



# GFL LIMITED (earlier known as Gujarat Fluorochemicals Ltd)

CIN : L24110GJ1987 PLC009362, Website : [www.gflimited.co.in](http://www.gflimited.co.in) , email : [contact@gflimited.co.in](mailto:contact@gflimited.co.in)  
Registered Office: 16/3, 26 & 27, Village Ranjitnagar, Taluka Goghamba, District Panchmahals, Gujarat 389 380

## STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31<sup>st</sup> DECEMBER 2020

(Rs. in Lakhs)

| Sr. No. | Particulars   | Quarter ended<br>31 December<br>2020<br>(Unaudited) | Preceding<br>Quarter ended<br>30 September 2020<br>(Unaudited)<br>(Restated) @ | Corresponding<br>Quarter ended<br>31 December 2019<br>(Unaudited)<br>(Restated) @ | Nine months ended<br>31 December 2020<br>(Unaudited) | Corresponding<br>Nine months ended<br>31 December 2019<br>(Unaudited)<br>(Restated) @ | Year ended<br>31 March 2020<br>(Audited)<br>(Restated) @ |
|---------|---|---|--|---|--|---|--|
| I       | Revenue from operations (see Note 4)                                      |   |  |   |  |   |  |
|         | Dividend income   | -   | -  | 528   | -  | 528   | 528  |
|         | Commission income   | 24  | 33   | 57  | 90   | 221   | 246  |
|         | Net gain on fair value changes  | *   | *  | 4   | 3  | 4   | 13   |
|         | <b>Total revenue from operations (I)</b>                                  | <b>24</b>   | <b>33</b>  | <b>589</b>  | <b>93</b>  | <b>753</b>  | <b>787</b>   |
| II      | Other income (see Note 4)   | -   | -  | -   | -  | -   | -  |
| III     | <b>Total Income (I+II)</b>  | <b>24</b>   | <b>33</b>  | <b>589</b>  | <b>93</b>  | <b>753</b>  | <b>787</b>   |
| IV      | Expenses  |   |  |   |  |   |  |
|         | Employee benefits expense   | 71  | 71   | 162   | 221  | 192   | 189  |
|         | Other expenses  | 4   | 16   | 11  | 34   | 74  | 95   |
|         | <b>Total expenses (IV)</b>  | <b>75</b>   | <b>87</b>  | <b>173</b>  | <b>255</b>   | <b>266</b>  | <b>284</b>   |
| V       | <b>Profit/(loss) before exceptional items and tax (III-IV)</b>            | <b>(51)</b>   | <b>(54)</b>  | <b>416</b>  | <b>(162)</b>   | <b>487</b>  | <b>503</b>   |
| VI      | Exceptional items (see Note 3)  | (16)  | -  | -   | (69)   | -   | -  |
| VII     | <b>Profit/(loss) before tax (V+VI)</b>                                    | <b>(67)</b>   | <b>(54)</b>  | <b>416</b>  | <b>(231)</b>   | <b>487</b>  | <b>503</b>   |
| VIII    | Tax expense   |   |  |   |  |   |  |
|         | (1) Current tax   | -   | -  | -   | -  | -   | 6  |
|         | (2) Deferred tax  | (1)   | (1)  | 1   | (4)  | 1   | (1)  |
|         | <b>Total tax expense</b>  | <b>(1)</b>  | <b>(1)</b>   | <b>1</b>  | <b>(4)</b>   | <b>1</b>  | <b>5</b>   |
| IX      | <b>Profit/(loss) for the Period from continuing operations (VII-VIII)</b> | <b>(66)</b>   | <b>(53)</b>  | <b>415</b>  | <b>(227)</b>   | <b>486</b>  | <b>498</b>   |

|              |   |             |             |              |                |              |              |
|--------------|---|-------------|-------------|--------------|----------------|--------------|--------------|
| <b>X</b>     | Profit from discontinued operations before tax  | -           | -           | 147          | 107            | 879          | 893          |
| <b>XI</b>    | Tax expense of discontinued operations  | -           | -           | (541)        | 2,952          | (382)        | (475)        |
| <b>XII</b>   | <b>Profit/(loss) from discontinued operations (after tax) (X-XI)</b>  | -           | -           | <b>688</b>   | <b>(2,845)</b> | <b>1,261</b> | <b>1,368</b> |
| <b>XIII</b>  | <b>Profit/(loss) for the period (IX+XII)</b>  | <b>(66)</b> | <b>(53)</b> | <b>1,103</b> | <b>(3,072)</b> | <b>1,747</b> | <b>1,866</b> |
| <b>XIV</b>   | <b>Other Comprehensive Income</b>   |             |             |              |                |              |              |
|              | <b>i. In respect of continuing operations</b>   |             |             |              |                |              |              |
|              | Items that will not be reclassified to profit or loss   | *           | *           | 1            | *              | (1)          | (2)          |
|              | Income tax on above   | *           | *           | *            | *              | *            | 1            |
|              | <b>ii. In respect of discontinued operations</b>  |             |             |              |                |              |              |
|              | Items that will not be reclassified to profit or loss   | -           | -           | -            | 13             | (1)          | 4            |
|              | Income tax on above   | -           | -           | -            | (3)            | 0            | (1)          |
|              | <b>Total other comprehensive income (net of tax)</b>  | -           | -           | <b>1</b>     | <b>10</b>      | <b>(2)</b>   | <b>2</b>     |
| <b>XV</b>    | <b>Total comprehensive income for the period (XIII+XIV) (Comprising Profit and Other Comprehensive Income for the period)</b> | <b>(66)</b> | <b>(53)</b> | <b>1,104</b> | <b>(3,062)</b> | <b>1,745</b> | <b>1,868</b> |
| <b>XVI</b>   | Paid-up equity share capital (face value of Re 1 each)  | 1,099       | 1,099       | 1,099        | 1,099          | 1,099        | 1,099        |
| <b>XVII</b>  | Other Equity (excluding revaluation reserves) as shown in the Audited Balance Sheet of the previous year                      |             |             |              |                |              | 116,352      |
| <b>XVIII</b> | Basic and Diluted Earnings per equity share (in Rs.)  | **          | **          | **           | **             | **           |              |
|              | From Continuing operations  | (0.06)      | (0.05)      | 0.38         | (0.21)         | 0.44         | 0.45         |
|              | From Discontinued operations  | -           | -           | 0.63         | (2.59)         | 1.15         | 1.25         |
|              | From Total operations   | (0.06)      | (0.05)      | 1.01         | (2.80)         | 1.59         | 1.70         |

(\*) Amount is less than Rs. 1 Lakh

(\*\*) Not Annualised

@ See Note 2

**Notes:**

1. The above results were reviewed by the Audit Committee and were thereafter approved by the Board of Directors at its meeting held on 12<sup>th</sup> February, 2021. The same have been subjected to Limited Review by the Statutory Auditors and they have issued unmodified review report.
2. The Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") vide its order dated 25th January, 2021 has approved a Composite Scheme of Arrangement (the "Scheme") between GFL Limited, Inox Renewables Limited and Inox Wind Energy Limited (wholly-owned subsidiaries of GFL Limited) as detailed below:
  - a) Part A - Amalgamation of its wholly-owned subsidiary Inox Renewables Limited into GFL Limited w.e.f. 1<sup>st</sup> April 2020, and
  - b) Part B - Demerger of the Renewable Energy Business (as more particularly defined in the Scheme) of GFL Limited into its wholly-owned subsidiary, Inox Wind Energy Limited, a newly incorporated company for the purpose of vesting of the Renewable Energy Business w.e.f. 1<sup>st</sup> July 2020.

The aforesaid Scheme is filed with the Registrar of Company (ROC) on 9th February, 2021 making the Scheme operative.

The amalgamation stated in the Part A of the Scheme is accounted in accordance with Appendix C of Ind AS 103: Business Combination being common control business combination. Accordingly results of all the required prior periods have been restated. Summary of assets and liabilities received on amalgamation is as under:

| Sr. No. | Particulars   | Amount Rs. in Lakhs |
|---------|---|---------------------|
| 1       | Total assets  | 45,054              |
| 2       | Total liabilities (net of inter-company dues)   | 8,808               |
| 3       | Net assets received   | 36,246              |
| 4       | Less: Cost of investment in IRL and inter-company receivables cancelled on amalgamation | 38,008              |
| 5       | Net effect in 'Other Equity'  | (-) 1,762           |

Consequent to Part B of the Scheme, all the assets and liabilities pertaining to the Renewable Energy Business (as more particularly defined in the Scheme) stand transferred and vested into Inox Wind Energy Limited (IWEL) from its Appointed Date i.e. 1st July 2020. As a consideration for the Part B of the Scheme, all the Shareholders of GFL Limited will be issued one fully paid-up equity share of Rs. 10 each in Inox Wind Energy Limited, for every ten fully paid- up equity shares of Re. 1 each held by them in GFL Limited. The shares of IWEL will be separately listed. Further, shares of IWEL held by GFL Limited stand cancelled and IWEL has ceased to be a subsidiary of GFL Limited.

As per applicable Ind AS, the financial results pertaining to the Renewable Energy Business (as defined in the Scheme) for the previous periods have been classified as Discontinued Operations in the above result. Break-up of these is presented below:

(Rs. in Lakhs)

| Sr. No. | Particulars   | Corresponding Quarter ended 31 December 2019 (Unaudited) | Nine months ended 31 December 2020 (Unaudited) | Corresponding Nine months ended 31 December 2019 (Unaudited) | Year ended 31 March 2020 (Audited) |
|---------|---|--|--|--|------------------------------------|
| 1       | Total Income  | 632  | 520  | 2,332  | 2,918                              |
| 2       | Total expenses  | 485  | 413  | 1,453  | 2,025                              |
| 3       | <b>Profit before tax</b>                                | <b>147</b>   | <b>107</b>                                     | <b>879</b>   | <b>893</b>                         |
| 4       | Tax expense (including tax pertaining to earlier years) | (541)  | 2,952  | (382)  | (475)                              |
| 5       | <b>Profit/(loss) for the period</b>                     | <b>688</b>   | <b>(2,845)</b>                                 | <b>1,261</b>   | <b>1,368</b>                       |

In the above summary, the tax expenses for the nine months ended 31 December 2020 includes Rs. 3,143 lakhs in respect of deferred tax asset on business losses and unabsorbed depreciation and MAT credit entitlement of IRL written off and included in the discontinued operations since it is pertaining to the demerged Renewable Energy Business.

Summary of assets and liabilities transferred on demerger is as under:

| Sr. No. | Particulars   | Amount Rs. in Lakhs |
|---------|---|---------------------|
| 1       | Total assets  | 95,041              |
| 2       | Total liabilities   | 11,858              |
| 3       | Net assets transferred on demerger and adjusted in 'Other Equity' | 83,183              |

- The 'exceptional item' represents expenses in connection with the above Scheme.
- On the basis of the last audited financial statements of the Company, viz. for the year ended 31st March 2020, the Company is required to be treated as a 'non-banking financial company' (NBFC) under section 45-I of the Reserve Bank of India Act, 1934 as the Company's financial assets are more than 50 per cent of its total assets and income from financial assets is more than 50 per cent of the gross income.

The Company had informed the RBI that on approval of the composite Scheme of Arrangement between GFL Limited, Inox Renewables Limited and Inox Wind Energy Limited (as referred to in Note No. 2 above) by National Company Law Board Tribunal, Ahmedabad Bench (NCLT) and other regulatory approvals, the Company will be a Core Investment Company. The NCLT, vide their order dated 25th January, 2021 has approved the said Scheme and the same has become operative on 9<sup>th</sup> February 2021. Now, the Company has now become a "Core Investment Company".

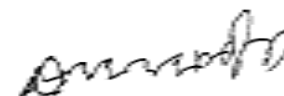
Accordingly, the Company has presented the above results in the format prescribed for NBFCs i.e. Division III of Schedule III to the Companies Act, 2013. Consequently, the income from financial assets viz. interest, dividend, guarantee commission and fair value gains on investments, is classified as 'revenue from operations' as against 'other income' and the figures for the previous periods have been reclassified accordingly.

5. During the preceding year, as per the Scheme of Arrangement between GFL Limited ("GFL") and Gujarat Fluorochemicals Limited ("GFCL"), the Chemical Business Undertaking of GFL was transferred to and vested with GFCL. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the said scheme, stood transferred and vested into GFCL from the Appointed Date i.e. 1st April 2019. The immovable properties are in the process of being registered in the name of GFCL. Further, in respect of the secured loans transferred to GFCL, the process of transfer of charges is in progress.
6. Since the segment information as per Ind-AS 108 'Operating Segments' is provided on the basis of consolidated financial results, the same is not provided separately for the standalone financial results.

Place: New Delhi

Date: 12<sup>th</sup> February, 2021

On behalf of the Board of Directors  
For GFL Limited



Devendra Kumar Jain  
(Chairman & Managing Director)



# GFL LIMITED (earlier known as Gujarat Fluorochemicals Ltd)

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## STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31<sup>st</sup> DECEMBER 2020

(Rs. in Lakhs)

| Sr. No. | Particulars  | Quarter ended<br>31 December 2020<br>(Unaudited) | Preceding<br>Quarter ended<br>30 September 2020<br>(Unaudited)<br>(Restated) @ | Corresponding<br>Quarter ended<br>31 December 2019<br>(Unaudited)<br>(Restated) @ | Nine months<br>ended<br>31 December 2020<br>(Unaudited) | Corresponding<br>Nine months ended<br>31 December 2019<br>(Unaudited)<br>(Restated) @ | Year ended<br>31 March 2020<br>(Audited)<br>(Restated) @ |
|---------|--|--|--|---|---|---|--|
| I       | Revenue from operations (see Note 4)                             |  |  |   |   |   |  |
|         | Sale of products   | 326  | -  | 12,961  | 326   | 40,284  | 49,719   |
|         | Sale of services   | 984  | 31   | 38,055  | 1,028   | 111,516   | 138,994  |
|         | Commission income  | 24   | 33   | -   | 56  | -   | -  |
|         | Net gain on fair value changes                                   | *  | *  | 2   | 3   | -   | 13   |
|         | Other operating revenue  | 177  | 5  | 274   | 195   | 786   | 1,031  |
|         | <b>Total revenue from operations (I)</b>                         | <b>1,511</b>                                     | <b>69</b>  | <b>51,292</b>   | <b>1,608</b>  | <b>152,586</b>  | <b>189,757</b>   |
| II      | Other income (see Note 4)  | 683  | 476  | 550   | 1,515   | 1,399   | 1,916  |
| III     | <b>Total Income (I+II)</b>                                       | <b>2,194</b>                                     | <b>545</b>   | <b>51,842</b>   | <b>3,123</b>  | <b>153,985</b>  | <b>191,673</b>   |
| IV      | <b>Expenses</b>  |  |  |   |   |   |  |
|         | Cost of food and beverages consumed                              | 109  | -  | 3,200   | 109   | 9,983   | 12,622   |
|         | Rent concessions (see Note 6)                                    | (5,407)  | (7,233)  | -   | (19,567)  | -   | -  |
|         | Employee benefits expense  | 2,191  | 1,593  | 3,779   | 6,294   | 11,051  | 14,395   |
|         | Power and fuel   | 726  | 262  | 2,794   | 1,315   | 9,299   | 11,503   |
|         | Film exhibition cost   | 291  | -  | 13,370  | 291   | 40,273  | 49,646   |
|         | Finance costs  | 6,231  | 6,451  | 5,417   | 19,054  | 15,762  | 21,906   |
|         | Depreciation and amortisation expense                            | 7,094  | 7,142  | 6,485   | 21,311  | 19,018  | 26,422   |
|         | Other expenses   | 4,702  | 1,470  | 11,369  | 7,044   | 33,504  | 42,209   |
|         | <b>Net expenses (IV)</b>   | <b>15,937</b>                                    | <b>9,685</b>   | <b>46,414</b>   | <b>35,851</b>   | <b>138,890</b>  | <b>178,703</b>   |
| V       | Share of profit/(loss) of associates                             | 164  | 159  | -   | 409   |   | (75)   |
| VI      | <b>Profit/(Loss) before exceptional items and tax (III-IV+V)</b> | <b>(13,579)</b>                                  | <b>(8,981)</b>   | <b>5,428</b>  | <b>(32,319)</b>   | <b>15,095</b>   | <b>12,895</b>  |
| VII     | Exceptional items (see Note 3)                                   | (16)   | -  | -   | (69)  | -   | -  |
| VIII    | <b>Profit/(Loss) before tax (VI+VII)</b>                         | <b>(13,595)</b>                                  | <b>(8,981)</b>   | <b>5,428</b>  | <b>(32,388)</b>   | <b>15,095</b>   | <b>12,895</b>  |
| IX      | Tax expense  |  |  |   |   |   |  |

|             |  |                 |                |                |                 |                |                 |
|-------------|--|-----------------|----------------|----------------|-----------------|----------------|-----------------|
|             | (1) Current tax  | 1               | 1              | 2,469          | 3               | 7,311          | 7,318           |
|             | (2) Deferred tax   | (3,428)         | (2,273)        | (547)          | (8,132)         | (2,030)        | (2,769)         |
|             | (3) Impact of deferred tax assets remeasurement on account of change in tax rate (see Note 8)                                      | -               | -              | -              | -               | -              | 6,886           |
|             | (4) Tax pertaining to earlier years  | -               | (7)            | -              | (7)             | (43)           | (58)            |
|             | <b>Total tax expense</b>   | <b>(3,427)</b>  | <b>(2,279)</b> | <b>1,922</b>   | <b>(8,136)</b>  | <b>5,238</b>   | <b>11,377</b>   |
| <b>X</b>    | <b>Profit/(Loss) for the period from continuing operations (VIII-IX)</b>   | <b>(10,168)</b> | <b>(6,702)</b> | <b>3,506</b>   | <b>(24,252)</b> | <b>9,857</b>   | <b>1,518</b>    |
| <b>XI</b>   | Loss from discontinued operations before tax   | -               | -              | (4,090)        | (10,184)        | (12,354)       | (40,692)        |
| <b>XII</b>  | Tax expense of discontinued operations   | -               | -              | (1,431)        | (753)           | (4,563)        | (15,526)        |
| <b>XIII</b> | <b>Loss from discontinued operations (after tax) (XI-XII)</b>  | <b>-</b>        | <b>-</b>       | <b>(2,659)</b> | <b>(9,431)</b>  | <b>(7,791)</b> | <b>(25,166)</b> |
| <b>XIV</b>  | <b>Profit/(Loss) for the period (X+XIII)</b>   | <b>(10,168)</b> | <b>(6,702)</b> | <b>847</b>     | <b>(33,683)</b> | <b>2,066</b>   | <b>(23,648)</b> |
| <b>XV</b>   | <b>Other comprehensive income</b>  |                 |                |                |                 |                |                 |
|             | <b>i. In respect of continuing operations</b>  |                 |                |                |                 |                |                 |
|             | Items that will not be reclassified to profit or loss  | (37)            | 75             | 31             | 98              | (141)          | (202)           |
|             | Income tax on above  | (9)             | 19             | 11             | 26              | (49)           | (70)            |
|             | <b>Sub total</b>   | <b>(28)</b>     | <b>56</b>      | <b>20</b>      | <b>72</b>       | <b>(92)</b>    | <b>(132)</b>    |
|             | <b>ii. In respect of discontinued operations</b>   |                 |                |                |                 |                |                 |
|             | A) Items that will not be reclassified to profit or loss   | -               | -              | 73             | (12)            | 56             | 75              |
|             | Income tax on above  | -               | -              | 26             | (6)             | 20             | 26              |
|             | B) Items that will be reclassified to profit or loss   | -               | -              | (1)            | -               | 82             | 82              |
|             | Income tax on above  | -               | -              | *              | -               | 29             | 29              |
|             | <b>Sub total</b>   | <b>-</b>        | <b>-</b>       | <b>46</b>      | <b>(6)</b>      | <b>89</b>      | <b>102</b>      |
|             | <b>Total other comprehensive income (net of tax)</b>   | <b>(28)</b>     | <b>56</b>      | <b>66</b>      | <b>66</b>       | <b>(3)</b>     | <b>(30)</b>     |
| <b>XVI</b>  | <b>Total comprehensive income for the period (XIV+XV) (Comprising Profit/(Loss) and Other Comprehensive Income for the period)</b> | <b>(10,196)</b> | <b>(6,646)</b> | <b>913</b>     | <b>(33,617)</b> | <b>2,063</b>   | <b>(23,678)</b> |
|             | Profit/(Loss) for the period attributable to:  |                 |                |                |                 |                |                 |
|             | - Owners of the Company  | (5,057)         | (3,561)        | 410            | (22,021)        | 1,303          | (12,339)        |
|             | - Non-controlling interests  | (5,111)         | (3,141)        | 437            | (11,662)        | 763            | (11,309)        |
|             | Total comprehensive income for the period attributable to:   |                 |                |                |                 |                |                 |
|             | - Owners of the Company  | (5,071)         | (3,531)        | 446            | (21,987)        | 1,302          | (12,352)        |
|             | - Non-controlling interests  | (5,125)         | (3,115)        | 467            | (11,630)        | 761            | (11,326)        |

|              |  |                |                |            |                 |              |                 |
|--------------|--|----------------|----------------|------------|-----------------|--------------|-----------------|
|              | Total comprehensive income for the period attributable to the owners of the Company                      |                |                |            |                 |              |                 |
|              | - From continuing operations   | (5,071)        | (3,531)        | 3,056      | (12,550)        | 9,038        | 12,741          |
|              | - From discontinued operations   | -              | -              | (2,610)    | (9,437)         | (7,736)      | (25,093)        |
|              | - From total operations  | <b>(5,071)</b> | <b>(3,531)</b> | <b>446</b> | <b>(21,987)</b> | <b>1,302</b> | <b>(12,352)</b> |
|              |  |                |                |            |                 |              |                 |
| <b>XVII</b>  | Paid-up equity share capital (face value of Re 1 each)   | 1,099          | 1,099          | 1,099      | 1,099           | 1,099        | 1,099           |
| <b>XVIII</b> | Other Equity (excluding revaluation reserves) as shown in the audited Balance Sheet of the previous year |                |                |            |                 |              | 216,774         |
| <b>XIX</b>   | Basic and Diluted Earnings per equity share of Re. 1 each (in Rs.)                                       | **             | **             | **         | **              | **           |                 |
|              | From continuing operations   | (9.26)         | (6.10)         | 3.19       | (22.08)         | 8.97         | 1.38            |
|              | From discontinued operations   | -              | -              | (2.42)     | (8.59)          | (7.09)       | (22.91)         |
|              | From total operations  | (9.26)         | (6.10)         | 0.77       | (30.67)         | 1.88         | (21.53)         |
|              | <b>Earnings/(Loss) per equity share (for discontinued and continuing operations)</b>                     |                |                |            |                 |              |                 |
|              | - Basic and Diluted (in Rs.)   | (9.26)         | (6.10)         | 0.77       | (30.67)         | 1.88         | (21.53)         |

(\*) Amount is less than Rs. 1 Lakh

(\*\*) Not Annualised

@ See Note 2



**Notes:**

1. The above results were reviewed by the Audit Committee and were thereafter approved by the Board of Directors at its meeting held on 12<sup>th</sup> February, 2021. The same have been subjected to Limited Review by the Statutory Auditors and they have issued unmodified review report.
2. The Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") vide its order dated 25th January, 2021 has approved a Composite Scheme of Arrangement (the "Scheme") between GFL Limited, Inox Renewables Limited and Inox Wind Energy Limited (wholly-owned subsidiaries of GFL Limited) as detailed below:
  - a) Part A - Amalgamation of its wholly-owned subsidiary Inox Renewables Limited into GFL Limited w.e.f. 1<sup>st</sup> April 2020, and
  - b) Part B - Demerger of the Renewable Energy Business (as more particularly defined in the Scheme) of GFL Limited into its wholly-owned subsidiary, Inox Wind Energy Limited, a newly incorporated company for the purpose of vesting of the Renewable Energy Business w.e.f. 1<sup>st</sup> July 2020.

The aforesaid Scheme is filed with the Registrar of Company (ROC) on 9th February, 2021 making the Scheme operative.

The amalgamation stated in the Part A of the Scheme is accounted in accordance with Appendix C of Ind AS 103: Business Combination being common control business combination.

Consequent to Part B of the Scheme, all the assets and liabilities pertaining to the Renewable Energy Business (as more particularly defined in the Scheme) stand transferred and vested into Inox Wind Energy Limited (IWEL) from its Appointed Date i.e. 1st July 2020. As a consideration for the Part B of the Scheme, all the Shareholders of GFL Limited will be issued one fully paid-up equity share of Rs. 10 each in Inox Wind Energy Limited, for every ten fully paid-up equity shares of Re. 1 each held by them in GFL Limited. The shares of IWEL will be separately listed. Further, shares of IWEL held by GFL Limited stand cancelled and IWEL has ceased to be a subsidiary of GFL Limited.

As per applicable Ind AS, the financial results pertaining to the Renewable Energy Business (as defined in the Scheme) for the previous periods have been classified as Discontinued Operations in the above result. Break-up of these is presented below:

| (Rs. in Lakhs) |   |  |  |  |                                    |
|----------------|---|--|--|--|------------------------------------|
| Sr. No.        | Particulars   | Corresponding Quarter ended 31 December 2019 (Unaudited) | Nine months ended 31 December 2020 (Unaudited) | Corresponding Nine months ended 31 December 2019 (Unaudited) | Year ended 31 March 2020 (Audited) |
| 1              | Total Income  | 17,188   | 10,399   | 63,788   | 83,146                             |
| 2              | Total expenses  | 21,324   | 20,583   | 76,166   | 123,861                            |
| 3              | Share of profit/(loss) of associates                    | 46   | -  | 24   | 23                                 |
| 4              | <b>Loss before tax</b>                                  | (4,090)  | (10,184)                                       | (12,354)   | (40,692)                           |
| 5              | Tax expense (including tax pertaining to earlier years) | (1,431)  | (753)  | (4,563)  | (15,526)                           |
| 6              | <b>Loss for the period</b>                              | <b>(2,659)</b>   | <b>(9,431)</b>                                 | <b>(7,791)</b>   | <b>(25,166)</b>                    |

In the above summary, the tax expenses for the nine months ended 31 December 2020 includes Rs. 3,143 lakhs in respect of deferred tax asset on business losses and unabsorbed depreciation and MAT credit entitlement of IRL written off and included in the discontinued operations since it is pertaining to the demerged Renewable Energy Business.

Summary of assets and liabilities transferred on demerger is as under:

| Sr. No. | Particulars   | Amount Rs. In Lakhs |
|---------|---|---------------------|
| 1       | Total assets  | 575,321             |
| 2       | Total liabilities   | 334,688             |
| 3       | Net assets transferred on demerger and adjusted in 'Other Equity' (including Non-controlling interests) | 240,633             |

3. The 'exceptional item' represents expenses in connection with the above Scheme.

4. In the case of the holding company, on the basis of the last audited financial statements of the Company, viz. for the year ended 31st March 2020, the Company is required to be treated as a 'non-banking financial company' (NBFC) under section 45-I of the Reserve Bank of India Act, 1934 as the Company's financial assets are more than 50 per cent of its total assets and income from financial assets is more than 50 per cent of the gross income.

The holding company had informed the RBI that on approval of the composite Scheme of Arrangement between GFL Limited, Inox Renewables Limited and Inox Wind Energy Limited (as referred to in Note No. 2 above) by National Company Law Board Tribunal, Ahmedabad Bench (NCLT) and other regulatory approvals, the holding company will be a Core Investment Company. The NCLT, vide their order dated 25th January, 2021 has approved the said Scheme and the same has become operative on 9<sup>th</sup> February 2021. Now, the holding company has now become a "Core Investment Company".

Division III of Schedule III to the Companies Act, 2013, permits presentation of the consolidated financial results on a mixed basis. For the Group, on a consolidated basis, the NBFC operations are not significant. Hence, the consolidated results are presented predominantly as per Division II of Schedule III to the Companies Act, 2013. Consequently, the income of holding company from financial assets viz. interest, dividend, guarantee commission and fair value gains on investments, is classified as 'revenue from operations' as against 'other income' and the figures for the previous periods have been reclassified accordingly.

5. Impact of COVID-19 pandemic on the Group:

On the theatrical exhibition business: The COVID-19 pandemic and the resultant lockdown declared by the Government of India in March 2020 has impacted the entire entertainment industry and consequently the business activities of the Group are also adversely affected. The cinema exhibition sector has now started to commence operations based on the opening announcement by various State Government in a phased manner from mid-October onwards. The Group has taken effective steps to reduce its operational costs in all areas. In developing the assumptions relating to possible future uncertainties, the Group has considered all relevant internal and external information available upto the date of approval of these financial results and the Group has used the principles of prudence in applying judgement, estimates and assumptions. Given the continuing uncertainties due to the COVID-19 pandemic, its actual impact may be different from that estimated as on the date of approval of these financial results, which will require the impact assessment on the Group's operations to be continuously monitored.

6. The Group has recognised rent concessions aggregating to Rs. 5,407 lakhs/Rs. 19,567 lakhs for the quarter/nine months ended 31st December 2020 (Rs. 7,233 lakhs for the quarter ended 30th September 2020). The Group has applied the practical expedient to all COVID-19 related rent concessions that meet the conditions in paragraph 468 of the Ind AS 116: Leases, as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2020 and elected not to assess whether such rent concession is a lease modification. In accordance with principles of fair presentation, the amount of rent concessions has been disclosed as a separate line item in the financial results.

Amongst the steps taken to reduce operational costs, the Group has invoked the force majeure clause under various lease agreements for its multiplex premises, contending that rent and CAM charges for the shutdown period on account of COVID-19 pandemic are not payable. The Group has already settled the matter with some lessors and expects to settle with the balance lessors in due course. The amount of reduction in rent and CAM charges which is yet to be settled, for the quarter and nine months ended 31st December 2020, is Rs. 1,174 lakhs and Rs. 4,677 lakhs respectively. Cumulative amount upto 31st December 2020 is Rs. 4,677 lakhs (upto 30th September 2020 Rs. 10,609 lakhs).

7. During the preceding year, as per the Scheme of Arrangement between GFL Limited ("GFL") and Gujarat Fluorochemicals Limited ("GFCL"), the Chemical Business Undertaking of GFL was transferred to and vested with GFCL. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the said scheme, stood transferred and vested into GFCL from the Appointed Date i.e. 1st April 2019. The immovable properties are in the process of being registered in the name of GFCL. Further, in respect of the secured loans transferred to GFCL, the process of transfer of charges is in progress.
8. After the evaluation carried out during the year ended 31 March 2020, one of the subsidiaries, Inox Leisure Limited, had proposed to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 from the financial year 2020-2021. Consequently, the net deferred tax asset as at 31 March 2020 was remeasured on the basis of the tax rate prescribed in the said section and the impact of this remeasurement of Rs. 6,886 lakhs was charged to the Statement of Profit and Loss for the year ended 31 March 2020.
9. On 11th August 2020, one of the subsidiaries, Inox Leisure Limited (ILL) has sold its 43,50,092 Equity Shares, which were held by Inox Benefit Trust, for the benefit of ILL, and represented Treasury Shares for net consideration of Rs. 10,066 lakhs. These shares were originally issued pursuant to the Composite Scheme of Amalgamation of ILL's erstwhile subsidiary Fame India Limited ("Fame") and subsidiaries of Fame with ILL. The trust is now wound up w.e.f. 23 November 2020. Further, ILL has allotted 98,03,921 equity shares @ Rs. 255 per share (including premium of Rs. 245 per share) on 12th November 2020 under Qualified Institutions Placement (QIP). In view of the above, the Group's holding in Inox Leisure Limited is reduced to 46.85% from 51.32% as at 31<sup>st</sup> December 2020. However, ILL continues to be the subsidiary of the Group, since as per the Articles of Association of ILL, the holding company is entitled to appoint majority of directors on the Board of ILL if the holding company holds not less than 40% of the paid-up equity capital of ILL and accordingly the Group is having control over ILL.
10. The Code on Social Security 2020 has been notified in the Official Gazette on 29th September 2020, which could impact the contributions by the Group towards certain employment benefits. However, the date from which the Code will come into effect has not been notified. The Group will assess and give appropriate impact in the financial statements in the period in which the Code comes into effect.
11. On the Scheme of Demerger of Renewable Energy Business becoming operative, the Group now has a single operating segment viz. Theatrical Exhibition – Comprising of operating and managing multiplex cinema theatres.

The summary of discontinued operations i.e. Renewable Energy Business for the previous quarters/year is as under:

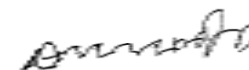
(Rs. in Lakhs)

| Sr. No. | Particulars      | Corresponding Quarter ended 31 December 2019 (Unaudited) | Corresponding Nine months ended 31 December 2019 (Unaudited) | Year ended 31 March 2020 (Audited) |
|---------|------------------|--|--|------------------------------------|
| 1       | Total Income     | 17,188   | 63,788   | 83,146                             |
| 2       | Assets           | 520,752  | 520,752  | 505,059                            |
| 3       | Liabilities      | 201,159  | 201,159  | 219,261                            |
| 4       | Capital Employed | 319,593  | 319,593  | 285,798                            |

Place: New Delhi

Date: 12<sup>th</sup> February, 2021

On behalf of the Board of Directors  
For GFL Limited

A handwritten signature in black ink, appearing to read 'Devendra', written in a cursive style.

Devendra Kumar Jain  
(Chairman & Managing Director)