-9)	-	-	-	-	-	-
11	Profit/ (Loss) for the period (7+10)	(29.00)	(16.62)	(20.57)	(45.63)	(49.74)	(98.08)
12	Other Comprehensive Income net of taxes						
	a) Items that will not be reclassified to profit or loss	-	-	-	-	-	-
	b) Items that will be reclassified to profit or loss	-	-	-	-	-	-
13	Total Comprehensive Income for the period (11-12) (Comprising Profit (loss) and Other Comprehensive Income for the Period)	(29.00)	(16.62)	(20.57)	(45.63)	(49.74)	(98.08)
14	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	124.93	124.93	124.93	124.93	124.93	124.93
	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	(2,480.90)	(2,529.24)
15	(i) Earning Per Share (For Continuing Operations) (Face Value INR 10/- each)						
	- Basic	(2.32)	(1.33)	(1.65)	(3.65)	(3.98)	(7.85)
	- Diluted	(2.32)	(1.33)	(1.65)	(3.65)	(3.98)	(7.85)
	Earnings Per Equity Share (For Discontinued Operations) (Face Value INR 10/- each)						
	- Basic	-	-	-	-	-	-
	- Diluted	-	-	-	-	-	-

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PSL LIMITED						
Undergoing Corporate Insolvency Resolution Process						
Regd. Office: Kachigam, Daman & Diu - 396 210						
Tel No. (0260) 2242509 FAX No. (0260) 2241932						
[Website : psllimited.com, Email: pslltdlogn@gmail.com] CIN : L67120DD1987PLC002395						
STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2020						
(RS. IN CRORE)						
S.No.	PARTICULARS	CONSOLIDATED				
		QUARTER ENDED			HALF YEAR ENDED	
		30.09.2019	30.06.2019	30.09.2018	30.09.2019	31.03.2019
		Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income					
	(a) Revenue from Operations	42.43	79.04	43.60	121.47	215.93
	(b) Other Income	1.58	1.84	2.90	3.42	12.76
	Total Income	44.01	80.88	46.50	124.89	228.69
2	Expenses					
	(a) Cost of materials consumed	12.39	19.75	15.47	32.14	66.49
	(b) Purchase of stock-in-trade	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress & stock-in-trade	-0.42	5.22	-4.92	4.80	-7.11
	(d) Employee benefit expense	13.22	14.11	13.01	27.33	57.56
	(e) Finance Costs	6.83	6.37	9.13	18.18	59.05
	(f) Depreciation and amortisation expense	26.32	26.11	30.54	52.43	121.66
	(g) Other expenses	21.02	31.75	17.33	53.67	101.52
	Total expenses	80.24	103.31	75.46	183.55	398.17
3	Profit/(Loss) before exceptional items (1-2)	-36.23	-22.43	-28.96	-58.66	-169.48
4	Exceptional items	-	-	-	-	-
5	Profit/(Loss) before tax (3-4)	-36.23	-22.43	-28.96	-58.66	-169.48
6	Tax Expenses (including deferred tax)	2.11	-	-	2.11	2.09
7	Profit/(Loss) for the period from Continuing operations (5-6)	-38.34	-22.43	-28.96	-60.77	-171.57
8	Profit/(Loss) from discontinuing operations	-	-	-	-	-
9	Tax Expense of discontinuing operations	-	-	-	-	-
10	Profit/(Loss) for the period from discontinuing operations after tax (8-9)	-	-	-	-	-
11	Profit/(Loss) for the period (7+10)	-38.34	-22.43	-28.96	-60.77	-171.57
12	Other Comprehensive Income net of taxes	-	-	-	-	-
	a) Items that will not be reclassified to profit or loss	-	-	-	-	-
	b) Items that will be reclassified to profit or loss	-	-	-	-	-
13	Total Comprehensive Income	-38.34	-22.43	-28.96	-60.77	-171.57
	Not Profit attributable to:					
	- Owners of the Parent	-38.34	-22.43	-28.96	-60.77	-171.57
	- Non-controlling Interests	-	-	-	-	-
	Other Comprehensive Income attributable to:					
	- Owners	-	-	-	-	-
	- Non-controlling Interests	-	-	-	-	-
	Total Comprehensive Income attributable to:					
	- Owners	-38.34	-22.43	-28.96	-60.77	-171.57
	- Non-controlling Interests	-	-	-	-	-
14	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	124.93	124.93	124.93	124.93	124.93
	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-2,866.08
15	(i) Earning Per Share (For Continuing Operations) (Face Value INR 10/- each)					
	- Basic	-3.07	-1.80	-2.32	-4.86	-13.71
	- Diluted	-3.07	-1.80	-2.32	-4.86	-13.73
	Earnings Per Equity Share (For Discontinued Operations) (Face Value INR 10/- each)					
	- Basic	-	-	-	-	-
	- Diluted	-	-	-	-	-

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PSL LIMITED
STATEMENT OF STANDALONE AND CONSOLIDATED ASSETS AND LIABILITIES AS ON 30TH SEPTEMBER, 2019

Particulars	STANDALONE		CONSOLIDATED	
	AS AT 30-09-2019	AS AT 31-03-2019	AS AT 30-09-2019	AS AT 31-03-2019
Assets				
(1) Non Current Assets				
(a) Property, Plant and Equipment	1,185.45	1,226.84	1,336.28	1,379.94
(b) Capital Work-in-progress	-	-	70.65	75.00
(c) Other Intangible assets	0.00	0.00	0.00	0.00
(e) Financial Assets				
(i) Investments	174.27	174.27	2.09	2.09
(ii) Loans	20.25	19.83	26.58	26.74
(f) Deferred Tax Assets (Net)	-	0.00	0.04	0.04
(g) Other Non-Current Assets	-	-	-	-
	1,379.96	1,420.94	1,436.54	1,482.21
(2) Current Assets				
(a) Inventories	20.36	26.20	56.16	81.07
(b) Financial Assets				
(i) Investment	-	-	0.29	0.20
(ii) Trade Receivables	5.28	9.53	46.98	59.27
(iii) Cash and Cash Equivalents	6.92	6.19	23.20	15.35
(iv) Bank Balances other than (iii) above	-	-	-	-
(v) Loans	0.01	0.11	76.00	72.84
(vi) Others	-	-	-	-
(c) Current Tax Asset (Net)	405.11	408.03	320.35	321.40
(d) Other Current Assets	437.68	450.07	555.78	600.22
Total Assets	1,817.64	1,871.00	2,030.32	2,082.43
EQUITY AND LIABILITIES				
(1) Equity				
(a) Equity Share Capital	124.93	124.93	124.93	124.93
(b) Other Equity	(2574.87)	(2,529.24)	(2928.35)	(2,866.08)
Total Equity	(2449.94)	(2404.31)	(2803.42)	(2741.14)
Liabilities				
(2) Non Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	3,859.98	3,859.98	3,859.98	3,859.98
(ii) Trade Payables	263.56	263.56	263.56	263.56
(b) Provisions	13.87	13.87	13.87	13.87
(c) Other Non Current Liabilities	-	-	-	-
	4,137.40	4,137.40	4,137.40	4,137.40
(3) Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	-	0.00	558.21	527.22
(ii) Trade Payables (Current)	10.02	10.16	56.29	55.30
(iii) Other Financial Liabilities	0.29	0.29	0.29	0.29
(b) Other Current Liabilities	119.08	127.47	67.76	51.35
(c) Provisions	-	-	15.79	12.52
(d) Current Tax Liabilities (Net)	150.18	187.91	966.34	686.17
Total Equity and Liabilities	3,817.64	3,871.00	2,030.32	2,082.43

For PSL LIMITED
(Under CRP)

Ashok Punj
Ashok Punj
Director

For PSL LIMITED
(Under CRP)

NITIN JAIN
Resolution Professional in the matter of PSL Limited
(Registration No.: 1802/PA-001/PA-P-01562/2019-2020/17480)

Place : Mumbai
Date : 11th November, 2019

PSL LIMITED

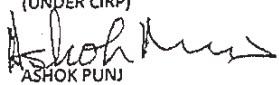
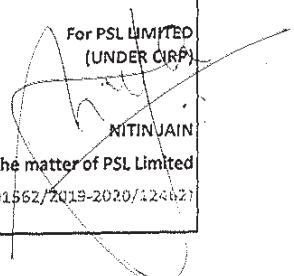
STATEMENT OF STANDALONE AND CONSOLIDATED CASH FLOW FOR THE HALF YEAR ENDED 30TH SEPTEMBER, 2019

(RS. IN CRORE)

Particulars	STANDALONE		CONSOLIDATED	
	Half year ended September, 2019	Half year ended September, 2018	Half year ended September, 2019	Half year ended September, 2018
	Unaudited	Unaudited	Unaudited	Unaudited
A) CASH FLOW FROM OPERATING ACTIVITIES				
Profit Before Tax	-45.63	-49.74	-58.67	-64.70
Add: Extraordinary Item	-	-	-	-
Profit Before Tax And Extraordinary Item	-45.63	-49.74	-58.67	-64.70
<u>Adjusted To Reconcile Profit Before Tax To Net Cash Flows</u>				
Depreciation	41.40	48.33	52.43	61.20
Borrowing Cost	-	-	13.18	5.90
Foreign Exchange Difference	-	-	6.08	-6.28
Movements In Working Capital	-	-	-	-
Decrease/(Increase) in Inventories	5.84	-7.45	4.92	-21.66
Decrease/(Increase) in Trade Receivables	4.25	-10.26	12.29	8.52
Decrease/(Increase) in Short Term Loans & Advances	3.02	10.02	-2.92	6.11
Increase/Decrease in Other Current Liabilities	-7.73	8.96	-12.93	17.91
NET CASH FROM OPERATING ACTIVITIES [A]	1.15	-0.14	14.38	6.90
B) CASH FLOW FROM INVESTING ACTIVITIES				
Purchase (Sale) Of Tangible Fixed Assets	-	-0.02	-5.45	5.62
Decrease/(Increase) in Capital WIP	-	-0.07	2.35	2.55
NET CASH USED IN INVESTING ACTIVITIES	-	-0.09	-3.10	8.17
C) CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds (Payment) From Long Term Loans And Advances	-0.42	-0.04	-0.34	7.31
Repayment Of Short Term Borrowings	-	-	-1.51	-0.97
Borrowing Cost Payment	-	-	-1.58	-1.99
NET CASH USED IN FINANCING ACTIVITIES	-0.42	-0.04	-3.43	4.36
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT - OPENING [A]	0.73	-0.27	7.85	19.43
CASH AND CASH EQUIVALENT - CLOSING [B]	6.19	4.20	15.35	11.13
CASH AND CASH EQUIVALENT - CLOSING [B-A]	6.92	3.93	23.20	30.56
	0.73	-0.27	7.85	19.43

Note :

The above cashflow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows'

	head of the Company at the said meeting.
2	An application was filed by PSL LIMITED under Section 10 of Insolvency and Bankruptcy Code, 2016 read with Rule 7 of the Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016 before the Hon'ble NCLT Ahmedabad with a prayer to commence the Corporate Insolvency Resolution Process (CIRP) in respect of itself. The said application for initiation of Corporate Insolvency Resolution Process (CIRP), which was registered as C.P. (IB) No. 37/10/NCLT/AHM/2017, has been admitted by Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, Ahmedabad (Hon'ble NCLT/Hon'ble Adjudicating Authority) vide its order dated. 15.02.2019. The Adjudicating Authority (NCLT) had appointed Mr. Nilesh Sharma, having IP Registration no. IBBI/PA-002/IP-00006/2016-17/4 as "Interim Insolvency Resolution Professional" and subsequently on 29.08.2019 Mr. Nitin Jain, having Registration No.: IBBI/PA-001/IP-P-01562/2019-2020/12462 as Resolution Profession to carry out the functions as mentioned under Insolvency and Bankruptcy Code, 2016. Under the IBC proceedings the power of the Board were suspended with effect from 15.02.2019. The NCLT order also provided for a moratorium with effect from Feb 15.02.2019, till the completion of the Corporate Insolvency Resolution process (CIRP) or until it approves the resolution plan under section 31(1) or passes an order for liquidation of the company under section 33, whichever is earlier. Currently, the CIRP Process in the respect of the company is in progress.
3	Adoption of Ind AS 116 - Lease: Effective April 1, 2019, the company has adopted Ind AS 116 "Leases" retrospectively, using the cumulative effect method and hence the comparative information is not restated. However, the adoption of the said standard did not have any material impact on the financial results of the company.
4	Under the Current CIRP process, the Resolution Professional is in the process of inviting resolution plans. Once plans are received they will be placed before CoC and thereafter before hon'ble NCLT for approval. Currently, various initiatives have been taken to improve the operation of company, increase its customer base, optimize plant utilization, improving operational efficiencies, and other cost control measures to improve the company's operating results and cash flows. Considering the same, financial statements of the company are prepared on the going concern basis.
5	This Un-audited standalone and Consolidated financial results for the quarter and half year ended September, 2019 and cash flow statement for the half year ended September, 2019 were placed at the meeting of the Directors of PSL Ltd on its Board (Powers suspended), Auditors, Finance & Accounts-Head and the RP held on 11th November, 2019, Accordingly, the said Un-audited financial Results of the company have been approved by the RP in consultation with Directors, Auditors and Finance & Accounts- Head of the company at the said meeting.
6	The Company's main business is to manufacture steel pipes. Accordingly, the Company does not have more than one segment eligible for reporting in terms of relevant in accordance with IND AS 108 "Segment Reporting" issued by the Institute of Chartered Accountants of India.
7	Since the lenders of the company have treated their outstanding dues from Company to them as NPAs, the Company has not provided interest amounting to Rs. 109.52 crores during the current quarter ended 30.09.2019 in its books of accounts during the quarter under review.
8	A closing inventory of Rs. 20.36 crores (valued at realisable value as on 30.09.2019) excludes disputed (currently under Arbitration process) amount of Rs. 17.07 crores on account of work in process being an under construction building at coimbatore (the company was doing construction work on this building for one of its client)
9	Since the company has subsidiaries and step down subsidiaries, in compliance of clause 33(3)(b) of SEBI (LODR) standalone as well as consolidated results for the quarter and half year ended 30th September 2019 have been stated in the above statement.
10	The consolidated figures for the corresponding quarter and half year ended 30 September, 2018, the consolidated statement of assets and liabilities and the statement of cash flows for the corresponding half year ended 30 September, 2018, as reported in the accompanying Statement have been approved by the Resolution Professional, but have not been subjected to review.
11	The Company has incurred net losses during the quarter ended as well as in the previous year and its net worth is fully eroded. However, the financial statements of the Company have been prepared on a going concern basis.
12	The figures for the previous period / year have been regrouped wherever necessary to conform to the current year's classification.
13	The Resolution Professional, in exercise of responsibilities mentioned u/s 17(2)(e) of the Insolvency & Bankruptcy Code, 2016 signed these results based on the information provided by the Corporate Debtor, its directors, auditor, managerial staff etc.
<div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> <p>For PSL LIMITED (UNDER CIRP)</p>  <p>ASHOK PUNJ</p> <p>Director</p> </div> <div style="text-align: center;"> <p>For PSL LIMITED (UNDER CIRP)</p>  <p>NITIN JAIN</p> <p>Resolution Professional in the matter of PSL Limited (Registration No.: IBBI/PA-001/IP-P-01562/2019-2020/12462)</p> </div> </div> <p>Place: Mumbai Date: 11th November, 2019</p>	

EXTRACT OF UNAUDITED FINANCIAL RESULTS (STANDARD) FOR THE PERIOD ENDED 30th SEPTEMBER, 2019

Sr. No.	Particulars	STANDARD						CONSOLIDATED						(Rs. In Crores)	
		QUARTER ENDED		HALF YEAR ENDED		YEAR ENDED		QUARTER ENDED		HALF YEAR ENDED		YEAR ENDED			
		30.09.2019	30.06.2019	30.09.2018	30.06.2018	30.09.2018	31.03.2019	30.09.2019	30.06.2019	30.09.2018	30.06.2018	31.03.2019	31.03.2018		
1	Total Income from Operations	13.66	34.79	23.81	47.85	35.45	80.11	42.43	79.04	43.60	121.47	81.10	715.53		
2	Net Profit/(Loss) for the period (before Tax, Exceptional Profit/for Extraordinary Items)	(23.00)	(16.62)	(20.57)	(45.63)	(49.74)	(88.09)	(36.23)	(12.43)	(28.96)	(58.68)	(64.71)	(169.48)		
3	Net Profit/(Loss) for the period before Tax (after Exceptional Profit/for Extraordinary Items)	(23.00)	(16.62)	(20.57)	(45.63)	(49.74)	(88.09)	(36.23)	(12.43)	(28.96)	(58.68)	(64.71)	(169.48)		
4	Net Profit/(Loss) for the period after tax (after Exceptional Profit/for Extraordinary Items)	(23.00)	(16.62)	(20.57)	(45.63)	(49.74)	(88.09)	(36.23)	(12.43)	(28.96)	(58.68)	(64.71)	(169.48)		
5	Total Comprehensive Income for the period (comprising Profit/(Loss) for the period (after tax) and other Comprehensive income (after tax)	(23.00)	(16.62)	(20.57)	(45.63)	(49.74)	(88.09)	(36.23)	(12.43)	(28.96)	(58.68)	(64.71)	(169.48)		
6	Equity Share Capital (Face Value Rs. 10 per Share)	124.93	124.93	124.93	124.93	124.93	124.93	124.93	124.93	124.93	124.93	124.93	124.93		
7	Other Equity (As per audited balance sheet as at 31st March)						-2529.34								
8	Earnings Per Share (Rs. 10/- each) (for continuing and discontinued operations)														
1. Basic:		(2.31)	(1.33)	(1.65)	(3.65)	(3.58)	(7.23)	(3.07)	(1.89)	(2.32)	(4.88)	(5.18)	(13.73)		
2. Diluted:		(2.32)	(1.33)	(1.65)	(3.65)	(3.59)	(7.53)	(3.07)	(1.89)	(2.32)	(4.88)	(5.18)	(13.73)		

NOTES:
a) The above is an extract from the detailed format of Quarterly/Half yearly Financial Results as on 30th September 2019 filed with Stock Exchanges under Regulation 33 of the SEBI (Listing and other Disclosures Requirements) Regulations, 2015. The full format of the Quarterly/half yearly Financial Results are available on the Stock Exchange Websites "www.sebionline.com" and "www.bseindia.com" and on the company's website at "www.psltd.com".

b) The Unaudited Financial Results of the company for the quarter and half year ended on 30.09.2019 were placed at the meeting of the Directors of PSL Limited attended by Board (Powers suspended), Auditors, Finance & Accounts Head and the MD held on 11th November, 2019 Accordingly, the said financial results of the company have been approved by the Board in consultation with Directors, Auditors and Finance & Accounts head of the company at the said meeting.

For PSL LIMITED (UNDER CIRP)
ASHOK PUND
Director
Resolution Professional in the matter of PSL Limited
(Registration No. 188U/JA-601/P-40352/2015-2020/15452)
Place: Mumbai
Date: 11th November, 2019
* Since the Company is undergoing Corporate Insolvency Resolution Process under Chapter III of Part II of the Insolvency & Bankruptcy Code, 2016, signed these quarterly results based on the information provided by the Corporate Debtor, its directors, officers, Professionals, ** The Resolution Professional, in exercise of responsibilities mentioned in s. 17(2)(f) of the Insolvency & Bankruptcy Code, 2016, signed these quarterly results based on the information provided by the Corporate Debtor, its directors, officers, managerial staff etc.

LIMITED REVIEW REPORT

To,
The Resolution Professional (RP)
In the matter of PSL Limited,
IBBI Reg. No.: IBBI/PA-001/IP-P-01562/2019-2020/12462

1. **Corporate insolvency Resolution Process ("CIRP")**

The Hon'ble National Company Law Tribunal, Ahmedabad ("NCLT") by an order dated 15th February, 2019 admitted the Corporate insolvency Resolution Process ("CIRP") consequent upon an application filed by PSL Limited u/s 10 of IBC Code and appointed Mr. Nilesh Sharma as the Interim Resolution Professional ("IRP") and subsequently by virtue of NCLT order dated 29th August, 2019, Mr. Nitin Jain as Resolution Professional ("RP") in term of the Insolvency and Bankruptcy Code, 2016 ("Code") to manage the affairs of the Company as per the provisions of the Code. The CIRP is ongoing.

2. We have reviewed the accompanying Statement of **Unaudited Standalone Financial Results** (the "statements") of **PSL LIMITED** (the "Company") for the quarter and half year ended 30th September, 2019 being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Regulation) read with SEBI Circular No. CIRICFD/CMD1/44/2019 dated March 29, 2019 (the Circular).

3. This Statement, which is the responsibility of the Company's Management and approved at the meeting of PSL Limited of its Board (power suspended) and the resolution professional held on 11th November, 2019, has been prepared in accordance with the recognition and measurement principal laid down in the Indian Accounting Standard 34 "Interim Financial Report" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.

4. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the standalone financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an

audit opinion.



LIMITED REVIEW REPORT

Attention is drawn to Note 10 of the Statement which states that the statement of cash flows for the corresponding half year ended 30 September, 2018, as reported in the accompanying Statement has been approved by the Resolution Professional, but have not been subjected to review.

Emphasis of matter

- i. As a consequence, to acute financial stress being faced by the Company in recent years, the Company's net worth has been eroded due to accumulated losses. Keeping in view the current status of company's operations it is likely that the accumulated losses are further enhanced creating a further adverse impact on it's net worth.
- ii. The financial statements have been prepared on a going concern basis although consequent upon severe financials crises faced by the company its net worth is eroded. Moreover, due to the said reason, Company is unable to procure adequate fresh orders which intturn has resulted into reduced income and profitability. Servicing of companies' debts has also accordingly been adversely affected.
- iii. These events cast significant doubt on the ability of the Company to continue as a going concern under the present circumstances. The appropriateness of the said basis is inter-alia dependent on the Company's ability to infuse requisite funds for meeting its obligations (including statutory liabilities and those in respect of contracts entered into for purchase of goods and assets), rescheduling of debt/other liabilities and resuming normal operations.
- iv. The company has not carried out detailed assessment of the useful life of Company's assets and hence depreciation has not been adjusted, as per the notification to Schedule II of the Companies Act, 2013. We are therefore unable to comment on the impact on statement of Profit & Loss Account.
- v. It has been observed that the Company is unable to deposit the provident fund amount with PF authorities in time, as a result of which Rs. 1.84 Crores is the amount which yet to be deposited.
- vi. The Company has reported a Net Loss of Rs. 29.00 Crores for the quarter ended on 30th September, 2019 as against the net loss of Rs. 20.57 Crores for the corresponding quarter ended on 30th September, 2018.
- vii. Since most of the banks which had extended financial facilities to the company have already treated the outstanding from the company as "Non-Performing Assets", they as a usual practice have discontinued making provisions of interest on such loss as accrued income in their books. In order to achieve the desired congruency on this issue the Company has also not provided for any interest amounting to Rs. 109.53 Crores on such outstanding facilities for the quarter ended on 30th September, 2019 due to various banks. Had the said interest been provided in the books in the normal course, the current quarter losses of Rs. 29.00 Crores would have raised to Rs. 138.53 Crores.
- viii. The agreement with Kandla Port Trust had not renewed w.e.f. 31.07.2007 onwards for different plots at Kandla leased by them to the company due to non-payment of their heavy invoices for bills for compensation and, possession of the same was taken over by Kandla Port Trust on 31st March, 2015. PSL Limited has filed appeal before the District Court, Gandhidham for the same. The matter is pending at Gandhidham District Court.
- ix. **Inventory:**
 - a. The closing inventory as on 30th September, 2019 of Rs. 20.36 Crores (valued at realizable



LIMITED REVIEW REPORT

value) excludes disputed Working In Progress of a Building at Coimbatore for Rs.17.07 Crores which is currently in arbitration stage.

- b. The Company has done physical inventories on 30th September, 2019 and they have certified the realizable value as on 30th September, 2019 on physical / saleable ground.
- x. **Operations Maintenance and Management Agreement with Jindal Tubular (India) Limited.**
- a. Although company's three plants earlier handed over to Jindal Tubular (India) Limited (JTIL) in mid 2015 were returned to the company during September to November, 2016, JTIL has yet to return to the company one Pipe Mill having capacity of 75000MT, one IPC plant having capacity of 18000Sqr Meter and other spares and consumable shifted by it contrary to the provisions of their agreement with the company.
- As per the advice of Edelweiss, JTIL is transferring Rs 0.098 Crores after deducting tax of Rs 0.002 Crores every month to Company's bank account, though there was no agreement for the same.
- b. Jindal Tubular (India) Limited has claimed Non legacy and legacy payment from PSL amounting to Rs. 4.37 Crores. The Company has not accepted their claim and the accounts are under reconciliations.
- c. The Excise Department has issued following notices to the company directing to show cause as to why the Cenvat credit taken on the capital goods and machineries removed from the factory premises of notices under the provisions of Rule 3(5A)(a), Rule 2 and Rule 4(5)(a)(ii) of Cenvat Credit Rules, 2004, should not be demanded and recovered under Section 11A with interest u/s 11AA and penalty u/s 11AC of the Central Excise Act, 1944 read with Rule 14 of the Cenvat Credit Rules, 2004

Sl. No.	Show Cause Notice	Amount in Rs Crores
1.	Varsana 1	0.72/-
2.	Varsana 2 Coating	4.86/-
3.	Varsana 2 Pipe Mill	5.52/-
	Total Rs.	11.10/-

The Company has submitted that the allegations made in the show cause notices are not correct in law as well on facts. The matter is pending before the appellant authority.

xi. **Settlement with JSW**

The Company has created pari passu charge with respect to some of the immovable and movable properties of the Company in favour of JSW and CDR lenders by way of mortgage by deposit of title deeds in favour of IDBI Trusteeship Services Limited, in pursuance of the Bombay High Court Order.

xii. **Lender Banks' Balance Confirmation as on 30th September, 2019**

We have been informed by the officials of the company that although the company has requested its various bankers to issue their confirmation letters confirming the balances with respect to various Bank Accounts/Bank Guarantee/Letter of Credit/Corporate Guarantee given



LIMITED REVIEW REPORT

by company for its subsidiaries company as on 30th September, 2019 but the same have not yet been received the said confirmations. Pending the receipt of balance confirmations, book balances as on 30th September, 2019 have been taken in the accounts of the Company.

xiii. **Legal Matters:**

- a. Initially five complaints were filed by two banks Syndicate Bank and Kotak Mahindra Bank Ltd. under the relevant provisions of Negotiable Instruments Act but after the order of Addl. Sessions Court of Bombay, one complaint has been scrapped with respect to some of the Directors and matters are now pending for disposal. These matters are still pending in 16th/63rd MM Court, Andheri, Mumbai and the next date of hearing are fixed.

Next date of Syndicate Bank hearing on 05.11.2019 & Kotak Mahindra Bank is on 02.12.2019.

- b. Petitions have been filed before the High Court of Gujarat at Ahmedabad challenging the order issued by Kandla Port Trust (KPT) in respect of evacuation of five plots of land of PCD-I unit located in East of NH No. 08A, Kandla Road, Gandhidham and two plots of land of PCD-II in Plot No. 5&6 in Block D, Sector 12, Gandhidham. The matters are pending at High Court.

- c. **Company's petition against Andhra Pradesh Industrial Infrastructure Corporation (APIIC)**

Having felt aggrieved by the decision of APIIC to resume the possession of two plots earlier allotted by it to the company has filed writ petitions in Hyderabad High Court challenging APIIC's decision. While the Hon'ble High Court having examined the company's grievance has granted a stay in company's favour, the matter is still pending for final adjudication.

Our opinion is not modified in respect of these matters.

5. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement of Un-Audited Standalone Financial Results prepared in accordance with applicable Indian Accounting Standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

FOR V. PAREKH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGN NO. 107488W



Rakesh V. Parekh

RASESH V. PAREKH PARTNER
MEMBERSHIP NO. 38615
UDIN: - 19038615AAAATB3702

MUMBAI,
DATED : - 11TH NOVEMBER, 2019.

LIMITED REVIEW REPORT

To,
The Interim Resolution Professional (IRP)
In the matter of PSL Limited,
IBBI Reg. No.: IBBI/IPA-002/IP-N00104/2017-18/10232

1. Corporate insolvency Resolution Process ("CIRP")

The Hon'ble National Company Law Tribunal, Ahmedabad ("NCLT") by an order dated 15th February, 2019 admitted the Corporate insolvency Resolution Process ("CIRP") consequent upon an application filed by PSL Limited u/s 10 of IBC Code and appointed Mr. Nilesh Sharma as the Interim Resolution Professional ("IRP") and subsequently by virtue of NCLT order dated 29th August, 2019, Mr. Nitin Jain as Resolution Professional ("RP") in term of the Insolvency and Bankruptcy Code, 2016 ("Code") to manage the affairs of the Company as per the provisions of the Code. The CIRP is ongoing.

2. We have reviewed the accompanying Statement of **Unaudited Consolidated Financial Results** (the "statements") of **PSL LIMITED** ("the Parent"), which includes its subsidiaries (the Parent and its subsidiaries together referred to as 'the Group'), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulation') read with SEBI Circular No. CIRICFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').

3. This Statement, which is the responsibility of the Parent's Management and approved at the meeting of PSL Limited of its Board (power suspended) and the Resolution Professional held on 11th November, 2019, has been prepared in accordance with the recognition and measurement principal laid down in the Indian Accounting Standard 34 "Interim Financial Report" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.

4. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410 "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the standalone financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

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



LIMITED REVIEW REPORT

Attention is drawn to Note 10 of the Statement which states that the consolidated result, consolidated statement of assets and liabilities and consolidated statement of cash flows for the corresponding quarter and half year ended 30 September, 2018, as reported in the accompanying Statement has been approved by the Resolution Professional, but have not been subjected to review.

Emphasis of matter

- i. As a consequence, to acute financial stress being faced by the Parent Company in recent years, the group's net worth has been eroded due to accumulated losses. Keeping in view the current status of group's operations it is likely that the accumulated losses are further enhanced creating a further adverse impact on its net worth.
- ii. The financial statements have been prepared on a going concern basis although consequent upon severe financials crises faced by the group its net worth is eroded. Moreover, due to the said reason, group is unable to procure adequate fresh orders which in turn has resulted into reduced income and profitability. Servicing of parent companies' debts has also accordingly been adversely affected.
- iii. These events cast significant doubt on the ability of the group to continue as a going concern under the present circumstances. The appropriateness of the said basis is inter-alia dependent on the group's ability to infuse requisite funds for meeting its obligations (including statutory liabilities and those in respect of contracts entered into for purchase of goods and assets), rescheduling of debt/other liabilities and resuming normal operations.
- iv. The group has not carried out detailed assessment of the useful life of the assets and hence depreciation has not been adjusted, as per the notification to Schedule II of the Companies Act, 2013. We are therefore unable to comment on the impact on statement of Profit & Loss Account.
- v. It has been observed that the Parent Company is unable to deposit the provident fund amount with PF authorities in time, as a result of which Rs. 1.84 Crs is the amount which yet to be deposited.
- vi. The Group has reported a Net Loss of Rs. 38.34 Crores for the quarter ended on 30th September, 2019.
- vii. Since most of the banks which had extended financial facilities to the parent company have already treated the outstanding from the parent company as "Non-Performing Assets", they as a usual practice have discontinued making provisions of interest on such loss as accrued income in their books. In order to achieve the desired congruency on this issue the parent Company has also not provided for any interest amounting to Rs. 109.53 Crores on such outstanding facilities for the quarter ended on 30th September, 2019 due to various banks. Had the said interest been provided in the books in the normal course, the current quarter losses of the group of Rs. 38.34 Crores would have raised to Rs. 147.87 Crores.
- viii. The agreement with Kandla Port Trust had not renewed w.e.f. 31.07.2007 onwards for different plots at Kandla leased by them to the company due to non-payment of their heavy invoices for bills for compensation and, possession of the same was taken over by Kandla Port Trust on 31st March, 2015. PSL Limited has filed appeal before the District Court, Gandhidham for the same. The matter is pending at Gandhidham District Court
- ix. **Operations Maintenance and Management Agreement with Jindal Tubular (India) Limited.**



LIMITED REVIEW REPORT

- a. Although parent company's three plants earlier handed over to Jindal Tubular (India) Limited (JTIL) in mid 2015 were returned to the parent company during September to November, 2016, JTIL has yet to return to the parent company one Pipe Mill having capacity of 75000MT, one IPC plant having capacity of 18000Sqr Meter and other spares and consumable shifted by it contrary to the provisions of their agreement with the parent company.

As per the advice of Edelweiss, JTIL is transferring Rs 0.098 Crores after deducting tax of Rs 0.002 Crores every month to parent company's bank account, though there was no agreement for the same.

- b. Jindal Tubular (India) Limited has claimed Non legacy and legacy payment from parent company amounting to Rs.4.37 Crores. The parent company has not accepted their claim and the accounts are under reconciliations.
- c. The Excise Department has issued following notices to the parent company directing to show cause as to why the Cenvat credit taken on the capital goods and machineries removed from the factory premises of notices under the provisions of Rule 3(5A)(a), Rule 2 and Rule 4(5)(a)(ii) of Cenvat Credit Rules, 2004, should not be demanded and recovered under Section 11A with interest u/s 11AA and penalty u/s 11AC of the Central Excise Act, 1944 read with Rule 14 of the Cenvat Credit Rules, 2004

Sl. No.	Show Cause Notice	Amount in Rs Crores
1.	Varsana 1	0.72/-
2.	Varsana 2 Coating	4.86/-
3.	Varsana 2 Pipe Mill	5.52/-
	Total Rs.	11.10/-

The parent company has submitted that the allegations made in the show cause notices are not correct in law as well on facts. The matter is pending before the appellant authority.

x. **Settlement with JSW**

The parent company has created pari passu charge with respect to some of the immovable and movable properties of the parent company in favour of JSW and CDR lenders by way of mortgage by deposit of title deeds in favour of IDBI Trusteeship Services Limited, in pursuance of the Bombay High Court Order.

xi. **Lender Banks' Balance Confirmation as on 30th September, 2019**

We have been informed by the officials of the parent company that although the parent company has requested its various bankers to issue their confirmation letters confirming the balances with respect to various Bank Accounts/Bank Guarantee/Letter of Credit/Corporate Guarantee given by parent company for its subsidiaries company as on 30th September, 2019 but the same have not yet been received the said confirmations. Pending the receipt of balance confirmations, book balances as on 30th September, 2019 have been taken in the accounts of the parent company.

xii. **Legal Matters:**

- a. Initially five complaints were filed by two banks Syndicate Bank and Kotak Mahindra Bank Ltd. under the relevant provisions of Negotiable Instruments Act but after the order of Addl. Sessions Court of Bombay, one complaint has been scrapped with respect to some of the Directors and matters are now pending for disposal. These matters are still pending in 16th/63rd MM Court, Andheri, Mumbai and the next date of hearing are fixed.



LIMITED REVIEW REPORT

Next date of Syndicate Bank hearing on 05.11.2019 & Kotak Mahindra Bank is on 02.12.2019.

- b. Petitions have been filed before the High Court of Gujarat at Ahmedabad challenging the order issued by Kandla Port Trust (KPT) in respect of evacuation of five plots of land of PCD-I unit located in East of NH No. 08A, Kandla Road, Gandhidham and two plots of land of PCD-II in Plot No. 5&6 in Block D, Sector 12, Gandhidham. The matters are pending at High Court.

- c. **Company's petition against Andhra Pradesh Industrial Infrastructure Corporation (APIIC)**

Having felt aggrieved by the decision of APIIC to resume the possession of two plots earlier allotted by it to the parent company has filed writ petitions in Hyderabad High Court challenging APIIC's decision. While the Hon'ble High Court having examined the parent company's grievance has granted a stay in parent company's favour, the matter is still pending for final adjudication.

Our opinion is not modified in respect of these matters.

5. The Statement includes the results of the following entities: -

- i. PSL Limited- the Parent Company
- ii. PSL Corrosion Control Services Limited- Subsidiary
- iii. PSL Gas Distribution Private Limited- Subsidiary
- iv. PSL Infrastructure and Ports Private Limited- Subsidiary
- v. Pipeline Systems Limited* - Subsidiary

*Amount includes results of its subsidiary namely PSL FZE Sharjah incorporated under the laws of UAE.

6. The Statement includes the unaudited interim financial information of 1 foreign subsidiary and its step-down subsidiary, whose interim financial information reflect, total revenue of Rs. 9.79 crores, total loss of Rs. 9.07 crores and total comprehensive income of Rs. -9.07 crores for the quarter ended 30 September 2019, total assets of Rs. 255.23 Crores and total cash and cash equivalent of Rs. 6.09 Crores as at 30 September, 2019 as considered in the Statement. These interim financial information are unaudited and have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on such unaudited financial information.
7. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

FOR V. PAREKH & ASSOCIATES
CHARTERED ACCOUNTANTS

FIRM REGN NO. 107488W



RASESH V. PAREKH PARTNER

MEMBERSHIP NO. 38615

UDIN: - 19038615AAAATC5458

MUMBAI,
DATED :- 11TH NOVEMBER, 2019