



Date: 11<sup>th</sup> August, 2023

<b>To</b> <b>The Dy. Gen. Manager,</b> <b>Corporate Relationship Dept.,</b> <b>BSE Limited</b> <b>PJ Tower, Dalal Street,</b> <b>Mumbai-400001</b> <b>Equity Scrip Code: 531845</b>	<b>To,</b> <b>National Stock Exchange of India Ltd.</b> <b>Exchange Plaza,</b> <b>Plot no. C/1, G Block</b> <b>Bandra-Kurla Complex, Bandra (E)</b> <b>Mumbai-400051</b> <b>Equity Scrip Name: ZENITHSTL</b>
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**Sub.: Outcome of Board Meeting held on Friday, 11<sup>th</sup> August, 2023**

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and other applicable provisions, if any, We would like to inform you that the meeting of the Board of Directors of Zenith Steel Pipes & Industries Limited held today i.e., Friday, 11<sup>th</sup> August, 2023 at Dalamal House, 1st Floor, Nariman Point, Mumbai- 400021 inter-alia has considered and approved the following businesses:

1. Unaudited Standalone and Consolidated Financial Results for the quarter (Q1) ended June 30, 2023 of the company along with Limited Review Report are enclosed herewith for information and record.
2. Reconstitution of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee.

Please note that in terms of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the trading window for dealing in the securities of the Company will open after 48 hours of the results are made public on Friday, 11th August, 2023.

Also please note that the Board meeting commenced at 4.00 p.m. to conclude at 10.30 p.m.

Kindly take the same on your record.

Thanking You  
Yours Faithfully

**For Zenith Steel Pipes & Industries Limited**

**MINAL**  
**UMESH**  
**POTE**

Digitally signed by MINAL UMESH POTE  
DN: cn=MINAL UMESH POTE,  
o=ZENITH STEEL PIPES & INDUSTRIES LIMITED,  
c=IN, email=umesh.pote@zenithsteel.com,  
serial=401201,  
reason=I have signed this document as per the  
requirements of the Companies Act, 2013,  
and I am authorized to do so.  
401201, 2023.08.11 22:32:23 +05'30'

**Minal Umesh Pote**  
**Whole time Director**  
**DIN: 07163539**

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**

**Corp. Off. :** Dalamal House, 1st Floor, 206, J.B. Marg, Nariman Point, Mumbai - 400021. India.  
Tel.: +91 22 6616 8400 Email: [zenith@zenithsteelpipes.com](mailto:zenith@zenithsteelpipes.com), [www.yashbirlagroup.com](http://www.yashbirlagroup.com)  
CIN: L29220MH1960PLCO11773  
**Registered Office:** Industry House, 5th Floor, 159, Churchgate Reclamation, Mumbai 400020

**ZENITH STEEL PIPES & INDUSTRIES LIMITED****THE YASH BIRLA GROUP**

{Formerly Known as Zenith Birla (India) Limited}

Regd. Office : 5th Floor Industry House, 159, Churchgate Reclamation, Mumbai-400 020.

CIN: L29220MH1960PLC011773

email ID: zenith@zenithsteelpipes.com Web: www.zenithsteelpipes.com Tel:022-66168400 Fax: 02222047835

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE, 2023

(Rs. In Lakhs except for per share data)

Sr. No.	Particulars	Quarter Ended		Year Ended	
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
	Income				
I	Revenue From Operations	2,439.49	3,057.36	5,746.85	16,405.59
II	Other Income	15.77	19.01	81.03	706.76
III	Total Income (I+II)	2,455.26	3,076.37	5,827.88	17,112.35
IV	Expenses				
	Consumption of raw materials and components	1,097.55	2,364.09	4,569.28	10,823.98
	Purchase of stock-in-trade	-	104.72	-	401.48
	Changes in inventories of finished goods, stock-in-trade and semi finished goods	621.79	(257.33)	(472.06)	307.59
	Employee benefits expense	180.69	430.03	129.55	827.20
	Finance costs	72.44	98.23	1.18	317.87
	Depreciation and amortisation expense	67.12	84.10	59.81	245.17
	Other expenses	646.76	200.68	1,368.18	3,851.90
	Total Expenses (IV)	2,686.35	3,004.52	5,655.94	16,775.19
V	Profit/(Loss) before exceptional items and tax (III - IV)	(231.09)	71.85	171.94	337.16
VI	Exceptional Items	-	-	-	-
VII	Profit/(Loss) before tax (V - VI)	(231.09)	71.85	171.94	337.16
VIII	Tax expense:				
	Current tax	-	-	-	-
	Earlier Year's Tax	-	-	-	-
	Mat credit entitlement	-	-	-	-
	Deferred tax	-	-	-	-
IX	(Profit (Loss) for the period from continuing operations (VII-VIII)	(231.09)	71.85	171.94	337.16
X	Profit (Loss) from discontinuing operations	(5.08)	(50.08)	(189.66)	(303.86)
XI	(Tax expense of discontinuing operations	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (X-XI)	(5.08)	(50.08)	(189.66)	(303.86)
XIII	Profit/(Loss) for the period (VII - VIII)	(236.17)	21.77	(17.72)	33.30
XIV	Other Comprehensive Income	-	9.60	-	9.60
XV	Total Comprehensive Income for the Period (XIII+XIV)	(236.17)	31.37	(17.72)	42.90
	(Comprising Profit / (Loss) and Other Comprehensive Income for the period)				
	Paid-up equity share capital (Face value of Rs. 10/- each)	14,228.04	14,228.04	14,228.04	14,228.04
	Reserves excluding revaluation reserves as per balance sheet of Previous accounting Year	-	-	-	-
XII	Earnings per equity share (Not Annualized)				
	Basic and Diluted EPS for the period from Continuing and Discontinued Operations	(0.17)	0.02	(0.01)	0.02
	Basic and Diluted EPS for the period from Continuing Operations	(0.16)	0.05	0.12	0.24
	Basic and Diluted EPS for the period from Discontinued Operations	(0.00)	(0.04)	(0.13)	(0.21)



For and on behalf of the Board of Directors

*Purusottam D Sonavane*  
Purusottam D Sonavane  
Director  
DIN:08405653

Date: 11th August, 2023  
Place: Mumbai

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**

# CKSP AND CO LLP

Chartered Accountants

(A Member Firm of 'CKSP & AFFILIATES')

Regd. Off. A-312, 3rd Floor, Royal Sands C.H.S.L., Shashtri Nagar, Andheri West, Mumbai- 400053, Maharashtra, India. Email: debmalya@cksp LLP.com / kalpen@cksp LLP.com

Independent Auditors' Limited Review Report on the Unaudited Standalone Financial Results of Zenith Steel Pipes & Industries Limited for the quarter ended 30/06/2023 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To

The Board of Directors

Zenith Steel Pipes & Industries Limited

(Formerly known as Zenith Birla (India) Limited)

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of Zenith Steel Pipes & Industries Limited (the 'Company') for the quarter ended 30/06/2023 (the 'Statement'), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Regulation').
2. This Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (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 Statement is free from material misstatement. A review is limited primarily to inquiries of the 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.

#### 4. Basis for Qualified Conclusion

- a) The Company has not complied with the provision of section 74 or any other relevant provision of the Act, and the Companies (Acceptance of Deposits) Rules, 2014 with regard to non-repayment of deposits and interest, on due date, maintenance of liquid assets to the extent required as well as not complying fully with the orders passed by the Company Law Board.
- b) We refer to Note No 10 regarding the balance of Trade Payables, Trade Receivables, Loans, Advances, Deposits, intergroup, current liabilities, borrowing from others etc. being not confirmed by the parties as reconciliations by the management is pending and therefore direct confirmations were not send



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## Chartered Accountants

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to the parties and hence we are unable to state whether these balances are recoverable /payable to the extent stated.

- c) The Company has made provision of Rs. 37.65 Lakhs in respect of certain Current accounts with banks, which have been frozen by regulatory authorities. In the absence of bank statements and year-end balance confirmations, we are unable to comment on its impact, if any, on the books of account. (Refer Note 3).
- d) The company has accumulated losses exceeding the share capital and reserves and its net worth has been fully eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. However, the standalone financial results of the Company have been prepared on a going concern basis because of the reasons stated in the Note No. 11 to the standalone financial results.
- e) The Company has considered inventory value of Rs. 1,392.05 Lakhs as on 30/06/2023 in the standalone financial results by adopting weighted average cost method as informed to us. Since adequate information and necessary supporting evidences for the valuation were not made available to us, the impact of shortage/ excess in inventory, if any, could not be ascertained and adjusted in the books. (Refer Note no. 9)

#### 5. Qualified Conclusion

Based on our review conducted and procedure performed as stated in paragraph 3 above, with the exception of the matters described in paragraph 4 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 recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act, as amended, read with relevant rules issued there under and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

#### 6. Emphasis of Matter

We draw attention to the following:

1. As referred to in Note No. 6 regarding MOU entered into by the Company with Tribus Real Estate Pvt Ltd (TREPL) for taking over the Company's secured bank loan, which is pending completion.
2. As referred to in Note No. 2 regarding to the order issued by SEBI for violations of provisions of SEBI Act 1992 and SEBI regulations regarding issue of GDR.



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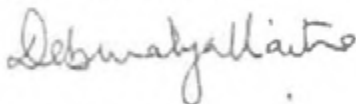
3. As referred to in Note No. 5 regarding Securitization & Reconstruction of Financial Assets initiated by Consortium Banks for repayment of dues Rs. 19,319.00 Lakhs as on 31/01/2014 and have taken symbolic possession of immovable assets and filed case for physical possession. The case is pending in DRT Pune.

Our opinion is not modified in respect of these matters.

For CKSP AND CO LLP

Chartered Accountants

FRN – 131228W / W100044



Debmalaya Maitra

Partner

M. No. 053897

UDIN: 23053897BGVHAK1117



Place: Mumbai

Date: 11.08.2023





Notes to the Standalone Financial Results:

1. Other Income include foreign exchange gain/(loss) of Rs. 14.73 Lakhs for the quarter ended 30/06/2023. (Quarter ended 30/06/2022 Rs.78.90 Lakhs).

2. The company was prohibited from accessing the securities market for three years by a SEBI order dated 31/03/2021 for violating certain sections of the SEBI Act 1992 and the SEBI Regulation for Issue of Global Depository Receipts ("GDR"). On 16/07/2021, the Company appealed against the aforementioned order. The final hearing was completed on 03/01/2023, and SEBI issued the final ruling on 21/02/2023. As per the ruling, the Company's appeal was largely upheld, the debarment was shortened to the time already served, and the penalty was decreased from Rs. 10 crores to Rs. 25 lakhs. The same has been provided in the books of accounts of the Company as of 31/03/2023 and is yet to be paid as of 30/06/2023.

3. There are certain non-operating current bank accounts of the Company. The bank statements and balance confirmations as on 30/06/2023 for these accounts could not be obtained; the company has provided for the full amount pending clarifications/confirmations from respective Banks.

4. The segment information, pursuant to the requirement of Ind AS 108 Operating Segments, is given as part of the consolidated financial results.

5. Consortium of banks has initiated action under Securitisation & Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 in February 2014 and called upon the company to repay the amount of RS 19,319.00 lakhs towards the dues as on 31/01/2014. Thereafter, they have taken symbolic possession of the immovable assets at the khopoli unit on 29/05/2014, and filed a case for taking physical possession, which will be reviewed afresh by Invent Assets Securitization and Reconstruction Private Limited, since the Loan has been assigned to them by the Bank as on 31/03/2018. The case is in DRT, Pune, and the company has requested an adjournment at the hearing held on 27/04/2023. As a result, the next hearing is scheduled for 27/09/2023.

6. The Company had entered into a MOU with Tribus Real Estate Pvt. Ltd. (TREPL) for taking over the company's bank loans. The loans, to the extent taken over by TREPL aggregating to Rs. 18,855.92 lakhs as on 30/06/2023, have been shown in the accounts of the Company as Secured Loan from Others. TRFPL will negotiate with the lending Banks/ARCs to settle their debts amicably through a One-Time Settlement or on other conditions that are agreeable. Once the settlement with Bank is completed the TREPL will enjoy absolute right on those securities. As per the said MOU, TREPL will have the right on those securities till the Company repays the amount stated in MOU to TREPL.

7. The Company has received a re-opening notice u/s. 148 of Income Tax Act, 1961 for AY 2019-20 for which it has filed return of Income wherein the income tax department has alleged that "there is a complete cessation of liability in the hands of the Company with regards to principal amount of loan and outstanding interest payable on loan" in relation to its Non-Performing Assets with various bank. The Company has made necessary submission to the Authorities and no further notices are received for making any adjustments to the returned Income.

8. During the current quarter, the Company has received a letter on from Directorate of Enforcement (under Foreign Exchange Management Act) on 22nd May 2023 directing the company to submit certain records/documents as listed in the said letter pursuant to order u/s 37 of Foreign Exchange Management Act, 1999 read with Section 133(6) of the Income Tax Act, 1961. In response to the same the Company has submitted the requisite documents to the department.

9. For the purpose of valuing its inventories, the company used the weighted average cost technique and reported an inventory value of Rs. 1,392.05 Lakhs as on 30/06/2023. Due to the added variable cost connected with manufacturing the goods, the value of finished goods, work in progress, and scrap





10. Balance Confirmations-

a. The balance of Trade Payables, Trade Receivables, Loans and Advances, Deposits, Current Liabilities, Borrowings from others etc. are considered as per books of account. As reconciliations is due in these accounts, the management has not sent direct confirmations to parties. In the opinion of the management, since the amount due to/ from these parties are fully payable/recoverable, no material difference is expected to arise at the time of settlement, requiring further accounting effect as on 30/06/2023.

b. The Company is currently in the process of settling the amounts of trade payable to Ess Jay Global Ventures Private Limited and trade receivable from Mango Capital LLC on a net basis, as per applicable law and necessary confirmation will be obtained from the parties after the same.

Pursuant to the above, the Company has received a legal notice on 29/06/2023 from Ess Jay Global Ventures Private Limited to which the Company has sent a response on 30/06/2023. Accordingly, the company has determined that the net amount receivable from the group is Rs. 150 Lakhs which is under aforesaid reconciliation/legal dispute.

c. The Company is currently working with the vendors to get confirmation regarding MSME Status, however without the relevant details, no provision for interest liability towards the same has been provided in the books as of 30/06/2023.

11. The net worth of the Company as per the definition given in the Companies Act, 2013 continues to be negative as on 30/06/2023 due to accumulated losses. Considering strategic understanding with suppliers/customers, the company is on the revival mode and is operating some of the units. Also, the Company's Board of Directors ('the Board') are examining available options to further increase sales/income from operations. Barring unforeseen circumstances beyond the control of the Company, the Board is confident about the Company's ability to continue as a going concern. Based thereupon and considering the projected revenues / cash flows, the Company has prepared accounts on a going concern basis.

12. The Shareholders of the Company at the Annual General Meeting held on 17/09/2012 approved variation in utilization of public offer proceeds, so that Company can also utilize the proceeds for manufacturing of SAW and ERW pipes at Chennai or at such other location as may be decided by Board. Out of the total amount Rs. 13,500.00 Lakhs, amount of Rs. 8,036 Lakhs was to be utilized from the proceeds of public issue and balance Rs. 5,464.00 Lakhs was to be utilized from proceeds of GDR issue. The details of utilization of proceeds of Rs. 13,500.00 Lakhs is given hereunder:

(Rs. in Lakhs)

Particulars	Projected Amount	Amount to be Spent
Land and Building	1000	1000
Plant and Machinery (Imported & Indigenous)	8532	8321
Miscellaneous Fixed assets	3696	3696
Contingency	272	272
Balance amount to be spent	13500	13289

Pending full utilization, the balance amount is held in Current/Fixed deposit /loan/advances accounts. There is Provision for doubtful advances to the tune of Rs. 10,925 Lakhs. Pending recovery of that advance, the amount available for deployment will be at lesser to that extent.

13. The figures for the earlier periods have been regrouped / reclassified / restated wherever necessary to make them comparable with those for the current period.



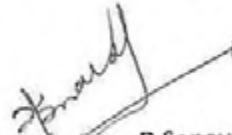


THE YASH BIRLA GROUP

14. The figures for the quarter ended 31/03/2023 are the balancing figures between the audited figures in respect of the full financial year 2022-23 and the published unaudited year to date figures up to the third quarter ended on 31/12/2022.
15. The Statutory Auditors of the Company have conducted review of the standalone financial results for the quarter ended 30/06/2023 pursuant to the requirement of Regulation 33 of the SEBI (LODR) Regulations, 2015 and have given a qualified opinion in their report.
16. The standalone financial results for the quarter ended 30/06/2023 have been extracted from the audited standalone financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. These standalone financial results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on 11/08/2023.



For Zenith Steel Pipes & Industries Limited

  
Purushottam D Sonavane  
Director



Place: Mumbai  
Date: 11.08.2023

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**





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ZENITH STEEL PIPES & INDUSTRIES LIMITED  
(Formerly known as Zenith Birla (India) Limited)

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CIN: L29220MH1960PLC011773

email ID: zenith@zenithsteelpipes.com Web: www.zenithsteelpipes.com Tel: 022-66168400 Fax: 02222047835

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE, 2023  
(Rs. in Lakhs, except per share data)

PLZ LINK THE SAME WITH PL

No.	Particulars	Quarter Ended		Year Ended	
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
1	Total Income from operations	2,455.26	3,076.37	5,827.85	17,112.35
2	Net Profit / (Loss) for the period (before tax, exceptional and/or extraordinary items)	(231.09)	71.85	171.94	337.16
3	Net Profit / (Loss) for the period before tax (after exceptional and/or extraordinary items)	(231.09)	71.85	171.94	337.18
4	Net Profit / (Loss) for the period after tax (after exceptional and/or extraordinary items)	(231.09)	71.85	171.94	337.18
5	Profit / (Loss) from discontinuing operations	(5.06)	(50.08)	(189.66)	(303.86)
6	Total Comprehensive Income for the period (Comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax))	(236.17)	31.37	(17.72)	42.90
7	Equity Share Capital	14,228.04	14,228.04	14,228.04	14,228.04
8	Reserves (excluding revaluation reserve) as shown in the Audited Balance Sheet of the previous year	-	-	-	-
9	Earnings Per Share (Face value of Rs. 10/- each) (Not Annualized)				
A	Basic and Diluted EPS for the period from Continuing and Discontinued Operations	(0.17)	0.02	(0.01)	0.02
B	Basic and Diluted EPS for the period from Continuing Operations	(0.16)	0.05	0.12	0.24
C	Basic and Diluted EPS for the period from Discontinued Operations	(0.00)	(0.04)	(0.13)	(0.21)



For and on behalf of the Board of Directors

*[Signature]*

Purushottam D Sonavane

Director

DIN:08405653

Date: 11th August, 2023  
Place: Mumbai



ZENITH STEEL PIPES & INDUSTRIES LIMITED

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**

THE YASH BIRLA GROUP

{Formerly Known as Zenith Birla (India) Limited}

Regd. Office : 5th Floor Industry House, 159, Churchgate Reclamation, Mumbai-400 020.

CIN: L29220MH1960PLC011773

email ID: zenith@zenithsteelpipes.com Web: www.zenithsteelpipes.com Tel:022-66168400 Fax: 02222047835

**STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE, 2023**

(Rs. in Lakhs, except per share data)

Sl. No.	Particulars	Quarter Ended			Year Ended
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
1	Total Income from operations	2,455.27	3,073.64	6,045.08	17,201.29
2	Net Profit / (Loss) for the period (before tax, exceptional and/or extraordinary items)	(231.10)	75.72	190.81	(1,132.29)
3	Net Profit / (Loss) for the period before tax (after exceptional and/or extraordinary items)	(231.10)	75.72	190.81	(1,132.29)
4	Net Profit / (Loss) for the period after tax (after exceptional and/or extraordinary items)	(231.10)	75.72	190.81	(1,132.29)
5	Profit / (Loss) from discontinuing operations	(5.08)	(50.08)	(189.66)	(303.86)
6	Total Comprehensive Income for the period (Comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax))	(234.90)	35.24	27.61	(1,426.54)
7	Equity Share Capital	14,228.04	14,228.04	14,228.04	14,228.04
8	Reserves (excluding revaluation reserve) as shown in the Audited Balance Sheet of the previous year	-	-	-	-
9	Earnings Per Share (Face value of Rs. 10/- each) (Not Annualized)				
A	Basic and Diluted EPS for the period from Continuing and Discontinued Operations	(0.17)	0.02	0.02	0.02
B	Basic and Diluted EPS for the period from Continuing Operations	(0.16)	0.05	0.13	(0.80)
C	Basic and Diluted EPS for the period from Discontinued Operations	(0.00)	(0.04)	(0.13)	(0.21)

For and on behalf of the Board of Directors



Purushottam D Sonavane

Director

DIN:08405653

Date: 11th August, 2023

Place: Mumbai

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**

# CKSP AND CO LLP

## Chartered Accountants

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Independent Auditors' Limited Review Report on the Unaudited Consolidated Financial Results of Zenith Steel Pipes & Industries Limited for the quarter ended 30/06/2023 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To

The Board of Directors of

Zenith Steel Pipes & Industries Limited

(Formerly known as Zenith Birla (India) Limited)

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Zenith Steel Pipes & Industries Limited ('the Company') and its subsidiaries (the Holding and its subsidiaries together referred to as the 'Group'), for the quarter ended 30/06/2023 (the 'Statement'), being submitted by the holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (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 Statement is free from material misstatement. A review is limited primarily to inquiries of the 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 SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29/03/2019 under Regulation 33(8) of the Regulations, as amended, to the extent applicable.

4. The Statement includes the results of following two subsidiaries.

- a) Zenith USA
- b) Zenith Middle East – FZ-LLP

#### 5. Basis for Qualified Conclusion

- a) The Company has not complied with the provision of section 74 or any other relevant provision of the Act, and the Companies (Acceptance of Deposits) Rules, 2014 with regard to non-repayment of deposits



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CKSP & AFFILIATES – Registration no. NRN/0043/W

# CKSP AND CO LLP

## Chartered Accountants

### (A Member Firm of 'CKSP & AFFILIATES')

Regd. Off. A-312, 3rd Floor, Royal Sands C.H.S.L, Shashtri Nagar, Andheri West, Mumbai- 400053, Maharashtra, India. Email: [debmalaya@ckspllp.com](mailto:debmalaya@ckspllp.com) / [kalpen@ckspllp.com](mailto:kalpen@ckspllp.com)

and interest, on due date, maintenance of liquid assets to the extent required as well as not complying fully with the orders passed by the Company Law Board.

- b) We refer to Note No 12 regarding the balance of Trade Payables, Trade Receivables, Loans, Advances, Deposits, intergroup, current liabilities, borrowing from others etc. being not confirmed by the parties as reconciliations by the management is pending and therefore direct confirmations were not sent to the parties and hence we are unable to state whether these balances are recoverable /payable to the extent stated.
- c) The Company has made provision of Rs.37.65 Lakhs in respect of certain Current accounts with banks, which have been frozen by regulatory authorities. In the absence of bank statements and year-end balance confirmations, we are unable to comment on its impact, if any, on the books of account. (Refer Note 5).
- d) The company has accumulated losses exceeding the share capital and reserves and its net worth has been fully eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. However, the consolidated financial results of the Company have been prepared on a going concern basis because of the reasons stated in the Note No. 13 to the consolidated financial results.
- e) The Company has considered inventory value of Rs. 1,392.05 Lakhs as on 30/06/2023 in the consolidated financial results by adopting weighted average cost method as informed to us. Since adequate information and necessary supporting evidences for the valuation were not made available to us, the impact of shortage/ excess in inventory, if any, could not be ascertained and adjusted in the books. (Refer Note no.11)

#### 6. Qualified Conclusion

Based on our review conducted and procedure performed as stated in paragraph 3 above, with the exception of the matters described in paragraph 5 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 recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act, as amended, read with relevant rules issued there under and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

#### 7. Emphasis of Matter

**We draw attention to the following:**

1. As referred to in Note No. 8 regarding MOU entered into by the Company with Tribus Real Estate Pvt Ltd (TREPL) for taking over the Company's secured bank loan, which is pending completion.



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Regd. Off. A-312, 3rd Floor, Royal Sands C.H.S.L., Shashtri Nagar, Andheri West, Mumbai- 400053, Maharashtra, India. Email: [debmalya@cksp LLP.com](mailto:debmalya@cksp LLP.com) / [kalpen@cksp LLP.com](mailto:kalpen@cksp LLP.com)

2. As referred to in Note No. 4 regarding to the order issued by SEBI for violations of provisions of SEBI Act 1992 and SEBI regulations regarding issue of GDR.
3. As referred to in Note No. 7 regarding Securitization & Reconstruction of Financial Assets initiated by Consortium Banks for repayment of dues Rs. 19,319.00 Lakhs as on 31/01/2014 and have taken symbolic possession of immovable assets and filed case for physical possession. The case is pending in DRT Pune.

Our opinion is not modified in respect of these matters.

## 8. Other Matters:

The accompanying unaudited consolidated financial results include the financial results of subsidiaries which have not been reviewed by the auditors/chartered accountants, whose financial results reflect total revenues of Rs. 1.28 Lakhs and Rs. Nil Lakhs, Total net profit/(loss) after tax of Rs. Nil Lakhs, Total comprehensive income of Rs. 1.28 Lakhs for the quarter ended 30/06/2023. Of the subsidiaries referred to above, in respect of subsidiaries, their financial results have been prepared in accordance with accounting principles generally accepted in the respective countries of incorporation and the Holding Company's Management has converted these financial results from accounting principles generally accepted in the respective countries to accounting principles generally accepted in India. These financial results have been presented solely based on information compiled by the Holding Company's Management and approved by the Board of Directors. Our conclusion on the Statement is not modified in respect of this matter.

For CKSP AND CO LLP  
Chartered Accountants  
FRN – 131228W / W100044

*Debmalya Maitra*

Debmalya Maitra  
Partner  
M. No.053897  
UDIN: 23053897BGVHAL4205



Place: Mumbai  
Dated: 11.08.2023

CKSP AND CO LLP is a Limited Liability Partnership with LLP Registration No. AAC – 8300  
CKSP & AFFILIATES – Registration no. NRN/0043/W





THE YASH BIRLA GROUP

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**

(Formerly Known as Zenith Birla (India) Limited)

Regd. Office : 5th Floor Industry House, 159, Churchgate Reclamation, Mumbai-400 020.

CIN: L29220MH1960PLC011773

email ID: zenith@zenithsteelpipes.com Web: www.zenithsteelpipes.com Tel: 022-66168400 Fax: 02222047835

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE, 2023

(Rs. In Lakhs except for per share data)

Sr. No.	Particulars	Quarter Ended		Year Ended	
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
	Income				
I	Revenue From Operations	2,439.50	3,054.63	5,964.05	16,492.31
II	Other Income	15.77	19.01	81.03	708.99
III	Total Income (I+II)	2,455.27	3,073.64	6,045.08	17,201.29
IV	Expenses				
	Consumption of raw materials and components	1,097.56	2,364.09	4,569.28	10,823.99
	Purchase of stock-in-trade	-	100.31	81.90	1,121.51
	Changes in inventories of finished goods, stock-in-trade and semi finished goods	621.80	(257.33)	(472.06)	307.60
	Employee benefits expense	180.69	429.99	138.49	840.88
	Finance costs	72.44	98.16	1.85	348.36
	Depreciation and amortisation expense	67.12	64.10	59.81	245.17
	Other expenses	646.76	198.60	1,475.00	4,646.07
	Total Expenses (IV)	2,686.37	2,997.92	5,854.27	18,333.58
V	Profit/(Loss) before exceptional items and tax (III - IV)	(231.10)	75.72	190.81	(1,132.29)
VI	Exceptional items	-	-	-	-
VII	Profit/(Loss) before tax (V - VI)	(231.10)	75.72	190.81	(1,132.29)
VIII	Tax expense:				
	Current tax	-	-	-	-
	Earlier Year's Tax	-	-	-	-
	Mat credit entitlement	-	-	-	-
	Deferred tax	-	-	-	-
IX	Profit/(Loss) for the period from continuing operations (VII-VIII)	(231.10)	75.72	190.81	(1,132.29)
X	Profit/(Loss) from discontinuing operations	(5.08)	(50.08)	(189.66)	(303.86)
XI	Tax expense of discontinuing operations	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (X-XI)	(5.08)	(50.08)	(189.66)	(303.86)
XIII	Profit/(Loss) for the period (VII - VIII)	(236.18)	25.64	1.15	(1,436.15)
XIV	Other Comprehensive Income	1.28	9.60	26.46	9.60
XV	Total Comprehensive Income for the Period (XIII+XIV)	(234.90)	35.24	27.61	(1,426.54)
	(Comprising Profit / (Loss) and Other Comprehensive Income for the period)				
	Paid-up equity share capital (Face value of Rs. 10/- each)	14,228.04	14,228.04	14,228.04	14,228.04
	Reserves excluding revaluation reserves as per balance sheet of Previous accounting Year	-	-	-	-
XII	Earnings per equity share (Not Annualized)				
	Basic and Diluted EPS for the period from Continuing and Discontinued Operations	(0.17)	0.02	0.02	0.02
	Basic and Diluted EPS for the period from Continuing Operations	(0.16)	0.05	0.13	(0.80)
	Basic and Diluted EPS for the period from Discontinued Operations	(0.00)	(0.04)	(0.13)	(0.21)

For and on behalf of the Board of Directors

Purushottam D Sonavane  
Director

DIN:08405653

Date: 11th August, 2023  
Place: Mumbai**ZENITH STEEL PIPES & INDUSTRIES LIMITED**



THE YASH BIRLA GROUP

## Notes to the Consolidated Financial Results:

### 1. Segment Reporting:

#### (a) Primary Business Segments:

The Company operates in a single segment namely Pipes and hence the Primary Business segment information is not applicable.

(Rs. in Lakhs)

Particulars	Quarter Ended			Year Ended
	30/06/2023	31/03/2023	30/06/2022	31/03/2023
<b>Segment Revenue</b>				
a) In India	2,439.50	3,054.63	5,827.88	16,405.60
b) Outside India	-	-	519.52	86.71
<b>Total Income from operations</b>	<b>2,439.50</b>	<b>3,054.63</b>	<b>6,347.40</b>	<b>16,492.31</b>
<b>Segment Assets :- Carrying Cost of Assets by Location of Assets</b>				
a) In India				16,552.09
b) Outside India				338.43
c) Unallocated Assets				-
<b>Total</b>				<b>16,890.52</b>
<b>Additional to Assets and Intangible Assets</b>				
a) In India				370.14
b) Outside India				-
<b>Total</b>				<b>370.14</b>

- The Company has consolidated financial results of all its subsidiary companies as per Indian Accounting Standard 110- Consolidated Financial Statements.
- The Company's standalone turnover, profit before tax, profit after tax and total comprehensive income is as under:

(Rs. in Lakhs)

Particulars	Quarter Ended			Year Ended
	30/06/2023	31/03/2023	30/06/2022	31/03/2023
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Turnover	2,439.50	3,054.63	6,347.40	16,405.59
Profit before tax	(236.18)	21.77	(17.72)	33.30
Profit after tax	(236.18)	21.77	(17.72)	33.30
<b>Total Comprehensive Income</b>	<b>(236.18)</b>	<b>31.37</b>	<b>(17.72)</b>	<b>42.90</b>



**ZENITH STEEL PIPES & INDUSTRIES LIMITED**



THE YASH BIRLA GROUP

4. The company was prohibited from accessing the securities market for three years by a SEBI order dated 31/03/2021 for violating certain sections of the SEBI Act 1992 and the SEBI Regulation for Issue of Global Depository Receipts ("GDR"). On 16/07/2021, the Company appealed against the aforementioned order. The final hearing was completed on 03/01/2023, and SEBI issued the final ruling on 21/02/2023. As per the ruling, the Company's appeal was largely upheld, the debarment was shortened to the time already served, and the penalty was decreased from Rs. 10 crore to Rs. 25 lakhs. The same has been provided in the books of accounts of the Company as on 31/03/2023 and is yet to be paid as of 30/06/2023.
5. There are certain non-operating current bank accounts of the Company. The bank statements and balance confirmations as on 30/06/2023 for these accounts could not be obtained; the company has provided for the full amount pending clarifications/confirmations from respective Banks.
6. Other Income include foreign exchange gain/(loss) of Rs. 14.73 Lakh for the quarter ended 30/06/2023 respectively. (Quarter ended 30/06/2022 Rs. 78.90 Lakh)
7. Consortium of banks has initiated action under Securitisation & Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 in February 2014 and called upon the company to repay the amount of RS 19,319.00 lakhs towards the dues as on 31/01/2014. Thereafter, they have taken symbolic possession of the immovable assets at the Khopoli unit on 29/05/2014, and filed a case for taking physical possession, which will be reviewed afresh by Invent Assets Securitization and Reconstruction Private Limited, since the Loan has been assigned to them by the Bank as on 31/03/2018. The case is in DRT, Pune, and the company has requested an adjournment at the hearing held on 27/04/2023. As a result, the next hearing is scheduled for 27/09/2023.
8. The Company had entered into a MOU with Tribus Real Estate Pvt. Ltd. (TREPL) for taking over the company's bank loans. The loans, to the extent taken over by TREPL aggregating to Rs. 18855.92 lakhs as on 30/06/2023, have been shown in the accounts of the Company as Secured Loan from Others. TREPL will negotiate with the lending Banks/ARCs to settle their debts amicably through a One-Time Settlement or on other conditions that are agreeable. Once the settlement with Bank is completed the TREPL will enjoy absolute right on those securities. As per the said MOU, TREPL will have the right on those securities till the Company repays the amount stated in MOU to TREPL.
9. The Company has received a re-opening notice u/s. 148 of Income Tax Act, 1961 for AY 2019-20 for which it has filed return of Income wherein the income tax department has alleged that "there is a complete cessation of liability in the hands of the Company with regards to principal amount of loan and outstanding interest payable on loan" in relation to its Non-Performing Assets with various bank. The Company has made necessary submission to the Authorities and no further notices are received for making any adjustments to the returned income.
10. During the current quarter, the Company has received a letter on from Directorate of Enforcement (under Foreign Exchange Management Act) on 22nd May 2023 directing the company to submit certain records/documents as listed in the said letter pursuant to order U/S 37 of Foreign Exchange Management Act, 1999 read with Section 133(6) of the Income Tax Act, 1961. In response to the same the Company has submitted the requisite documents to the department.

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**



THE YASH BIRLA GROUP

11. For the purpose of valuing its inventories, the company used the weighted average cost technique and reported an inventory value of Rs. 1,392.05 Lakhs as of 30/06/2023. Due to the added variable costs connected with manufacturing the goods, the value of finished goods, work in progress, and scrap items, the valuation is done manually rather than a system based output.

12. Balance Confirmations-

- a. The balance of Trade Payables, Trade Receivables, Loans and Advances, Deposits, Current Liabilities etc. are considered as per books of account. As reconciliation is due in these accounts, the management has not sent direct confirmations to parties. In the opinion of the management, since the amount due to/ from these parties are fully payable/recoverable, no material difference is expected to arise at the time of settlement, requiring further accounting effect as on 30/06/2023.

- b. The Company is currently in the process of settling the amounts of trade payable to Ess Jay Global Ventures Private Limited and trade receivable from Mango Capital LLC on a net basis, as per applicable law and necessary confirmation will be obtained from the parties after the same.

Pursuant to the above, the Company has received a legal notice on 29/06/2023 from Ess Jay Global Ventures Private Limited to which the Company has sent a response on 30/06/2023. Accordingly, the company has determined that the net amount receivable from the group is Rs. 150 Lakhs which is under aforesaid reconciliation/legal dispute.

- c. The Company is currently working with the vendors to get confirmation regarding MSME status, however without that the relevant details, no provision for interest liability on the same has been created as of 30/06/2023.

13. The net worth of the Company as per the definition given in the Companies Act, 2013 continues to be negative as on 30/06/2023 due to accumulated losses. Considering strategic understanding with suppliers/customers, the company is on the revival mode and is operating some of the units. Also, the Company's Board of Directors ('the Board') are examining available options to further increase sales/income from operations. Barring unforeseen circumstances beyond the control of the Company, the Board is confident about the Company's ability to continue as a going concern. Based thereupon and considering the projected revenues / cash flows, the Company has prepared accounts on a going concern basis.

14. The Shareholders of the Company, at the Annual General Meeting held on 17/09/2012 approved variation in utilization of public offer proceeds, so that Company can also utilize the proceeds for manufacturing of SAW and ERW pipes at Chennai or at such other location as may be decided by Board. Out of the total amount Rs. 13,500.00 Lakhs, amount of Rs. 8,036 Lakhs was to be utilized from the proceeds of public issue and balance Rs. 5,464.00 Lakhs was to be utilized from proceeds of GDR issue. The details of utilization of proceeds of Rs. 13,500.00 Lakhs is given hereunder:



**ZENITH STEEL PIPES & INDUSTRIES LIMITED**





THE YASH BIRLA GROUP  
(Rs. In Lakhs)

Particulars	Projected Amount	Amount to be Spent
Land and Building	1000	1000
Plant and Machinery(Imported & Indigenous)	8532	8321
Miscellaneous Fixed assets	3696	3696
Contingency	272	272
Balance amount to be spent	13500	13289

Pending full utilization, the balance amount is held in Current/Fixed deposit /loan/advances accounts. There is Provision for doubtful advances to the tune of Rs. 10,925 Lakhs. Pending recovery of that advance, the amount available for deployment will be at lesser to that extent.

15. The figures for the earlier periods have been regrouped / reclassified / restated wherever necessary to make them comparable with those for the current period.
16. The figures for the quarter ended 31/03/2023 are the balancing figures between the unaudited figures in respect of the full financial year 2022-23 and the published unaudited year to date figures up to the third quarter ended on 31/12/2022.
17. The Statutory Auditors of the Company have conducted audit of the consolidated financial results for the quarter ended 30/06/2023 pursuant to the requirement of Regulation 33 of the SEBI (LODR) Regulations, 2015 and have given a qualified opinion in their report.
18. The consolidated financial results for the year ended 30/06/2023 have been extracted from the audited consolidated financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. These consolidated financial results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on 11/08/2023.



For Zenith Steel Pipes & Industries Limited

  
Purushottam D Sonavane  
Director



Place: Mumbai  
Date: 11/08/2023

**ZENITH STEEL PIPES & INDUSTRIES LIMITED**





<b>To</b> <b>The Dy. Gen. Manager,</b> <b>Corporate Relationship Dept.,</b> <b>BSE Limited</b> <b>PJ Tower, Dalal Street,</b> <b>Mumbai-400001</b> <b>Equity Scrip Code: 531845</b>	<b>To,</b> <b>National Stock Exchange of India Ltd.</b> <b>Exchange Plaza,</b> <b>Plot no. C/1, G Block</b> <b>Bandra-Kurla Complex, Bandra (E)</b> <b>Mumbai-400051</b> <b>Equity Scrip Name: ZENITHSTL</b>
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Dear Sir/Madam,

Kindly take the same on your record.

**For Zenith Steel Pipes & Industries Limited**

**MINAL**  
**UMESH**  
**POTE**

Digitally signed by MINAL UMESH POTE  
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Date: 2023.11.22 13:37 +05'30'

**Minal Umesh Pote**  
**Whole time Director**  
**DIN: 07163539**

# ZENITH STEEL PIPES & INDUSTRIES LIMITED

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