

R. Kothari & Company

CHARTERED ACCOUNTANTS
MUMBAI, KOLKATA, NEW DELHI

INDEPENDENT AUDITORS' REVIEW REPORT

To the Board of Directors of
ROHIT FERRO-TECH LIMITED

We have reviewed the accompanying statement of unaudited financial results of **ROHIT FERRO-TECH LIMITED** (the company) for the period ended 30th September, 2015, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

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 to review to obtain moderate assurance as to whether the 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.

Emphasis of Matter Paragraph

1. We draw attention to Note 2 of financial statements which indicates that as at September 30th, 2015, the accumulated losses amounting to **Rs. 47,716.40 Lacs** has substantially eroded net worth of the company, indicating the existence of a material uncertainty about the company's ability to continue as a going concern. These financial results have been prepared on a going concern basis for the reasons stated in the said note.

Our review report is not qualified in respect of this matter.

2. Certain balances of Sundry Creditors, Sundry Debtors, Loans & Advances, are subject to confirmation and reconciliation, as referred in Note No. 6 of the accompanying statements.



3. Statutory Liabilities consisting of ESI, PF, TDS, Service Tax, Excise Duties & Cess etc remains due for deposit relating to period under review as on date. In general, it was noticed that applicable statutory dues were not deposited within due dates to the respective authorities.
4. The company has temporarily suspended its operations at Haldia Plant, Purba Mednipur, with effect from 1st July, 2015 as stated in Note No. 5 of the accompanying statement.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date: 13.11.2015
Place: Kolkata



For R.Kothari & Company
Chartered Accountants
Firm Reg. No.:-307069E

Manoj Kumar Sethia
CA. Manoj Kumar Sethia
Partner
Membership No.:- 064308

ROHIT FERRO-TECH LIMITED

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CIN: L27104WB2000PLC091629

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(Rs. In Lacs)

PART I

Statement of Unaudited Financial Results for the Half Year Ended September 30, 2015

	Particulars	Three months ended	Preceding	Corresponding	Half Year	Corresponding	Previous year
		30.09.2015	Three months ended 30.06.2015	Three months ended 30.09.2014 in the Previous Year	ended 30.09.2015	Half Year ended 30.09.2014 in the previous year	ended 31.03.2015
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from Operations						
	a) Net Sales/Income from Operations (Net of excise duty)	47,997	53,158	51,847	1,01,155	94,703	1,85,667
	b) Other Operating Income	166	122	559	288	1,098	1,875
	Total Income from Operations (net)	48,163	53,280	52,406	1,01,443	95,801	1,87,542
2	Expenses						
	a) Cost of materials consumed	27,073	21,408	27,018	48,482	55,471	97,056
	b) Purchase of Stock-in-Trade	14,387	19,296	14,686	33,682	22,473	47,115
	c) Changes in inventories of finished goods, work-in-progress and stock -in-trade	2,150	854	1,646	3,004	(1,715)	(3,171)
	d) Employee benefits expense	460	595	677	1,055	1,239	2,533
	e) Depreciation and amortisation expense	626	628	650	1,254	1,304	2,575
	f) Power	5,660	7,565	9,477	13,225	19,221	36,880
	g) Other Expenses	2,586	3,910	5,607	6,496	10,383	21,071
	Total Expenses	52,942	54,256	59,761	1,07,198	1,08,378	2,04,060
3	Profit/(Loss) from operations before other income, finance costs & exceptional items (1-2)	(4,779)	(976)	(7,355)	(5,755)	(12,577)	(16,518)
4	Other Income	494	57	94	552	531	759
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	(4,285)	(919)	(7,261)	(5,203)	(12,046)	(15,759)
6	Finance costs	5,355	5,159	4,745	10,515	9,616	19,524
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(9,640)	(6,078)	(12,006)	(15,718)	(21,662)	(35,283)
8	Less: Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) from Ordinary Activities before tax (7-8)	(9,640)	(6,078)	(12,006)	(15,718)	(21,662)	(35,283)
10	Tax expense						
	- Current Tax	-	-	-	-	-	-
	- Mat Credit Entitlement	-	-	-	-	-	-
	- Deferred Tax	-	-	-	-	-	-
	- Earlier Years' Tax	-	-	-	-	-	-
	Total Tax Expense	-	-	-	-	-	-
11	Net Profit/(Loss) from Ordinary Activities after tax (9-10)	(9,640)	(6,078)	(12,006)	(15,718)	(21,662)	(35,283)
12	Extraordinary Items	-	-	-	-	-	-
13	Net Profit/(Loss) for the period (11-12)	(9,640)	(6,078)	(12,006)	(15,718)	(21,662)	(35,283)
14	Paid-up equity share capital (Face Value of Rs. 10/- per Share)	11,378	11,378	11,378	11,378	11,378	11,378
15	Reserves excluding Revaluation Reserves						11,082
16	Earnings per share of Re 10 per share (Not Annualised)						
	Basic:	(8.47)	(5.34)	(10.55)	(13.81)	(19.04)	(31.01)
	Diluted:	(8.47)	(5.34)	(10.55)	(13.81)	(19.04)	(31.01)



PART II

Select Information for the Quarter ended September 30, 2015				
Particulars	Three months ended 30.09.2015	Preceding Three months ended 30.06.2015	Corresponding Three months ended 30.09.2014 in the previous year	Previous year ended 31.03.2015
PARTICULARS OF SHAREHOLDING				
Public Shareholding				
- Number of Shares	3,18,58,281	3,18,58,281	3,18,58,281	3,18,58,281
- Percentage of shareholding	28.00%	28.00%	28.00%	28.00%
Promoters and Promoter Group Shareholding				
(a) Pledged/Encumbered*				
- Number of Shares	8,19,17,842	8,19,17,842	Nil	8,19,17,842
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	Nil	100.00%
- Percentage of shares(as a % of the total share capital of the company)	72.00%	72.00%	Nil	72.00%
(b) Non-encumbered				
- Number of Shares	Nil	Nil	8,19,17,842	Nil
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	Nil	Nil	100.00%	Nil
- Percentage of shares(as a % of the total share capital of the company)	Nil	Nil	72.00%	Nil

* encumbered or otherwise pledged

PARTICULARS	Three months ended 30.09.2015
INVESTORS COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	1
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	Nil

Segment wise Revenue, Results and Capital Employed under clause 41 of the Listing Agreement.

(Rs. In Lacs)

SL	Particulars	Three months ended 30.09.2015	Preceding Three months ended 30.06.2015	Corresponding Three months ended 30.09.2014 in the previous year	Half Year ended 30.09.2015	Corresponding Half Year ended 30.09.2014 in the previous year	Year ended 31.03.2015
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue						
	a) Ferro Alloys	26,497	24,786	27,485	51,283	54,411	1,00,979
	b) Iron & Steel	25,310	32,607	29,085	57,917	49,860	1,04,607
	Total	51,807	57,393	56,570	1,09,200	1,04,271	22,05,586
	Less: Inter Segment Revenue	3,644	4,113	4,165	7,757	8,471	18,044
	Total Income From Operations (net)	48,163	53,280	52,406	1,01,443	95,801	1,87,542
2	Segment Results						
	Profit before Finance Costs & Tax						
	a) Ferro Alloys	(3,612)	(1,390)	(5,548)	(5,002)	(8,309)	(10,699)
	b) Iron & Steel	(695)	451	(1,733)	(243)	(3,774)	(5,136)
	c) Un-allocated	22	20	20	42	38	76
	Total Segment Profit before Finance Costs and Tax	(4,285)	(919)	(7,262)	(5,203)	(12,046)	(15,759)
	Less: Finance Costs	5,355	5,159	4,745	10,515	9,616	19,524
	Less: Exceptional Items	-	-	-	-	-	-
	Profit/(Loss) before tax	(9,640)	(6,078)	(12,007)	(15,718)	(21,662)	(35,283)
3	Capital employed (Segment assets-Segment liabilities)						
	a) Ferro Alloys	1,79,219	1,92,359	1,90,495	1,79,219	1,90,495	1,98,194
	b) Iron & Steel	55,459	49,025	54,019	55,459	54,019	41,036
	c) Un-allocated	7,515	7,486	7,222	7,515	7,222	7,485
	Total Capital Employed	2,42,193	2,48,870	2,51,736	2,42,193	2,51,736	2,46,715



STATEMENT OF ASSETS AND LIABILITIES

(Rs. In Lacs)

PARTICULARS	UNAUDITED	AUDITED
	30.09.15	31.03.15
EQUITY AND LIABILITIES		
Shareholders' Funds		
(a) Share Capital	11,378	11,378
(b) Reserves & Surplus	(4,497)	11,082
	6,881	22,460
Non-Current Liabilities		
(a) Long-Term Borrowings	1,44,748	1,40,222
(b) Other Long-Term Liabilities	475	952
	1,45,223	1,41,174
Current Liabilities		
(a) Short-Term Borrowings	83,206	78,264
(b) Trade Payables	53,632	42,538
(c) Other Current Liabilities	21,252	17,229
(d) Short Term Provisions	871	871
	1,58,961	1,38,902
TOTAL- EQUITY & LIABILITIES	3,11,065	3,02,536
ASSETS		
Non-Current Assets		
(a) Fixed Assets	1,19,307	1,17,185
(b) Non Current Investments	7,974	7,974
(c) Long-Term Loans & Advances	6,450	6,129
	1,33,731	1,31,288
Current Assets		
(a) Inventories	82,104	84,595
(b) Trade Receivables	69,954	60,771
(c) Cash And Bank Balances	1,891	1,745
(d) Short- Term Loans & Advances	17,986	19,207
(e) Other Current Assets	5,399	4,930
	1,77,334	1,71,248
TOTAL	3,11,065	3,02,536

Notes:

- The above audited results for the half year ended September 30, 2015 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on November 13, 2015.
- The operations of the company are severely impacted by weak steel industry scenario and lack of demand for company's finished product. The company has incurred loss after tax of Rs 15,718.09 Lacs and accumulated loss as on 30th September, 2015 is Rs 47,716.40 Lacs which is in excess of 50% of the net worth of the company. As a part of its financial revival process, the lenders of the company has already approved CDR package. The company has continuous support from the promoters and has put in place measures for revival and cost reduction. Considering above initiative of the company and given the overall position in India, the financial statements have been prepared under Going Concern basis.
- Pursuant to CDR Package, the Company has received unsecured loans amounting to Rs.71.31 crores from promoters & promoter companies as promoter's contribution, to be converted into equity, at such price as will be determined in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations. The company has received in-principal approval from Stock Exchanges and allotment of equity shares are under process. Pending allotment and determination of price by SEBI, the same has not been considered in the calculation of EPS.
- The long stop date in terms of the BTA with M/s Balasore Alloys Ltd., for the sale, transfer or otherwise disposal of Company's Manufacturing Unit at Jajpur, Odisha as a going concern has expired on 30th June, 2015 and the same has not been extended till date.
- Company has temporarily suspended its operations at Haldia Plant, Purba Medinipur, with effect from 1st July, 2015, due to substantial gap in Tariff of electricity by the West Bengal State Electricity Distribution Co. Ltd. (WBSEDCL) and Damodar Valley Corporation (DVC). For the above plant, the company has to procure electricity from WBSEDCL, whose rates are 30% higher as compared to DVC and as a result the company is incurring huge losses.
- In the opinion of the management, current and non-current assets have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated in the accounts. Adequate provisions have been made for all known losses and liabilities. Certain balances of the sundry creditors, sundry debtors, unsecured loans and advances are subject to confirmation and reconciliation.
- The figures of the previous year/period have been regrouped/reclassified, wherever necessary to conform to the classification for the half year ended 30th September 2015

Place: Kolkata

Dated: 13th November, 2015



On behalf of the Board of Directors

Suresh Kumar Patni
Chairman