



SL/SHR/57

22nd May, 2019

The General Manager – Corporate Services,
Bombay Stock Exchange Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Stock Code: 504961

Website: listing.bseindia.com

Sub: Outcome of Audited Financial Results for 4th Quarter and Financial Year Ended 31st March, 2019
(pertaining to period before commencement of Corporate Resolution Process)

Dear Madam/Sir,

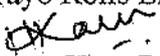
In continuation of our letter dated May 15th, 2019, this is to inform that the Resolution Professional has today, May 22nd, 2019, considered and taken on record the audited financial results and the auditor's report for the 4th quarter and financial year ended 31st March, 2019. The audited financial results and auditor's report are enclosed.

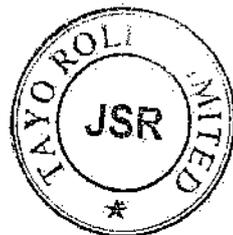
It may be noted that these audited financial results pertain to a period before the commencement of the CIRP and appointment of the Resolution Professional (RP). The RP has not conducted an independent verification of these financial results and is not in a position to certify the truthfulness, fairness, accuracy or completeness of these results. The RP has relied upon the assistance provided by the Members of the Audit Committee in review of the financial results and certifications, representations and statements made by the management in relation to the financial results. The reviewed financial results have been taken on record by the Members of the Board of Directors. The RP has accordingly taken these financial results on record.

No dividend is recommended for FY 2018-19.

Further, please note that the Company has already made necessary arrangement to publish the same in newspapers as required under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

The above is for your information and record please.

Yours faithfully,
For Tayo Rolls Limited

(Harpreet Kaur Bhamra)
Company Secretary & CO



Encl: As above

TAYO ROLLS LIMITED

Regd. Office : 3, Circuit House Area (North-East), Road No. 11, P.O. & P.S. - Bistupur, Jamshedpur-831 001 Jharkhand, INDIA
Works Office : Large Scale Industrial Estate, Gamharia-832 108, Jharkhand, INDIA
Office Phone : 91-657-2227821/6508041/2220472, E-mail : tayoregd@tayo.co.in
Website : www.tayo.co.in, Corporate Identity Number : L27105JH1968PLC000818

A **TATA** Enterprise

TAYO ROLLS LIMITED

Registered Office : 3, Circuit House Area (North-East), Road No-11, Bistupur, Jamshedpur- 831 001, INDIA
Corporate Identity Number : L27105JH1968PLC000818
Web site: www.tayo.co.in E-mail Id: tayoregd@tayo.co.in

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH, 2019

PART I	Particulars	Rupees in Lakhs				
		Quarter ended			Year ended	
		31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
	Audited	Unaudited	Audited	Audited	Audited	
I	Revenue from operations	-	-	-	-	34
II	Other income	7	10	40	42	59
III	Total income (I + II)	7	10	40	42	93
IV	Expenses					
a)	Cost of materials consumed	-	-	-	-	-
b)	Changes in inventories of finished goods, stock in trade and work in progress	-	-	-	-	7
(c)	Employee benefits expense	161	179	306	718	1,387
(d)	Finance costs	117	118	160	474	917
(e)	Depreciation and amortization expense	140	148	153	589	478
(f)	Power and fuel	2	2	2	6	11
(g)	Other expenses	12	27	77	251	464
	Total expenses (IV)	432	474	698	2,038	3,264
V	Loss before exceptional items and tax (III - IV)	(425)	(464)	(658)	(1,996)	(3,171)
VI	Exceptional items (Refer note 'b')	-	-	-	-	605
VII	Loss before tax (V - VI)	(425)	(464)	(658)	(1,996)	(2,566)
VIII	Tax expense:	-	-	-	-	-
IX	Loss for the year (VII - VIII)	(425)	(464)	(658)	(1,996)	(2,566)
X	Other comprehensive income					
	items that will not be reclassified to profit and loss					
(a)	Remeasurement gains / (losses) on defined benefit plans	-	-	-	-	-
(b)	Equity instruments through other comprehensive income	-	-	-	-	-
	Total other comprehensive income for the period (X)	-	-	-	-	-
XI	Total comprehensive income/(loss) for the period (IX + X)	(425)	(464)	(658)	(1,996)	(2,566)
XII	Paid-up equity share capital (Face value : Rs.10 per share)	1,026	1,026	1,026	1,026	1,026
XIII	Other equity				(47,854)	(45,857)
XIV	Earnings per share (EPS) (of Rs 10/- each) (not annualised)					
i)	Basic and diluted EPS before extraordinary items for the period	(4.14)	(4.53)	(6.41)	(19.45)	(25.00)
ii)	Basic and diluted EPS after extraordinary items for the period	(4.14)	(4.53)	(6.41)	(19.45)	(25.00)

(See accompanying notes to the financial results)



TAYO ROLLS LIMITED
Corporate Identity Number : L27105JH1968PLC000818
Part II : AUDITED BALANCE SHEET AS AT 31 MARCH, 2019

Rupees in Lakhs

ASSETS	As at 31.03.2019	As at 31.03.2018
Non-current assets		
(a) Property, plant and equipment	4,068	4,656
(b) Capital work-in-progress	-	-
(c) Other intangible assets	-	-
(d) Financial assets		
(i) Investments:		
Other investments	-	-
ii) Other financial assets	21	145
(e) Non-current tax assets	432	427
(f) Other non-current assets	191	191
Total non-current assets	4,712	5,419
Current assets		
(a) Inventories	764	764
(b) Financial assets		
(i) Trade receivables	-	74
(ii) Cash and cash equivalents	129	249
(iii) Bank balance other than (ii) above	397	546
(iv) Other financial assets	76	76
(c) Other current assets	127	147
Total current assets	1,493	1,856
Total assets	6,205	7,275
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital	1,026	1,026
(b) Other equity	(47,854)	(45,857)
Total equity	(46,828)	(44,831)
Liabilities		
Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings	33,286	35,814
Total non-current liabilities	33,286	35,814
Current liabilities		
(a) Financial liabilities		
(i) Borrowings	6,700	6,700
(ii) Trade payables		
(A) Total outstanding dues of micro enterprises and small enterprises	-	-
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	3,263	2,858
(iii) Other financial liabilities	4,968	1,666
(b) Provisions	1,733	1,929
(c) Current tax liabilities (net)	123	123
(d) Other current liabilities	2,960	3,016
Total current liabilities	19,747	16,292
Total liabilities	53,033	52,106
Total equity and liabilities	6,205	7,275



Notes:

- a) The Board of Directors had referred the Company to the Board for Industrial and Financial Reconstruction (BIFR) as required under the First proviso of section 15 (1) of The Sick Industrial Companies (Special Provisions) Act, 1985 and the Company is registered with BIFR on 23 March, 2016. Meanwhile, the Ministry of Finance issued Notifications S.O. 3568 (E) & S.O. 3569 (E) dated 25 November, 2016 to the effect that SICA has been repealed with effect from 1 December, 2016 and all the references or inquiry pending before the BIFR and/ or AAIFR shall stand abated. The Board of Directors at their meeting held on 3 July, 2017 had decided to refer the Company to the National Company Law Tribunal (NCLT) Kolkata under Section 10 of the Insolvency and Bankruptcy Code, 2016 (IBC) for initiation of Corporate Insolvency Resolution Process (CIRP). Subsequently, on 13 July, 2017, the Company has filed relevant application before the NCLT, Kolkata under Section 10 of the Insolvency and Bankruptcy Code, 2016. The Workers of the Company, in the capacity of operational creditor had also filed an application before Tribunal, Kolkata under Section 9 of the Insolvency and Bankruptcy Code (IBC), 2016 seeking initiation of CIRP. Both appeals were rejected by the Tribunal. The Company and the workers had separately filed appeal before the National Company Law Appellate Tribunal against the rejection order passed by the Tribunal. The Appellate Tribunal allowed the appeal filed by the Company and the Workers. However, it has directed the Tribunal to admit the appeal filed by the Workers.

The Corporate Insolvency Resolution Process (CIRP) has been initiated against the Company vide an order passed by NCLT Kolkata dated 05.04.2019. Pursuant to this order, the powers of the Board of Directors stands suspended and are exercisable by Mrs. Vinita Agrawal, the Interim Resolution Professional (IRP) appointed by the NCLT who was consequently confirmed to continue as the Resolution Professional (RP) by the Committee of Creditors (CoC). These audited financial results pertain to a period before the commencement of CIRP and appointment of RP. The RP has not conducted an independent verification of these financial results and is not in a position to certify the truthfulness, fairness, accuracy or completeness of these results. The RP has relied upon the assistance provided by the members of the Audit Committee in review of the financial results and certifications, representations and statements made by the CEO and Dy. CFO in relation to the financial results. The reviewed financial results have been taken on record by the Members of the Board of Directors. The RP has accordingly taken these financial results on record.

- b) Consequent to the judgment dated 2 May, 2013 of Honorable Jharkhand High Court with regard to the applicability of power tariff structure on the Company's Induction Furnace Unit from January 2000, the Jharkhand State Electricity Board (JSEB) had raised rectified energy bill dated 10 June, 2013 for Rs. 27,203 lakhs (later claim revised to Rs. 26,361 lakhs). The rectified energy bill was challenged separately before the Honorable Jharkhand High Court. The Company has also contested the judgment dated 2 May, 2013 on the applicability of power tariff structure by way of filing an appeal (Letters Patent Appeal) before the Honorable Jharkhand High Court which has been admitted on merit on 3 July, 2013. The demand raised by JSEB has been considered as contingent liability in the Ind AS financial statements.

JSEB had also initiated certificate proceedings for recovery of Rs. 26,361 lakhs against the Company and Board of Directors, which was challenged before the Certificate Officer. The Certificate Officer in his Order dated 12 December, 2015 has absolved the directors from any liability to the extent the Certificate amount is considered. He also directed JSEB to raise revised bills and the Company to pay the same within 15 days of the Order. JSEB has raised the revised bill dated 24 December, 2015 for Rs. 21,804 lakhs. The Company has also challenged the Order dated 12 December, 2015 of the Certificate officer before the Division Bench of the Jharkhand High Court.



On 18 December, 2015, the Division Bench of Jharkhand High Court has passed its Order that "No Coercive Action" shall be initiated against the Company during pendency and final hearing of these Appeals. The matter is sub-judice.

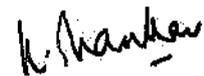
- 6) The Company has incurred a loss of Rs. 425 lakhs and Rs. 1,996 lakhs during the quarter and year ended 31 March, 2019, respectively (incurred a loss of Rs 2,566 lakhs during the year ended 31 March, 2018) and accumulated losses as on date amounting to Rs. 53,395.63 lakhs. The net worth of the Company has already been eroded and the Company's current liabilities exceeded its current assets.

The Company's operating results continue to be materially affected by various factors, particularly high pricing pressures due to overcapacity in roll industry, general economic slowdown and unavailability of future financing. Considering, these factors the going concern assumption is not appropriate for preparing the Ind AS financial statements and these Ind AS financial statements have been prepared on other than going concern basis. Accordingly, the assets have been stated at the lower of their historic cost and estimated net realizable value and the liabilities have been stated at the values at which they are expected to be discharged

The Company issued a VSS circular on 31 May, 2016 to all its employees and having evaluated the response from employees subsequently revised the scheme on 5 September, 2016, 28 October 2016, 9 March, 2017, 15 May, 2017 and 23 March, 2018. The Company, post expiry of the revised VSS, had reviewed the remaining provision against the expenditure, and has considered the balance amount to be adequate.

- b) The Board of Directors at their meeting held on 5 September, 2016 had decided to close the operations of the Company. Accordingly, on 6 September, 2016 the Company has filed closure application U/s 25-O of the Industrial Disputes Act, 1947 with the State Government Authorities, which was rejected on 27 October, 2016. The Company has filed a Writ Petition before the Honorable Jharkhand High Court against the rejection order. The matter is sub-judice.
- e) During the year ended 31 March, 2019, the Company has allotted 3,00,000, 8.00% Non-Cumulative Redeemable Preference Shares aggregating to Rs. 300.00 lakhs to Tata Steel Limited, the promoter of the Company on preferential basis.
- f) Other Expenses includes Rs. 177 lakhs being amount claimed by customers for non-performance of contracts for the year ended on 31 March, 2019. (Nil for the current quarter)

For TAYO ROLLS LIMITED



(K. Shankar Marar)

Director

DIN - 06656658

Kolkata
22nd May, 2019





AMK & ASSOCIATES
Chartered Accountants

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Independent Auditor's Report

To
The Board of Directors
TAYO Rolls Limited

1. We have audited the quarterly financial results of TAYO Rolls Limited ("the Company") for the quarter ended 31st March, 2019 and the year to date results for the period 1st April, 2018 to 31st March, 2019, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) for Interim Financial Reporting, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

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

3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- ii. give a true and fair view of the net loss and other financial information for the quarter ended 31st March, 2019 as well as the year to date results for the period from 1st April, 2018 to 31st March, 2019.





AMK & ASSOCIATES
Chartered Accountants

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4. We draw attention to

Note 'a' of the statement wherein it is indicated that the NCLT, Kolkata passed an order dated 05.04.2019 pursuant to which Corporate Insolvency Resolution Process ("CIRP") in terms of IBC has been initiated against the Company.

Note 'c' of the statement wherein it is indicated that the Company has accumulated losses and its net worth has been fully eroded. The Company has incurred a net loss during the current quarter and year ended on 31st March, 2019 and the previous year ended 31st March 2018. The Company's current liabilities exceeded its current assets as on 31st March, 2019. These conditions along with other matters set forth in Note 'b', indicate the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Accordingly, the financial results of the Company have not been prepared on a going concern basis for the reasons stated in the said note.

Our report is not qualified in respect of this matter.

5. The Statement includes the results for the quarter ended 31st March, 2019 being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.



Place: Kolkata
Date: 22nd May, 2019

For AMK & Associates
Chartered Accountants
FRN: 327817E

Bhupendra Kumar Bhutia
Partner
M. No. 059363