

May 24, 2023

To,
BSE Limited
Listing Department,
P. J. Towers, Dalal Street,
Mumbai – 400 001
(Scrip Code: 500365)

Dear Sir/Madam,

Subject: Outcome of Board Meeting of the Company held on May 24, 2023

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the Board of Directors of the Company at its meeting held today i.e. on Wednesday, May 24, 2023, inter-alia, has considered and approved:

1. The Audited Financial Statements of the Company for the financial year ended March 31, 2023.
2. The Audited Financial Results of the Company for the quarter and year ended March 31, 2023. The said Audited Financial Results along with the Report of the Statutory Auditors thereon and a declaration by the Chief Financial Officer of the Company with respect to unmodified opinion, are enclosed herewith in terms of Regulation 33 of the SEBI Listing Regulations.

The Board meeting commenced at 12.30 p.m. and concluded at 3.45 p.m.

Kindly take the same on your record.

Thanking You.

For Welspun Specialty Solutions Limited


Suhas Pawar
Company Secretary & Compliance Officer
ACS-36560



Encl.: as above

Welspun Specialty Solutions Limited

Welspun House, 5th Floor Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400013, Maharashtra, India
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E-mail : companysecretary_wssl@welspun.com Website : www.welspunspecialty.com

Registered Address & Works : Plot No. 1, GIDC Industrial Estate, Valia Road, Dist. Jhagadia, Bharuch, Gujarat - 393110, India
T : +91 70690 05579

Corporate Identification No. : L27100GJ1980PLC020358

Welspun Specialty Solutions Limited

Regd. Office : Plot No. 1, GIDC Industrial Estate, Jhagadia, Dist. Bharuch, Gujarat-393110

Website : www.welspunspecialty.com, Email ID : companysecretary_wssl@welspun.com

CIN : L27100GJ1980PLC020358

STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2023

Sr. No	Particulars	Quarter Ended (Unaudited)			Year Ended (Audited)	Year Ended (Audited)
					(Rs. In Lacs)	
		31-Mar-23	31-Dec-22	31-Mar-22*	31-Mar-23	31-Mar-22*
1	Income					
a)	Revenue from operations	13,780	11,118	8,444	41,783	16,329
b)	Other income	299	150	1,765	1,476	1,912
	Total Income (a+b)	14,079	11,268	10,209	43,259	18,241
2	Expenses					
a)	Cost of materials consumed	14,016	3,422	5,507	33,467	13,048
b)	Changes in inventories of finished goods and work in progress	(6,559)	3,573	242	(8,409)	(3,363)
c)	Employee benefit expense	905	799	701	3,327	2,262
d)	Finance costs	925	872	717	3,031	1,869
e)	Depreciation and amortisation expense	376	377	360	1,491	1,449
f)	Power and Fuel expense (net)	1,450	899	1,049	4,591	2,536
g)	Consumption of stores & spares	1,149	720	761	3,431	1,973
h)	Other expenses	1,011	918	675	3,704	1,711
	Total Expenses	13,273	11,580	10,012	44,633	21,485
3	Profit/(Loss) before tax (1-2)	806	(312)	197	(1,374)	(3,244)
4	Tax expenses					
a)	Current tax	-	-	-	-	-
b)	Deferred tax	-	-	-	-	-
	Total tax expenses	-	-	-	-	-
5	Net Profit/(Loss) for the period / year (3-4)	806	(312)	197	(1,374)	(3,244)
6	Other Comprehensive Income					
a)	Items that will be reclassified to profit or loss					
	Fair value change gain/(loss) on derivatives designated as cash flow hedge (net)	25	(118)	(60)	(33)	(65)
b)	Items that will not be reclassified to profit or loss					
	Remeasurements gain/(loss) on defined benefit obligation	(4)	(4)	39	(17)	13
	Total Other Comprehensive Income for the period / year (net of tax)	21	(122)	(21)	(50)	(52)
7	Total Comprehensive Income for the period / year (5+6)	827	(434)	176	(1,424)	(3,296)
8	Paid-up equity share capital (Face value of Rs. 6/- each)	31,805	31,805	31,805	31,805	31,805
9	Other Equity				(28,868)	(27,444)
10	Earnings per share (Face value of Rs. 6/- each)					
	(Not annualised for the quarter ended)					
	- Basic	0.15	(0.06)	0.04	(0.26)	(0.61)
	- Diluted	0.15	(0.06)	0.04	(0.26)	(0.61)

*Restated



STATEMENT OF ASSETS AND LIABILITIES

(Rs. In Lacs)

Sr No.	Particulars	As at 31-Mar-23	As at 31-Mar-22*	As at 01-Apr-21*
		(Audited)	(Audited)	(Audited)
	Assets			
1	Non-current assets			
(a)	Property, plant and equipment	20,314	20,797	21,914
(b)	Right of use of asset	252	256	259
(c)	Capital work in progress	117	619	503
(d)	Intangible assets	165	182	238
(e)	Income tax assets (net)	30	166	15
(f)	Financial assets			
	Other financial assets	72	-	-
(g)	Other non-current assets	66	-	12
	Total non-current assets	21,016	22,020	22,941
2	Current assets			
(a)	Inventories	19,837	11,445	5,337
(b)	Financial assets			
	(i) Trade receivables	4,132	1,533	1,014
	(ii) Cash and cash equivalents	29	501	30
	(iii) Bank balance other than (ii) above	51	91	37
	(iv) Other financial assets	9	69	51
(c)	Other current assets	2,602	1,586	489
	Total current assets	26,660	15,225	6,958
	Total assets	47,676	37,245	29,899
1	Equity and liabilities			
	Equity			
(a)	Equity share capital	31,805	31,805	31,765
(b)	Other equity	(28,868)	(27,444)	(24,113)
	Total equity	2,937	4,361	7,652
2	Liabilities			
	Non-current liabilities			
(a)	Financial liabilities			
	(i) Borrowings	21,859	23,160	11,570
	(ii) Other financial liabilities	-	1,104	670
(b)	Provisions	143	148	115
(c)	Other non-current liabilities	-	-	5,483
	Total non-current liabilities	22,002	24,412	17,838
	Current liabilities			
(a)	Financial liabilities			
	(i) Borrowings	1,469	921	1,843
	(ii) Trade payables			
	- Total outstanding dues of micro and small enterprises	176	-	-
	- Total outstanding dues of creditors other than micro and small enterprises	19,822	6,754	1,868
	(iii) Other financial liabilities	418	367	386
(b)	Provisions	156	82	43
(c)	Other current liabilities	696	348	269
	Total current liabilities	22,737	8,472	4,409
	Total Equity and liabilities	47,676	37,245	29,899

*Restated



STATEMENT OF CASH FLOWS

(Rs. In Laacs)

		Year ended 31-Mar-23 (Audited)	Year ended 31-Mar-22* (Audited)
A)	Cash flow from operating activities:		
	Loss before tax:	(1,374)	(3,244)
	Adjustments for:		
	Depreciation and amortization expense	1,491	1,449
	Finance costs	3,031	1,869
	Unrealised gain/(loss) on foreign currency transactions and translations	(28)	(72)
	Interest income on fixed deposit	(4)	(5)
	Interest on income tax refund	(10)	-
	Loss on sale/ discard of property, plant and equipment (Net)	1	-
	Gain on sales of Investments	(5)	-
	Expense on employee stock option scheme	-	5
	Allowance for doubtful debts	18	19
	Bad debts expense	-	5
	Provision/ liabilities no longer required written back	(15)	-
		4,479	3,270
	Operating profit before change in operating assets and liabilities	3,105	26
	Changes in operating assets and liabilities:		
	Movement in other non current financial assets	(72)	-
	Movement in Inventories	(8,392)	(6,108)
	Movement in trade receivables	(2,637)	(537)
	Movement in other current financial assets	59	(18)
	Movement in other current assets	(1,016)	(1,096)
	Movement in non current provisions	(5)	33
	Movement in other non-current liabilities	-	(5,483)
	Movement in trade payables	13,259	4,886
	Movement in other current financial liabilities	144	(95)
	Movement in other current liabilities	347	79
	Movement in current provision	74	38
		1,761	(8,301)
	Cash generated from/(used in) operations	4,866	(8,275)
	Income tax (paid)/ refund received (net)	145	(151)
	Net cash flow generated from/(used in) operating activities	5,011	(8,426)
B)	Cash flow from investing activities		
	Payments for property, plant and equipment (including Capital work-in-progress, capital advance and capital creditors)	(508)	(402)
	Proceeds from sale of property, plant and equipment	1	2
	Purchase of investments	(2,010)	-
	Proceeds from redemption of investments	2,015	-
	Purchase of intangible assets	(46)	-
	(Investments in)/proceeds from maturity of fixed deposits (net)	40	(55)
	Interest income on fixed deposit	4	5
	Net cash (used in) investing activities:	(504)	(450)
C)	Cash flow from financing activities		
	Proceeds from non-current borrowings	9,400	14,411
	Repayment of non-current borrowings	(10,885)	(2,988)
	Proceeds / (repayment) from current borrowings	548	(922)
	Proceeds from issue of equity shares	-	40
	Interest paid	(4,042)	(1,194)
	Net cash generated from / (used in) financing activities:	(4,979)	9,347
	Net increase/(decrease) in cash and cash equivalents (A + B + C)	(472)	471
	Cash and cash equivalents at the beginning of the period	501	30
	Cash and cash equivalents at the end of period	29	501
	Net increase/(decrease) as disclosed above	(472)	471
	Components of cash and cash equivalents		
	Cash on hand	@	5
	Balances with banks:		
	Current accounts	29	297
	Deposits with maturity of less than 3 months	-	199
	Total Cash and cash equivalents	29	501

* Restated


@ Amount is below rounding off norm adopted by the Company.



Notes :

- 1 The aforesaid financial results of Welspun Specialty Solutions Limited (the "Company") were reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at its meeting held on May 24, 2023. The Statutory Auditors have carried out an audit of the above financial results for the year ended March 31, 2023 and expressed an unmodified opinion on the aforesaid results.
- 2 The aforesaid financial results of the Company have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- 3 The Company is engaged in the business of manufacturing of steel & steel products which in the opinion of the management is a single business segment in the context of Ind AS 108 on "Operating Segment".
- 4 The Company has unabsorbed tax losses and depreciation that are available for offsetting against future taxable profits of the Company. The Company will consider recording all the deferred tax assets (including on tax losses) when it is more probable that sufficient taxable profit will be available in future against which such deferred tax assets will be realised.
- 5 Certain contractual disputes arose in past between the Company and its customer, a public sector undertaking ("PSU") in respect of supply of pipes by the Company to the PSU. The Hon'ble Supreme Court vide its order dated November 13, 2021 ("Hon'ble SC Order") upheld the entire arbitral award in favour of the Company. Accordingly, the Company has received payment amounting to Rs. 1,597 lacs (including interest) on March 25, 2022 which has been credited to Statement of Profit and Loss as Other Income for the year ended March 31, 2022.
- 6 During the previous year ended March 31, 2022, two employees exercised the stock options granted under RMG Alloy Steel Limited (erstwhile name of the Company) Employee Stock Option (Senior Management Personnel) Scheme, 2018 and were issued 6,67,850 Equity Shares at Rs. Nil as per terms of the scheme.
- 7 The Board of Directors of Welspun Steel Ltd (the "Demerged Company"), being the promoter of the Company, at its meeting held on June 28, 2021 have, inter alia, considered and decided to propose to National Company Law Tribunal ("NCLT") for its approval of a scheme in the nature of demerger to transfer its steel business undertaking which inter alia includes their stake (50.03%) in the Company to Welspun Corp Limited (the "Resulting Company"). The Said scheme was approved by NCLT on March 16, 2022, with Appointed date of April 1, 2021. Since the stakeholders who are holding not less than 50% of the equity shares in the Demerged Company (holding company of Welspun Specialty Solutions Limited (WSSL)) are the same stakeholders holding not less than 50% equity shares in the Resulting Company and control being exercised by the same person(s) over both the companies, the indirect acquisition of control of WSSL pursuant to the proposed Scheme is exempt from making open offer under the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Accordingly, Welspun Corp Limited became the holding company of the Company.
- 8 During the year ended on March 31, 2023, the Company reassessed the nature of its 12% Non-Cumulative Redeemable Preference Shares, resulting in change in liability portion of the instruments. Basis the change, the revised amount of other equity is higher by Rs. 3,609 lacs, at Rs. (27,444) lacs as compared to the originally reported amount of (31,053) lacs as at March 31, 2022. This change has resulted into an increase in the loss for the year ended March 31, 2022, by Rs. 166 lacs and loss for the quarter ended March 31, 2022, by Rs. 43 lacs.
- 9 Previous periods figures have been regrouped/rearranged wherever necessary to conform to current periods classification.

For and on behalf of Board


Anur Borakia
CEO & Whole Time Director
DIN: 02840211



Date: May 24, 2023
Place: Mumbai



Price Waterhouse Chartered Accountants LLP

Independent Auditors' Report

To the Board of Directors of Welspun Specialty Solutions Limited

Report on the Audit of Financial Results

Opinion

1. We have audited the annual financial results of Welspun Specialty Solutions Limited (hereinafter referred to as the 'Company') for the year ended March 31, 2023 and the statement of assets and liabilities and the statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Listing Regulations') which has been initialled by us for identification purposes.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial results:
 - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
 - (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2023 and the statement of assets and liabilities and the statement of cash flows as at and for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

4. We draw your attention to Note no. 8 to the Statement of Financial Results regarding the restatement as described in the aforesaid note. Our opinion is not modified in respect of this matter.



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Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no. LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/NS00016 (ICAI registration number before conversion was 012754N).

Price Waterhouse Chartered Accountants LLP

Independent Auditors' Report
To the Board of Directors of Welspun Specialty Solutions Limited
Report on the Financial Results
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Board of Directors' Responsibilities for the Financial Results

5. These financial results have been prepared on the basis of the annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these financial results that give a true and fair view of the net loss and other comprehensive income and other financial information of the Company and the statement of assets and liabilities and the statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the financial results by the Directors of the Company, as aforesaid.
6. In preparing the financial results, the Board of Directors of the Company are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Financial Results

8. Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial results.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 13 below)



Price Waterhouse Chartered Accountants LLP

Independent Auditors' Report
To the Board of Directors of Welspun Specialty Solutions Limited
Report on the Financial Results
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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
 - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.
10. We communicate with those charged with governance of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

11. The Financial Results include the results for the quarter ended March 31, 2023 being the balancing figures between the 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 are neither subject to limited review nor audited by us.
12. The financial statements of the Company for the year ended March 31, 2022, were audited by another firm of chartered accountants under the Act who, vide their report dated May 23, 2022, expressed an unmodified opinion on those financial statements.
13. The annual financial results dealt with by this report has been prepared for the express purpose of filing with stock exchanges. These results are based on and should be read with the audited financial statements of the Company for the year ended March 31, 2023, on which we issued an unmodified audit opinion vide our report dated May 24, 2023.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016



Neeraj Sharma
Partner
Membership Number: 108391
UDIN: 23108391BGTBVD4457

Place: Paris, France
Date: May 24, 2023

May 24, 2023

To,
BSE Limited
Listing Department,
P. J. Towers, Dalal Street,
Mumbai - 400 001
(Scrip Code: 500365)

Dear Sir/Madam,

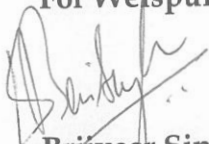
Subject: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Brijveer Singh - Chief Financial Officer of Welspun Specialty Solutions Limited (CIN:L27100GJ1980PLC020358) having its registered office at Plot No 1, G I D C Industrial Estate, Valia Road, Jhagadia, Gujarat 393110, in terms of the provision of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, confirm and declare that the Statutory Auditors of the Company viz. Price Waterhouse Chartered Accountants LLP (Firm Registration Number 012754N/N500016) have issued the Audit Report with unmodified opinion on the Audited Financial Results of the Company (Standalone) for the year ended on March 31, 2023.

This declaration is for your information and records please.

Thanking You,

For Welspun Specialty Solutions Limited



Brijveer Singh
Chief Financial Officer



Welspun Specialty Solutions Limited

Welspun House, 5th Floor Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400013, Maharashtra, India
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E-mail: companysecretary_wssl@welspun.com Website : www.welspunspecialty.com

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Corporate Identification No. : L27100GJ1980PLC020358