GFL Limited

((Earlier known as Gujarat Fluorochemicals Limited)
ABS Towers, 2nd Floor, Old Padra Road, Vadodara 390 007
Telephone: +91 (265) 6198111 Fax : +91 (265) 2310 312
Website: www.gfllimited.co.in

GFL: BRD: 2020

2nd September, 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

Scrip code: 500173

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Scrip Code: GFLLIMITED

Dear Sir/Madam,

Sub: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the Financial Year 2019-20 along with the Notice convening the 33rd Annual General Meeting of the Company to be held on Friday, 25th September, 2020 at 11:00 AM (IST) through Video Conferencing/ Other Audio Video Means (VC / OAVM).

We request you to kindly take the same on record.

Thanking You.

Yours faithfully,
For GFL Limited
(Earlier Known as Gujarat Fluorochemicals Limited)

Bhavi

Bhavi Shah
Company Secretary

GFL Limited
Vadodara

Encl.:a/a.

Registered office: Survey No 16/3, 26 & 27, Village Ranjitnagar, Taluka Ghoghamba, District Panchmahal
Telephone: +91 (2678) 248153 Fax: +91 (2678) 2[illegible]8153
CIN: L24110GJ1987PLC009362

GFL LIMITED

Annual Report 2019-20

Corporate Information

Board of Directors

Shri Devendra Kumar Jain
Chairman and Managing Director

Shri Shailendra Swarup
Independent Director

Shri Pavan Jain
Non-Independent Director

Shri Vivek Jain
Non-Independent Director

Shri Om Prakash Lohia
Independent Director

Shri Deepak Asher
Non-Independent Director

Shri Shanti Prashad Jain
Independent Director

Ms Vanita Bhargava
Independent Director

Board Level Committees

Audit Committee

Shri Shanti Prashad Jain
Chairman and Independent Director

Shri Deepak Asher
Non-Independent Director

Shri Shailendra Swarup
Independent Director

Ms. Vanita Bhargava
Independent Director

Committee of Directors for Operations

Shri Devendra Kumar Jain
Chairman and Non-Independent Director

Shri Vivek Jain
Managing Director and Non-Independent Director

Shri Deepak Asher
Non-Independent Director

Nomination and Remuneration Committee

Shri Shanti Prashad Jain
Chairman and Independent Director

Shri Deepak Asher
Non-Independent Director

Shri Om Prakash Lohia
Independent Director

Stakeholders' Relationship Committee

Shri Devendra Kumar Jain
Non Independent Director

Shri Shanti Prashad Jain
Independent Director

Shri Pavan Jain
Non-Independent Director

Shri Vivek Jain
Chairman and Non Independent Director

Shri Deepak Asher
Non-Independent Director

Corporate Social Responsibility Committee

Shri Shanti Prashad Jain
Chairman and Independent Director

Shri Vivek Jain
Non-Independent Director

Shri Deepak Asher
Non-Independent Director

Key Managerial Personnel

Shri Devendra Kumar Jain
Chairman and Managing Director

Shri Mukesh Patni
Chief Financial Officer

Ms Bhavi Shah
Company Secretary

Bankers

HDFC Bank Limited
ICICI Bank Limited
Yes Bank Limited

Auditors

Kulkarni and Company
Chartered Accountants,
Flat no. 3, First Floor,
Shree Vishnu Complex,
S.No. 120A/120B, Plot no. 545/6,
Sinhgad Road, Pune 411030.

Registered Office

Survey Number 16/3, 26 and 27
Village Ranjitnagar 389380
Taluka Ghoghamba
District Panchmahal, Gujarat
Tel.: +91 2678 248153
Fax: +91 2678 248153

Vadodara Office

ABS Towers, 2nd Floor
Old Padra Road
Vadodara – 390007, Gujarat
Tel.: +91 265 6198111
Fax: +91 265 2310312

Corporate Office

Inox Towers, 17 Sector 16 A,
Noida - 201301, Uttar Pradesh
Tel.: +91 120 6149600
Fax: +91 120 6149610

Contents

Statutory Reports

Financial Statements

Management Discussion and Analysis

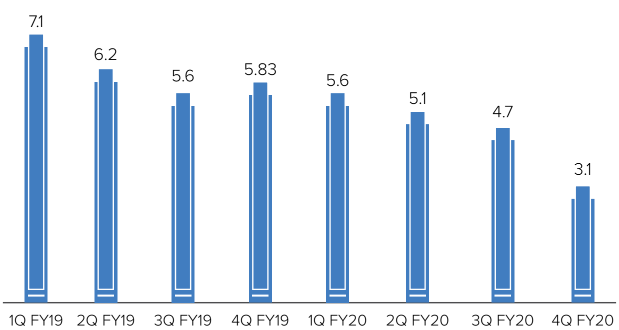
Overview of Indian Economy

Global headwinds and challenges in the domestic financial sector moderated growth of the Indian economy in FY 2019-20. The GDP growth rate of the Indian economy settled at 4.2% for FY 2019-20 as compared to 6.8% in FY 2018-19[1]. The softening of growth was also on account of a slowdown in the manufacturing sector, weak investment and consumption growth.

Despite continuous sluggishness in global demand, confidence in the Indian economy improved as inflows of net Foreign Direct Investment (FDI) increased and foreign exchange reserves rose to an all-time high of US$ 457.5 billion till the end of December 2019. To boost the growth of the economy, the government introduced a slew of reforms including a hike in minimum support price of agricultural crops for 2019-20, reduction of corporate tax rate and policy initiatives for development of textiles & handicrafts and electric vehicles.

Despite a temporary moderation of the GDP growth, future prospects appear to be grim due to the outbreak of Covid-19 pandemic. The GDP growth for FY 20-21 is projected to contract by 4.5% on account of the global pandemic[1].To contain the spread of the virus, the government imposed lockdowns across the country, halting operations across sectors leading to dampening of domestic demand and eroded purchasing power.

GDP Growth (in %)



(Source: Ministry of Statistics and Programme Implementation (MOSPI))

But the economy is expected to revive in the second half of FY 20-21 when the lockdown is gradually lifted. On the back of favourable government reforms and strong fundamentals, the GDP growth is expected to rebound and settle at 6% for FY 21-22[1].

Industry Overview

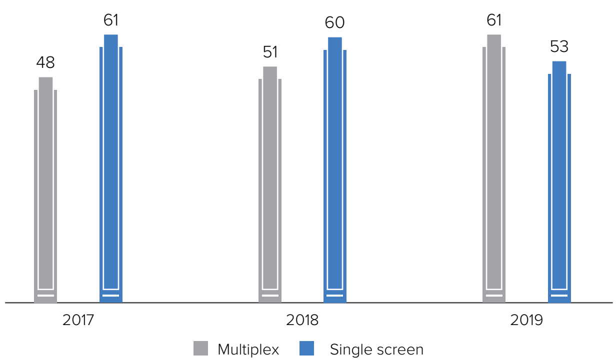
Media & Entertainment Industry

India is the 5th largest Media and Entertainment (M&E) market in the world with 118,239 registered publications (newspapers and periodicals), close to 2,500 multiplexes and around 688millioninternet users, which form a huge base for content creation and consumption[2]. The Indian M&E sector registered revenue of ₹ 1.82 trillion (US$25.7 billion)in 2019, and registered growth of approx. 9% over 2018[3]. The sector continues its growth trajectory and is expected to grow at a rate faster than the GDP, driven primarily by a rise in subscription-based revenue channels and increasing disposable income.

Film Industry

The Indian film industry grew 10% in 2019 to touch ₹ 191 billion, driven by the rising demand of Bollywood films in tier 2 and 3 cities, increase in disposable income, and a burgeoning demand for new content creation. The segment was driven by

Revenues (₹ in billion)



(Source: EY FICCI report 'The era of consumer A.R.T. – Acquisition Retention and Transaction)

[1]IMF World Economic Outlook June 2020
[2]Investindia.com

increase domestic theatrical revenues and growth in rates and volume of tickets sold. Multiplexes continue to grow their share in the total revenue mix with leading multiplexes continue to add premium film viewing formats to engage better with their target audience. Domestic film revenues crossed ₹ 115 billion with Gross Box Office collections for Hindi films touching ₹ 49.5 billion – the highest ever recorded for Bollywood films. In-cinema advertising grew marginally to ₹ 7.7 billion in 2019 as multiplexes and advertising aggregators signed long-term deals with various brands[3].

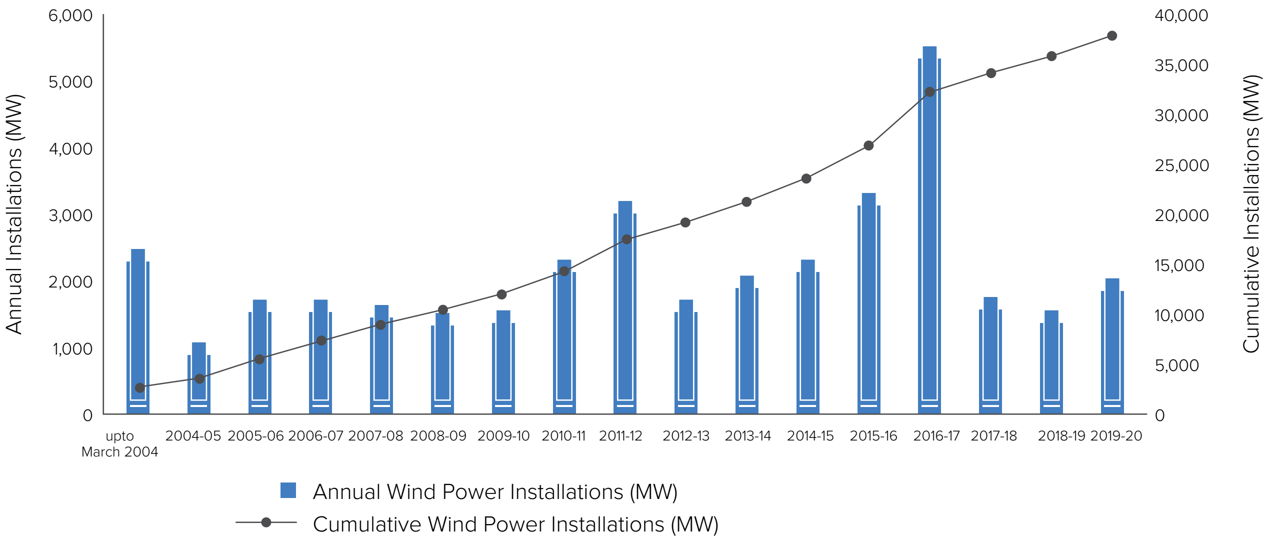
Going forward, the theatrical footfalls are likely to be driven by immersive experiences(enabled by advanced technology and VFX rich content). Viewers are anticipated to return to multiplexes for exceptional experiences, enriched with 3D technology and surround sound systems. However, the recent coronavirus outbreak has brought the economy to a standstill and the situation is anticipated to improve in the near future. The M&E sector is expected to touch ₹ 2.4 trillion (US$34 billion) by 2022, growing at a CAGR of 10% from 2019-2022, continuing its growth trajectory in the days to come[3].

Wind Energy

India is the largest wind turbine producer in the Asia Pacific region, after China, with an annual wind turbine manufacturing capacity of up to 10 GW .Wind is one of the major renewable sources of energy for power generation in India, contributing approx. 6-7% of the country's electricity generation mix. Wind power installations in India rose to 2.07 GW in FY 2019-20, an increase of 31%as compared to 1.58 GW in FY 2018-19. Cumulative installations also rose to 37.69 GW as compared to 35.63 GW in FY 2018-194.

While Tamil Nadu emerged as the leading wind installer, accounting for nearly 25% of the cumulative wind installations as of March 31, 2020, Gujarat came second with 20% of the total wind installations in the country. The states of Maharashtra and Karnataka occupied the third and fourth positions, with a share of 13% each. With 11% of the total cumulative installations[4], Rajasthan ranked 5.

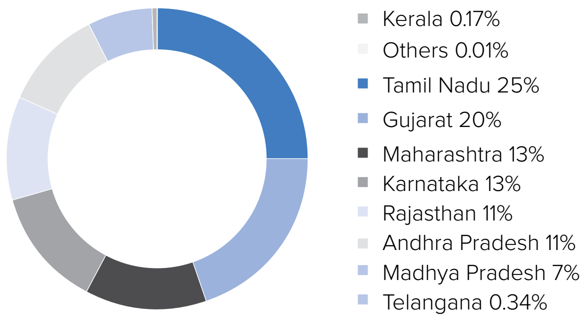
India: Wind Power Installations (MW)



Source: MNRE

[3]EY FICCI report 'The era of consumer A.R.T. – Acquisition Retention and Transaction
[4]MNRE and Mercom India Research

India: Cumulative Wind Power Installations by States (%)



Source: MNRE

Outlook

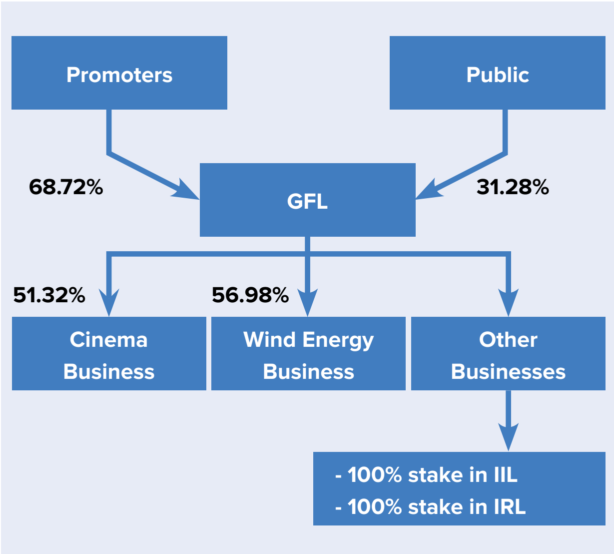
India continues to invest in renewable energy sources with a focus on affordability, energy security and environment-friendliness. Providing further impetus to its Make in India initiative, India is poised to become a manufacturing hub for the wind industry and is emerging as an important part of the global supply chain. To boost exports, global wind turbine makers are expanding manufacturing capacity in India as production costs in India remain competitive. With policies and reforms slated to be introduced in the coming years, India is poised to achieve its ambitious renewable energy production target of 175 GW by 2022, of which 60 GW is due to come from wind energy[5].

Company Overview

GFL Limited (erstwhile Gujarat Fluorochemicals Limited) is a holding company of Inox Wind Limited and Inox Leisure Limited. It is a part of the INOX Group, a diversified conglomerate engaged in the business of industrial gases, fluorochemicals, multiplexes, wind energy solutions and cryogenic engineering. The Company recently demerged its chemical business and GFL limited now continues to operate with investments in two listed entities:

- 51% stake in INOX Leisure Limited (ILL) – operates a national chain of multiplex cinema theatres
- 57% stake in INOX Wind Limited (IWL) – provides wind energy solutions to customers, who are primarily IPPs

Structure of the Company after the De-merger



Business Overview

Cinema Business

GFL Limited owns and operates an entertainment business through 51% stake in INOX Leisure Limited. INOX Leisure Limited is engaged in the operation of India's premium multiplex brand 'INOX'. INOX currently operates 147 multiplexes with 626 screensand a total seating capacity of 144,467 seats, with a presence in 68 cities, making it a truly pan-Indian multiplex chain. It is amongst India's largest integrated multiplex brands and is one of the fastest growing and most profitable multiplex chains. Driven by its zeal to improvise constantly and deliver exceptional experiences, INOX is committed towards operating and building a sustainable, responsible and profitable business venture, with an aim to attain new levels of operational excellence.

Wind Business

GFL Limited also owns 57% stake in INOX Wind Limited. Launched in 2010,Inox Wind Limited (IWL), is a fully integrated wind energy solutions provider engaged in the manufacturing of Wind Turbine Generators (WTGs). The Company provides

[5]GWEC report on India Wind Outlook by 2022

Engineering, Procurement and Commissioning (EPC); Operations and Maintenance (O&M), and Common Infrastructure Facilities to WTGs. IWL has three state-of-the-art manufacturing plants in Gujarat, Himachal Pradesh and Madhya Pradesh, with a manufacturing capacity of approximately 1,600 MW. IWL is an ISO 9001:2008, ISO 14001:2004, ISO 3834 & OSHAS 18001 certified company for its management systems pertaining to manufacturing, installation, commissioning O&M of wind turbines and for its occupational health and safety. INOX Wind WTG's are C-WET (part of MNRE) approved and Type Certified by TUV SUD.

Renewable Energy Business

Started operations in 2007, Inox Renewables Limited is engaged in the business of wind farming. With a strong, experienced and a highly competent team of professionals, the Company has a vision to install over 2,000 MW of wind energy in the next few years.

Composite Scheme of Arrangement

GFL Limited's Board at their Meeting held on 13th March,2020 has approved, subject to approval of its Shareholders and Creditors, and other Regulatory approvals as may be required, including those of the Stock Exchanges, SEBI and the National Company Law Board Tribunal, a Composite Scheme of Arrangement (Scheme) which envisages following:

- Part I - Amalgamation of Inox Renewables Limited, wholly-owned subsidiary of GFL Limited, into GFL Limited and
- Part II - Demerger of Demerged Undertaking (comprising of Renewable Energy Business as more particularly defined in the Scheme) of GFL Limited into Inox Wind Energy Limited.

As a consideration for Part II of the scheme, all the Shareholders of GFL Limited will be issued one fully paid-up equity share of ₹ 10 each in Inox Wind Energy Limited, for every ten fully paid- up equity shares of ₹ 1 each held by them in GFL Limited. The shareholding of Inox Wind Energy Limited, therefore, will be identical to the shareholding of GFL Limited and Inox Wind Energy Limited will be listed separately.

GFL Limited has submitted an application to the Stock Exchanges under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the Scheme and is awaiting their No Observation Letter in, post which it will submit the application to National Company Law Board Tribunal, Ahmedabad Bench for obtaining their Order.

Post the transfer of assets and liabilities of Chemical Business Undertaking to Gujarat Fluorochemicals Limited (Resultant Company) pursuant to the Scheme of Arrangement approved by National Company Law Board Tribunal by its order dated 4th July, 2019, GFL Limited (Demerged Company or the Company) continues to carry on the remaining business activities. As on 31st March, 2020, GFL Limited holds all of its assets by way of investments/ loans and advances in its subsidiaries and other group companies and the Company's income is totally from Investment activities. In view of the same, the Company has applied for registering itself as Non-Banking Financial Company with the Reserve Bank of India, which has been acknowledged by them for registration of the Company as Type-II NBFC-ND.

Financial Performance

(₹ in Lakhs)

	FY 2019-20	FY 2018-19	(%) Change
Revenue from operation	-	-	-
Other Income	4788	4833	-0.93%
EBITDA	4400	4785	-8%
PAT	3408	3113	9%

EBITDA includes other income

Financial Ratios

	FY 2019-20	FY 2018-19	(%) Change
Debtors Turnover (no. of days)	N.A	N.A	N.A
Inventory Turnover (no. of days)	N.A	N.A	N.A
Interest Coverage Ratio (in times)	N.A	N.A	N.A
Current Ratio (in times)	92.44	273.49	-66%
Debt Equity Ratio (in times)	N.A	N.A	N.A
Operating Profit Margin (in %)	N.A	N.A	N.A
Net Profit Margin (in %)	N.A	N.A	N.A
Return on Net Worth (in %)	2.86%	0.66%	333%

The change in ratios is because of transfer of assets and liabilities of demerged chemical business undertaking of the Company, GFL Limited (earlier known as Gujarat Fluorochemicals Limited) to Gujarat Fluorochemicals Limited (earlier known as Inox Fluorochemicals Limited) pursuant to the Order passed by Hon'ble National Company Law Board Tribunal, Ahmedabad Bench.

Human Resources

The people practices at GFL Limited are intended to cater to a rapidly evolving business environment. Aligning the organization's structure to emerging ecosystems, the company's people strategy revolves around re-imagining processes, building capabilities and encouraging innovation. The Company's efficient HR policies are designed to suitably govern various aspects related to its employees. The Company also focuses on employee training through skill development programs that aim to regularly upgrade employee expertise. As of 31st March, 2020, the company has an employee strength of 4.

Risk Management and Internal Control System

The Company has devised and implemented such internal financial control systems as are required in its business. These controls are routinely tested by Internal auditors and covers all the key business operations of the Company. Key Audit findings, along with their action plans are thereon reported to the Audit Committee, which monitors the overall control environment of the Company.

The Company has minimal risks as it holds investment and loan in its subsidiaries. The Company proactively identifies its business risks and systemically resolves all the risks.

Cautionary Statement

Statement made in the Management Discussion & Analysis describing the Company's activities is within the meaning of applicable securities laws & regulations. Actual results could differ from those expressed or implied. Important factor that could make a difference to the Company's operations include economic conditions in which the Company operates, changes in the government regulations, tax laws & other statutes & other incidental factors.

Disclaimer

Certain statements in the MDA section concerning future prospects may be forward-looking statements which involve a number of underlying identified / non identified risks and uncertainties that could cause actual results to differ materially. In addition to the foregoing changes in the macro-environment, global pandemic like COVID-19 may pose an unforeseen, unprecedented, unascertainable and constantly evolving risk(s), inter-alia, to the Company and the environment in which it operates. The results of these assumptions made, relying on available internal and external information, are the basis for determining certain facts and figures stated in the report. Since the factors underlying these assumptions are subject to change over time, the estimates on which they are based, are also subject to change accordingly. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and any forward-looking statement speaks only as of the date on which it was made. The Company assumes no obligation to revise or update any forward-looking statements, whether as a result of new information, future events, or otherwise.

GFL Limited

(Formerly known as Gujarat Fluorochemicals Limited)
(CIN L24110GJ1987PLC009362)

Registered Office: Survey No 16/3, 26 & 27, Village Ranjitnagar 389380, Taluka Ghoghamba, District Panchmahal
Telephone: +91 2678 248153, Fax +91 2678 248153
Website: www.gfllimited.co.in; **Email**: bhavi.shah@gfl.co.in

To,
The Member(s),
GFL Limited (Formerly known as Gujarat Fluorochemicals Limited)

NOTICE is hereby given that the 33rd (**Thirty Third**) **Annual General Meeting** of Members of GFL Limited (Formerly known as Gujarat Fluorochemicals Limited) ('Company') will be held on **Friday, 25th September, 2020, at 11:00 AM** (**IST**), through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS

1. **Adoption of Audited Financial Statements.**

   To consider and adopt:

   a. Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and

   b. Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the report of the Auditors thereon.

2. **Re-appointment of Shri Deepak Asher (DIN: 00035371) as Director of the Company.**

   To appoint a Director in place of Shri Deepak Asher (DIN: 00035371) who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **Approval of payment of remuneration to Shri Devendra Kumar Jain, Non-Executive Director of the Company for the period from 01st April,2019 to 31st July,2019 which is in excess of fifty percent of the total remuneration to all Non-Executive Directors of the Company for the Financial Year 2019-20.**

   To consider and, if, thought fit, to pass, the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to Regulation 17 (6) (ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations) and any other applicable provisions of the Listing Regulations, the consent of the Members of the Company be and is hereby accorded for payment of Remuneration of ₹ 15.56 Lakhs (Rupees Fifteen Lakhs Fifty Six Thousand Only) to Shri Devendra Kumar Jain, who was a Non-executive Director of the Company for the period between 1st April, 2019 to 31st July, 2019, which is in excess of fifty percent of total remuneration paid to all Non-Executive Directors for the Financial Year 2019-20.

   RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to the above resolution."

By Order of the Board of Directors

Place: Vadodara
Date: 30th July, 2020

Bhavi Shah
Company Secretary

NOTES:

1. In view of the global outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), Government of India, has vide its General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by Covid-19" and General Circular No. 20/ 2020 dated 5th May 2020, in relation to "Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic" ("SEBI Circular") have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, SEBI Circular and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, 25th September 2020, at 2:00 pm (IST) through VC/OAVM and the voting for items to be transacted in the Notice to this AGM only through remote electronic voting process ("e-Voting").

2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE. HOWEVER, CORPORATE MEMBERS CAN APPOINT REPRESENTATIVES UNDER SECTION 113 OF THE COMPANIES ACT,2013 AND SEND THE NECESSARY DOCUMENTS TO THE COMPANY.

3. The information as required to be provided under the Secretarial Standard – 2 / Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) in respect of Director being re-appointed is annexed hereto.

4. SEBI has decided that Securities of listed companies can be transferred only in dematerialised form from a cut-off date i.e. 05th December, 2018. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form.

5. In compliance with provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, Annual Report for Financial Year 2019- 2020 of your Company has been sent via Electronic Mode (E-mail) to the Members whose E-mail ID was made available to us by the Depositories Participants. We request the Members to register / update their e-mail address with their Depository Participant, in case they have not already registered / updated the same. Members who are holding shares in physical form are requested to get their email address registered with the Registrar and Share Transfer Agents.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.

7. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.

8. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

9. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. , who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

1. Process for those shareholders whose email ids are not registered:

a) For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

b) For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

THE INSTRUCTIONS FOR SHAREHOLDRES FOR REMOTE VOTING ARE AS UNDER:

(i) The voting period begins on 22nd September, 2020 at 9.00 a.m. and ends on 24th September,2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18th September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the Meeting date would not be entitled to vote during the Meeting.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on Shareholders.

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number, sent by Company/ RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ON THE DAY OF THE ANNUAL GENEERAL MEETING (AGM) ON e-VOTING SYSTEM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.

3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the Meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the Meeting is available only to the members participating in the Meeting.

4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Members are encouraged to join the Meeting through Laptops/Personal Computers for better experience.

3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.

4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request 7 days prior to Meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id).

6. Shareholders who would like to express their views/have questions may send their questions in advance 7 days prior to Meeting mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

7. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the Meeting.

(xx) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

11. Members holding shares in physical form are requested to intimate Registrar and Transfer Agents of the Company viz., M/s. Link Intime India Private Limited, Unit: Gujarat Fluorochemicals Limited, C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083, changes, if any, in their Bank details, registered address, Email ID, etc. along with their Pin Code. Members holding shares in electronic form may update such details with their respective Depository Participant.

12. Members desiring any relevant information on the accounts at the Annual General Meeting are requested to write to the Company Secretary at least seven days in advance at its Registered Office, so as to enable the Company to keep the information ready.

13. Members holding shares in single name and in Physical form are advised to make nomination in respect of their shareholding in the Company.

14. The relevant documents referred to in the accompanying Notice of Meeting and in the Explanatory Statement are open for inspection by the Members of the Company at the Registered Office on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 01.00 p.m. upto the date of the Annual General Meeting and copies thereof shall also be available for inspection in physical form at the Office of the Company situated at Second Floor, ABS Towers, Old Padra Road, Vadodara – 390 007, Gujarat and also at the Meeting.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

National Company Law Board Tribunal has approved Scheme of Arrangement between GFL Limited (formerly known as Gujarat Fluorochemicals Limited) and Gujarat Fluorochemicals Limited (formerly known as Inox Fluorochemicals Limited) and its Shareholders vide its order dated 04th July,2019 which was effective from 16th July, 2019. In accordance with the Clause 1.7 of the Scheme of Arrangement, the existing Key Managerial Personnel including Managing Director of the GFL Limited (formerly known as Gujarat Fluorochemicals Limited) were transferred to Gujarat Fluorochemicals Limited (formerly known as Inox Fluorochemicals Limited) w.e.f 1st August, 2019. Consequent to the transfer of the existing Key Managerial Personnel, Shri Devendra Kumar Jain was appointed as Managing Director of the Company with effect from 1st August, 2019 by the shareholders at the 32nd Annual General Meeting of the Company held on 18th September, 2019.

The Members of the Company at their 31st Annual General Meeting held on 31st August, 2018 had approved of payment of remuneration @ 1% on Net Profits of the Company as permitted under Section 197 of the Companies Act, 2013 to Shri Devendra Kumar Jain, the then Non-Executive Director of the Company. Accordingly, remuneration of ₹ 15.56 lakhs is to be paid to him for the period from 01st April,2019 to 31st July,2019 when he was Non-Executive Director of the Company. Regulation 17 (6) (ca) of the Listing Regulations, inter alia provides that the approval of the Members by way of Special Resolution shall be obtained every year, in which the annual remuneration payable to a single Non-Executive Director exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors, giving details of the remuneration thereof.

Accordingly, the details of remuneration paid to Non-Executive Directors for Financial Year 2019-2020 is as under:

Remuneration to Non-Executive Directors for the Financial Year 2019-2020

Name of the Director	Sitting Fees for attending Board / Committee Meetings	Commission	Total Remuneration	% of Total Remuneration paid to All Non-executive Directors
Shri Devendra Kumar Jain	0.20	15.56	15.76	74.50
Shri Pavan Jain	0.20	-	0.20	0.94
Shri Vivek Jain	0.60	-	0.60	2.83
Shri Shailendra Swarup	0.80	-	0.80	3.78
Shri Deepak Asher	1.20	-	1.20	5.67
Shri Shanti Prashad Jain	1.20	-	1.20	5.67
Ms Vanita Bhargava	1.40	-	1.40	6.61
Shri Om Prakash Lohia	Nil	-	Nil	0
Total	**5.60**	**15.56**	**21.16**	**100**

Since the total remuneration to be paid to Shri Devendra Kumar Jain as a Non Executive Director of the Company for the period between 1st April, 2019 to 31st July, 2019 exceeds 50% of the total annual remuneration payable to all Non-Executive Directors of the Company, the approval for Resolution at Item No. 3 of the Notice is sought by way of a Special Resolution for payment of remuneration to Shri Devendra Kumar Jain for the Financial Year 2019-2020.

Shri Devendra Kumar Jain and his relatives shall be deemed concerned or interested in resolution set out at Item No. 3 of the Notice to the extent of the remuneration that may be received by him. None of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the Members by way of Special Resolution.

Information as required to be provided under the Secretarial Standard – 2 / Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) in respect of Director being appointed/re-appointed

Name of Director	**Deepak Asher**
Brief Resume	Shri Deepak Asher is a Graduate in Commerce and Law, and thereafter took up Chartered Accountancy and Cost and Management Accountancy as professional qualifications. Shri Asher is presently a Fellow Chartered Accountant and an Associate Cost and Management Accountant. Shri Asher has been associated, in different capacities, with the INOX Group of Companies, a USD 3 Bn. business group for more than 30 years now. Shri Asher is designated as Director and Group Head (Corporate Finance) for the INOX Group, sits on the Board of many of the Group Companies, and advises the Group on corporate finance, growth, diversification and other strategic initiatives. Shri Asher pioneered the Clean Development Mechanism (CDM) Project Development of Gujarat Fluorochemicals Limited (GFL). GFL's CDM Project was the first in the world to seek registration under the United Nations Framework Convention of Climate Change. The Project has been amongst the largest in the world, having reduced more than 55 Mn. Tonnes of carbon dioxide emissions, contributing significantly to the environment, as well as earning the company valuable carbon credits. Besides, Shri Deepak Asher has set up the INOX Group's entertainment business. Operated under the INOX brand of multiplexes, this is amongst India's largest, fastest growing, most premium and profitable multiplex brand. Apart from driving organic growth, Shri Asher also spearheaded several acquisitions in the multiplex space. Shri Deepak Asher also helped formulating the INOX Group's growth and diversification strategy in the renewable energy space, and helped develop an implementation plan to set up a significant renewable energy business. Shri Deepak Asher has been a member of the Entertainment Committee of the Federation of Indian Chambers of Commerce and Industry, and the Founder President of the Multiplex Association of India. Shri Asher has been elected to this post continuously since the past 18 Years. Shri Asher has been awarded the "Newsmaker of the Year Award" and the "Lifetime Achievement Award" for his contribution to the Indian cinema exhibition industry. Shri Deepak Asher has been recognized by the Institute of Chartered Accountants of India for enhancing the brand image of the Institute. Shri Asher has also appeared in a global compilation of "Who's Who in the World" for his professional accomplishments.
Date of Birth and Age	15th January, 1959, 61 Years
Date of first appointment on the Board	22nd January 2008
Directors Identification Number	00035371
Qualification	Commerce & Law Graduate, Chartered Accountant and Cost and Management Accountant

Name of Director	**Deepak Asher**
Experience / Expertise in Specific Functional Area	Shri Deepak Asher has more than 35 years' of rich experience in the field of accounts and finance, law and taxation, strategic business planning, formulation and implementation of various growth strategies as well as financial planning and management. He has been instrumental in setting up various businesses for the INOX Group including the cinema exhibition business, the renewable energy business and the path breaking carbon credit business. He is a founder president of Multiplex Association of India and a Member of the FICCI Entertainment Committee.
Directorship held in other Companies	• Gujarat Fluorochemicals Limited • Inox Leisure Limited • Inox Wind Energy Limited • Inox Infrastructure Limited
Membership / Chairmanship of other Companies	• Gujarat Fluorochemicals Limited (Member of Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Committee of Directors for Operations and Scheme Committee of Board of Directors) • INOX Infrastructure Limited (Member of Audit Committee) • INOX Leisure Limited (Member of Audit Committee and Stakeholders' Relationship Committee)
The Number of Meeting of the Board Attended during the year	7 out of 8 Meetings
Remuneration last drawn	₹ 1,20,000 (Sitting Fees)
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Shareholding in the Company	Nil

Board's Report

The Scheme of Arrangement ("the Scheme") between Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") and Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") for demerger of the Chemical Business Undertaking of the demerged company into the resulting company was approved by Hon'ble National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 making the Scheme operative from that date. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the Scheme, including employees and investment in subsidiaries and joint venture pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July, 2019.

To,
The Members,
GFL Limited
(Formerly known as Gujarat Fluorochemicals Limited)

Your Directors take pleasure in presenting to you their Thirty Third Annual Report of your Company together with Audited Financial Statements for the Financial Year ended on 31st March, 2020.

1. FINANCIAL PERFORMANCE

The financial performance of your Company for the year ended 31st March, 2020 is highlighted below:

(Amount ₹ in Lakhs)

Sr. No.	Particulars	Consolidated		Standalone	
		2019-20	2018-19	2019-20	2018-19
I.	Revenue from Operations	2,70,364	2,96,884	-	-
II.	Other income	3,002	3,885	4,788	4,833
III.	Total Revenue (I+II)	2,73,366	3,00,769	4,788	4,833
IV.	Less: Total Expenses	3,01,110	3,03,855	388	48
V.	Less: Expenditure Capitalised		19,758	-	-
VI.	Net Expenses (IV-V)	3,01,110	2,84,097	388	48
VII.	Share of profit / (loss) of joint ventures and associates	(51)	(24)	-	-
VIII.	Profit before exceptional items and tax (III-VI+VII)	(27,795)	16,648	4,400	4,785
IX.	Exceptional items	-	(500)	-	-
X.	Profit before tax (VIII+IX)	(27,795)	16,148	4,400	4,785
XI.	Total Tax expense	(4,149)	5,846	991	1,672
XII.	**Profit/(Loss) for the period (X-XI)**	**(23,646)**	**10,302**	**3,409**	**3,113**
XIII.	Profit from discontinued operations (after tax)	-	1,24,608	-	1,24,618
XIV.	Other comprehensive income (including discontinued operations)	(29)	208	(2)	(110)
XV.	**Total comprehensive income(XII+XIII+XIV)**	**(23,675)**	**1,35,118**	**3,407**	**1,27,621**
	Attributable to				
	- Owners of the Company	(12,349)	1,30,664	-	-
	-Non-controlling interests	(11,326)	4,454		

Detailed analysis of the Financial and Operational Performance of the Company has been given in the Management Discussion and Analysis forming part of this Annual Report.

2. CONSOLIDATED FINANCIAL STATEMENTS

As per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and applicable provisions of the Companies Act, 2013 read with the Rules issued there under, the Consolidated Financial Statements of the Company for the Financial Year 2019-20 have been prepared in compliance with applicable Accounting Standards and on the basis of Audited Financial Statements of the Company, its subsidiaries, and associate companies, as approved by the respective Board of Directors.

The Consolidated Financial Statements together with the Auditors' Report form part of this Annual Report. The Audited Standalone and Consolidated Financial Statements for the Financial Year 2019-20 shall be laid before the Annual General Meeting for approval of the Members of the Company.

3. SCHEME OF ARRANGEMENT

During the Financial Year under review, The Hon'ble National Company Law Board Tribunal, Ahmedabad Bench (NCLT) vide its order dated 4th July,2019 has approved a Scheme of Arrangement between the Company (Demerged Company) and Gujarat Fluorochemicals Limited (Resulting Company) for transfer of Chemical Business Undertaking of Demerged Company to the Resulting Company. In view of the said order, the Company has transferred all Assets and Liabilities pertaining to Chemical Business Undertakings to the Resulting Company with effect from 01st April, 2019.

4. ACTIONS ARISING OUT OF APPROVAL OF THE SCHEME OF ARRANGEMENT

During the Financial Year under review, pursuant to NCLT order and Scheme or Arrangement referred to in Para 3 above, the Company has taken following action:

Change of name of the Company

Pursuant NCLT Order referred to Para 3 above, the name of the Company is changed from Gujarat Fluorochemicals Limited to GFL Limited with effect from 17th July, 2019.

5. DIVIDEND

Your Directors, after considering various external factors that may have an impact on the business of the Company, have not recommended any dividend for the Financial Year ended 31st March, 2020.

In accordance with Regulation 43A of the Listing Regulations, the Company has formulated a 'Dividend Distribution Policy' and details of the same have been uploaded on the Company's website http://www.gfllimited.co.in/pdf/company_policies/gfl20limited_dividend_distribution_policy.pdf and annexed to this report as **Annexure A**.

6. TRANSFER OF UNPAID DIVIDEND /UNCLAIMED AMOUNT AND SHARES TO INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the Company has credited Unpaid Dividend (Final – FY 2011-12 and Interim – FY 2012 -13) aggregating to ₹ 25.82 lakhs to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of the Companies Act, 2013.

In accordance with the provisions of Companies Act, 2013, the Company during the Financial Year 2019-20, has transferred 1,03,371 equity shares of ₹ 1 each, to the credit of IEPF Authority, in respect of which dividend had not been paid or claimed by the members for seven consecutive years. The Company has uploaded on its website the details of unpaid and unclaimed amounts lying with the Company as on date of last Annual General Meeting (i.e. 18th September, 2019) and details of shares transferred to IEPF. The aforesaid details are available on the Company's website http://www.gfllimited.co.in/IEPF_Shares.php and can be accessed at the website of the IEPF Authority (www.iepf.gov.in).

The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

7. TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to the General Reserves.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Director

Re-appointment

At 33rd Annual General Meeting (AGM), following re-appointment is being proposed :

Shri Deepak Asher (DIN: 00035371) retires by rotation and being eligible, offers himself for re-appointment.

Necessary details in respect of Director seeking re-appointment and his brief resume pursuant to Clause

36 of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) are provided in the Notice of the Annual General Meeting forming part of this Annual Report.

Retirements / Resignations

The following Directors have resigned during the Financial Year 2019-20:

- Shri Anand Bhusari had resigned as Whole - time Director of the Company with effect from 28th April, 2019 with the intent of retiring from active professional life.
- Shri Chandra Prakash Jain, Shri Rajagopalan Doraiswami, Shri Dinesh Kumar Sachdeva and Shri Sanath Kumar Muppirala had resigned as Directors of the Company with effect from 14th August, 2019 due to their pre-occupations.

Transfer of Key Managerial Personnel

The services of the following Key Managerial Personnel are transferred from the Company to Gujarat Fluorochemicals Limited in terms of Para 1.7 of the Scheme of Arrangement referred to in Para 3 above with effect from 1st August, 2019

- Shri Vivek Jain – Managing Director and Chief Executive Officer
- Mr. Manoj Agrawal – Chief Financial Officer
- Mr. Bhavin Desai – Company Secretary and Compliance Officer

Appointment/change of Key Managerial Personnel

Consequent to the transfer of the existing Key Managerial Personnel to the Resulting Company as per the Scheme referred to in Para 3 above, the following Key Managerial Personnel are appointed by the Company:

- Shri Devendra Kumar Jain – Managing Director and Chief Executive Officer (Appointed with effect from 01st August, 2019)
- Mr. Nilesh Pandya - Chief Financial Officer (Appointed with effect from 01st August, 2019 and resigned with effect from 01st March, 2020)
- Mr. Mukesh Patni – Chief Financial Officer (Appointed with effect from 01st March, 2020)
- Mr. Dhruv Shah - Company Secretary and Compliance Officer (Resigned with effect from 24th December, 2019)
- Ms. Bhavi Shah - Company Secretary and Compliance Officer (Appointed with effect from 01st June, 2020).

9. NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy of the Company is uploaded on the Company's website www.gfllimited.co.in. Salient features and objectives of the Policy are as follows:

a. To lay down criteria for identifying persons who are qualified to become Directors and who may be appointed in Senior Management of the Company in accordance with the criteria laid down by Nomination and Remuneration Committee and recommend to the Board their appointment and removal;

b. To formulate criteria for determining qualification, positive attributes and Independence of a Director;

c. To determine the composition and level of remuneration, including reward linked with the performance, which is reasonable and sufficient to attract, retain and motivate Directors, KMP, Senior Management Personnel & other employees to work towards the long term growth and success of the Company.

10. DECLARATION OF INDEPENDENCE

The Independent Directors of the Company have given the declaration and confirmation to the Company as required under Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 confirming that they meet the criteria of independence and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

11. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Details of Familiarisation Programme for Independent Directors are given in the Corporate Governance Report.

12. PERFORMANCE EVALUATION

Performance Evaluation forms containing criteria for evaluation of Board as a whole, Committees of the Board and individual Directors and Chairperson of the Company were sent to all the Directors with a request to provide their feedback to the Company on the Annual Performance Evaluation of Board as a whole, Committees of Board, Individual Directors and Chairperson of the Company, fulfillment of the independence criteria and independence of Independent Directors from the management for the Financial Year 2019-20. Further, based on the feedback received by the Company, the Board of Directors at its Meeting held on 14th February, 2020 had noted that the Annual Performance of each of the Directors is highly satisfactory and decided to continue the terms of appointment of all the Independent Directors of the Company.

13. MEETINGS OF THE BOARD

During the year under review, the Board met seven times and details of Board Meetings held are given in the Corporate Governance Report. The intervening gap between the two Meetings was within the time limit prescribed under Section 173 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations.

14. DIRECTORS' RESPONSIBILITY STATEMENT AS PER SUB-SECTION (5) OF SECTION 134 OF THE COMPANIES ACT, 2013

To the best of their knowledge and belief and according to the information and explanations obtained by your Directors, they make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013:

i. in the preparation of the Annual Accounts for the Financial Year ended 31st March, 2020, the applicable Accounting Standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;

ii. the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit of the Company for that period;

iii. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. the Directors had prepared the Annual Accounts on a going concern basis;

v. the Directors had laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls were adequate and were operating effectively and

vi. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

Except details given in Para 3 above, there are no orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

16. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Standalone Financial Statements of the Company. For details, please refer to Notes no 5(a), 5(b) and 6 of the Standalone Financial Statements of the Company.

17. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the year under review with Related Parties are approved by the Audit Committee and/or Board, as per the provisions of Section 188 of the Companies Act, 2013 read with the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing Regulations. During the year under review, the Company had not entered into any contract / arrangement / transaction with Related Parties which could be considered material in accordance with the Policy of the Company on materiality of Related Party Transactions.

The Policy on materiality of Related Party Transactions and dealing with Related Party Transactions as approved by the Board may be accessed on the Company's website at the link: http://www.gfllimited.co.in/pdf/GFL%20-%20Related%20Party%20Transaction%20Policy.pdf

All transactions entered with Related Parties for the year under review were on arm's length basis and hence, disclosure in Form AOC -2 is not required to be annexed to this report.

18. DEPOSITS

The Company has not accepted any deposits covered under Chapter V of the Act.

19. SUBSIDIARIES AND ASSOCIATE COMPANIES

A separate statement containing the salient features of financial statements of all Subsidiaries and Associates of the Company forms a part of consolidated financial statements in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013. In accordance with Section 136 of the Companies Act, 2013, the financial statements of the subsidiaries, joint ventures, associate companies are available for inspection by the members at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the Annual General Meeting ('AGM'). Any member desirous of obtaining a copy of the said financial statements may write to the Company Secretary at the Registered Office of the Company. The financial statements including the consolidated financial statements, financial statements of subsidiaries and all other documents required to be attached to this report have been uploaded on the website of the Company www.gfllimited.co.in. The Company has formulated a policy for determining material subsidiaries. The policy may be accessed on the website of the Company www.gfllimited.co.in.

The Report on the performance and financial position of each of the Subsidiaries and Associates Companies of the Company is annexed to this report in **Form no AOC-1** pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 and Rule 5 of Companies (Accounts) Rules, 2014 is annexed to this report as **Annexure B**.

20. INTERNAL FINANCIAL CONTROLS

The Company has adequate Internal Financial Controls commensurate with its size and nature of its business. The Board has reviewed Internal Financial Controls of the Company and the Audit Committee monitors the same in consultation with Internal Auditor of the Company.

21. VIGIL MECHANSIM

As per the provisions of Section 177(9) of the Act read with Regulation 22(1) of the Listing Regulations, the Company is required to establish an effective vigil mechanism for Directors and Employees to report Improper Acts or genuine concerns or any leak or suspect leak of Unpublished Price Sensitive Information. The Company has accordingly establish a Vigil Mechanism and "Whistle Blower Policy" for all its Employees and Directors to report Improper Acts. The details of the said mechanism and policy are available on the Company's website www.gfllimited.co.in.

22. INDEPENDENT AUDITOR'S REPORT

There are no reservations, modifications or adverse remarks in the Independent Auditor's Report. The notes forming part of the accounts are self-explanatory and do not call for any further clarifications under Section 134 (3) (f) of the Companies Act, 2013.

23. INDEPENDENT AUDITORS

Members at their 30th Annual General Meeting held on 28th September, 2017 had appointed M/s Kulkarni and Company, Chartered Accountants, Pune as Independent Auditors of the Company from the conclusion of 30th Annual General Meeting until conclusion of 35th Annual General Meeting. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 28th September, 2017.

24. COST AUDITOR

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is not required to appoint the Cost Auditor.

25. SECRETARIAL AUDITOR

In terms of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2013, the Company has appointed M/s Samdani Shah & Kabra, a firm of Practising Company Secretaries to conduct Secretarial Audit of the Company.

The Secretarial Audit Report given by M/s Samdani Shah & Kabra for the financial year 2019-20, is annexed herewith as **Annexure C** in Form no. MR-3. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

During the year under review, the Company has complied with the applicable provisions of the Secretarial Standards.

26. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the Listing Regulations read with para B of Schedule V is presented in a separate Section forming part of this Annual Report.

27. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 read with Para C of Schedule V of Listing Regulations, the Corporate Governance Report of the Company for the year under review and the Auditors' Certificate regarding compliance of conditions of Corporate Governance is annexed to this report as **Annexure G**.

In compliance with the requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate from the Managing Director and Chief Financial Officer of the Company, who are responsible for the finance function, was placed before the Board.

All the Board Members and Senior Management Personnel of the Company had affirmed compliance with the Code of Conduct for Board and Senior Management Personnel. A declaration to this effect duly signed by the Chairman and Managing Director is annexed as a part of the Corporate Governance Report.

28. BUSINESS RESPONSIBILITY REPORT

A Business Responsibility Report as per Regulation 34 of the Listing Regulations, detailing the various initiatives taken by the Company on the environmental, social and governance front forms an integral part of this report. The said report is available on the website of the Company www.gfllimited.co.in

29. EXTRACT OF ANNUAL RETURN

In terms of Section 92 (3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management & Administration) Rules, 2013, the extract of Annual Return as provided in Form no. **MGT -9** is annexed to this report as **Annexure D**.

30. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo required to be given pursuant to Section 134 of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, is not applicable to the Company.

31. PARTICULARS OF EMPLOYEES

Disclosure pertaining to remuneration and other details as required under Section 197 (12) read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report as **Annexure E**.

In accordance with the provisions of Section 197 (12) of the Companies Act, 2013 read with Rules 5 (2) and 5 (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the name and other particulars of the employees drawing remuneration in excess of the limits set out in the said rule is annexed to this report.

In terms of Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to the Members of the Company excluding information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining such information may write to the Company Secretary at the Registered Office of the Company.

32. CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

The Corporate Social Responsibility (CSR) Committee of the Company comprises of Mr. Shanti Prashad Jain, Independent Director, Shri Vivek Jain, Director and Shri Deepak Asher, Non Independent Director of the Company. The CSR Policy of the Company is disclosed on the website of the Company which can be viewed at http://www.gfllimited.co.in/pdf/company_policies/gfllimited_csr_policy.pdf. The report on CSR activities as per Companies (Corporate Social Responsibility) Rules, 2014 is annexed to this Report as Annexure F.

33. INSURANCE

The Company's property and assets have been adequately insured.

34. RISK MANAGEMENT

The Company has minimal risks as it holds investment and loan in its subsidiaries. The Company proactively identifies its business risks and systemically resolves all the risks.

35. REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and rules framed thereunder either to the Company or to the Central Government.

36. INFORMATION UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Your Company has formed an Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The following is the summary of sexual harassment complaints received and disposed of during the year 2019-20.

No. of Complaints Received	Nil
No. of Complaints disposed of	Not Applicable

Hence, the company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

37. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of this report.

38. ACKNOWLEDGEMENT

Your Directors express their gratitude to all other external agencies for the assistance, co-operation and guidance received. Your Directors place on record their deep sense of appreciation for the dedicated services rendered by the workforce of the Company.

By order of the Board of Directors

Place: New Delhi
Date: 30th July,2020

Devendra Kumar Jain
Chairman and Managing Director

Annexure A
Dividend Distribution Policy

1. Preface

The Board of Directors ("Board") of GFL Limited ("Company") has adopted this Dividend Distribution Policy ("Policy") in terms of Regulation 43A of Securities and Exchange Board. of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") This Policy will regulate the process of declaration of Dividend as per the provisions of the Companies Act, 2013 ("Act") read with the relevant Rules made there under and also the internal policy of the Company for utilisation of retained earnings for future growth of the Company.

2. Objective of the Policy

The objective of this Policy is to define the procedure, parameters and the factors which the Board may consider at the time of taking the decision for declaration of Interim Dividend or recommendation of Final Dividend and to maintain a balance between appropriately rewarding its Members with cash Dividend and the amount of Profit to be retained for the further growth of the Company.

Any deviation from this Policy, when deemed necessary in the interests of the Company, along with the rationale for such deviation, will be disclosed in the Annual Report by the Board.

3. Definitions

"**Act**" means The Companies Act, 2013.

"**Articles of Association**" means Articles of Association of the Company.

"**Board**" means the Board of Directors of the Company.

"**Company**" means GFL Limited ("**GFL**").

"**Dividend**" includes Interim and Final Dividend.

"**Financial Year**" means the period starting on 1st day of April and ending on the 31st day of March every year in respect whereof Financial Statements of the Company are made up.

"**Financial Statements**" include:

(i) Balance Sheet as at the end of the Financial Year;

(ii) Profit and Loss Account for the Financial Year;

(iii) Cash Flow Statement for the Financial Year;

"**Free Reserves**" means such Reserves which, as per the latest audited Balance Sheet of the Company, are available for distribution as Dividend.

"**Member**" in relation to a Company means every person holding shares of the Company and whose name is entered as a Beneficial Owner in the records of a Depository.

"**Paid-up Share Capital**" or "Share Capital Paid-up" means such aggregate amount of money credited as paid-up in respect of shares of the Company.

"**Profit**" means Profit for the Financial Year arrived at after providing for Depreciation in accordance with Schedule II to the Act.

"**Rules**" mean The Companies (Declaration and Payment of Dividend) Rules, 2014.

"**Share**" means a share in the Share Capital of the Company.

4. Category of Dividend

The Act provides for two categories of Dividend viz. Interim and Final.

a) Interim Dividend

The Interim Dividend can be declared by the Board one or more times during any Financial Year at its complete discretion in line with this Policy.

Process for approval of Payment of Interim Dividend

The Board may declare and pay Interim Dividend for any Financial Year in line with this Policy, out of surplus in the Profit and Loss Account and out of Profits of the Financial Year based on its quarterly or half yearly Standalone Financial Statements for the period for which such Interim Dividend is sought to be declared.

b) **Final Dividend**

The Board may recommend Final Dividend for any Financial Year out of surplus in the Profit and Loss Account of the Financial Year based on its Annual Standalone Financial Statements to be approved by the Members at its General Meeting. The Final Dividend can be paid after approval of the Members at the General Meeting.

Process for approval of Payment of Final Dividend

The Board may recommend Final Dividend for any Financial Year in line with this Policy, out of the Profits for the Financial Year arrived at after providing for depreciation in accordance with Schedule II to the Act or out of Profit of any previous Financial Year/s after providing for depreciation in accordance with Schedule II to the Act and remaining undistributed or out of both.

5. Circumstances under which the Members of the Company may or may not expect Dividend

Members may expect Dividend in case the Company has adequate Profit for distribution of Dividend and the Dividend is recommended or declared by the Board in terms of this Policy.

Members may not expect Dividend under following circumstances:

The Company has no Profit or inadequate Profit;

The Company has Profit but the Board decides to retain its Profit for future growth.

6. Factors and Parameters to be considered by the Board

The decision of the Board regarding recommendation and /or declaration of Dividend is a crucial one as it determines the amount of Profit to be distributed amongst the Members and the amount of Profit to be retained for its future growth. However, the Board will take this decision based on the following factors and financial parameters:

Internal Factors

- Profits available during any Financial Year;
- Present and future capital requirements of the Company;
- Long term strategies of the Group and its capital requirements;
- Covenants and restriction, if any, in the agreements with the lenders of the Company from time to time;
- Brand / Business acquisition prospects being considered or likely to be considered;
- Capital expenditure planned or likely to be planned for its existing businesses;
- Board's opinion about sustainability of the Profit of the Company;
- Any other factor as deemed fit by the Board.

External Factors

- Any adverse Economic situations in the Country and across the Globe;
- Capital Market Legislation;
- Money market conditions;
- Changes in Tax Laws from time to time;
- Changes in Government Policies;
- Changes and outlook in market, prices, demand and supply position of the principal products of the Company.

Financial Parameters

- Profit earned during the Financial Year, and expected to be earned in the foreseeable future;
- Overall financial condition of the Company and its cash flow position;
- Estimated volatility of future earnings;
- The cost of fund raised externally.

7. Dividend Pay-out

The Company will endeavour to distribute appropriate level of its Profits earned out of its business activities in form of Dividend to its Members after taking into account, the factors and financial parameters enumerated in this Policy. However, all efforts will be made to maintain a Dividend Pay-out as per the historic trends of the Company.

8. Retained Earnings Utilisation

Considering the factors and financial parameters above, the Board may at its discretion choose to retain Profits of the Company to be used for:

- Company's Investment needs for future growth;
- Building of Net Worth of the Company by creating Reserves;
- Issue of Bonus Shares; or
- Future Dividend pay-outs.

9. This Policy shall not apply to:

- Determination and declaring Dividend on Preference shares, if any, as the same will be as per the terms approved by the Shareholders at the time of Issue of Preference Shares.
- Utilization of Profits of the Company for Issue of Bonus Shares to the Shareholders of the Company.
- Distribution of cash for the Buyback of Equity shares of the Company.

10. Provisions in regard to various class of shares

The Company has presently only one class of shares i.e. Equity Shares. If and when the Company issues any other class of shares, this Policy will be modified accordingly.

11. Communication of this Policy

This Policy shall be posted on the website of the Company and published in the Annual Report of the Company as required under the Listing Regulations.

12. Amendment

The Board shall have the right to amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. However, in case of any change in the Policy, such changes along with the rationale for the same shall be disclosed in the Annual Report of the Company and the same shall also be put up on the Company's website.

Annexure B

Statement containing salient features of the financial statement of subsidiaries / associate companies

Part A – Subsidiaries

(₹ in Lakhs)

	Inox Leisure Limited	Inox Wind Limited	Inox Renewables Limited	Inox Infrastructure Limited	Shouri Properties Private Limited	Inox Wind Infrastructure Services Limited	Marut-Shakti Energy India Limited	Satviki Energy Private Limited	Sarayu Wind Power (Tallimadugula) Private Limited	Vinirrmaa Energy Generation Private Limited	Sarayu Wind Power (Kondapuram) Private Limited
Sr. No	1	2	3	4	5	6	7	8	9	10	11
The date since when the subsidiary was acquired	09-11-99	09-04-09	11-11-10	27-02-07	24-11-14	11-05-12	13-09-13	19-11-15	09-12-15	23-01-16	25-03-16
Reporting period, if different from the holding Company											
Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries											Not applicable
Share Capital	10,264.78	22191.82	337.5	5000.00	141	11,621.30	61.11	83.5	1	5	1
Reserves and Surplus	55,186.37	1,56,248.72	10,796.48	1048.12	-55.11	-3,679.03	-1962.86	-8.41	-124.3	-145.2	-60.24
Total Assets	3,81,515.45	4,13,275.09	45,054.04	7805.02	1,633.15	2,29,058.74	3,706.31	76.78	9.15	166.04	111.37
Total Liabilities	3,19,331.28	2,34,834.55	38,221.83	1756.90	1,547.26	2,21,116.47	5,608.06	1.69	132.49	306.27	170.61
Investments	186.93	50,465.88	-	2541.36	29.77	7,337.58	-	-	-	-	-
Turnover	1,89,744.34	52,767.57	1108.81	0	111.75	41,207.61	476.14	0.28	2.97	0.47	-
Profit/(Loss) before taxation	12,852.10	-34,888.67	-3,002.42	138.49	5.75	-8,838.77	-245.67	-1.23	-15.9	-26.72	-15.78
Provision for taxation	11,357.63	-12,177.49	-1,461.52	8.84	-	-3,088.64	-	-	-	-	-
Profit/(Loss) after taxation	1,494.47	-22,711.18	-1,540.90	129.65	5.75	-5,750.13	-245.67	-1.23	-15.9	-26.72	-15.78
Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
% of Shareholding	51.32% by GFL Limited (Formerly known as Gujarat Fluorochemicals Limited)	56.98% by GFL Limited (Formerly known as Gujarat Fluorochemicals Limited)	100.00% by GFL Limited [Formerly known as Gujarat Fluorochemicals Limited]	100% by GFL Limited [Formerly known as Gujarat Fluorochemicals Limited]	99.29 by INOX Leisure Limited	100.00 by Inox Wind Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited

Statement containing salient features of the financial statement of subsidiaries / associate companies/ joint venture

Part A – Subsidiaries

(₹ in Lakhs)

	RBRK Investments Limited	Vasuprada Renewables Private Limited	Suswind Power Private Limited	Ripudaman Urja Private Limited	Vibhav Energy Private Limited	Haroda Wind Energy Private Limited	Vigodi Wind Energy Private Limited	Aliento Wind Energy Private Limited	Tempest Wind Energy Private Limited
Sr. No	12	13	14	15	16	17	18	19	20
The date since when the subsidiary was acquired	30/08/2016	27/04/2017	27/04/2017	28/04/2017	10/07/2017	16/11/2017	20/11/2017	17/01/2018	17/01/2018
Reporting period, if different from the holding Company									
Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries	Not applicable								
Share Capital	7.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Reserves and Surplus	(1,431.44)	(3.00)	(25.93)	(2.84)	(3.85)	(2.15)	(2.11)	(22.08)	(22.08)
Total Assets	1,111.38	0.24	92.27	0.34	0.17	0.13	0.45	94.66	94.55
Total Liabilities	2,535.82	2.24	117.20	2.18	3.02	1.28	1.56	115.74	115.63
Investments	-	-	-	-	-	-	-	-	-
Turnover	0.10	-	0.08	-	-	-	-	0.10	0.10
Profit/(Loss) before taxation	(206.81)	(0.80)	(8.00)	(0.76)	(1.53)	(0.72)	(0.71)	(7.75)	(7.74)
Provision for taxation	0.24	-	-	-	-	-	-	-	-
Profit/(Loss) after taxation	(207.05)	(0.80)	(8.00)	(0.76)	(1.53)	(0.72)	(0.71)	(7.75)	(7.74)
Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
% of Shareholding	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited

Statement containing salient features of the financial statement of subsidiaries / associate companies/ joint venture

Part A – Subsidiaries

(₹ in Lakhs)

	Vuelta Wind Energy Private Limited	Flutter Wind Energy Private Limited	Flurry Wind Energy Private Limited	Waft Renergy Private Limited	Khatiyu Wind Energy Private Limited	Ravapar Wind Energy Private Limited	Nani Virani Wind Energy Private Limited	Shri Pavan Energy Private Limited	Resco Global Wind Services Private Limited
Sr. No	21	22	23	24	25	26	27	28	29
The date since when the subsidiary was acquired	17/01/2018	18/01/2018	18/01/2018	10/04/18	15/12/18	15/12/18	15/12/18	09/04/18	21/01/2020
Reporting period, if different from the holding Company									
Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries									
Share Capital	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Reserves and Surplus	(22.14)	(26.94)	(22.08)	(1.20)	(2.18)	(2.18)	(2.18)	(25.16)	(16.45)
Total Assets	94.37	90.34	94.55	11.18	0.26	0.26	0.26	3,316.31	3.27
Total Liabilities	115.51	116.28	115.63	11.39	1.44	1.44	1.44	3,331.47	18.72
Investments	-	-	-	-	-	-	-	-	-
Turnover	0.10	0.08	0.10	-	-	-	-	139.69	-
Profit/(Loss) before taxation	(7.90)	(8.07)	(7.74)	(0.65)	(1.16)	(1.16)	(1.16)	54.60	(16.45)
Provision for taxation	-	-	-	-	-	-	-	(8.84)	-
Profit/(Loss) after taxation	(7.90)	(8.07)	(7.74)	(0.65)	(1.16)	(1.16)	(1.16)	63.44	(16.45)
Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
% of Shareholding	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	51.00 by Inox Wind Infrastructure Services Limited (This ceased to be the subsidiary company of Inox Wind Infrastructure Services Limited with effect from 22nd May, 2020)	100.00 by Inox Wind Infrastructure Services Limited

Name of Subsidiaries which are yet to commence operations: Nil

Names of Subsidiaries which have been liquidated or sold during the year: Nil

Statement containing salient features of the financial statement of subsidiaries / associate companies/ joint venture

Part B: Associates

(₹ in Lakhs)

	Wind One Renergy Private Limited	Wind Two Renergy Private Limited	Wind Three Renergy Private Limited	Wind Four Renergy Private Limited	Wind Five Renergy Private Limited
Sr. No	1	2	3	4	5
The date since when the subsidiary was acquired	26/04/2017	20/04/2017	20/04/2017	21/04/2017	20/04/2017
Reporting period, if different from the holding Company					
Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries					
Share Capital	1.00	3,251.00	1.00	1,851.00	1,851.00
Reserves and Surplus	2,993.88	(151.15)	3,613.99	(46.11)	6,441.84
Total Assets	32,703.00	32,409.62	31,500.85	22,004.96	35,987.72
Total Liabilities	29,708.12	29,309.77	27,885.86	20,200.07	27,694.88
Investments	-	-	-	-	-
Turnover	507.33	2,420.53	1,130.45	48.09	-
Profit/(Loss) before taxation	(1,219.44)	(156.65)	(1,550.92)	(19.26)	(9.14)
Provision for taxation	(116.22)	(39.79)	(280.90)	(3.21)	25.43
Profit/(Loss) after taxation	(1,103.22)	(116.86)	(1,270.02)	(16.05)	(34.57)
Proposed Dividend	Nil	Nil	Nil	Nil	Nil
% of Shareholding	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited	100.00 by Inox Wind Infrastructure Services Limited

Name of Associates which are yet to commence operations: Nil

Names of Associates which have been liquidated or sold during the year: Nil

Annexure C

Secretarial Audit Report

For the Financial Year ended March 31, 2020

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

The Members,
GFL Limited
(Formerly known as Gujarat Fluorochemicals Limited)
Survey No. 16/3, 26 & 27,
Ranjitnagar, Ghoghamba,
District Panchmahal - 389 380,
Gujarat, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GFL Limited (the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2020 (the period under review), complied with the statutory provisions listed hereunder and also that the Company has proper Board-Processes and Compliance-Mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company for the period under review, according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):-

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

   (e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

We report that, there were no actions / events in pursuance of the following regulations requiring compliance thereof by the Company during the period of this report:-

a. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

b. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

c. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

d. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Redeemable Preference Shares) Regulations, 2013;

e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

We have also examined compliance with the applicable clauses / regulations of the following:

(i) All applicable and approved Secretarial Standards as issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that;

A. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the Composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

B. Adequate notice is given to all the Directors to schedule the Board Meetings, Agenda and detailed notes on Agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the Agenda items before the meeting and for meaningful participation at the meeting;

C. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded;

D. There are adequate systems and processes in the Company commensurate with the size and Operations of the Company to monitor and ensure compliance with all the applicable laws, rules, regulations and guidelines;

E. During the period under review, the Hon'ble National Company Law Tribunal, Ahmedabad Bench has, vide its order dated July 04, 2019, sanctioned the Scheme of Arrangement between GFL Limited (Formerly known as Gujarat Fluorochemicals Limited) ('The Demerged Company' or 'GFL 1') and Gujarat Fluorochemicals Limited (Formerly known as Inox Fluorochemicals Limited) ('The Resulting Company' or 'GFL 2') and their respective Shareholders ('Scheme') under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013. Pursuant to the Scheme, 1 (one) fully paid up Equity Share of face value of ₹ 1 (one only) each of the Resulting Company are issued and allotted as fully paid up for every 1 (one) Equity Share of face value of ₹ 1 (one only) each fully paid up held in the Demerged Company and whole of the Chemical Business Undertaking and related activities have been transferred to the Resulting Company.

S. Samdani
Partner

Samdani Shah & Kabra
Company Secretaries
FCS No. 3677
CP No. 2863
UDIN: F003677B000407256

Place: Vadodara,
Date: July 01, 2020

This Report is to be read with our letter of even date which is annexed as Appendix A and forms an integral part of this report.

Appendix A

The Members,
GFL Limited
(Formerly known as Gujarat Fluorochemicals Limited)
Survey No. 16/3, 26 & 27,
Ranjitnagar, Ghoghamba,
District Panchmahal - 389 380,
Gujarat, India.

Our Secretarial Audit Report of even date is to be read along with this letter.

i. Maintenance of secretarial records and compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management of the Company. Our examination was limited to the verification and audit of procedures and records on test basis. Our responsibility is to express an opinion on these secretarial records and compliances based on such verification and audit.

ii. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

iii. We have conducted the Secretarial Audit (some part), for the period under review, through Virtual verification of Documents, Records, etc., as made available to us by the Company, due to the Covid19 pandemic situation.

iv. Wherever required, we have obtained the management representation about the Compliance of laws, Rules and Regulations, happening of events etc.

v. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

S. Samdani
Partner

Samdani Shah & Kabra
Company Secretaries
FCS No. 3677
CP No. 2863
UDIN: F003677B000407256

Place: Vadodara,
Date: July 01, 2020

Annexure D

Extract of Annual Return as on the Financial Year ended on 31st March, 2020

(Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014

I. REGISTRATION AND OTHER DETAILS

i.	Corporate Identification Number	:	L24110GJ1987PLC009362
ii.	Registration Date	:	4th February, 1987
iii.	Name of the Company	:	GFL Limited (Formerly known as Gujarat Fluorochemicals Limited)
iv.	Category/Sub-Category of the Company	:	Financial service activities ,except insurance (Activities of Holding Company)
v.	Address of the Registered Office and Contact Details	:	Survey No 16/3, 26 and 27 Ranjitnagar 389380 Taluka Ghoghamba District Panchmahal Gujarat Tel: +91 2678 248153 Fax: +91 2678 248153
vi.	Whether listed company yes or no	:	Yes
vii.	Name, Address and Contact Details of Registrar and Share Transfer Agents, if any	:	Link Intime India Private Limited B-102 & 103, Shangrila Complex, 1st Floor Near Radhakrishna Char Rasta, Akota, Vadodara – 390020 Tel: +91 265 2356794 Fax: +91 265 2356791

II. PRINCIPAL BUSINESS ACITIVITES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sr no	Name and Description of main products/services	NIC Code of the Product / Service	% to total turnover of the company
1	Financial service activities, except insurance (Activities of Holding Company)	64200	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr no	CIN/GIN	Holding/subsidiary/ associate	% of shares held	Applicable Section
1	U65910MH1995PLC085703 Inox Leasing and Finance Limited, 69, Jolly Maker Chambers II, Nariman Point, Mumbai – 400021	Holding	52.93	2 (46)
2	Inox Wind Energy Limited 3rd Floor, ABS Towers, Old Padra Road,Vadodara GJ 390007 IN	Wholly Owned Subsidiary	100.00 held by GFL Limited	2 (87)

Sr no	CIN/GIN	Holding/subsidiary/ associate	% of shares held	Applicable Section
3	L92199GJ1999PLC044045 Inox Leisure Limited ABS Towers, Old Padra Road, Vadodara 390 007	Subsidiary	48.09	2 (87)
4	L31901HP2009PLC031083 Inox Wind Limited Plot No. 1, Khasra Nos. 264 to 267, Industrial Area, Village Basal- 174303, District Una, Himachal Pradesh	Subsidiary	56.98	2 (87)
5	U40100GJ2010PLC062869 Inox Renewables Limited Plot No 1837 and 1834, Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara 390 007	Subsidiary	100.00	2 (87)
6	U45200DL2007PLC159796 Inox Infrastructure Limited 612-618, 6th Floor, Narayan Manzil, 23, Barakhamba Road, New Delhi 110 001	Subsidiary	100.00	2 (87)
7	U45201MH2002PTC134393 Shouri Properties Private Limited 5th Floor, Viraj Towers, Next to Andheri Flyover, Western Express Highway, Andheri East, Mumbai - 400093	Step-down Subsidiary	99.29 held by Inox Leisure Limited	2 (87)
8	U45207GJ2012PLC070279 Inox Wind Infrastructure Services Limited Plot No 1837 and 1834, Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Limited	2 (87)
9	U04010GJ2000PLC083233 Marut - Shakti Energy India Limited Plot No 1837 and 1834, Moje Jetalpur, ABS Towerss, Second Floor, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
10	U40100AP2013PTC089795 Satviki Energy Private Limited Jai Shakti Enclave, Plot No. 50/A, Kalyan Nagar – II, Kurnool, Hyderabad - 500038	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
11	U40108TG2012PTC078732 Sarayu Wind Power (Tallimadugula) Private Limited House No. 8-3-960/6/2, Flat No. 301 “Wings”, Srinagar Colony, Hyderabad - 500073	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
12	U40109TG2007PTC056146 Vinirrmaa Energy Generation Private Limited Plot No. 34, Rao and Raju Colony, Banjara Hills, Kurnool, Hyderabad - 500034	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
13	U40108TG2012PTC078981 Sarayu Wind Power (Kondapuram) Private Limited House No. 8-3-960/6/2, Flat No. 301 “Wings”, Srinagar Colony, Hyderabad - 500073	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)

Sr no	CIN/GIN	Holding/subsidiary/ associate	% of shares held	Applicable Section
14	U40100TG2005PLC047851 RBRK Investments Limited 6-200/2/1, Boudha Nagar Jeedimetla Village Hyderabad - 500055	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
15	U40300GJ2017PTC099831 Khatiyu Wind Energy Private Limited 301, ABS Towers Old Padra Road, Vadodara Vadodara GJ 390007 IN	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
16	U40300GJ2017PTC099854 Ravapar Wind Energy Private Limited 301, ABS Towers Old Padra Road, Vadodara Vadodara GJ 390007 IN	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
17	U40300GJ2017PTC099852 Nani Virani Wind Energy Private Limited 301, ABS Towers Old Padra Road, Vadodara Vadodara GJ 390007 IN	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
18	U40300GJ2018PTC101713 Sri Pavan Energy Private Limited 301, ABS Towers Old Padra Road, Vadodara Vadodara GJ 390007 IN	Step-down Subsidiary	51.00 held by Inox Wind Infrastructure Services Limited	2 (87)
19	U40300GJ2017PTC097140 Ripudaman Urja Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
20	U40300GJ2017PTC097128 Suswind Power Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
21	U40100GJ2017PTC097130 Vasuprada Renewables Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
22	U40106GJ2017PTC098230 Vibhav Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
23	U40300GJ2017PTC099818 Haroda Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
24	U40300GJ2017PTC099851 Vigodi Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
25	U40300GJ2018PTC100585 Aliento Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)

Sr no	CIN/GIN	Holding/subsidiary/ associate	% of shares held	Applicable Section
26	U40106GJ2018PTC100590 Tempest Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
27	U40106GJ2018PTC100591 Vuelta Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
28	U40300GJ2018PTC100609 Flutter Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
29	U40200GJ2018PTC100607 Flurry Wind Energy Private Limited 301, ABS Towers, Old Padra Road, Vadodara 390 007	Step-down Subsidiary	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
30	U40200GJ2018PTC101752 Waft Renergy Private Limited 301, ABS Towers Old Padra Road, Vadodara Vadodara GJ 390007 IN	Step-down Subsidiary	100.00 held by Inox Wind Limited	2 (87)
31	U40106GJ2020PTC112187 Resco Global Wind Services Private Limited 301, ABS Tower Old Padra Road,Vadodara GJ 390007 IN	Step-down Subsidiary	100.00 by Inox Wind Infrastructure Services Limited	2 (87)
32	U40200GJ2017PTC096956 Wind Three Renergy Private Limited Plot No 1837 and 1834, Moje Jetalpur, ABS Towerss, Second Floor, Old Padra Road, Vadodara 390 007	Associate Company	100.00 held by Inox Wind Infrastructure Services Limited	2 (87)
33	U40106GJ2017PTC097088 Wind One Renergy Private Limited Plot No 1837 and 1834, Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara 390 007	Associate Company	100.00 held by Inox Wind Infrastructure Services Limited	2 (6)
34	U40300GJ2017PTC096960 Wind Two Renergy Private Limited Survey No. 1837 & 1834, At Moje Jetalpur ABS Towers,Second Floor, Old Padra Road, Vadodara Vadodara GJ 390007 IN	Associate Company	100.00 held by Inox Wind Infrastructure Services Limited	2 (6)
35	U40300GJ2017PTC097003 Wind Four Renergy Private Limited 18 Survey No. 1837 & 1834, At Moje Jetalpur ABS Towers,Second Floor, Old Padra Road, Vadodara Vadodara GJ 390007 IN	Associate Company	100.00 held by Inox Wind Infrastructure Services Limited	2 (6)
36	U40100GJ2017PTC096973 Wind Five Renergy Private Limited Survey No. 1837 & 1834, At Moje Jetalpur ABS Towers, Second Floor, Old Padra Road, Vadodara Vadodara GJ 390007 IN	Associate Company	100.00 held by Inox Wind Infrastructure Services Limited	2 (6)

IV. Shareholding Pattern (Equity Share Capital Break up as a percentage of Total Equity)

i. Category-wise Shareholding

Sr no	Category of Shareholders	Shareholding at the beginning of the year - 2019				Shareholding at the end of the year - 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	**Shareholding of Promoter and Promoter Group**									
[1]	**Indian**									
(a)	Individuals / Hindu Undivided Family	130300	0	130300	0.1186	130300	0	130300	0.1186	0
(b)	Central Government / State Government(s)	0	0		0	0	0	0	0	0
(c)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(d)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Bodies Corporate	74928600	0	74928600	68.2099	75362311	0	75362311	68.6047	0.3948
	Sub Total (A)(1)	**75058900**	**0**	**75058900**	**68.3285**	**75492611**	**0**	**75492611**	**68.7234**	**0.3949**
[2]	**Foreign**									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Government	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Sub Total (A)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	**75058900**	**0**	**75058900**	**68.3285**	**75492611**	**0**	**75492611**	**68.7234**	**0.3949**
(B)	**Public Shareholding**									
[1]	**Institutions**									
(a)	Mutual Funds / UTI	4876036	0	4876036	4.4388	5082332	0	5082332	4.6266	0.1878
(b)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(c)	Alternate Investment Funds	25000	0	25000	0.0228	242997	0	242997	0.2212	0.1984
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(e)	Foreign Portfolio Investor	5179242	0	5179242	4.7148	4624091	0	4624091	4.2095	-0.5053
(f)	Financial Institutions / Banks	65778	2000	67778	0.0617	2000	-2000	0	0.0018	-0.0599
(g)	Insurance Companies	0	0	0	0	0	0	0	0	0
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Sub Total (B)(1)	**10146056**	**2000**	**10148056**	**9.2381**	**9949420**	**2000**	**9951420**	**9.0591**	**-0.179**

Sr no	Category of Shareholders	Shareholding at the beginning of the year - 2019				Shareholding at the end of the year - 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	**Central Government/ State Government(s)/ President of India**									
	Central Government / State Government(s)	100	0	100	0.0001	100	0	100	0.0001	0
	Sub Total (B)(2)	**100**	**0**	**100**	**0.0001**	**100**	**0**	**100**	**0.0001**	0
[3]	**Non-Institutions**									
(a)	**Individuals**									
(i)	Individual shareholders holding nominal share capital upto ₹ 1 lakh.	5827663	808500	6636163	6.0411	5495182	0	5495182	7.6159	1.5748
(ii)	Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	4264078	0	4264078	3.8817	1384580	0	1384580	6.7743	2.8926
(b)	NBFCs registered with RBI	130234	0	130234	0.1186	9000	0	9000	0.0082	-0.1104
(c)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0	0	0	0	0	0
(d)	**Any Other (Specify)**									
	IEPF	376003	0	376003	0.3423	431346	0	431346	0.3927	0.0504
	Trusts	150	0	150	0.0001	0	0	0	0	-0.0001
	Foreign Nationals	334	0	334	0.0003	334	0	334	0.0003	0
	Hindu Undivided Family	2577711	0	2577711	2.3466	376573	0	376573	0.3428	-2.0038
	Non Resident Indians (Non Repat)	288078	126000	414078	0.3769	308585	93000	401585	0.3656	-0.0113
	Non Resident Indians (Repat)	167527	2000	169527	0.1543	177424	2000	179424	0.1633	0.009
	Clearing Member	258763	0	258763	0.2356	26360	0	26360	0.0240	-0.2116
	Bodies Corporate	9789903	26000	9815903	8.9357	7147607	26000	7173607	6.5304	-2.4053
	Sub Total (B)(3)	**23680444**	**962500**	**24642944**	**22.4333**	**23548369**	**857500**	**24405869**	**22.2175**	**-0.2158**
	Total Public Shareholding(B)= (B)(1)+(B)(2)+(B)(3)	**33826600**	**964500**	**34791100**	**31.6715**	**33497889**	**859500**	**34357389**	**31.2766**	**-0.3949**
	Total (A)+(B)	**108885500**	**964500**	**109850000**	**100**	**108990500**	**859500**	**109850000**	**100**	**0**
(C)	**Non Promoter - Non Public**									
[1]	Custodian/DR Holder	0	0	0	0	0	0	0	0	0
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0	0	0
	Total (A)+(B)+(C)	**108885500**	**964500**	**109850000**	**100**	**108990500**	**859500**	**109850000**	**100**	**0**

(ii) Shareholding of Promoters

Sr no	Shareholder's Name	Shareholding at the beginning of the year - 2019			Shareholding at the end of the year - 2020			% change in shareholding during the year
		No. of Shares Held	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares Held	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Inox Leasing And Finance Ltd	57715310	52.5401	0	58149021	52.9349	0.0000	0.3948
2	Devansh Trademart Llp	6662360	6.065	0	6662360	6.0650	0.0000	0
3	Siddhapavan Trading Llp	5576440	5.0764	0	5576440	5.0764	0.0000	0
4	Inox Chemicals Llp	2955230	2.6902	0	2955230	2.6902	0.0000	0
5	Siddho Mal Trading Llp	2019260	1.8382	0	2019260	1.8382	0.0000	0
6	Devendra Kumar Jain	20100	0.0183	0	20100	0.0183	0.0000	0
7	Pavan Kumar Jain	20100	0.0183	0	20100	0.0183	0.0000	0
8	Vivek Kumar Jain	20100	0.0183	0	20100	0.0183	0.0000	0
9	Siddharth Jain	20000	0.0182	0	20000	0.0182	0.0000	0
10	Devansh Jain	10000	0.0091	0	10000	0.0091	0.0000	0
11	Hem Kumari	10000	0.0091	0	10000	0.0091	0.0000	0
12	Kapoor Chand Jain	10000	0.0091	0	10000	0.0091	0.0000	0
13	Nandita Jain	10000	0.0091	0	10000	0.0091	0.0000	0
14	Nayantara Jain	10000	0.0091	0	10000	0.0091	0.0000	0
	Total	**75058900**	**68.3285**	**0**	**75058900**	**68.7233**	**0**	**0.3948**

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		No. of Shares Held	% of total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of total Shares of the Company
1	Inox Leasing And Finance Ltd	57715310	52.5401			57715310	52.5401
	At the end of the year			30th September, 2019	433711	58149021	52.9349
2	Devansh Trademart Llp	6662360	6.065			6662360	6.065
	At the end of the year					6662360	6.065
3	Siddhapavan Trading Llp	5576440	5.0764			5576440	5.0764
	At the end of the year					5576440	5.0764
4	Inox Chemicals Llp	2955230	2.6902			2955230	2.6902
	At the end of the year					2955230	2.6902
5	Siddho Mal Trading Llp	2019260	1.8382			2019260	1.8382
	At the end of the year					2019260	1.8382
6	Pavan Kumar Jain	20100	0.0183			20100	0.0183
	At the end of the year					20100	0.0183
7	Vivek Kumar Jain	20100	0.0183			20100	0.0183
	At the end of the year					20100	0.0183
8	Devendra Kumar Jain	20100	0.0183			20100	0.0183

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		No. of Shares Held	% of total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of total Shares of the Company
	At the end of the year					20100	0.0183
9	Siddharth Jain	20000	0.0182			20000	0.0182
	At the end of the year					20000	0.0182
10	Devansh Jain	10000	0.0091			10000	0.0091
	At the end of the year					10000	0.0091
11	Nayantara Jain	10000	0.0091			10000	0.0091
	At the end of the year					10000	0.0091
12	Kapoor Chand Jain	10000	0.0091			10000	0.0091
	At the end of the year					10000	0.0091
13	Nandita Jain	10000	0.0091			10000	0.0091
	At the end of the year					10000	0.0091
14	Hem Kumari	10000	0.0091			10000	0.0091
	At the end of the year					10000	0.0091

iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year			Cumulative Shareholding at the end of the year - 2020	
		No.of Shares Held	% of total Shares of the Company	Date of Transaction	Increase/ Decrease	No. of Shares	No of Shares Held	% of total Shares of the Company
1	Meenu Bhanshali	125608	0.1143				125608	0.1143
				09 Aug 2019	Purchase	5369574	5495182	5.0024
	At the end of the year						5495182	5.0024
2	Hdfc Trustee Company Ltd - A/C Hdfc Mid – Cap opportunities Fund	3387819	3.0840				3387819	3.0840
				05 Apr 2019	Purchase	253222	3641041	3.3146
				12 Apr 2019	Purchase	2100	3643141	3.3165
				26 Apr 2019	Purchase	218000	3861141	3.5149
				03 May 2019	Purchase	16600	3877741	3.5300
				10 May 2019	Purchase	100000	3977741	3.6211
				07 Jun 2019	Purchase	101000	4078741	3.7130
				14 Jun 2019	Purchase	22900	4101641	3.7339
				05 Jul 2019	Purchase	16000	4117641	3.7484
				12 Jul 2019	Purchase	56264	4173905	3.7996
				19 Jul 2019	Purchase	322300	4496205	4.0930
				26 Jul 2019	Purchase	67100	4563305	4.1541
				02 Aug 2019	Purchase	36700	4600005	4.1875
				09 Aug 2019	Purchase	100000	4700005	4.2786
				20 Dec 2019	Sale	(1449225)	3250780	2.9593
				27 Dec 2019	Sale	(604316)	2646464	2.4092
	At the end of the year						2646464	2.4092

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year			Cumulative Shareholding at the end of the year - 2020	
		No.of Shares Held	% of total Shares of the Company	Date of Transaction	Increase/ Decrease	No. of Shares	No of Shares Held	% of total Shares of the Company
3	Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Midcap Fund	1027600	0.9355				1027600	0.9355
				05 Apr 2019	Purchase	47000	1074600	0.9782
				12 Apr 2019	Purchase	55100	1129700	1.0284
				19 Apr 2019	Sale	(18100)	1111600	1.0119
				26 Apr 2019	Sale	(98550)	1013050	0.9222
				03 May 2019	Purchase	81000	1094050	0.9959
				10 May 2019	Purchase	110250	1204300	1.0963
				17 May 2019	Purchase	25000	1229300	1.1191
				24 May 2019	Purchase	19000	1248300	1.1364
				31 May 2019	Purchase	6200	1254500	1.1420
				07 Jun 2019	Sale	(123600)	1130900	1.0295
				14 Jun 2019	Purchase	7700	1138600	1.0365
				21 Jun 2019	Purchase	27100	1165700	1.0612
				29 Jun 2019	Sale	(3114)	1162586	1.0583
				05 Jul 2019	Purchase	12600	1175186	1.0698
				12 Jul 2019	Purchase	38114	1213300	1.1045
				26 Jul 2019	Purchase	10000	1223300	1.1136
				09 Aug 2019	Purchase	73892	1297192	1.1809
				11 Oct 2019	Sale	(4500)	1292692	1.1768
				27 Dec 2019	Purchase	707308	2000000	1.8207
				03 Jan 2020	Purchase	92509	2092509	1.9049
				10 Jan 2020	Purchase	54000	2146509	1.9540
				07 Feb 2020	Purchase	74409	2220918	2.0218
				28 Feb 2020	Purchase	129082	2350000	2.1393
				13 Mar 2020	Purchase	39100	2389100	2.1749
				20 Mar 2020	Purchase	10900	2400000	2.1848
	At the end of the year						2400000	2.1848
4	Premier Investment Fund Limited	0	0.0000				0	0.0000
				13 Dec 2019	Purchase	1293194	1293194	1.1772
				20 Dec 2019	Purchase	55072	1348266	1.2274
				27 Dec 2019	Purchase	1044601	2392867	2.1783
	At the end of the year						2392867	2.1783
5	Blue Diamond Properties Pvt Ltd	1219251	1.1099				1219251	1.1099
				25 Oct 2019	Purchase	162418	1381669	1.2578
				01 Nov 2019	Purchase	25000	1406669	1.2805
				08 Nov 2019	Purchase	109240	1515909	1.3800
				22 Nov 2019	Purchase	275000	1790909	1.6303
				13 Dec 2019	Purchase	67117	1858026	1.6914
				20 Dec 2019	Purchase	1027	1859053	1.6924
				27 Dec 2019	Purchase	224210	2083263	1.8965
				03 Jan 2020	Purchase	31169	2114432	1.9248
				13 Mar 2020	Purchase	40000	2154432	1.9612
	At the end of the year						2154432	1.9612

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year			Cumulative Shareholding at the end of the year - 2020	
		No.of Shares Held	% of total Shares of the Company	Date of Transaction	Increase/ Decrease	No. of Shares	No of Shares Held	% of total Shares of the Company
6	Vallabh Bhanshali	0	0.0000				0	0.0000
				09 Aug 2019	Purchase	1384580	1384580	1.2604
	At the end of the year						1384580	1.2604
7	Gandhi Securities & Investment Pvt. Ltd.	591416	0.5384				591416	0.5384
				05 Apr 2019	Sale	(29806)	561610	0.5113
				12 Apr 2019	Sale	(30000)	531610	0.4839
				03 May 2019	Sale	(15123)	516487	0.4702
				10 May 2019	Sale	(35360)	481127	0.4380
				14 Jun 2019	Sale	(490)	480637	0.4375
				05 Jul 2019	Purchase	6000	486637	0.4430
				12 Jul 2019	Purchase	990	487627	0.4439
				26 Jul 2019	Sale	(3952)	483675	0.4403
				02 Aug 2019	Sale	(60500)	423175	0.3852
				30 Aug 2019	Purchase	100000	523175	0.4763
				01 Nov 2019	Purchase	83600	606775	0.5524
				15 Nov 2019	Purchase	14108	620883	0.5652
				22 Nov 2019	Purchase	10000	630883	0.5743
				29 Nov 2019	Purchase	34138	665021	0.6054
				03 Jan 2020	Purchase	25	665046	0.6054
				10 Jan 2020	Sale	(25)	665021	0.6054
				14 Feb 2020	Purchase	25000	690021	0.6281
				21 Feb 2020	Sale	(15000)	675021	0.6145
				28 Feb 2020	Sale	(3000)	672021	0.6118
				06 Mar 2020	Purchase	2000	674021	0.6136
				13 Mar 2020	Purchase	2086	676107	0.6155
				27 Mar 2020	Sale	(6000)	670107	0.6100
	At the end of the year						670107	0.6100
8	Bavaria Industries Group Ag	0	0.0000				0	0.0000
				20 Mar 2020	Purchase	213640	213640	0.1945
				27 Mar 2020	Purchase	151903	365543	0.3328
				31 Mar 2020	Purchase	185000	550543	0.5012
	At the end of the year						550543	0.5012
9	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs	0	0.0000				0	0.0000
	At the end of the year						0	0.0000
10	Dotex Merchandise Private Limited	374000	0.3405				374000	0.3405
	At the end of the year						374000	0.3405
11	Bhanshali Manek Huf	1354943	1.2334				1354943	1.2334
				09 Aug 2019	Sale	(1354943)	0	0.0000
	At the end of the year						0	0.0000

Sr no	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year			Cumulative Shareholding at the end of the year - 2020	
		No.of Shares Held	% of total Shares of the Company	Date of Transaction	Increase/ Decrease	No. of Shares	No of Shares Held	% of total Shares of the Company
12	Aadi Financial Advisors Llp	1270831	1.1569				1270831	1.1569
				31 May 2019	Sale	(15363)	1255468	1.1429
				09 Aug 2019	Sale	(1255468)	0	0.0000
	At the end of the year						0	0.0000
13	Fil Investments (Mauritius) Ltd	1243605	1.1321				1243605	1.1321
				13 Dec 2019	Sale	(1243605)	0	0.0000
	At the end of the year						0	0.0000
14	Lata Bhanshali	1044907	0.9512				1044907	0.9512
				09 Aug 2019	Sale	(1044907)	0	0.0000
	At the end of the year						0	0.0000
15	Reliance Nippon Life Insurance Co Limited	854412	0.7778				854412	0.7778
				05 Apr 2019	Sale	(13315)	841097	0.7657
				12 Apr 2019	Sale	(2705)	838392	0.7632
				26 Apr 2019	Sale	(97500)	740892	0.6745
				24 May 2019	Sale	(10755)	730137	0.6647
				07 Jun 2019	Purchase	20000	750137	0.6829
				14 Jun 2019	Purchase	10000	760137	0.6920
				05 Jul 2019	Purchase	9043	769180	0.7002
				12 Jul 2019	Sale	(3120)	766060	0.6974
				26 Jul 2019	Sale	(5497)	760563	0.6924
				02 Aug 2019	Sale	(2587)	757976	0.6900
				16 Aug 2019	Sale	(49603)	708373	0.6449
				23 Aug 2019	Sale	(44437)	663936	0.6044
				30 Aug 2019	Sale	(663936)	0	0.0000
	At the end of the year						0	0.0000
16	Bhanshali Vallabh Huf	802200	0.7303				802200	0.7303
				09 Aug 2019	Sale	(802200)	0	0.0000
							0	0.0000

(v) **Shareholding of Directors and Key Managerial Personnel:**

Sr no	For Each of the Directors and KMP	Shareholding at the beginning of the year (01st April, 2019)		Date	Increase or Decrease in Holding	Shareholding at the end of the year (31st March, 2020)	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
	Directors						
1	Shri Devendra Kumar Jain, Managing Director	20100	0.02	Not applicable	NIL Movement	20100	0.02
2	Shri Pavan Jain	20100	0.02	Not applicable	NIL Movement	20100	0.02
3	Shri Shailendra Swarup	10000	0.01	Not applicable	NIL Movement	10000	0.01
4	Shri Vivek Jain	20100	0.02	Not applicable	NIL Movement	20100	0.02
5	Shri Shanti Prashad Jain	2000	0.00	Not applicable	NIL Movement	1000	0.00
	KMP						
6	Shri Mukesh Patni, Chief Financial Officer	0	0.00	Not applicable	NIL Movement	0	0.00
7	Mr. Dhruv Shah, Company Secretary	0	0.00	Not applicable	NIL Movement	0	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Lakhs)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Total Indebtednes
Indebtedness at the beginning of the financial year			
Principal Amount	Nil	Nil	Nil
Interest due but not paid	Nil	Nil	Nil
Interest accrued but not due	Nil	Nil	Nil
Total	**Nil**	**Nil**	**Nil**
Change in Indebtedness during the financial year	Nil	Nil	Nil
Addition	Nil	Nil	Nil
Reduction	Nil	Nil	Nil
Interest accrued but not due	Nil	Nil	Nil
Net Change	Nil	Nil	Nil
Indebtedness at the end of the financial year	Nil	Nil	Nil
Principal Amount	Nil	Nil	Nil
Interest due but not paid	Nil	Nil	Nil
Interest accrued but not due	Nil	Nil	Nil
Total	**Nil**	**Nil**	**Nil**

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sr no	Particulars of Remuneration	Shri Devendra Kumar Jain, Chairman and Managing Director	Total Amount (₹ in Lakhs)
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	80.00	80.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission - as % of profit - Others, specify...	97.61	97.61
5.	Others	0	0
	Total (A)	**177.61**	**177.61**
	Ceiling as per the Act		**183.01**

B. Remuneration to Other Directors

Sr no	Particulars of Remuneration	Shri Devendra Kumar Jain	Shri Shanti Prashad Jain	Ms Vanita Bhargava	Shri Shailendra Swarup	Shri Vivek Jain	Total Amount (₹ in Lakhs)
1							
	Fee for attending Board/ Committee Meetings	0.20	1.20	1.40	0.80	0.60	4.20
	Commission	15.56*	0	0	0	0	15.56
	Others		0	0	0	0	0
	Total (1)	**15.76**	**1.20**	**1.40**	**0.80**	**0.60**	**19.76**

Sr no	Particulars of Remuneration	Shri Pavan Jain	Shri Shanti Prashad Jain	Shri Om Prakash Lohia			Total Amount (₹ in Lakhs)
2							
	Fee for attending Board/ Committee Meetings	0.20	1.20	0.00			1.40
	Commission	0	0	0			0
	Others	0	0	0			0
	Total (2)	**0.20**	**1.20**	**0.00**			**1.40**
	Total of B = (1+2)						**21.16**
	Total (A+B)						**198.77**
	Overall Ceiling as per the Act						**402.63**

- Commission paid in the capacity as Non Executive Director up to 1st August, 2019.

C. **Remuneration to Key Managerial Personnel (KMP) other than MD/ Manager/WTD**

Sr no	Particulars of Remuneration	Key Managerial Personnel				
		Shri Devendra Kumar Jain, Chairman and Managing Director	Company Secretary Mr Dhruv Shah #,	CFO Mr Nilesh Pandya*	CFO Mr Mukesh Patni**	Total ₹ in Lakhs
1.	Gross salary	Please refer to VIA				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		3.52	28.48	3.37	35.37
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		0.00	0.00	0.00	0.00
2.	Stock Option		0	0	0	0
3.	Sweat Equity		0	0	0	0
4.	Commission - as % of profit - others, specify...		0.00	0.00	0.00	0.00
	Total		**3.52**	**28.48**	**3.37**	**35.37**

#Resigned with effect from 24th December, 2019.
* Appointed with effect from 1st August, 2019 and resigned with effect from 1st March, 2020
** Appointed with effect from 1st March, 2020

VII Penalties /Punishments / Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [Rd / NCLT / Court]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers in default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Annexure E

DISCLOSURES AS PER RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2019-20, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20.

Sr no	Name of Director / KMP	Remuneration of Director /KMP for FY 2019-20 (₹ in Lakh)	% increase in remuneration in the Financial Year 2019-20	Ratio of Remuneration of each of Director to median remuneration of employees
1	Shri Devendra Kumar Jain, Managing Director* (Appointed as Managing Director with effect from 1st August, 2019)	193.37*	Not applicable as the Company is Demerged Company post approval of Scheme of Arrangement, details of which are given at para 3 of the Board's report and this is first payment made in this Financial Year.	3.55: 1
2	Shri Pavan Jain, Non-executive Director	0.20*	do	0.01:1
3	Shri Vivek Jain, Non Executive Director (Change in Designation form Managing Director to Non Executive Director with effect from 1st August, 2019)	0.60*	do	0.01:1
4	Shri Shailendra Swarup, Independent Director	0.80*	do	0.02:1
5	Shri Dinesh Kumar Sachdeva, Whole-time Director (Resigned with effect from 14th August, 2019)	0.00	do	-
6	Shri Anand Bhusari, Whole-Time Director (Resigned w.e.f 28th April, 2019)	0.00	do	-
7	Shri Sanath Kumar Muppirala, Whole-Time Director (Appointed w.e.f 28th April, 2019 and Resigned with effect form 14th August , 2019)	0.00	do	-
8	Shri Om Prakash Lohia, Independent Director**	0.00	do	-
9	Shri Deepak Asher, Director and Group Head (Corporate Finance)	1.20*	do	0.02:1
10	Shri Shanti Prashad Jain, Independent Director	1.20*	do	0.02:1
11	Shri Rajagopalan Doraiswami , Independent Director (Resigned with effect from 14th August, 2019)	0.00	do	-
12	Ms Vanita Bhargava, Independent Director	1.40*	do	0.03:1
13	Shri Chandra Prakash Jain, Independent Director (Resigned with effect from 14th August, 2019)	0.00	do	-

Sr no	Name of Director / KMP	Remuneration of Director /KMP for FY 2019-20 (₹ in Lakh)	% increase in remuneration in the Financial Year 2019-20	Ratio of Remuneration of each of Director to median remuneration of employees
14	Shri Manoj Agrawal, CFO (Transferred from GFL Limited to Gujarat Fluorochemicals Limited with effect from 1st August,2019-refer note)	0.00	do	-
15	Shri Bhavin Desai, Company Secretary (Transferred from GFL Limited to Gujarat Fluorochemicals Limited with effect from 1st August , 2019-refer note)	0.00	do	-
16	Shri Mukesh Patni, CFO (Appointed with effect from 1st March, 2020)	3.37	do	1:1
17	Shri Nilesh Pandya, CFO (Appointed with effect from 1st August, 2019 and resigned with effect from 1st March, 2020)	28.48	14%	0.89:1
18	Shri Dhruv Shah, Company Secretary (Appointed with effect from 1st August, 2019 and Resigned with effect form 24th December,2019)	3.52	8%	0.14:1

*Including Sitting Fees
**No sitting fees paid.

2. The percentage increase in the median remuneration of employees for the financial year was-(Not Applicable)

3. The Company had 3 permanent employees on the rolls of Company as on 31st March 2020.

4. Average percentage increase in remuneration of employees other than the remuneration of managerial personnel was in the tune of (Not Applicable)

5. It is affirmed that the remuneration is as per the remuneration policy of the Company.

DISCLOSURES AS PER RULE 5 (2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Disclosures as required under section 134 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as amended, forms part of this report. However, pursuant to the provisions of section 136 of the Companies Act, 2013, this report is being sent to all Shareholders of the Company excluding the aforesaid information and the said particulars will be made available at the registered office of the Company. The members interested in obtaining such particulars may write to the company secretary at the registered office of the Company.

Annexure F

1. BRIEF OUTLINE OF THE COMPANY'S CSR POLICY, INCLUDING OVERVIEW OF PROJECTS OR PROGRAMS PROPOSED TO BE UNDERTAKEN AND A REFERENCE TO THE WEB-LINK TO THE CSR POLICY AND PROJECTS OR PROGRAMS

The CSR Policy adopted by the Company intends to enhance value creation in the society and in the community in which it operates, through its services, conduct and initiatives, so as to promote sustained growth for the society and community, in fulfilment of its role as a socially responsible corporate. It includes to carry out the projects and activities which are prescribed under Schedule VII of the Companies Act, 2013.

Overview of projects/ programs undertaken:

Some of the key CSR initiatives undertaken during the year include:

- Educational assistance in the form of allocating teachers, providing notebooks, and infrastructure developments in the schools located in the vicinity of Company's Plant.
- Providing infrastructural facilities for the development of villages and village people where the Company's Plants are located.

Web link to the CSR Policy of the Company:

The CSR Policy of the Company can be viewed on website of the Company at http://www.gfllimited.co.in/company_policies.php

2. COMPOSITION OF CSR COMMITTEE

Shri Shanti Prashad Jain	Independent Director, Chairman of the Committee
Shri Vivek Jain	Non-Independent Director, Member of Committee
Shri Deepak Asher	Non-Independent Director, Member of Committee

3. AVERAGE NET PROFIT OF THE COMPANY FOR THE LAST THREE FINANCIAL YEARS:

₹ 44,878.32 lakhs

4. PRESCRIBED CSR EXPENDITURE (TWO PERCENT OF THE AMOUNT AS IN ITEM 3 ABOVE) : ₹ 897.57 lakhs

5. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR:

- Total amount spent for the financial year: ₹ 41.12 Lakhs
- Amount unspent, if any: ₹ 856.45 Lakhs

6. MANNER IN WHICH THE AMOUNT SPENT DURING THE FINANCIAL YEAR IS DETAILED BELOW:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr no	**CSR project or activity identified**	**Sector in which the project is covered – Schedule VII**	**Projects or programs (1) Local area or other (2) Specify the State and District where projects or programs was undertaken**	**Amount outlay (budget project or programme wise) (₹ in Lakhs)**	**Amount spent on the projects or programs sub-heads (1) Direct expenditure on projects or programs (2) Overheads (₹ in Lakhs)**	**Cumulative expenditure upto the reporting period (₹ in Lakhs)**	**Amount spent Direct or through implementing agency**
i)	Providing Education Facilities, Computers, allocating Staff and Infrastructure Support to Schools	(ii)	Gujarat	12.21	12.21	12.21	Direct

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr no	CSR project or activity identified	Sector in which the project is covered – Schedule VII	Projects or programs (1) Local area or other (2) Specify the State and District where projects or programs was undertaken	Amount outlay (budget project or programme wise) (₹ in Lakhs)	Amount spent on the projects or programs sub-heads (1) Direct expenditure on projects or programs (2) Overheads (₹ in Lakhs)	Cumulative expenditure upto the reporting period (₹ in Lakhs)	Amount spent Direct or through implementing agency
ii)	Support to Widows	(iii)	Ranjitnagar, Nathkuwa, Kankodakui and Jitapur Village – Villages nearby to the Company. Plant	7.16	7.16	7.16	Direct
iii)	Treatment of Cattles and support for agricultural allied activities	(iv)	Gujarat	7.17	7.17	7.17	Direct
iv)	Providing Training and Support to Farmers, Villagers and Handicap	(ii)	Gujarat	1.38	1.38	1.38	Direct
v)	Providing food to Villagers and Remote areas	(i)	Gujarat	0.51	0.51	0.51	Direct
vi)	Healthcare Facility in Remote Area	(i)	Gujarat	7.70	7.70	7.70	Direct
vii)	Providing infrastructure support for development of Villages	(x)	Gujarat	4.99	4.99	4.99	Direct
viii)	**Total**			**41.12**	**41.12**	**41.12**	

7. REASONS FOR NOT SPENDING THE AMOUNT SPECIFIED IN 5 ABOVE: The Company has unspent amount of ₹ 856.44 Lakhs. The Company is obtaining advisory services for identification of CSR Projects for its CSR activities and will spent the amount on identification of CSR Projects.

8. SUBJECT TO THE ABOVE, THE CSR COMMITTEE OF THE COMPANY HEREBY CONFIRMS THAT THE IMPLEMENTATION AND MONITORING OF CSR POLICY IS IN COMPLIANCE WITH CSR OBJECTIVES AND POLICY OF THE COMPANY

Vivek Jain
Director

Shanti Prashad Jain
Chairman CSR committee and Independent Director

Annexure G

Corporate Governance Report

Overview:

The Scheme of Arrangement ("the Scheme") between Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") and Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") for demerger of the Chemical Business Undertaking of the demerged company into the resulting company was approved by Hon'ble National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 making the Scheme operative from that date. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the Scheme, including employees and investment in subsidiaries and joint venture pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July, 2019.

In compliance with Regulation 34 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred to as 'Listing Regulations'), the Company is pleased to submit this Report on Corporate Governance for the matters listed in Para C of Schedule V of the Listing Regulations and the practices followed by the Company in this regard for the year ended 31st March, 2020.

1. A BRIEF STATEMENT ON THE COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes that the implementation of Corporate Governance principles generates public confidence in the corporate system. With this belief, the Company has initiated significant measures for compliance with Corporate Governance and has constantly strived towards betterment of these aspects and thereby perpetuate it into generating long term economic value for its Shareholders, Customers, Employees, other associated persons and the society as a whole.

2. BOARD OF DIRECTORS

(a) Composition, Category of Directors

At the end of the financial year ended 31st March 2020, the Board of Directors of the Company consisted of 8 Directors drawn from diverse fields, of which 1 was Executive Director and 7 were Non-Executive Directors, including one Woman Independent Director. Hence, the composition of the Board of Directors consisted of optimum combination of Executive and Non-Executive Directors including one Woman Independent Director. The Board consisted of 4 Independent Directors and 4 Non-Independent Directors at the end of the year. Thus, the composition of the Board, as on 31st March, 2020, is in conformity with the provisions of Regulation 17 of Listing Regulations in this respect.

(b) Number of Meetings of the Board of Directors held with the dates, attendance of each Director at the Meeting of the Board of Directors and the last Annual General Meeting, disclosure of relationships between Directors inter-se and number of shares and convertible instruments held by Non- Executive Directors:

The Meetings of the Board have been held at regular intervals with a time gap of not more than 120 days between two consecutive Meetings. During the Financial Year 2019-20, seven (7) Board Meetings were held on 27th May, 2019, 16th July, 2019, 26th July, 2019, 13th August, 2019, 14th November, 2019, 14th February, 2020 and 13th March, 2020.

The following tables gives details of Directors, their attendance at the Meetings of the Board, Annual General Meeting, Disclosure of Relationship between Directors inter-se and Number of shares held by Non-Executive Directors as at 31st March, 2020:

Name of the Director	Category of Director	Number of Board Meetings attended	Whether attended last AGM	Relationship between Directors inter-se	Number of shares held by Non-Executive Director
Shri Devendra Kumar Jain	Promoter, and Executive Director (Managing Director w.e.f. 1st August 2019)	7	No	Father of Shri Pavan Jain and Shri Vivek Jain	Not Applicable
Shri Pavan Jain	Promoter, Non – Executive Director and Non-Independent Director	1	No	Son of Shri Devendra Kumar Jain and brother of Shri Vivek Jain	20,100
Shri Vivek Jain	Promoter and Non-Executive Director	7	No	Son of Shri Devendra Kumar Jain and brother of Shri Pavan Jain	20,100
Shri Shailendra Swarup	Independent and Non-Executive Director	6	No	No inter-se relationship between Directors	10,000
Mr. Dinesh Kumar Sachdeva* (Resigned w.e.f. 14.08.2019)	Non-Executive Director	-	Not Applicable	No inter-se relationship between Directors	-
Shri Om Prakash Lohia	Independent and Non-Executive Director	3	No	No inter-se relationship between Directors	-
Shri Deepak Asher	Non – Executive Director and Non-Independent Director	6	Yes	No inter-se relationship between Directors	-
Shri Shanti Prashad Jain	Independent and Non-Executive Director	7	No	No inter-se relationship between Directors	2,000
Mr. Rajagopalan Doraiswami (Resigned w.e.f. 14.08.2019)	Independent and Non-Executive Director	1	Not Applicable	No inter-se relationship between Directors	-
Mr. Anand Bhusari (Resigned w.e.f. 28.04.2019)*	Non Executive Director	-	Not Applicable	No inter-se relationship between Directors	-
Ms Vanita Bhargava	Independent and Non-Executive Director	5	No	No inter-se relationship between Directors	-
Mr. Chandra Prakash Jain (Resigned w.e.f. 14.08.2019)	Independent and Non-Executive Director	4	Not Applicable	No inter-se relationship between Directors	-
Mr. Sanath Kumar Muppirala (Resigned w.e.f. 14.08.2019)*	Non-Executive Director	Not Applicable	Not Applicable	No inter-se relationship between Directors	-

(*) On account of approval of Scheme of Arrangement by National Company Law Board Tribunal, Ahmedabad Bench, the chemical business undertaking of the Company is demerged into the Resultant Company w.e.f. 1st April, 2019 and the Whole-time Directors of Chemical Business Undertaking continued as the Whole-time Directors of Resultant Company. Subsequently, they have resigned as Directors of the Company.

The Company has not issued any Convertible Instruments and hence, the details in respect of such Convertible Instruments held by non-executive directors are not provided.

(c) Number of Directorships and Committees Membership / Chairmanship:

Name of the Director	Number of other Directorships / Committee Memberships / Chairmanships			List of Directorship held in Other Listed Companies and Category of Directorship
	Other Directorship (**)	Committee (*)		
		Membership of Public Limited Companies	Chairpersonship of Listed Companies	
Shri Devendra Kumar Jain	6	2	1	Gujarat Fluorochemicals Limited (Non – Executive- Non-Independent Director, Chairman)
Shri Pavan Jain	9	5	0	Inox Leisure Limited (Non – Executive-Non- Independent Director) Gujarat Fluorochemicals Limited (Non– Executive - Non Independent Director)
Shri Vivek Jain	10	3	1	Gujarat Fluorochemicals Limited (Managing Director) Inox Leisure Limited (Non – Executive- Non- Independent Director)
Shri Shailendra Swarup	11	5	0	Bengal and Assam Company Limited (Independent Director) Gujarat Fluorochemicals Limited (Independent Director) J K Paper Limited (Independent Director) Jagran Prakash Limited (Independent Director) Sterling Tools Limited (Independent Director) Subros Limited (Independent Director)
Shri Om Prakash Lohia	4	1	0	Indo Rama Synthetics (India) Limited (Executive Director) Gujarat Fluorochemicals Limited (Independent Director)
Shri Deepak Asher	4	7	0	Inox Leisure Limited (Non – Executive-Non Independent Director) Gujarat Fluorochemicals Limited (Non – Executive – Non Independent Director)
Shri Shanti Prashad Jain	7	9	4	Inox Wind Limited (Independent Director) Gujarat Fluorochemicals Limited (Independent Director)
Ms Vanita Bhargava	3	3	0	Pilani Investment and Industries Corporation Limited (Independent Director) Gujarat Fluorochemicals Limited (Independent Director)

(*) Committee means Audit Committee and Stakeholders' Relationship Committee as per Regulation 26 of the Listing Regulations.
(**) Other Directorship excludes directorship of Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013.

During the Financial Year 2019-20, none of the Directors were Directors in more than 10 Public Limited Companies. Further, none of the Directors hold directorship in more than 8 Listed Companies or act as an Independent Director in more than 7 Listed Companies. Further, none of the Directors was a Member of more than 10 Committees, or acted as a Chairman of more than 5 Committees across all Listed Companies.

(d) Web link of Familiarization Programmes imparted to Independent Directors

Details of Familiarization Programme imparted to Independent Directors have been disclosed on the Company's website. The same can be viewed at http://www.gfllimited.co.in/familiarization_programme.php

(e) Independent Directors

Separate Meeting of Independent Directors:

As stipulated under Section 149 of the Companies Act, 2013 read with Schedule IV pertaining to the Code of Independent Directors and the Listing Regulations, a separate Meeting of the Independent Directors of the Company was held on 14th February, 2020 with the following agenda:

- to review performance of Non-Independent Directors, the Board as a whole and Chairperson of the Company,
- to assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties and
- to familiarise Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

Independent Directors confirmation by the Board

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

Shri Rajagopalan Doraiswami and Shri Chandra Prakash Jain have resigned as Independent Director of the Company with effect from 14th August, 2019 due to other pre-occupations.

Matrix setting out the skills/expertise/competence of the Board of Directors

The Board of the Company is highly structured to ensure a high degree of diversity by age, education/qualifications, professional background, sector expertise and special skills.

The Board of Directors of the Company has identified the following core skills / expertise / competencies fundamental to for the effective functioning of the Company, which are available with the Board with the name of Directors who possess the same:

Core skills / Expertise / Competencies	Name of Director
Business Strategy and Management	Shri Devendra Kumar Jain Shri Pavan Jain Shri Vivek Jain Shri Om Prakash Lohia
Accounts and Finance, Financial Management, Taxation	Shri Deepak Asher Shri Shanti Prashad Jain
Corporate Governance, Administration	Shri Deepak Asher Shri Shailendra Swarup
Legal and Compliance	Shri Deepak Asher Ms Vanita Bhargava

3. AUDIT COMMITTEE

(a) Brief description of Terms of Reference

The Role and the Terms of Reference of Audit Committee were amended by the Board of Directors at their meeting held on 14th February, 2019 which are in accordance with the requirements of Section 177 of the Companies Act, 2013 read with relevant Rules made there under and Regulation 18 of the Listing Regulations read with part C of Schedule II of the Listing Regulations, which are mainly as follows:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013

    b. Changes, if any, in accounting policies and practices and reasons for the same

    c. Major accounting entries involving estimates based on the exercise of judgment by management

    d. Significant adjustments made in the financial statements arising out of audit findings

    e. Compliance with listing and other legal requirements relating to financial statements

    f. Disclosure of any related party transactions

    g. Qualifications in the draft audit report

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of the company with related parties;

9. Scrutiny of inter-corporate loans and investments;

10. Valuation of undertakings or assets of the company, wherever it is necessary;

11. Evaluation of internal financial controls and risk management systems;

12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14. Discussion with internal auditors of any significant findings and follow up there on;

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the Whistle Blower mechanism;

19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

20. Review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding ₹ 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/ investments existing as on the date of coming into force of this provision i.e. 1.4.2019;

21. Review the following information:

    a. Management discussion and analysis of financial condition and results of operations;

    b. Statement of significant Related Party Transactions, (as defined by the Audit Committee), submitted by management;

    c. Management letters / letters of internal control weaknesses issued by the statutory auditors;

    d. Internal audit reports relating to internal control weaknesses;

    e. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee

    f. statement of deviations: - quarterly statement of deviation(s)

        - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

        - annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

(b) Composition, Name of Members and Chairperson and Meetings and Attendance

The Audit Committee comprises of Four Directors with Shri Shanti Prashad Jain as the Chairman of the Committee. The composition of Audit Committee as mentioned herein below is in compliance with Section 177 of the Companies Act, 2013 read with relevant Rules made there under and Regulation 18 of the Listing Regulations.

During the Financial Year 2019-20, the Audit Committee met 5 (Five) times on following dates, namely, 27th May, 2019, 13th August, 2019, 14th November,2019, 14th February, 2020 and 13th March, 2020

The details of composition of Audit Committee and the Meetings attended by the Directors during Financial Year 2019-20 are given below:

Name	Position	Number of Meetings Attended during the year
Shri Shanti Prashad Jain, Non-Executive and Independent Director	Chairman	5
Shri Deepak Asher, Non-Executive and Non Independent Director	Member	5
Shri Shailendra Swarup, Non-Executive and Independent Director	Member	4
Ms Vanita Bhargava, Non-Executive and Independent Director	Member	4

Shri Shanti Prashad Jain, Chairman of the Audit Committee was unable to attend last Annual General Meeting held on 18th September, 2019 due to his prior commitments. He had authorized Mr. Deepak Asher to attend the meeting on his behalf.

4. NOMINATION AND REMUNERATION COMMITTEE

(a) Brief description of Terms of Reference

The Terms of Reference of Nomination and Remuneration Committee (NR Committee) were defined by the Board of Directors at their meeting held ON 29th May, 2014 which are in accordance with the requirements of Section 178 of the Companies Act, 2013 read with relevant Rules made thereunder and Regulation 19 of the Listing Regulations read with Part D of Schedule II of the Listing Regulations, which are mainly as follows:

a. To lay down criteria for identifying persons who are qualified to become Directors and who may be appointed in Senior Management of the Company in accordance with the criteria laid down by NR Committee and recommend to the Board their appointment and removal.

b. To lay down criteria to carry out evaluation of every Director's performance.

c. To formulate criteria for determining qualification, positive attributes and Independence of a Director;

d. To determine the composition and level of remuneration, including reward linked with the performance, which is reasonable and sufficient to attract, retain and motivate Directors, KMP, Senior Management Personnel & other employees to work towards the long term growth and success of the Company."

(b) Composition, Name of Members and Chairperson and Meetings and Attendance

The composition of Nomination and Remuneration Committee is in compliance with Section 178 of the Companies Act, 2013 read with relevant Rules made there under and Regulation 19 of the Listing Regulations. During the Financial Year 2019-20, the Nomination and Remuneration Committee met 1 (one) time on 23rd May, 2019.

The details of composition of Nomination and Remuneration Committee and the Meetings attended by the Directors during the Financial Year 2019-20 are given below:

Name of Director	Position	Number of Meetings Attended during the year
Shri Shanti Prashad Jain, Independent Director	Chairman	1
Shri Om Prakash Lohia, Independent Director	Member	1
Shri Deepak Asher, Non-Independent Director	Member	1

(c) Performance Evaluation Criteria for Independent Directors

Performance Evaluation forms containing criteria for evaluation of Board as a whole, Committees of the Board and individual Directors and Chairperson of the Company were sent to all the Directors with a request to provide their feedback to the Company on the Annual Performance Evaluation of Board as a whole, Committees of Board, Individual Directors and Chairman of the Company, fulfillment of the independence criteria and independence of Independent Directors from the management for the Financial Year 2019-20. Further, based on the feedback received by the Company, the Board of Directors at its Meeting held on 14th February, 2020 had noted that the Annual Performance of each of the Directors is highly satisfactory and decided to continue the terms of appointment of all the Independent Directors of the Company.

5. REMUNERATION OF DIRECTORS

(a) Remuneration to Executive Directors:

The Board of Directors on the recommendations of Nomination and Remuneration Committee of Directors is authorized to decide the remuneration of the Managing Director subject to the approval of the Members and Central Government, if required. The remuneration structure comprises of Salary, Perquisites, Retirement Benefits as per the law / rules and commission.

Details of the remuneration paid/payable to the Executive Directors of the Company for the Financial Year 2019-20 is as follows:

(₹ in Lakhs)

Name and Designation of Director	Shri Devendra Kumar Jain, Managing Director
Salary & Allowances	80.00
Perquisites	-
Contribution to PF	-
Commission	97.61
Stock Options	Nil
Total	**177.61**
Service Contract	01.08.2019 to 31.07.2024
Notice Period	Not applicable

(b) Remuneration to Non -Executive Directors:

The criteria for making payment to Non-Executive Directors of the Company is disclosed on the Company's website. The same can be viewed at http://gfllimited.co.in/Criteria_for_making_payments_to_Non_executive_Directors.pdf

Details of the remuneration paid / payable to the Non - Executive Directors of the Company for the Financial Year 2019-20 is as follows:

(₹ in Lakhs)

Name of the Director	Sitting Fees for attending Board / Committee Meetings	Commission	Total	Stock Options
Shri Devendra Kumar Jain	0.20 (*)	15.56 (*)	15.76	Nil
Shri Pavan Jain	0.20	-	0.20	Nil
Shri Vivek Jain	0.60	-	0.60	
Shri Shailendra Swarup	0.80	-	0.80	Nil
Shri Deepak Asher	1.20	-	1.20	Nil
Shri Shanti Prashad Jain	1.20	-	1.20	Nil
Ms Vanita Bhargava	1.40	-	1.40	Nil
Shri Om Prakash Lohia	Nil	-	Nil	Nil
Total	**5.60**	**15.56**	**21.16**	

(*) Paid in the capacity as Chairman and non-executive director till the date of the Scheme of Arrangement becoming effective viz. 16th July 2019.

During the financial year 2019-20, the Company has not issued stock options at a discount.

Non-Executive Directors with materially significant related party transactions, pecuniary or business relationship with the Company.

There have been no materially significant related party transactions, pecuniary transactions or relationships between the Company and its Non-Executive Directors during the Financial Year 2019-20 that may have potential conflict with the interests of the Company at large.

Apart from drawing sitting fees, none of the Independent Directors have any other pecuniary relationship or transactions with the Company which in the judgment of the Board would affect the independence or judgment of Directors.

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

(a)	Name of Non-Executive Director heading the Committee	Shri Devendra Kumar Jain (upto 14/11/2019) Shri Vivek Jain (w.e.f. 14/11/2019)
(b)	Name and designation of Compliance Officer:	Ms Bhavi Shah, Company Secretary and Compliance Officer (w.e.f 01/06/2020)
(c)	Number of Shareholders complaints received during the Financial Year 2019-20	18
(d)	Number of Complaints not resolved to the satisfaction of Shareholders	Nil
(e)	Number of pending complaints	Nil

The former Chairman of Stakeholders' Relationship Committee, Shri Devendra Kumar Jain was unable to attend last Annual General Meeting held on 18th September, 2019 due to prior commitments.

7. GENERAL BODY MEETINGS

The particulars of last 3 Annual General Meetings of the Company and details of Special Resolutions passed, if any, at these Meetings are given hereunder:

Financial Year	Location, Date and Time	Details of Special Resolution passed
2016-17	28th September, 2017 at 4:00 pm Registered Office: Survey Number 16/3, 26 and 27, Village Ranjitnagar 389380, Taluka Ghoghamba, District Panchmahal	- Re-appointment of Mr. Dinesh Kumar Sachdeva as a Whole-time Director for a period one year from 29th November, 2017 to 28th November, 2018.
2017-18	31st August,2018 at 3:00 pm Registered Office: Survey Number 16/3, 26 and 27, Village Ranjitnagar 389380, Taluka Ghoghamba, District Panchmahal	- Re-appointment of Shri Shailendra Swarup as Independent Director of the Company from 1st April 2019 to 31st March 2024. - Re-appointment of Shri Om Prakash Lohia as Independent Director of the Company from 1st April 2019 to 31st March 2024. - Re-appointment of Shri Chandra Prakash Jain as Independent Director of the Company from 1st April 2019 to 31st March 2024. - Re-appointment of Shri Shanti Prashad Jain as Independent Director of the Company from 1st April 2019 to 31st March 2024. - Re-appointment of Shri Dinesh Kumar Sachdeva as Whole-time Director of the Company and approve payment of remuneration to him for a period one year from 29th November, 2018. - Approval of payment of remuneration for a period of five Financial Years commencing from the Financial Year 2019-20 to Mr. Devendra Kumar Jain. - Approval to give loan to the person in whom the Director of the Company is interested under Section 185 of the Companies Act, 2013.
2018-19	18th September, 2019 at 3:00 pm Registered Office: Survey Number 16/3, 26 and 27, Village Ranjitnagar 389380, Taluka Ghoghamba, District Panchmahal	- Continuation of Directorship of Shri Shanti Prasad Jain (DIN: 00023379) as Non-Executive & Independent Director of the Company - Continuation of Directorship of Shri Shailendra Swarup (DIN: 00167799) as Non-Executive & Independent Director of the Company - Appointment of Shri Devendra Kumar Jain (DIN: 00029782) as Managing Director of the Company. - Re-appointment of Ms. Vanita Bhargava (DIN: 07156852) as Independent Director of the Company

During the Financial Year ended 31st March, 2020, no Special Resolution was passed by the Company's Members through postal ballot.

No Special Resolution is proposed to be conducted through postal ballot at the current Annual General Meeting of the Company.

8. MEANS OF COMMUNICATION

The Quarterly Results of the Company/Subsidiaries during the Financial Year ended 31st March, 2020 were submitted with the Stock Exchanges immediately after they were approved by / taken on record by the Board and published in well-circulated Gujarati (Vadodara Samachar) and English dailies (Business Standard) as well. The said results along with official news releases and presentations made to the investors / analysts have been submitted to the Stock Exchanges and also posted on the Company's website viz. www.gfllimited.co.in. The Company will submit the results for the quarter ended March 2020 to the stock exchanges after they are approved by/taken on record by the Board and will be published in well-circulated Gujarati (Vadodara Samachar) and English dailies (Business Standard). The Annual report of the Company will be uploaded on the Company's website viz www.gfllimited.co.in. The Company organizes investor earnings calls to discuss its financial results every quarter where investors' queries are answered by the executive management of the Company.

9. GENERAL SHAREHOLDER INFORMATION

9.1	Annual General Meeting	
	Date	Friday, 25th September ,2020
	Time	11:00 AM
	Venue/Mode	To be conducted by Video Conferencing or Any Other Audio Visual Means hosted from the office of the Company Situated at Second Floor, ABS Towers, Old Padra Road, Vadodara- 390007
9.2	Financial Year	April 2019 to March 2020
9.3	Book Closure Date	No Book Closure required for the current year
9.4	Dividend Payment Date	The Board of Directors have not proposed any final dividend for financial year ended 31 March 2020.
9.5	Listing of Equity Shares on Stock Exchanges	National Stock Exchange of India Limited, Exchange Plaza, Bandra – Kurla Complex, Bandra (E), Mumbai 400 051 BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 The Calcutta Stock Exchange Association Limited. 7, Lyons Range, Kolkata 700 001 (The Company's application for voluntarily delisting of its equity shares with The Calcutta Stock Exchange Association Limited is pending with the stock exchange since 2004).
	Listing Fees	The Company has paid the Annual Listing Fees for the Financial Year 2019-20 to the NSE and BSE on which the securities are listed.
9.6	Stock Code	
	BSE Limited	500173
	National Stock Exchange of India Limited (symbol)	GFLLIMITED
	Demat ISIN Number in NSDL and CDSL	INE538A01037
9.7	**Market Price Data: High, Low during each month in the Financial Year 2019-20 and Comparison to broad-based indices viz. Nifty 50 and BSE Sensex.**	

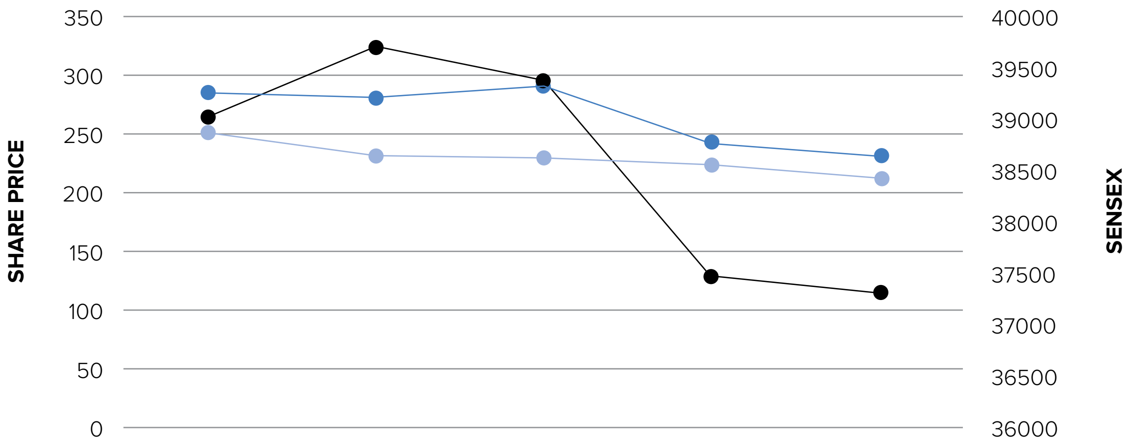
Share price data and graph for the period from 1st April, 2019 to 5th August, 2019 are reworked based on the apportionment of cost of acquisition of Share (i.e. 25.58% of the Share Price) of the remaining business of the Company during the said period on account of the demerger of Chemical Business Undertaking of the Company into the Resultant Company viz Gujarat Fluorochemicals Limited and Share price for the period from 6th August,2019 to 31st March, 2020 are traded price of the share post demerger of the Chemical Business Undertaking into the resulting company.

Month	BSE Monthly High Price (in ₹)	BSE Monthly Low Price (in ₹)	SENSEX	NSE Monthly High Price (in ₹)	NSE Monthly Low Price (in ₹)	NIFTY
April, 2019	286	251	39032	288	251	11748
May, 2019	281	232	39714	281	233	11923
June, 2019	292	230	39395	293	231	11789
July, 2019	244	225	37481	245	225	11118
1st August, 2019 to 5th August, 2019	232	213	37333	232	213	11023
6th August, 2019 to 31st August, 2019	140	50	37333	55 (*)	40	11023
September, 2019	98	49	38667	96	46	11474
October, 2019	87	72	40129	87	72	11877
November, 2019	86	59	40794	87	59	12056
December, 2019	86	63	41254	86	63	12168
January, 2020	147	85	40723	146	84	11962
February, 2020	163	123	38297	164	122	11202
March, 2020	140	69	29468	140	69	8598

(*) There was no trading on NSE during the period from 6th August 2019 to 21st August 2019

Share performance of the Company in graphical comparison at BSE (Sensex) (upto 5th August 2019):

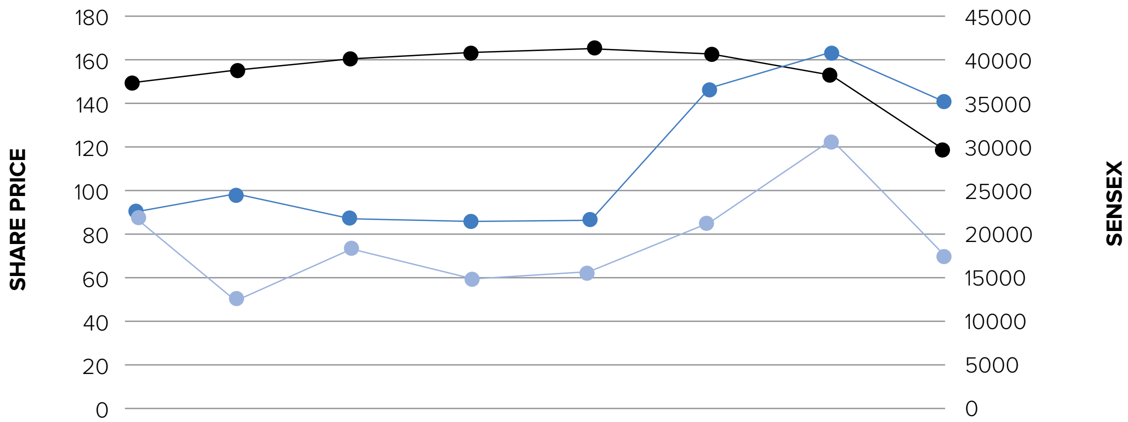
Share Price at BSE for the year 2019-20



	Apr-19	May-19	Jun-19	Jul-19	Aug-19
BSE HIGH PRICE	286	281	292	244	232
BSE LOW PRICE	251	232	230	225	213
SENSEX	39032	39714	39395	37481	37333

Share performance of the Company in graphical comparison at BSE (Sensex) (from 6th August 2019):

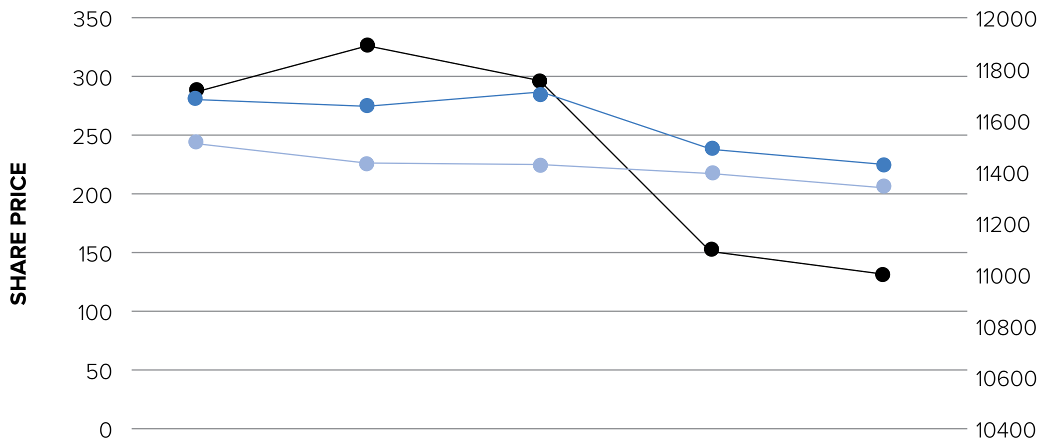
Share Price at BSE for the year 2019-20



	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20
BSE HIGH PRICE	89	98	87	86	86	147	163	140
BSE LOW PRICE	88	49	72	59	63	85	123	69
SENSEX	37333	38667	40129	40794	41254	40723	38297	29468

Share performance of the Company in graphical comparison at NSE (Nifty) (upto 5th August 2019):

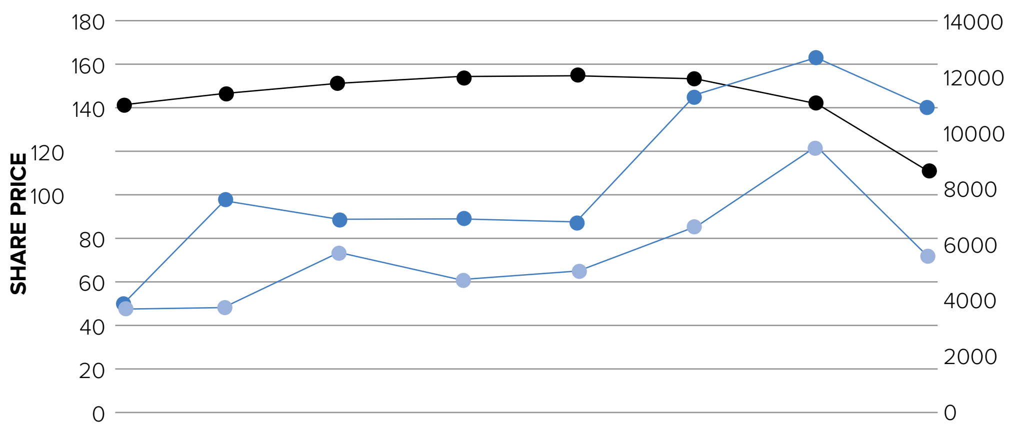
Share Price at NSE for the year 2019-20



	Apr-19	May-19	Jun-19	Jul-19	Aug-19
BSE HIGH	288	281	293	245	232
BSE LOW	251	233	231	225	213
NIFTY	11748	11923	11789	11118	11023

Share performance of the Company in graphical comparison at NSE (Nifty) (from 6th August 2019):

Share Price at NSE for the year 2019-20



	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20
BSE HIGH PRICE	47	96	87	87	86	146	164	140
BSE LOW PRICE	45	46	72	59	63	84	122	69
NIFTY	11023	11474	11877	12056	12168	11962	11202	8598

9.8	**Suspension from Trading**	The Equity Shares of the Company were not suspended from Trading during the Financial Year 2019-20
9.9	**Registrar and Transfer Agents**	Link Intime India Private Limited B -102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020. Phone : +91 265 2356573, 6136011 Fax : 2356791. E-mail : vadodara@linkintime.co.in
9.10	**Share Transfer System**	Transfer of shares in electronic form are processed by NSDL/CDSL through respective Depository Participants. As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) are not processed from April 1, 2019 unless the securities are held in the dematerialised form with the depositories.

9.11 Distribution of Shareholding as on 31st March, 2020:

No. of shares ranging From – To	Number of shareholders	% to total shareholders	Number of shares	Amount in ₹ Lakhs	% to total
1 to 500	11,528	78.23	10,61,540	10.62	0.96
501 to 1000	1,928	13.08	17,65,112	17.65	1.61
1001 to 2000	514	3.49	8,37,515	8.38	0.76
2001 to 3000	175	1.19	4,71,536	4.72	0.43
3001 to 4000	90	0.61	3,29,886	3.30	0.30
4001 to 5000	107	0.73	5,14,620	5.15	0.47
5001 to 10000	166	1.13	12,69,964	12.69	1.16
10001 and above	227	1.54	10,35,99,827	10,35.99	94.31
Total	**14,735**	**100.00**	**10,98,50,000**	**10,98.50**	**100.00**

9.12 Dematerialization of shares as on 31st March, 2020:

Particulars	No. of Shares	% to Total Share Capital
No of Shares Dematerialised		
- NSDL	10,39,10,874	94.60
- CDSL	50,79,626	4.62
No. of Shares in Physical Form	8,59,500	0.78
TOTAL	**10,98,50,000**	**100.00**

9.13 Shareholding pattern of the Company as on 31st March, 2020 is as under:

Sr. No.	Category	Number of shares held	% of total share holding
A	**Shareholding of Promoters and Promoters' Group**		
1	Indian Promoters	7,54,92,611	68.72
	Sub-Total of A	**7,54,92,611**	**68.72**
B	**Shareholding of Non Promoters**		
1	Institutions		
a	Mutual Funds and UTI	50,82,332	4.63
b	Banks, Financial Institutions, Insurance Companies	2,000	(*)
c	Central / State Government	100	(*)
d	Foreign Institutional Investors and Foreign Portfolio Investors	46,24,091	4.21
e	Alternate Investment Funds	2,42,997	0.22
	Sub-Total of B (1)	**99,51,520**	**9.06**

Sr. No.	Category	Number of shares held	% of total share holding
2	Non-Institutions		
a	Bodies Corporate	71,73,607	6.53
b	Foreign Nationals	334	(*)
c	HUF	3,76,573	0.34
d	NBFC registered with RBI	9,000	0.01
e	Individual	1,58,07,640	14.39
f	Non-Resident	5,81,009	0.54
g	Clearing Member	26,360	0.02
h	IEPF	4,31,346	0.39
	Sub-Total B (2)	**2,44,05,869**	**22.22**
	Sub-Total of B (1) + B (2)	**3,43,57,389**	**31.28**
	Grand Total (A+B)	**10,98,50,000**	**100.00**
	(*)- Below 0.001%		

9.14	**Outstanding GDRs/ADRs/Warrants**	The Company has not issued GDRs/ADRs/Warrants or any convertible instruments.
9.15	**Commodity price risk or foreign exchange risk and hedging activities**	The Company had no exposure to commodity price risk, foreign exchange risk and hedging activities during the year ended 31st March 2020.
9.17	**Address for Investor Correspondence**	Link Intime India Private Limited B -102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020. Phone : +91 265 2356573, 6136011 Fax : 2356791. E-mail : vadodara@linkintime.co.in

9.18 List of all credit ratings obtained by the Company along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

During the Financial Year 2019-20, post approval of Scheme of Arrangement by National Company Law Board Tribunal, Ahmedabad vide its order dated 4th July, 2019, as per para 4.1.13 of the Scheme, the benefits of all corporate approvals related to Chemical Business Undertaking already taken by the Company are vested with, and deemed to have been taken, by Gujarat Fluorochemicals Limited, the resulting company. Accordingly, the Credit Rating of the Company given by CRISIL during the Financial Year 2019-20 stands transferred to Gujarat Fluorochemicals Limited, the resulting company. The Company has not obtained any credit rating during the current financial year.

10. OTHER DISCLOSURES

(a) Materially significant Related Party Transactions:

There were no transactions with related parties during the Financial Year which were in conflict with the interest of the Company. Suitable disclosure of Related Party Transactions as required by the Accounting Standards (Ind AS 24) has been made in the Note No. 27 to the Standalone Financial Statements and in the Board's Report as required under Section 134 of the Companies Act, 2013.

The Board has also approved a policy on Materiality of Related Party Transactions which also includes procedure to deal with Related Party Transactions and such policy has been put up on the Company's Website. The same can be viewed at http://www.gfllimited.co.in/pdf/GFL%20-%20Related%20Party%20Transaction%20Policy.pdf

(b) Details of non-compliance:

During the last three Financial Years, there were no instances of non-compliance, penalties or strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets.

(c) Whistle Blower Policy:

The Company has adopted Whistle Blower Policy at its Board Meeting held on 29th May 2014 to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. Adequate safeguards have been provided in the Policy to prevent victimization of Directors/ Employees. No personnel has been denied access to the Audit Committee. A copy of Company's Whistle Blower Policy has been put up on Company's Website. The same can be viewed at http://www.gfllimited.co.in/pdf/Whistleblower-Policy-FINAL-29052014-Website.pdf

(d) The Company has formulated a policy for determining 'Material Subsidiaries' and such policy has been disclosed on the Company's Website. The same can be viewed at http://www.gfl.co.in/pdf/GFL%20-%20Material%20Subsidiary%20Company%20Policy.pdf

(e) The Company has complied with the Corporate Governance Requirements specified in Regulations 17 to 27 and clause (b) to (i) of sub-regulation 46 of the Listing Regulations except as mentioned in para 3b and Para 6 above.

(f) Disclosure of commodity price risks and commodity hedging activities: Discussed in point 9.15 above.

(g) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): During the year under review, the Company has not raised any funds through preferential allotment or through qualified institutions placement.

(h) Certificate from a company secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.: Certificate received form M/s Samdani Shah and Kabra for the same is enclosed herewith.

(i) During the Financial Year 2019 -20, there were no instances, wherein the recommendations by any of the Committees of the Board were not accepted by the Board of Directors of the Company. \

(j) The Company and its subsidiaries have paid total fees of ₹ 50.75 Lakhs for all services, on a consolidated basis, to the statutory auditors M/s. Kulkarni & Company, Statutory Auditors (Firm Registration no. 140959W).

(k) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013: The details of number of complaints filed and disposed of during the year and pending as on 31st March, 2020 is given in the Directors' report.

(l) Management Discussion and Analysis Report: Management Discussion and Analysis Report is forming part of the Annual Report

(m) All the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied by the Company, except non-attendance of the Annual General Meeting by the Chairman of the Audit Committee and the Chairman of the Stakeholder Relationship Committee.

(n) Adoption of Non Mandatory requirement: The status of compliance with the non-mandatory requirements of the Listing Regulations is provided below:

- Shareholders rights: The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchanges and updated on the website of the Company.

- Modified opinion(s) in audit report: For the Financial Year ended 31st March, 2020, there is no modification in the audit report issued by the statutory auditors on the Company's financial statements. The Company continues to adopt best practices to ensure the regime of unmodified financial statements.

Reporting of Internal Auditor: In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed a firm of Internal Auditors who reports to the Audit Committee and suggests necessary action, if required.

11. CEO / CFO CERTIFICATION

The Company has obtained a certificate from the Managing Director and Chief Financial Officer in respect of matters stated in Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

12. CODE OF CONDUCT

The Board of Directors of the Company had laid down a Code of Conduct for all the Board Members and Senior Management of the Company which was amended at its meeting held on 21st October, 2014 by including duties of Independent Directors. All the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct. The Code of Conduct is placed on the website of the Company at https://www.gfllimited.co.in/corporategovernance.php

13. DECLARATION BY CHIEF EXECUTIVE OFFICER:

Declaration signed by Shri Devendra Kumar Jain, Managing Director of the Company, stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management is annexed to this Report at **Annexure – A**.

14. COMPLIANCE CERTIFICATE FROM THE AUDITORS:

Compliance Certificate from the independent auditors of the Company regarding compliance of conditions of Corporate Governance is annexed with the Board's Report

By Order of the Board of Directors

Date: 30th July 2020
Place: New Delhi

Devendra Kumar Jain
Chairman and Managing Director

Annexure A

DECLARATION BY THE CEO UNDER CLAUSE D OF SCHEDULE V OF THE LISTING REGULATIONS:

I, Devendra Kumar Jain, Managing Director of GFL Limited, declare that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Board and Senior Management Personnel for the Financial Year ended 31st March, 2020.

Date: 30th July 2020
Place: New Delhi

Devendra Kumar Jain
Chairman and Managing Director

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE

Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To,
The Members of
GFL Limited (formerly known as Gujarat Fluorochemicals Limited),

This report contains details of compliance of conditions of Corporate Governance by GFL Limited (formerly known as Gujarat Fluorochemicals Limited) ('the Company') for the year ended 31st March, 2020 as stipulated in regulations 17-27, clause (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility for compliance with the conditions of Listing Regulations

The compliance with the terms and conditions contained in the corporate governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents.

Auditor's Responsibility

Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2020.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

In our opinion, and to the best of our information and according to explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations in all material respect except:

a) the Chairman of the Audit Committee had not attended the last Annual General Meeting of the Company for the reasons mentioned in paragraph 3(b) of the Corporate Governance Report.

b) the Chairman of the stakeholder relationship committee had not attended the last Annual General Meeting of the Company for the reasons mentioned in paragraph 6 of the Corporate Governance Report.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Kulkarni and Company,**
Chartered Accountants
Firm's Registration Number: 140959W

A D Talavlikar
Partner
Membership Number: 130432
UDIN: 20130432AAAAAX7512

Place: Pune
Date: 30th July 2020

Certificate of Non-Disqualification of Directors

I[Pursuant to Regulation 34(3) and Schedule V Para C Clause 10 (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015].

The Members
GFL Limited
(Formerly known as Gujarat Fluorochemicals Limited)

We have examined the relevant Registers, Books, Records, Forms, Returns, Declarations, Disclosures etc. of the GFL Limited (the Company), having CIN: L24110GJ1987PLC009362 and Registered Office situated at Survey No 16/3, 26 & 27, Ranjitnagar, Ghoghamba, Panchmahal - 389380, Gujarat, India, as produced before us by the Company for the purpose of issuing Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers and representatives, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of Appointment
1.	Mr. Anand Rambhau Bhusari*	07167198	28-04-2015
2.	Mr. Chandra Prakash Jain*	00011964	23-01-2010
3.	Mr. Deepak Ranjit Asher	00035371	22-01-2008
4.	Mr. Devendra Kumar Jain	00029782	01-01-1988
5.	Mr. Dinesh Kumar Sachdeva*	00050740	29-11-2009
6.	Mr. Om Prakash Lohia	00206807	29-09-2007
7.	Mr. Pavan Kumar Jain	00030098	04-02-1987
8.	Mr. Rajagopalan Doraiswami*	07013468	08-11-2014
9.	Mr. Sanath Kumar Muppirala*	08425540	28-04-2019
10.	Mr. Shailendra Swarup	00167799	01-01-1988
11.	Mr. Shanti Prashad Jain	00023379	22-05-2009
12.	Mr. Vivek Kumar Jain	00029968	04-02-1987
13.	Ms. Vanita Bhargava	07156852	28-04-2015

*Mr. Anand Rambhau Bhusari effective from April 28, 2019, Mr. Chandra Prakash Jain and Mr. Rajagopalan Doraiswami effective from August 14, 2019, all three of them are ceased to be Directors on account of resignations. Mr. Dinesh Kumar Sachdeva and Mr. Sanath Kumar Muppirala ceased to be Director, effective from August 14, 2019, pursuant to Scheme of Arrangement entered into between GFL Limited (Formerly known as Gujarat Fluorochemicals Limited) and Gujarat Fluorochemicals Limited (Formerly known as Inox Fluorochemicals Limited) and their respective shareholders as approved by the National Company Law Tribunal, Ahmedabad Bench on July 04, 2019.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these, based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

S. Samdani
Partner

Samdani Shah & Kabra
Company Secretaries
FCS No. 3677
CP No. 2863
UDIN: F003677B000407278

Place: Vadodara,
Date: July 01, 2020

Business Responsibility Report

Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2019 read with SEBI circulars has mandated that with effect from the Financial Year 2019-20, the annual report of top 1000 listed companies should include a Business Responsibility Report (BRR) in the format prescribed by SEBI. Since GFL Limited (hereinafter referred to as GFL or the Company) is a part of top 1000 listed companies (based on market capitalisation as on 31st March, 2020) as per the list hosted on the websites of the BSE and NSE, it is required to publish a BRR in its Annual Report for Financial Year 2019-20. This report is in line with 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' (NVGs), as released by the Ministry of Corporate Affairs in July 2011.

The BRR of the Company in the format prescribed at **Annexure I** of the said SEBI circular is given hereunder and it describes initiatives taken by the Company during the Financial Year 2019-20:

Section A.	General Information about the Company	
1	Corporate Identification Number	L24110GJ1987PLC009362
2	Name of the Company	GFL Limited (Formerly known as Gujarat Fluorochemicals Limited)
3	Registered Address	Survey Number 16/3, 26 & 27, Ranjitnagar - 389380, Taluka Ghoghamba, District Panchmahal, Gujarat
4	Website	www.gfllimited.co.in
5	Email Address	bhavi.shah@gfl.co.in
6	Financial year reported	2019-20
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Financial service activities, except insurance (Activities of Holding Company) -The NIC Code is 64200.
8	3 key products/services manufactured/provided by the Company	The Company is an investment Company and its main objects are to carry on the business of making investments in group Company(ies) in the form of securities and providing guarantees etc. and to carry on financial activities, whether in India or outside and to carry on such other activities as may be permitted and prescribed by the relevant statutory authorities for from time to time.
9	Total number of locations where business activity is undertaken by the Company	
a	Number of International Locations (Provide details of major 5)	Nil
b	Number of National Locations	Corporate Office - Delhi
		Branch Offices - Vadodara
10	Markets served by the Company	National

Section B.	Financial details of the Company	
1	Paid up capital (INR)	1098.50 lakhs
2	Total turnover (INR)	271452 lakhs
3	Total profit after tax (INR)	(24657) lakhs
4	Total spending on CSR as percentage of PAT (%)	NA
5	List of the activities in which expenditure in 4 above has been incurred	Health care, Education, Protection of Art, Vocational skills, Rural Development etc.

Section C.	Other details	
1	Does the Company have any Subsidiary Company/ Companies?	Yes
2	Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	No
3	Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	No

Section D.	BR information			
1	Details of Director(s) responsible for BR			
(a)	Details of the Director/Directors responsible for implementation of the BR policy/policies:			
1	DIN Number	00029782	00029968	00035371
2	Name	Devendra Kumar Jain	Vivek Kumar Jain	Deepak Asher
3	Designation	Chairman	Managing Director	Director and Group Head (Corporate Finance)
(b)	Details of the BR head:			
1	DIN Number (if applicable)	00029782		
2	Name	Devendra Kumar Jain		
3	Designation	Chairman and Managing Director		
4	Telephone number	+91 98112 03618		
5	E-mail id	inoxgroup@gfl.co.in		

2. Principle-wise (as per NVGs) BR policy/policies

a) Details of compliance (Reply in Y/N/NA)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	Do you have a policy/policies for....	Y	NA	N	Y	Y	NA	N	Y	NA
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	NA		Y	Y	NA		Y	NA
3.	Does the policy conform to any national /international standards? If yes, specify? (50 words)	Y	NA		Y	Y	NA		Y	NA
4.	Has the policy being approved by the Board?	Y	NA		Y		NA		Y	NA
	If yes, has it been signed by MD/owner/CEO/ appropriate Board Director?	Y	NA		Y	Y	NA		Y	NA

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Y	NA		Y	Y	NA		Y	NA
6.	Indicate the link for the policy to be viewed online?	#	NA		#	#	NA		#	NA
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	NA		Y	Y	NA		Y	NA
8.	Does the company have in-house structure to implement the policy/policies?	Y	NA		Y	Y	NA		Y	NA
9.	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	N	NA		N	N	NA		N	NA
10.	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	N	NA		N	N	NA		N	NA

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b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	The company has not understood the Principles									
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)			1				2		

1) While the Company does not have a specific policy for this principle, it has an HR Operations Manual that provides guidance for governing various aspects related to its employees, including employee grievance redressal.

2) As a business which is not actively involved in any kind of advocacy activity, the Company does not find itself at a stage where it is in a position to formulate and implement relevant policy.

3.	Governance related to BR:	
a)	Indicate frequency with which the Board of Directors, Committees of the Board or CEO to assess the BR performance of the Company.	The business responsibility performance of the Company is assessed annually by the BRR Committee constituted by the Board of Directors of the Company at its meeting held on 16th May, 2016.
b)	Does the Company publish BR or Sustainability Report? What is hyperlink of viewing this report? How frequently it is published?	BRR of Financial Year 2019-20 is placed on the website of the Company: www.gfllimited.co.in

Section E Principle –wise performance

Certain key principles to assess fulfilment of the requirement by the Company and a description of core elements under the principles as detailed in **Annexure II** of the referred SEBI circular are narrated below:

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

GFL has formulated a Code of Conduct (CoC) to ensure that the business of the Company is conducted in accordance with the highest standards of ethics and values, while complying with the applicable laws and regulations. The CoC encourages each and every Director and Officer of the Company to act in accordance with the highest standards of personal and professional integrity, honesty and ethical conduct while working at the Company's premises, at offsite locations, at the Company's sponsored business and social events, and / or at any other place where they represent the Company. Any instance of non-compliance of any of the provisions of the CoC is treated as a breach of ethical conduct and is viewed seriously by the Company. The Company also has a Whistle Blower Policy which is a mechanism to reinforce implementation of the Company's CoC which encourages each and every Director and officer of the Company to take positive actions which not only commensurate with the Company's belief but are also perceived to be so. This Policy provides all employees and Directors of the Company and its subsidiaries a mechanism to report improper acts and provides adequate safeguards against victimization.

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

   Yes, the policy relating to ethics, bribery and corruption covers the Company and its Subsidiary Companies (refer to para 1a of Whistle Blower Policy for subsidiary companies).

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

   During the Financial Year 2019-20, the Company had received 18 complaints from its investors related to non-receipt of dividend; shares etc. and all the 18 complaints were resolved.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

Since Company being an investment Company engaged in carrying business of making investments in group Company(ies) in the form of securities and providing guarantees etc., This principle is Not Applicable to the Company.

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/ or opportunities.

   The Company doesn't have any business other than making investment in its group companies and in any other permissible investments. However, the Company has ensured that its investee company has adhered and incorporated all social or environmental concerns.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):

   The Company's business operation is such that the above question is not applicable.

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof in 50 words or so.

   The Company, being an Investment Company, is relatively less resource intensive in terms of material inputs. Our major material requirements are office, communications and IT related equipment for which necessary sourcing is being undertaken by the management.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

   Not applicable to the Company considering its business operations.

5. Does the company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

   Not applicable to the Company considering its business operations.

Principle 3: Businesses should promote the well-being of all employees

The Company has an HR Operations Manual that provides guidance and policies for governing various aspects related to its employees. It includes guidelines on employee evaluation and performance management, training and development, employee/contractor grievance redressal and employee relationship management. It also includes guidelines on prevention, prohibition and redressal of sexual harassment of women at workplace.

1. Please indicate the Total number of employees.

   The Company has a total of 3 employees.

2. Please indicate the total number of employees hired on temporary/contractual/casual basis.

   No employees have been hired on temporary/contractual/casual basis.

3. Please indicate the Number of permanent women employees.

   The Company has 1 permanent women employees.

4. Please indicate the Number of permanent employees with disabilities

   The Company has 0 permanent employees with disabilities.

5. Do you have an employee association that is recognized by management?

   The Company does not have any employee association recognized by its management.

6. What percentage of your permanent employees is members of this recognized employee association?

   Not applicable since the Company does not have a recognized employee association.

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

S. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1.	Child labour / forced labour / involuntary labour	Nil	Nil
2.	Sexual harassment	Nil	Nil
3.	Discriminatory employment	Nil	Nil

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

Permanent Employees	Safety - 100 %; Skill Upgradation - 85%
Permanent Women Employees	Safety - 100 %; Skill Upgradation - 70 %
Casual/Temporary/Contractual Employees	Safety - 100 %; Skill Upgradation - 85%
Employees with Disabilities	Safety - 100 %; Skill Upgradation - 50%

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

The Company has a Corporate Social Responsibility (CSR) Policy, which is guided by the philosophy of GFL and delineates its responsibility as a responsible corporate citizen. The CSR Policy of the Company lays down the guidelines and mechanism to undertake programmes for social welfare and sustainable development of the community at large. The objective of the Policy is to enhance value creation by the Company in the communities in which it operates, through its services, conduct and initiatives, so as to promote sustained growth for the society and community. The Company ensures that its business is conducted in an economically, socially and environmentally sustainable manner, while recognising the interests of all its stakeholders.

1. Has the company mapped its internal and external stakeholders? Yes/No

   GFL takes into account the wellbeing of all individuals directly or indirectly associated with it, though a formal mapping of the internal and external stakeholders has not been conducted.

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

   While there has not been any formal identification of the disadvantaged stakeholders, the Company's primary welfare activities are focussed on children, women, elderly, the differently abled, farmers, and socially & economically backward groups in the communities in the areas surrounding the Company's operations.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof in 50 words or so.

   Some of the initiatives undertaken by the Company include:

   - Financial assistance to students from poor families for covering education related expenses.
   - Honorary payment to government school teachers in the absence of sanctioned grant from the government.
   - Support to development of social infrastructure in neighbouring villages in order to provide access to better education and health facilities to the local populace.
   - Financial assistance to poor patients and provision of Mobile Medical Unit to the locals.

Principle 5: Businesses should respect and promote human rights

The HR Operations Manual of the Company contains detailed guidelines on protection of human rights and is committed to respect human rights of workforce, communities and those affected by the operations of the Company wherever the Company does its business including the Company's contractors and suppliers

1. Does the policy of the company on human rights cover only the company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

   The Company is firmly committed to fairness and objectivity in all its action and interactions with all its stakeholders. Justice and fairness is imbibed in the Company's fabric to ensure procedural fairness, impartiality and consistency in its operations. The Company believes in providing facilities to customers in a fair and transparent manner.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

   No stakeholder complaint has been received in the past financial year and none are pending as on 31st March, 2020.

Principle 6: Business should respect, protect, and make efforts to restore the environment

Since Company being an investment Company engaged in carrying business of making investments in group Company(ies) in the form of securities and providing guarantees etc., This principle is Not Applicable to the Company.

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others.

   While the policy also only covers its own operations, the Company, encourages to adopt environment friendly practices in their operations.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

   In its effort to do its bit towards fighting climate change, GFL has adopted a number of initiatives to increase its energy efficiency, thereby reducing its carbon emissions.

3. Does the company identify and assess potential environmental risks? Y/N

   Though it is not relevant to the Company given the nature of its business, we have always acknowledged the need for environment protection and practices towards an environmentally responsible corporate citizen.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?

   No, the Company currently does not have any project related to Clean Development Mechanism.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

   No, the Company have not undertaken any other initiatives on – clean technology, energy efficiency, renewable energy

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

   Not applicable to the Company considering that it is a investment Company and its main objects are to carry on the business of making investments in group Company(ies). Hence, the Company does not generates any Emissions/Waste.

7. Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

   No show cause/legal notices from CPCB/SPCB are pending as on 31st March, 2020.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

As a business which is not actively involved in any kind of advocacy activity, the Company does not find itself at a stage where it is in a position to formulate and implement relevant policy. However it will continue to assess the evolving business and regulatory environment in future in this regard.

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with.

   The Company is a member of the following trade associations:

   - Federation of Indian Chamber of Commerce and Industries
   - Baroda Management Association
   - Federation of Gujarat Industries

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

   No, the Company has not advocated/lobbied through the above associations.

Principle 8: Businesses should support inclusive growth and equitable development

The CSR policy of GFL aims to enhance value creation in the society and in the community in which it operates. It aims to promote sustained growth for the society and community, in fulfilment of its role as a socially responsible corporate.

1. Does the company have specified programmes/initiatives/ projects in pursuit of the policy related to Principle 8? If yes details thereof

   Some of the CSR programmes of the Company are:

   - Maintenance of Balwadis
   - Financial support for development of infrastructure in local schools
   - Monetary help for setting up a Health Centre
   - Empanelment of a renowned agricultural expert to impart agricultural know-how to the nearby villagers, which will enable them to increase their productivity.

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

   The programmes are undertaken through in-house teams as well as through NGOs.

3. Have you done any impact assessment of your initiative?

   The Company follows a systematic five step approach towards releasing funds for a project. The fifth step in this process includes a provision for seeking information regarding the impact of money spent, on the life of the beneficiary.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken: ₹ 41.14 lakhs. Details of projects undertaken is given in the Board's Report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words or so.

   The Company regularly engages with the local communities in the areas surrounding its plants, since they are the prime and direct beneficiaries of its welfare activities. Through these interactions it ensures that its CSR initiatives are adopted by the local community and fulfil the needs of the target population.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

Since Company being an investment Company engaged in carrying business of making investments in group Company(ies) in the form of securities and providing guarantees etc., This principle is Not Applicable to the Company.

1. What percentage of customer complaints/ consumer cases are pending as on the end of financial year.

   This is Not Applicable to the Company as Company does not have any consumers.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks(additional information)

   Not Applicable

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

   Not Applicable

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

   Not Applicable

Financial Statements

Independent Auditor's Report

to the members of GFL Limited (earlier known as Gujarat Fluorochemicals Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of GFL Limited ("the Company"), earlier known as Gujarat Fluorochemicals Limited, which comprise the Standalone Balance Sheet as at 31st March 2020, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information ("the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Commission of ₹ 15.56 lakhs to a non-executive director requires approval of the shareholders in the forthcoming Annual General Meeting as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations. Our report is not modified in respect of this matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr.	Key Audit Matter	Auditor's Response
1	**Demerger of Chemical Business Undertaking** As described in Note 1 and 22 to the standalone financial statements, the Chemical Business Undertaking of the Company is demerged and vested with the resulting company w.e.f. 1st April 2019 as per the Scheme of Arrangement approved by NCLT on 16th July 2019.	To address this key audit matter, our audit procedures included the following: • Examination of the Scheme of Arrangement pursuant to which the demerger was carried out along with the regulatory approvals required for the Scheme of Arrangement to take effect;

Sr.	Key Audit Matter	Auditor's Response
	This has been identified as a key audit matter since it is a significant event, requiring compliances of the terms of the Scheme, accounting as per the relevant Ind AS and also complexities involved in the presentation in financial statements	• Evaluation of the appropriateness of the accounting treatment followed by the Company in this regard, including the adjustments given in the reserves and surplus, with reference to the Scheme, relevant Ind AS and the requirements of the accounting principles generally accepted in India; • Testing the adjustment given in the reserves and surplus for net assets transferred to the resulting company; and • Examination the disclosures given in the standalone financial statements for adequacy and appropriateness, including disclosure of comparative figures.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report, including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report, Corporate Governance Report and Shareholder Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements 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 standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, 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 financial controls 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 system with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's 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 Company's ability 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 standalone financial statements 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such comunication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Changes in Equity, and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure II. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its director during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses;

iii. There are no delays in transferring the amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

For **Kulkarni and Company**
Chartered Accountants
Firm's Registration No. 140959W

A.D Talavlikar
Partner
Membership No. 130432
UDIN: 20130432AAAAAV4616

Place: Pune
Date: 30th July 2020

Annexure I to Independent auditor's report to the members of GFL Limited (earlier known as Gujarat Fluorochemicals Limited) on the standalone financial statements for the year ended 31st March 2020 – referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date.

In term of the Companies (Auditor's Report) Order, 2016 ("the Order"), on the basis of information and explanation given to us and the books and records examined by us in the normal course of audit and such checks as we considered appropriate, to the best of our knowledge and belief, we state as under:

1. The Company does not have any fixed assets and hence the provisions of clause 3(i) of the Order are not applicable to the Company.

2. The Company does not have any inventories and hence the provisions of clause 3(ii) of the Order are not applicable to the Company.

3. The Company has granted unsecured loans to three companies covered in the register maintained under section 189 of the Companies Act, 2013. The terms and conditions of the said loans are not, prima facie, prejudicial to the interest of the Company. The said parties are regular in repayment of principal and payment of interest, as stipulated, and there are no overdue amounts.

4. The Company has complied with the provisions of section 185 and section 186 of the Act in respect of investments made or loans given or guarantee or security provided.

5. The Company has not accepted any deposits within the meaning of section 73 to 76 of the Companies Act, 2013 and the Rules framed thereunder and hence the provisions of clause 3(v) of the Order are not applicable to the Company.

6. The Central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013 for the activities of the Company and hence the provisions of clause 3(vi) of the Order are not applicable to the Company.

7. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including income-tax, Goods and Service Tax and other material statutory dues applicable to it. There are no undisputed amounts payable in respect of such statutory dues which were in arrears as at 31st March, 2020 for a period of more than six months from the date they become payable.

   There are no dues of income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax or Goods and Service Tax which have not been deposited on account of disputes.

   As per the Scheme of Arrangement, the Chemical Business Undertaking of the Company is demerged and all assets and liabilities of the said undertaking, as defined in the Scheme are transferred and vested with the resulting company w.e.f. 1st April 2019 (see note 1 and 22 of the standalone financial statements). Accordingly, the statutory dues in respect of income-tax, service tax, duty of customs, duty of excise, value added tax pertaining to the said Chemical Business Undertaking are also transferred and vest with the resulting company and hence the same are not included for reporting under this clause.

8. The Company does not have any borrowings from financial institutions or bank or Government or by way of debentures and hence the provisions of clause 3(viii) of the Order are not applicable to the Company.

9. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence the provisions of clause 3(ix) of the Order are not applicable to the Company.

10. No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. The Company has paid or provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

12. The Company is not a Nidhi Company and hence the provisions of clause 3(xii) of the Order are not applicable to the Company.

13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence the provisions of clause 3(xiv) of the Order are not applicable to the Company.

15. The Company has not entered into any non-cash transactions with directors or persons connected with them and hence the provisions of clause 3(xv) of the Order are not applicable to the Company.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 during the year ended 31st March 2020. The Company has applied for obtaining registration as Type-II NBFC-ND Company w.e.f. 1st April, 2020.

For **Kulkarni and Company**
Chartered Accountants
Firm's Registration No. 140959W

A.D Talavlikar
Partner
Membership No. 130432
UDIN: 20130432AAAAAV4616

Place: Pune
Date: 30th July 2020

Annexure II to Independent auditor's report to the members of GFL Limited (earlier known as Gujarat Fluorochemicals Limited) on the standalone financial statements for the year ended 31st March 2020 - referred to in paragraph 2(f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of GFL Limited ("the Company"), earlier known as Gujarat Fluorochemicals Limited, as of 31st March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls, and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2020 based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Kulkarni and Company**
Chartered Accountants
Firm's Registration No. 140959W

A.D Talavlikar
Partner
Membership No. 130432
UDIN: 20130432AAAAAV4616

Place: Pune
Date: 30th July 2020

Standalone Balance Sheet

as at 31st March, 2020

(₹ in Lakhs)

Sr. No.	Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019
	ASSETS			
(1)	***Non-current assets***			
	(a) Financial assets			
	Investments in subsidiaries	5(a)	45,438.18	45,438.18
	(b) Deferred tax assets (net)	9	1.36	-
	(c) Income tax assets (net)		8.02	-
	(d) Other non-current assets	8	27,070.00	27,070.00
			72,517.56	**72,508.18**
(2)	***Current assets***			
	(a) Financial assets			
	(i) Other investments	5(b)	230.71	-
	(ii) Cash & cash equivalents	10	34.60	-
	(iii) Bank balances other than (ii) above	11	167.22	175.91
	(iv) Loans	6	45,342.73	46,795.24
	(v) Other current financial assets	7	1,429.00	1,138.49
	(b) Other current assets	8	10.95	-
			47,215.21	**48,109.64**
(3)	Assets pertaining to discontinued operations on account of demerger (See note 1 and 22)	22	-	4,82,954.48
	Total Assets		**1,19,732.77**	**6,03,572.30**
	EQUITY & LIABILITIES			
	Equity			
	(a) Equity share capital	12	1,098.50	1,098.50
	(b) Other equity	13	1,18,113.97	4,69,799.70
			1,19,212.47	**4,70,898.20**
	LIABILITIES			
(1)	***Non-current liabilities***			
	(a) Provisions	15	9.55	-
			9.55	**-**
(2)	***Current liabilities***			
	(a) Financial liabilities			
	(i) Trade payables			
	a) total outstanding dues of micro enterprises and small enterprises	16	-	-
	b) total outstanding dues of creditors other than micro enterprises and small enterprises	16	124.27	-
	(ii) Other current financial liabilities	14	322.23	175.91
	(b) Other current liabilities	17	29.25	-
	(c) Provisions	15	35.00	-
			510.75	**175.91**
(3)	Liabilities pertaining to discontinued operations on account of demerger (See note 1 and 22)	22	-	1,32,498.19
	Total Equity & Liabilities		**1,19,732.77**	**6,03,572.30**

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A.D.TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V. K. JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Standalone Statement of Profit and Loss

for the year ended on 31st March, 2020

(₹ in Lakhs)

Sr. No.	Particulars	Note No.	Year ended 31st March, 2020	Year ended 31st March, 2019
	Continuing operations			
I	Revenue from operations		-	-
II	Other income	18	4,787.80	4,833.30
III	**Total Income (I+II)**		**4,787.80**	**4,833.30**
IV	**Expenses**			
	Employee benefits expense	19	285.19	-
	Other expenses	20	103.00	48.33
	Total expenses (IV)		**388.19**	**48.33**
V	**Profit before tax (III-IV)**		**4,399.61**	**4,784.97**
VI	Tax expense	21		
	(1) Current tax		992.00	1,672.06
	(2) Deferred tax		(0.77)	-
			991.23	**1,672.06**
VII	**Profit for the year from Continuing operations (V-VI)**		**3,408.38**	**3,112.91**
VIII	Profit from discontinued operations before tax	22	-	64,238.12
IX	Tax expense of discontinued operations	22	-	(60,379.75)
X	**Profit from discontinued operations (after tax) (VIII-IX)**		**-**	**1,24,617.87**
XI	**Profit for the year (VII+X)**		**3,408.38**	**1,27,730.78**
XII	**Other Comprehensive Income**			
	i. In respect of continuing operations			
	A) Items that will not be reclassified to profit or loss			
	(i) Remeasurement of the defined benefits plans		(2.36)	-
	(ii) Tax on above		0.59	-
	ii. In respect of discontinued operations			
	A) Items that will not be reclassified to profit or loss			
	(i) Remeasurement of the defined benefits plans		-	(89.51)
	(ii) Tax on above		-	31.28
	B) Items that will be reclassified to profit or loss			
	(i) Gains and (loss) on effective portion of hedging instruments in a cash flow hedge		-	(79.43)
	(ii) Tax on above		-	27.76
	Total other comprehensive income		**(1.77)**	**(109.90)**
XIII	**Total comprehensive income for the year (XI+XII)**		**3,406.61**	**1,27,620.88**
	Earnings per equity share of ₹ 1 each			
	Basic and Diluted (in ₹)	23		
	For Continuing operations		3.10	2.83
	From Discontinued operations		-	113.44
	From total operations		3.10	116.27

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A.D.TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V. K. JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Standalone Statement of Changes in Equity

for the year ended 31st March 2020

A. Equity Share Capital

Particulars	(₹ in Lakhs)
Balance as at 1st April, 2018	**1,098.50**
Changes in equity share capital during the year	-
Balance as at 31st March 2019	**1,098.50**
Changes in equity share capital during the year	-
Balance as at 31st March 2020	**1,098.50**

B. Other Equity

Particulars	Reserves & Surplus				Items of other comprehensive income	Total
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Cash flow hedge reserve	
Balance as at 1st April, 2018	**12,827.46**	**59.30**	**3,00,000.00**	**33,790.46**	**136.65**	**3,46,813.87**
Profit for the year				1,27,730.78		1,27,730.78
Other comprehensive income for the year, net of income tax (*)				(58.23)	(51.67)	(109.90)
Payment of dividend (including dividend distribution tax)				(4,635.05)		(4,635.05)
Total comprehensive income	**-**	**-**	**-**	**1,23,037.50**	**(51.67)**	**1,22,985.83**
Transfer to general reserve			20,000.00	(20,000.00)		-
Balance as at 31st March 2019	**12,827.46**	**59.30**	**3,20,000.00**	**1,36,827.96**	**84.98**	**4,69,799.70**
On account of demerger (see Note 1 and 22)						
Transfer on account of demerger	(12,827.46)	-	(3,20,000.00)	(16,726.31)	(84.98)	(3,49,638.75)
Cancellation of investment on demerger			-	(1.00)	-	(1.00)
Adjusted pursuant to demerger			-	(817.54)	-	(817.54)
Net effect of demerger	**(12,827.46)**	**-**	**(3,20,000.00)**	**(17,544.85)**	**(84.98)**	**(3,50,457.29)**
Balance as at 1st April, 2019	**-**	**59.30**	**-**	**1,19,283.11**	**-**	**1,19,342.41**
Profit for the year				3,408.38		3,408.38
Other comprehensive income for the year, net of income tax (*)				(1.77)	-	(1.77)
Payment of dividend (including dividend distribution tax)				(4,635.05)		(4,635.05)
Total comprehensive income	**-**	**-**	**-**	**(1,228.44)**	**-**	**(1,228.44)**
Balance as at 31st March 2020	**-**	**59.30**	**-**	**1,18,054.67**	**-**	**1,18,113.97**

(*) Other comprehensive income for the year classified under retained earnings is in respect of remeasurement of defined benefit plans.

The accompanying notes are an integral part of the standalone financial statements

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A.D.TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V. K. JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Standalone Statement of Cash Flows

for the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
A Cash flow from operating activities		
Profit after tax from continuing operations	3,408.38	3,112.91
Adjustments for continuing operations:		
Tax expense	991.23	1,672.06
Interest and dividend income	(4,773.76)	(4,833.30)
Gain on investments measured at FVTPL (net)	(13.31)	-
Operating profit before working capital changes	**(387.46)**	**(48.33)**
Movements in working capital for continuing operations:		
Increase/(decrease) in provisions	42.19	-
Increase /(decrease) in other financial liabilities	155.01	-
Increase/(decrease) in trade payables	124.27	-
Increase /(decrease) in other liabilities	29.25	-
(Increase)/decrease in other financial assets	(290.51)	(918.94)
(Increase)/decrease in other assets	(10.95)	(19,411.00)
Cash generated from operations	**(338.20)**	**(20,378.27)**
Income-tax paid (net)	(1,001.02)	(1,672.06)
Net cash used in operating activities from continuing operations	(1,339.22)	(22,050.33)
Net cash generated from discontinued operations (See note 1 and 22)	-	79,909.57
Net cash generated from / (used in) operating activities	**(1,339.22)**	**57,859.24**
B Cash flow from investing activities		
From continuing operations:		
Investment in shares of subsidiary company	(1.00)	(16,001.00)
Inter-corporate deposits/loans given	(500.00)	(25,250.00)
Inter-corporate deposits/loans received back	515.00	20,499.00
Interest received	5,683.41	1,949.05
Dividend received	527.86	-
Purchase of current investment	(1,129.00)	-
Sale/redemption of current investments	912.60	-
From discontinued operations: (See note 1 and 22)	-	(45,181.72)
Net cash generated from/(used in) investing activities	**6,008.87**	**(63,984.67)**

Standalone Statement of Cash Flows

for the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
C Cash flow from financing activities		
From continuing operations:		
Dividend paid (including dividend distribution tax)	(4,635.05)	(4,635.05)
From discontinued operations:(See note 1 and 22)	-	11,886.22
Net cash generated from/(used in) financing activities	**(4,635.05)**	**7,251.17**
Net increase in cash and cash equivalents	**34.60**	**1,125.74**
Cash and cash equivalents as at the beginning of the year	3,122.74	1,997.00
Cash and cash equivalents transferred pursuant to demerger (See note 1 and 22)	(3,122.74)	-
Cash and cash equivalents as at the end of the year	**34.60**	**3,122.74**

Notes:

(a) Components of cash and cash equivalents are as per Note 10.

(b) The above Standalone Statement of cash flows has been prepared under the indirect method.

(c) The accompanying notes are an integral part of the standalone financial statements.

The accompanying notes are an integral part of the standalone financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A.D.TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V. K. JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

1. Company information

GFL Limited ("the Company"), earlier known as Gujarat Fluorochemicals Limited, is a public limited company incorporated and domiciled in India. After the demerger of its Chemical Business Undertaking (see details below), the Company now holds strategic investments, mainly in Renewable Energy and Entertainment sector. The Company's parent company is Inox Leasing and Finance Limited. The shares of the Company are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company has applied for obtaining registration as Type-II NBFC-ND Company w.e.f. 1st April 2020 with the Reserve Bank of India (RBI) and the same is presently pending the approval of RBI.

The Company's registered office is located at Survey No. 16/3, 26 & 27, Village Ranjitnagar, Taluka Ghoghamba, District Panchmahal, Gujarat 389380.

The Company's Chemical Business Undertaking was engaged in manufacturing and trading of refrigerant gases, caustic soda, chloromethane, polytetrafluoroethylene (PTFE), fluoropolymers, fluoromonomers, specialty fluorointermediates, specialty chemicals and allied activities. As per the Scheme of Arrangement ("the Scheme") between Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") and its wholly owned subsidiary, Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, the Chemical Business Undertaking of the Company was demerged and vested with the resulting Company. The Scheme was approved by Hon'ble National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 making the Scheme operative from that date. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking of the Company, as defined in the Scheme, including employees and investment in subsidiaries and joint venture pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. All the shareholders of the Company are allotted one fully paid-up equity share of Re. 1 each of the resulting company, for every one fully paid-up equity share of Re. 1 each held by them in the Company. Simultaneously, the shares held by the Company in the resulting company were cancelled and the Company has ceased to be a holding company of the resulting company. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July, 2019. Certain assets, particularly the immovable properties, are in the process of being registered in the name of the resulting company. Further, in respect of the secured loans transferred to the resulting company, the process of transfer of charges is in progress. The demerger is accounted in accordance with Ind AS 103: Business Combinations (see Note 22 for details). Further, as required by Ind AS 105: Non-current Assets Held for Sale and Discontinued Operations, the figures for the previous year have been restated and the financial information pertaining to the said Chemical Business Undertaking has been presented and disclosed as Discontinued Operations.

New Scheme of Arrangement:

The Board of Directors at their Meeting held on 13th March, 2020 have approved, subject to approval of its shareholders and creditors, and other regulatory approvals as may be required, including those of the Stock Exchanges, SEBI and the Hon'ble National Company Law Board Tribunal, a Scheme of Arrangement ("the New Scheme") which envisages the following:

a) Part A - Amalgamation of its wholly-owned subsidiary Inox Renewables Limited into GFL Limited w.e.f. 1st April 2020, and

b) Part B - Demerger of the Renewable Energy Business (as more particularly defined in the New Scheme) of GFL Limited, w.e.f. 1st July 2020, into its wholly-owned subsidiary, Inox Wind Energy Limited, a newly incorporated company for the purpose of vesting of the Renewable Energy Business.

As a consideration for the Part B of the New Scheme, all the shareholders of GFL Limited will be issued one fully paid-up equity share of ₹ 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 Inox Wind Energy Limited will be separately listed.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

The Company has submitted its application to the Stock Exchanges under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for obtaining their approval for the New Scheme and awaiting their 'No Observation Letter' in the matter. The Company will take further action in this matter post receipt of 'No Observation Letter' from the Stock Exchanges. Once the Scheme is approved and becomes effective, the Renewable Energy Business will be shown as a 'discontinued operations' in the financial statements.

2. Statement of compliance and basis of preparation and presentation

2.1 Statement of compliance

These financial statements are the separate financial statements of the Company (also called standalone financial statements) and comply in all material aspects with the Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, relevant provisions of the Act and other accounting principles generally accepted in India. Accounting policies have been consistently applied except where a newly issued accounting standard initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use (see Note 2.4).

These financial statements were authorized for issue by the Company's Board of Directors on 30th July, 2020.

2.2 Basis of preparation, presentation and measurement

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

These financial statements have been prepared on an accrual basis and under the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the significant accounting policies.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

- in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months.

2.3 Particulars of investments in subsidiaries as at 31st March, 2020 are as under:

Name of the investee	Principal place of business and country of incorporation	Proportion of the ownership interest and voting rights
Subsidiaries		
Inox Wind Limited	India	56.98 %
Inox Leisure Limited (*)	India	51.32 %
Inox Infrastructure Limited	India	100 %
Inox Renewables Limited	India	100 %
Inox Wind Energy Limited	India	100 %

All the above investments are measured at cost.

(*) As per the Articles of Association of Inox Leisure Limited, GFL Limited is entitled to appoint majority of directors on the Board of Inox Leisure Limited if GFL Limited holds not less than 40% of the paid-up equity capital of Inox Leisure Limited.

The investments in subsidiaries and a joint venture pertaining to the Chemical Business Undertaking have been transferred and vested with the resulting company w.e.f. 1st April 2019 in terms of the Scheme (see Note 1).

2.4 Amendments to existing accounting and recent accounting pronouncements

a. Amendments to existing accounting standards applicable to the Company:

Amendments to the following accounting standards have become applicable for the current reporting period:

- **Amendments to Ind AS 12: Income tax**

  On 30th March 2019, Ministry of Corporate Affairs had notified Appendix C: Uncertainty over Income-Tax Treatments. The interpretation addressed the accounting of income taxes when tax treatment involves uncertainty that affects the application of Ind AS 12. The effective date for adoption of Ind AS 12 Appendix C was annual periods beginning on or after 1st April 2019. These amendments have no impact on the Company's financial statements.

  Further, the amendments to Ind AS 12 clarified that the income tax consequences of dividend were linked more directly to past transactions or events that generated distributable profits than to distribution to owners. Therefore, an entity recognises the income tax consequences of dividend in the statement of profit and loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. These amendments are applicable from annual periods beginning on or after 1st April, 2019. These amendments have no impact on the Company's financial statements.

- **Amendment to Ind AS 19: Employee benefits**

  The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. These amendments apply to plan amendments, curtailments, or settlements occurring from annual periods beginning on or after 1st April 2019 and apply only to any future plan amendments, curtailments, or settlements. These amendments have no impact on the Company's financial statements in the current year and will apply to any future plan amendments, curtailments, or settlements.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

b. New accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. As per Notification dated 24th July 2020, amendments to the existing standards have been notified. All these amendments are effective for annual periods beginning 1st April 2020. The summary of these amendments is as under:

- Amendments to Ind AS 103 Business Combination: The amendments substitute the existing definition of "business" with a more detailed definition and also provides optional test to identify concentration of fair value, element of Businesses and Assessing whether an acquired process is substantive. These amendments will apply to future business combinations.

- Amendments to Ind AS 107 Financial Instruments – Disclosures: The amendments prescribe additional disclosures in respect of uncertainty arising from interest rate benchmark reform.

- Amendments to Ind AS 109 Financial Instruments: The amendments provide certain temporary exceptions from applying specific hedge accounting requirements. These amendments will have no impact on the Company's financial statements.

- Amendments to Ind AS 116 Leases: The amendments provide a practical expedient for treatment of rent concessions occurring as a direct consequence of COVID-19 pandemic and related clarifications. These amendments will have no impact on the Company's financial statements.

- Amendments to Ind AS 1 Presentation of Financial Statements and Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors: The amendments provide a new definition of the term "material" and also provides related clarifications.

- Amendments to Ind AS 10 Events after the Reporting Period: The conditions requiring disclosure for a non-adjusting event has been elaborated.

- Amendments to Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets: The amendments are consequent to amendments to Ind AS 1, Ind AS 8 and Ind AS 10, and also provides clarifications in respect of restructuring plans.

3. Significant Accounting Policies

a) Following are the significant accounting policies in respect of the continuing business

3.1. Business Combination under Common Control

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Appendix C of Ind AS 103: Business Combinations. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their respective carrying values. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise the accounting policies. Issue of fresh securities towards the consideration for the business combination is recorded at nominal value. The identity of the reserves transferred by the acquired entity is preserved and they are carried in the same form and manner. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve.

3.2 Other income

Dividend income from investments is recognized when the right to receive payment is established. Interest income from a financial asset is recognised on time basis, by reference to the principal outstanding at the effective interest rate applicable, which is the rate which exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

3.3 Employee benefits

Short-term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. All short-term employee benefits are

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

accounted on undiscounted basis during the accounting period based on services rendered by employees and recognized as expenses in the Statement of profit and loss. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. These benefits include salary and wages, bonus, commission, performance incentives, short-term compensated absences etc.

Long-term employee benefits:

The Company participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

Defined contribution plans:

Retirement benefit in the form of provident and pension fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the fund. Payments to defined contribution plan are recognised as an expense when employees have rendered service entitling them to the contributions.

Defined benefit plans:

The Company's gratuity scheme is a defined benefit plan and is unfunded. For defined benefit plan, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each reporting period. Remeasurement, comprising actuarial gains and losses reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to statement of profit and loss. Past service cost is recognised in the statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate to the net defined benefit plan at the start of the reporting period, taking account of any change in the net defined benefit plan during the year as a result of contributions and benefit payments. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in the statement of profit and loss in the line item 'Employee benefits expense'.

Other long-term employee benefits

The employees of the Company are entitled to compensated absences. The employees can carry-forward a portion of the unutilized accumulating compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

3.4 Taxation

Income tax expense comprises of current tax and deferred tax. It is recognized in Statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

Current tax:

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Presentation of current and deferred tax:

Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

3.5 Investment in subsidiaries

Investment in subsidiaries are carried at cost less accumulated impairment, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

3.6 Provisions and contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. Contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Contingent assets are not recognized in the financial statements. However, it is disclosed only when an inflow of economic benefits is probable.

3.7 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

A] Financial assets

a) Initial recognition and measurement:

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognised at fair value, in case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

b) Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the 'Other income' line item.

c) Subsequent measurement:

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

i. The Company's business model for managing the financial asset and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost:

A financial asset is measured at the amortized cost if both the following conditions are met:

a) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

The amortized cost of a financial asset is also adjusted for loss allowance, if any.

ii. Financial assets measured at FVTOCI:

A financial asset is measured at FVTOCI if both of the following conditions are met:

a) The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Investments in equity instruments, classified under financial assets, are initially measured at fair value. The Company may, on initial recognition, irrevocably elect to measure the same either at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument are recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVTOCI.

This category does not apply to any of the financial assets of the Company.

iii. Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Company excluding investments in subsidiaries. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

d) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

e) Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability.

The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

f) Impairment of financial assets

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

i. Financial assets measured at amortized cost.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

The Company does not have any exposure to trade receivables.

In case of other assets (listed as i and ii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the Statement of Profit and Loss under the head 'Other expenses'/ 'Other income'.

B] Financial liabilities and equity instruments

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

i. Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

ii. Financial Liabilities: -

a) Initial recognition and measurement:

Financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

b) Subsequent measurement:

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

The Company has not designated any financial liability as at FVTPL.

c) Derecognition of financial liabilities:

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

3.8 Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

In addition to above, the significant accounting policies applied in respect of the discontinued operations viz. the demerged Chemical Business Undertaking were as under:

3.9 Revenue recognition

Revenue from contract with customers is recognized when the Company satisfies the performance obligation by transfer of control of promised product or service to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services. Revenue excludes taxes collected from customers.

Sale of products: Revenue from sale of products is recognized when the control of the goods has been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e. when the material is shipped to the customer or on delivery to the customer, as per the terms of the contract.

No element of financing is deemed present as the payment of transaction price is either made in advance / due immediately at the point of sale or the sales are generally made with a credit term of less than 90 days, which is consistent with the market practice. There are no contracts where the period between the transfer of promised goods or services to the customers and payment by the customers exceed one year. Consequently, no adjustment is required to the transaction price for the time value of money.

3.10 Government Grants

Government grants are recognised when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grants.

Government grants that compensate the Company for expenses incurred are recognised in profit or loss, either as other income or deducted in reporting the related expense, as appropriate, on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

3.11 Foreign currency transactions and translation

The transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, foreign currency monetary items are translated using the closing rates. Non-monetary items measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction and are not translated. Non-monetary items measured at fair value that are denominated in foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- As permitted by para D13AA of Ind AS 101, the Company has continued the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP. Accordingly, exchange differences on conversion and on settlement of long term foreign currency monetary items, where the long-term foreign currency monetary items relate to the acquisition of a depreciable capital asset (whether purchased within or outside India), is adjusted to the cost of the asset, and depreciated over the balance life of the assets;

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

- exchange differences on foreign currency borrowings relating to assets under construction for future use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and

- exchange differences on transactions entered into in order to hedge certain foreign currency risks (see Note 3.18 below for hedging accounting policies)

On the disposal of a foreign operation (i.e. a disposal of the Company's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Company losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Company losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

3.12 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.13 Property, plant and equipment

An item of Property, Plant and Equipment (PPE) that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, property, plant and equipment are carried at cost, as reduced by accumulated depreciation and impairment losses, if any.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

Cost comprises of purchase price / cost of construction, including non-refundable taxes or levies and any expenses attributable to bring the PPE to its working condition for its intended use. Project pre-operative expenses and expenditure incurred during construction period are capitalized to various eligible PPE. Borrowing costs directly attributable to acquisition or construction of qualifying PPE are capitalised. In respect of accounting period commencing on or after 1st April 2011, the cost of depreciable capital assets includes foreign exchange differences arising on translation of long term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP (see Note 3.11).

Spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of PPE outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation is recognised so as to write off the cost of PPE (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The useful lives prescribed in Schedule II to the Companies Act, 2013 are

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

considered as the minimum lives. If the management's estimate of the useful life of a PPE at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

PPE are depreciated over its estimated useful lives, determined as under:

- Freehold land is not depreciated.
- On other items of PPE, on the basis of useful life as per Part C of Schedule II to the Companies Act, 2013.

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

On transition to Ind AS, the Company has elected to continue with the carrying value of its property, plant and equipment recognised as of 1 April 2015 (transition date) measured as per the previous GAAP and used that carrying value as its deemed cost as on the transition date.

3.14 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model.

Depreciation is recognised so as to write off the cost of investment properties less their residual values over their useful lives, using the straight-line method. The useful lives prescribed in Schedule II to the Companies Act, 2013 are considered as the minimum lives. If the management's estimate of the useful life of investment properties at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Investment properties are depreciated over estimated useful life as per Part C of Schedule II to the Companies Act, 2013.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

On transition to Ind AS, the Company has elected to continue with the carrying value of its investment properties recognised as of 1 April 2015 (transition date) measured as per the previous GAAP and used that carrying value as its deemed cost as on the transition date.

3.15 Intangible assets

Intangible assets acquired separately:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Internally-generated intangible assets – research and development expenditure:

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- The intention to complete the intangible asset and use or sell it;
- The ability to use or sell the intangible asset;
- How the intangible asset will generate probable future economic benefits;
- The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- The ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Derecognition of intangible assets:

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Estimated useful lives of intangible assets:

Estimated useful lives of the intangible assets are as follows:

• Technical know-how	10 years
• Product development cost	5 years
• Operating software	3 years
• Other software	6 years

On transition to Ind AS, the Company has elected to continue with the carrying value of its intangible assets recognised as of 1 April 2015 (transition date) measured as per the previous GAAP and used that carrying value as its deemed cost as on the transition date.

3.16 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If it is not possible to measure fair value less cost of disposal because there is no basis for making a reliable estimate of the price at which

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

an orderly transaction to sell the asset would take place between market participants at the measurement dates under market conditions, the asset's value in use is used as recoverable amount.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.17 Inventories

Inventories are valued at lower of the cost and net realisable value. Cost is determined using weighted average cost basis. Cost of inventories comprises all costs of materials, duties and taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition. Cost of finished goods and work-in-progress includes the cost of materials, conversion costs, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition. Closing stock of finished goods and imported materials include excise duty and customs duty payable thereon, wherever applicable. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

3.18 Derivative financial instruments and hedge accounting

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps and cross currency swaps.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

The Company designates certain hedging instruments, which include derivatives, as either fair value hedges, or cash flow hedges.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

a) Fair value hedge:

Hedging instrument is initially recognized at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instrument is recognized in the Statement of Profit and Loss. Hedging instrument is recognized as a financial asset in the Balance Sheet if its fair value as at reporting date is positive as compared to carrying value and as a financial liability if its fair value as at reporting date is negative as compared to carrying value.

Hedged item is initially recognized at fair value on the date of entering into contractual obligation and is subsequently measured at amortized cost. The gain or loss on the hedged item is adjusted to the carrying value of the hedged item and the corresponding effect is recognized in the Statement of Profit and Loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

b) Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading of cash flow hedge reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss and is included in the 'Other income' line item.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to (effective portion as described above) are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

4. Critical accounting judgements, assumptions and use of estimates

The preparation of Company's financial statements requires management to make judgements, estimations and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision or future periods if the revision affects both current and future periods.

Following are the critical judgements, assumptions and use of estimates that have the most significant effects on the amounts recognized in these financial statements:

a) Defined employee benefit obligation:

The cost of post-employment benefits is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rates, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

b) Recognition and measurement of provisions and contingencies:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances. In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Judgment is required to determine the probability of such potential liabilities actually crystallising. In case the probability is low, the same is treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements.

c) Income taxes

Provision for current tax is made based on reasonable estimate of taxable income computed as per the prevailing Income tax laws. The amount of such provision is based on various factors including interpretation of tax regulations, changes in tax laws, acceptance of tax positions in the tax assessments etc.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

5. Current Investments

5 (a). Investment in subsidiaries (measured at cost)

(₹ in Lakhs)

Particulars	Face Value	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Non - Current, fully paid-up					
I. Quoted investments					
Investments in equity instruments					
Inox Leisure Limited (see Note 1 below)	₹ 10	52786467	25,012.47	52786467	25,012.47
Inox Wind Limited (see Note 2 below)	₹ 10	126438669	2,528.77	126438669	2,528.77
Total Quoted investments			**27,541.24**		**27,541.24**
II. Unquoted investments					
Investments in equity instruments					
Inox Infrastructure Limited	₹ 10	50000000	5,000.00	50000000	5,000.00
Inox Renewables Limited	₹ 10	3375000	12,895.94	3375000	12,895.94
Inox Fluorochemicals Limited	₹ 1	-	-	100000	1.00
Inox Wind Energy Limited	₹ 1	100000	1.00	-	-
Total Unquoted investments			**17,896.94**		**17,896.94**
Total investment in subsidiaries			**45,438.18**		**45,438.18**
Aggregate amount of quoted investments			27,541.24		27,541.24
Aggregate market value of quoted investments			161,934.76		2,58,149.37
Aggregate amount of unquoted investments			17,896.94		17,896.94
Aggregate amount of impairment in value of investments			-		-

1. 6400000 shares are locked-in upto 14th January, 2022.
2. The Company has provided undertakings to the various lenders of subsidiaries of Inox Wind Limited, not to dilute its stake below 51%, in Inox Wind Limited.
3. Investments in subsidiaries and a joint venture pertaining to the Chemical Business Undertaking are transferred and vested in the resulting company on demerger of the Chemical Business Undertaking (see Note 1 and 22). Prior to the demerger, these companies were subsidiaries/joint venture of the Company.

5 (b). Other investments (measured at FVTPL)

(₹ in Lakhs)

Particulars	Face Value	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Current investments					
I. Unquoted investments (fully paid up)					
Investments in mutual funds					
HDFC Liquid Fund-Regular Plan-Growth	1000	3,357.61	130.40	-	-
ABSL Liquid Fund - Growth	100	31,568.88	100.31	-	-
Total Other investments (b)			**230.71**		**-**
Aggregate amount of quoted investments			-		-
Aggregate market value of quoted investments			-		-
Aggregate amount of unquoted investments			230.71		-
Aggregate amount of impairment in value of investments			-		-

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

6 Loans

(Unsecured, considered good, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Loans to related parties (see Note 27)		
- Inter-corporate deposits to subsidiary companies	45,342.73	46,795.24
Total	**45,342.73**	**46,795.24**

7 Other financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Other receivables		
- From related parties (see note no.27)	1,429.00	1,138.49
Total	**1,429.00**	**1,138.49**

8 Other assets

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Capital advances		
- To related parties (see note no.27)	27,070.00	27,070.00
Total	**27,070.00**	**27,070.00**
Current		
Advance to suppliers, considered good	5.89	-
Balance with government authorities: GST accounts	5.06	-
Total	**10.95**	**-**

9 Deferred tax assets (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Deferred tax assets	1.36	-
Total	**1.36**	**-**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Deferred tax liabilities/(assets) in relation to:

(₹ in Lakhs)

Particulars	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance
Gratuity and compensated absences	-	(0.95)	(0.59)	(1.54)
Investments classified as FVTPL	-	0.18	-	0.18
	-	**(0.77)**	**(0.59)**	**(1.36)**

10 Cash & cash equivalents

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balances with banks in current accounts	34.60	-
Total	**34.60**	**-**

11 Other bank balances

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance in unclaimed dividend accounts	167.22	175.91
Total	**167.22**	**175.91**

12 Equity share capital

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Authorized		
20,00,00,000 (31st March, 2019: 20,00,00,000) equity shares of ₹ 1 each	2,000.00	2,000.00
Issued, subscribed and fully paid up		
10,98,50,000 (31st March, 2019: 10,98,50,000) equity shares of ₹ 1 each	1,098.50	1,098.50
Total	**1,098.50**	**1,098.50**

12.1 Reconciliation of shares outstanding at the beginning and at the end of the year

As at 31st March, 2020	Nos.	(₹ in Lakhs)
At the beginning of the year	10,98,50,000	1,098.50
At the end of the year	10,98,50,000	1,098.50

As at 31st March, 2019	Nos.	(₹ in Lakhs)
At the beginning of the year	10,98,50,000	1,098.50
At the end of the year	10,98,50,000	1,098.50

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

12.2 Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of ₹ 1 per share. Each shareholder is eligible for one vote per share held and entitled to receive dividend as declared from time to time. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, in proportion of their shareholding.

12.3 Particulars of dividend paid to shareholders

On 19th September, 2019, final dividend of ₹ 3.50 per share (Total dividend of ₹ 4,635.05 Lakhs including dividend distribution tax (DDT) of ₹ 790.30 Lakhs) for FY 2018-19 was paid to holders of equity shares.

12.4 Shares held by holding company

Particulars	Nos.	(₹ in Lakhs)
As at 31st March, 2020		
Inox Leasing and Finance Limited	58,149,021	581.49
As at 31st March, 2019		
Inox Leasing and Finance Limited	57,715,310	577.15

12.5 Details of shareholders holding more than 5% shares in the Company

As at 31st March, 2020	Nos.	holding %
Inox Leasing and Finance Limited	58,149,021	52.93%
Devansh Trademart LLP	6,662,360	6.06%
Siddhapavan Trading LLP	5,576,440	5.08%
Meenu Bhanshali	5,495,182	5.00%

As at 31st March, 2019	Nos.	holding %
Inox Leasing and Finance Limited	57,715,310	52.54%
Devansh Trademart LLP	6,662,360	6.06%
Siddhapavan Trading LLP	5,576,440	5.08%

13 Other equity

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Capital reserves	-	12,827.46
Capital redemption reserve	59.30	59.30
General reserve	-	320,000.00
Cash flow hedge reserve	-	84.98
Retained Earnings	1,18,054.67	1,36,827.96
	1,18,113.97	**4,69,799.70**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

13.1 Capital reserves

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	12,827.46	12,827.46
Transfer on account of demerger (See note 1 and 22)	(12,827.46)	-
Balance at the end of the year	**-**	**12,827.46**

Capital reserves represented compensation received for phased reduction and cessation of CFC production and dismantling of plant, unless otherwise used, as stipulated.

13.2 Capital redemption reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	59.30	59.30
Balance at the end of the year	**59.30**	**59.30**

In FY 2008-09, the Company has bought back and extinguished 59,30,000 equity shares of ₹ 1 per share at an average price of ₹ 103.48 per share from open market, and accordingly the face value of ₹ 1 per share is reduced from the paid up equity share capital and correspondingly the amount of ₹ 59.30 Lakhs was transferred to Capital Redemption Reserve from Statement of Profit and Loss.

13.3 General reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	320,000.00	300,000.00
Transfer on account of demerger (See note 1 and 22)	(320,000.00)	-
Trasfer from Surplus in the Statement of profit and loss	-	20,000.00
Balance at the end of the year	**-**	**320,000.00**

General reserve is used from time to time to transfer profit from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

13.4 Cash flow hedge reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	84.98	136.65
Transfer on account of demerger (See note 1 and 22)	(84.98)	-
Other comprehensive income for the year, net of income tax	-	(51.67)
Balance at the end of the year	**-**	**84.98**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

13.4 Cash flow hedge reserve (Contd..)

The cash flow hedge reserve represented the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments designated as cash flow hedge. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that were recognised and accumulated under the heading of cash flow hedge reserve would be reclassified to profit or loss when the hedged transaction affected the profit or loss, included as a basis adjustment to the non -financial hedged item, or when it would become ineffective.

13.5 Retained Earnings

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	1,36,827.96	33,790.46
On account of demerger (see note 1 and 22)		
Transfer pursuant to demerger	(16,726.31)	-
Cancellation of investment	(1.00)	-
Adjustment on account of demerger	(817.54)	-
	1,19,283.11	**33,790.46**
Profit for the year	3,408.38	1,27,730.78
Other comprehensive income for the year, net of income tax	(1.77)	(58.23)
Payment of dividend on equity shares (including dividend distribution tax) - see note 12.3	(4,635.05)	(4,635.05)
Amount transferred to general reserve	-	(20,000.00)
Balance at the end of the year	**1,18,054.67**	**1,36,827.96**

The amount that can be distributed by the Company as dividends to its equity shareholders is determined after considering the requirements of the Companies Act, 2013. Thus, the amounts reported above may not be distributable in entirety.

14 Other financial liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Unclaimed dividend (*)	167.22	175.91
Employees dues payable	143.55	-
Expenses payables	11.46	-
Total	**322.23**	**175.91**

(*) In respect of unclaimed dividends, the actual amount to be transferred to the Investor Education and Protection Fund is determined on the due date. Consequently, during the current year, final unclaimed dividends of ₹ 13.05 Lakhs for F.Y. 2011-2012 (Previous year ₹ 19.60 Lakhs in respect of F.Y. 2010-2011) and interim unclaimed dividend of ₹ 12.77 Lakhs for F.Y. 2012-2013 (Previous year ₹ 14.75 Lakhs in respect of FY 2011-2012) are transferred to the Investor Education and Protection Fund (IEPF).

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

15 Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Provision for employee benefits (see Note 28)		
- for Gratuity	1.74	-
- for Compensated absences	7.81	-
Total	**9.55**	**-**
Current		
Provision for employee benefits (see Note 28)		
- for Gratuity	17.94	-
- for Compensated absences	17.06	-
Total	**35.00**	**-**

16 Trade payables

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	124.27	-
Total	**124.27**	**-**

There is no amount due to "Micro or Small Enterprises" under Micro, Small and Medium Enterprises Development Act, 2006. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of the information available with the Company. Further no interest is paid/payable in terms of section 16 of the said Act.

17 Other current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Statutory dues and taxes payable	29.25	-
Total	**29.25**	**-**

18 Other income

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(a) Interest income		
(I) On financial assets using effective interest method:		
- Inter-corporate deposits to subsidiary companies	4,000.23	4,833.30
(b) Dividend received from subsidiary	527.86	-

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

18 Other income (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(c) Other income		
Guarantee Commission	245.77	-
Other miscellaneous income	0.63	-
	246.40	**-**
(d) Other gains and losses		
Net gain on investments carried at FVTPL	13.31	-
Total	**4,787.80**	**4,833.30**
Note:		
Realised gain on sale of investments	**12.60**	**-**

19 Employee benefits expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Salaries	277.18	-
Contribution to provident and other funds	5.57	-
Gratuity	2.44	-
Total	**285.19**	**-**

20 Other expenses

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Commission to non-executive director	15.56	48.33
Legal and professional fees and expenses	28.90	-
Corporate Social Responsibility (CSR) expenses (see Note 31)	41.12	-
Miscellaneous expenses	17.42	-
Total	**103.00**	**48.33**

21 Tax Expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(i) Income tax recognized in Statement of Profit and Loss		
Current Tax:		
In respect of current year	992.00	22,510.00
In respect of earlier years	-	(23,896.94)
	992.00	**(1,386.94)**
Deferred Tax		
In respect of current year	(0.77)	1,634.40
In respect of earlier years	-	(58,955.15)
	(0.77)	**(57,320.75)**
	991.23	**(58,707.69)**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

21 Tax Expense (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(ii) Income tax recognized in Other Comprehensive Income		
Deferred tax on remeasurement of defined benefit plans	(0.59)	(31.28)
Deferred tax on Effective portion of gains and (loss) on hedging instruments in a cash flow hedge	-	(27.76)
	(0.59)	**(59.04)**
Total tax expense/ (credit)	**990.64**	**(58,766.73)**

21.1 The income tax expense for the year can be reconciled to the accounting profit as follows:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit before tax from continued operations	4,399.61	4,784.97
Profit before tax from discontinued operations	-	64,238.12
	4,399.61	**69,023.09**
Income tax using the Company's domestic tax rate @ 25.168% (2018-19: 34.944%)	1,107.29	24,119.43
Effect of expenses that are not deductible in determining taxable profits	16.64	689.08
Effect of tax incentives	-	(1,269.47)
Effect of income that is exempt from tax	(132.85)	-
Effect of income that is taxed at special rates	-	(1,217.24)
Effect of loss on fair vaue of investments on which deferred tax asset is not recognised	-	1,817.70
Others (net)	0.15	4.90
	991.23	**24,144.40**
Taxation pertaining to earlier years	-	(82,852.09)
Tax expense as per the Statement of Profit and Loss	**991.23**	**(58,707.69)**

The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019 with effect from 1 April 2019. Thus, for the financial year 2019-20, the applicable tax rate for the company is 25.168% as against the earlier rate of 34.944%.

21.2 During the previous year, the Company had received appellate orders from Income-tax Appellate Tribunal (“ITAT”) for two years (viz. assessment years 2012-13 and 2013-14) favourably upholding certain contentions raised by the Company, including, on the basis of decision of the jurisdictional Gujarat High Court, holding that net proceeds from sale of carbon credits by the Company is a capital receipt. Further, in respect of earlier years, the matter was heard by ITAT on 25th April 2019 and considering the relief already granted by the ITAT in above two years, on the basis of decision of the jurisdictional Gujarat High Court in respect of taxability of carbon credit receipts, the Company had computed the amount of relief for the balance years also. The consequential tax benefits for earlier periods in respect of the demerged Chemical Business Undertaking of ₹ 82,852.09 lakhs was recognized as ‘tax pertaining to earlier years’ as under:

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

21 Tax Expense (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019
MAT credit entitlement	(58,165.06)
Income tax	(23,896.94)
Deferred tax	(790.09)
Net credit	**(82,852.09)**

22 Discontinued Operations - demerger of Chemical Business Undertaking

The Scheme of Arrangement for the demerger of Chemical Business Undertaking from Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") to its wholly owned subsidiary Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") between the two companies and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 ("the Scheme") was approved by Honourable National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 i.e. making the Scheme operative. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the Scheme, including employees and investment in subsidiaries and joint ventures pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. Certain assets, particularly the immovable properties, are in the process of being registered in the name of the resulting company. Further, in respect of the secured loans transferred to the resulting company, the process of transfer of charges is in progress.

All the shareholders of the demerged company are allotted one fully paid-up equity share of Re. 1 each in resulting company, for every one fully paid-up equity share of Re. 1 each held by them in demerged company. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July, 2019. The demerger is accounted in accordance with AS 103: Business Combinations.

Accordingly, the financial information pertaining to the demerged Chemical Business Undertaking for the previous year have been classified as Discontinued Operations in the standalone financial statements. Break-up of these is presented below:

Statement of Profit and loss of discontinued operation

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019
Revenue from operations	2,73,054.85
Other income	8,386.11
Total Income	**2,81,440.96**
Cost of materials consumed	93,394.64
Purchase of stock-in-trade	58.32
Changes in inventories of finished goods, work-in-progress, stock-in-trade and by products	(11,747.58)
Power & fuel	50,078.74
Employee benefit expense	16,512.40

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Statement of Profit and loss of discontinued operation (Contd..)

(₹ in Lakhs)

Particulars	**Year ended 31st March, 2019**
Net loss on fair value changes in investments classified at FVTPL	3,664.33
Finance costs	5,570.67
Depreciation and amortisation expense	16,161.73
Other expenses	42,685.59
Total expenses	**2,16,378.84**
Profit before exceptional items and tax	**65,062.12**
Exceptional item - non-utilization penalty for extension of time limit to utilize industrial plot	(824.00)
Profit before tax	**64,238.12**
Tax credit (including tax pertaining to earlier years - see Note 21.2)	(60,379.75)
Profit for the year	**1,24,617.87**

Summary of assets/liabilities of discontinued operations:

(₹ in Lakhs)

Sr. No.	**Particulars**	**As at 31st March, 2019**
	ASSETS	
(1)	**Non-current assets**	
	(a) Property, plant & equipment	2,15,682.99
	(b) Capital work-in-progress	22,867.56
	(c) Investment property	1,032.00
	(d) Other intangible assets	2,628.95
	(e) Financial assets	
	i) Investments in subsidiaries	8,705.58
	ii) Investment in joint venture	118.25
	iii) Other Investments	34,085.24
	iv) Loans	683.88
	v) Other financial assets	746.19
	(f) Deferred tax assets (net)	31,526.01
	(g) Income tax assets (net)	20,505.88
	(h) Other non-current assets	7,769.14
	Sub-total	**3,46,351.67**
(2)	**Current assets**	
	(a) Inventories	53,031.36
	(b) Financial assets	
	i) Other Investments	18.85
	ii) Trade receivables	65,729.56
	iii) Cash and cash equivalent	3,122.74
	iv) Loans	4,004.90
	v) Other financial assets	244.29
	(c) Other current assets	10,451.11
	Sub-total	**1,36,602.81**
	Total assets pertaining to discontinued operations	**4,82,954.48**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2019
	LIABILITIES	
(1)	**Non-current liabilities**	
	(a) Financial liabilities	16,046.24
	(b) Provisions	1,960.02
	Sub-total	**18,006.26**
(2)	**Current liabilities**	
	(a) Financial liabilities	1,12,055.94
	(b) Other current liabilities	919.43
	(c) Provisions	1,254.19
	(d) Current tax liabilities (net)	262.37
	Sub-total	**1,14,491.93**
	Total liabilities pertaining to discontinued operations	**1,32,498.19**

Cash flows from discontinued operations:

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2019
1	Net cash generated from operating activities	79,909.57
2	Net cash used in investing activities	(45,181.72)
3	Net cash generated from financing activities	11,886.22
	Total Cash flow from discontinued operations	**46,614.07**

As per the Scheme, the difference between the net assets transferred to the resulting company and the reserves transferred to the resulting company, is adjusted against retained earnings as under:

Particulars	₹ in Lakhs
a) Assets transferred on demerger	4,82,954.48
Less: liabilities transferred on demerger	1,32,498.19
Net assets transferred on demerger (a)	3,50,456.29
b) Reserves transferred on demerger	
Capital reserve	12,827.46
General reserve	3,20,000.00
Cash flow hedge reserve	84.98
Retained earnings	16,726.31
Total reserves transferred on demerger(b)	**3,49,638.75**
Difference adjusted in retained earnings as per scheme	**817.54**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Details of Property , Plant and Equipment transferred on demerger

(₹ in Lakhs)

Particulars	Gross Block - at Cost or deemed cost	Accumulated depreciation	Net Block as at 31st March, 2019
Free hold land	46.86	-	46.86
Buildings	24,638.17	3,853.36	20,784.81
Plant and Equipments	2,45,403.63	51,668.41	1,93,735.22
Furniture and Fixtures	995.84	532.31	463.53
Vehicles	347.20	150.94	196.26
Office Equipments	1,244.62	788.31	456.31
Total	**2,72,676.32**	**56,993.33**	**2,15,682.99**

Details of Investments transferred on demerger

(₹ in Lakhs)

Particulars	As at 31st March, 2019
i. Investment in Subsidiaries	
Gujarat Fluorochemicals Singapore Pte Ltd	7,671.48
Gujarat Fluorochemicals GmbH	21.82
Gujarat Fluorochemicals Americas LLC	1,012.28
Total	**8,705.58**
ii. Investment in Joint venture	
Swarnim Gujarat Fluorspar Private Limited	118.25
iii. Other investments	
Investment in Mutual funds	34,085.24
Total Investment (i+ii+iii)	**42,909.07**

Details of Contingent Liabilities and Capital Commitments transferred on demerger

(₹ in Lakhs)

Particulars	As at 31st March, 2019
Contingent liabilities	
a) In respect of Service tax matters	387.04
b) In respect of Excise duty matters	3,794.67
c) In respect of Custom duty matters	1,312.79
d) In respect of VAT matters	101.64
e) Claims in respect of labour matters - the amount is not ascertainable	
Capital commitments	**46,503.74**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

23 Earning Per Share

For Continuing Operations

(₹ in Lakhs)

Particulars	2019-2020	2018-2019
Profit for the year after tax (₹ in Lakhs)	3,408.38	3,112.91
Weighted average number of equity shares used in calculation of basic and diluted EPS (Nos.)	109850000	109850000
Nominal value of each share (in ₹)	1.00	1.00
Basic and Diluted Earnings per share (in. ₹)	**3.10**	**2.83**

From Discontinued Operations

(₹ in Lakhs)

Particulars	2019-2020	2018-2019
Profit for the year after tax (₹ in Lakhs)	-	124,617.87
Weighted average number of equity shares used in calculation of basic and diluted EPS (Nos.)	109850000	109850000
Nominal value of each share (in ₹)	1.00	1.00
Basic and Diluted Earnings per share (in. ₹)	-	113.44
From total operations (Basic and Diluted Earnings per share (in. ₹)	**3.10**	**116.27**

24 Financial Instruments:

24.1 Capital Management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to the stakeholders through the optimization of the debt and equity balance. The Company does not have any borrowings and is not subject to any externally imposed capital requirements.

24.2 Categories of financial instruments

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
a) Financial assets		
Measured at fair value through profit or loss (FVTPL)		
(a) mandatorily measured as at FVTPL		
(i) Investments in mutual funds	230.71	-
Sub Total	**230.71**	**-**
Measured at amortised cost		
(a) Cash & cash equivalents	201.82	175.91
(b) Other financial assets at amortised cost		
(i) Loans	45,342.73	46,795.24
(ii) Other financial assets	1,429.00	1,138.49
Sub Total	**46,973.55**	**48,109.64**
Total financial assets	**47,204.26**	**48,109.64**
b) Financial liabilities		
Measured at amortised cost		
(a) Trade payables	124.27	-
(b) Other current financial liabilities	322.23	175.91
Total financial Liabilities	**446.50**	**175.91**

The carrying amount reflected above represents the Company's maximum exposure to credit risk for such financial assets.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

24.3 Financial risk management

The Company is exposed to financial risks which include market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks. The management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

a. Market Risk

Market risk comprises of currency risk, interest rate risk and other price risk. The Company does not have any exposure to foreign currency nor interest rate risk.

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments and mutual funds. The company is not exposed to equity price risks arising from equity investments since the entire equity investments is in subsidiaries which are held for strategic rather than trading purposes. The Company does not actively trade these investments. The Company is also exposed to price risk arising from investments in debt mutual funds, but these being debt instruments, the exposure to risk of changes in market rates is minimal.

b. Credit Risk Management

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as loans and advances given, cash and cash equivalents and investments in mutual funds.The Company has not given any loans and advances to external parties. Credit risk arising from investment in money market liquid mutual funds is limited. Hence credit risk is minimal for the Comapny.

c. Liquidity Risk Management

Ultimate responsibility for Company's liquidity risk management rests with the Company's Board of Directors. The Company generally manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

24.4 Liquidity and Interest risk tables

The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the entity can be required to pay. The table below include only principal cash flows in relation to financial liabilities.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	5 years and above	Total
	INR	INR	INR	INR
As at 31st March, 2020				
Trade Payables	124.27	-	-	124.27
Other financial liabilities	322.23	-	-	322.23
Total	**446.50**	**-**	**-**	**446.50**
As at 31st March, 2019				
Other financial liabilities	175.91	-	-	175.91
Total	**175.91**	**-**	**-**	**175.91**

The above liabilities will be met by the Company from internal accruals and realization of financial assets.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

24.5 Fair Value Measurements

This note provides information about how the entity determines fair values of various financial assets and financial liabilities

a. **Fair Value of the Entity's financial assets and financial liabilities that are measured at fair value on a recurring basis**

Financial assets/financial liabilities	Fair Value as at		Fair Value hierarchy	Valuation technique(s) and key input(s)
	31st March, 2020	31st March, 2019		
Investments in Mutual Funds (see Note 5(b))	₹ 230.71 Lakhs	-	Level 1	Quoted prices in an active market

b. **Fair Value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

25. Contingent Liabilities:

a. Details of corporate guarantees given to banks/financial institutions/lenders for loans taken by a step down subsidiary and a fellow subsidiary, lien on investments of the Company and working capital facilities of the Company used by a step down subsidiary of ₹ 31,324.53 Lakhs (as at 31st March 2019: ₹ 55,435.10 Lakhs) (See Note 27).

b. For contingent liabilities transferred and vested on demerger with resulting company, see Note 22.

26. Commitments:

a. Estimated amounts of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 4,309.40 Lakhs (as at 31st March, 2019 ₹ 4,309.40 Lakhs).

b. For capital commitments transferred and vested on demerger with resulting company, see Note 22.

27. Related Party disclosures

(A) Where control exists:

Holding company

Inox Leasing and Finance Limited

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Subsidiary companies

Subsidiaries of the Company

Gujarat Fluorochemicals Limited (earlier known as Inox Fluorochemicals Limited) - upto 31st March, 2019 and subsequently classified as Fellow subsidiary - see Note 1 and 22

Inox Leisure Limited (ILL)

Inox Wind Limited (IWL)

Inox Renewables Limited (IRL)

Inox Infrastructure Limited

Inox Wind Energy Limited (incorporated on 06.03.2020)

Subsidiaries of the Company upto 31st March, 2019 and being part of Chemical Business Undertaking, transferred and vested with Gujarat Fluorochemicals Limited w.e.f. 1st April, 2019 - see Note 1 and 22

Gujarat Fluorochemicals Americas LLC, U.S.A. (GFL Americas LLC)

Gujarat Fluorochemicals GmbH, Germany

Gujarat Fluorochemicals Singapore Pte. Limited

GFL GM Fluorspar SA -Subsidiary of GFL Singapore Pte. Limited

Subsidiaries of Inox Leisure Limited (ILL)

Shouri Properties Private Limited

Inox Leisure Limited- Employees' Welfare Trust- controlled trust

Inox Benefit Trust- controlled trust

Subsidiaries of Inox Wind Limited

Inox Wind Infrastructure Services Limited (IWISL)

Waft Renergy Private Limited

Subsidiaries of Inox Wind Infrastructure Services Limited

Suswind Power Private Limited

Vasuprada Renewables Private Limited

Ripudaman Urja Private Limited

Vibhav Energy Private Limited

Haroda Wind Energy Private Limited

Vigodi Wind Energy Private Limited

Aliento Wind Energy Private Limited

Flurry Wind Energy Private Limited

Tempest Wind Energy Private Limited

Vuelta Wind Energy Private Limited

Flutter Wind Energy Private Limited

Marut Shakti Energy India Limited

Sarayu Wind Power (Kondapuram) Private Limited

Sarayu Wind Power (Tallimadugula) Private Limited

Vinirrmaa Energy Generation Private Limited

Satviki Energy Private Limited

RBRK Investments Limited

Shri Pavan Energy Private Limited (upto 21.05.2020)

Khatiyu Wind Energy Private Limited

Ravapar Wind Energy Private Limited

Nani Virani Wind Energy Private Limited

Resco Global Wind Services Private Limited (incorporated on

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

21.01.2020)

B) Other related parties whom there are transactions during the year

Associates of Inox Wind Infrastructure Services Limited

Wind One Renergy Private Limited

Wind Two Renergy Private Limited

Wind Three Renergy Private Limited

Wind Four Renergy Private Limited

Wind Five Renergy Private Limited

Joint Venture of the Company upto 31st March, 2019 and part of Chemical Business Undertaking transferred and vested with Gujarat Fluorochemicals Limited w.e.f. 1st April, 2019 - see Note 1 and 22

Swarnim Gujarat Fluorspar Private Limited

Key Management Personnel

a) Whole-time directors

Mr. D K Jain (also appointed as Managing Director w.e.f. 01.08.2019)

Mr. Anand Bhusari (upto 27.04.2019)

Mr. D K Sachdeva (upto 13.08.2019)

Mr. Sanath Kumar Muppirala (upto 13.08.2019)

b) Non-executive directors

Mr. V K Jain

Mr. P K Jain

Mr. Deepak Asher

Mr. Om Prakash Lohia

Mr. Shanti Prasad Jain

Ms.Vanita Bhargava

Mr. Shailendra Swarup

Mr. Rajagopalan Doraiswami (upto 13.08.2019)

Mr. Chandra Prakash Jain (upto 13.08.2019)

Enterprises over which a Key Management Personnel, or his relatives, have significant influence

Devansh Gases Private Limited

Devansh Trademart LLP

Inox India Private Limited

Inox Air Products Private Limited

Inox Chemicals LLP

Refron Valves Private Limited

Rajni Farms Private Limited

Siddhapavan Trading LLP

Siddho Mal Trading LLP

Swarup & Company

Fellow subsidiary

Gujarat Fluorochemicals Limited (w.e.f. 1st April, 2019 - earlier classified as subsidiary upto 31st March, 2019 - see Note 1 and 22)

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
A) Transactions during the year												
Sale of goods												
Inox Air Products Private Limited									-	1.40	-	1.40
GFL Americas LLC			-	32,142.18							-	32,142.18
GFL GmbH, Germany			-	25,235.38							-	25,235.38
Refron Valves Private Limited									-	0.06	-	0.06
Total			-	**57,377.56**					-	**1.46**	-	**57,379.02**
Sales return												
GFL GmbH, Germany			-	131.22							-	131.22
Total			-	**131.22**							-	**131.22**
Purchase of power												
Inox Wind Limited			-	324.45							-	324.45
Total			-	**324.45**							-	**324.45**
Purchase of assets												
Inox India Private Limited									-	0.56	-	0.56
Total									-	**0.56**	-	**0.56**
Purchase of goods												
Inox Air Products Private Limited									-	1,204.72	-	1,204.72
Inox India Private Limited									-	4,083.76	-	4,083.76
GFL GM Fluorspar SA			-	2,187.78							-	2,187.78
Total			-	**2,187.78**					-	**5,288.48**	-	**7,476.26**
Purchase of movie tickets												
Inox Leisure Limited			-	8.39							-	8.39
Total			-	**8.39**							-	**8.39**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Equity shares subscribed												
GFL Singapore Pte Limited			-	2,118.20							-	2,118.20
Gujarat Fluorochemicals Limited			-	1.00							-	1.00
Inox Leisure Limited			-	16,000.00							-	16,000.00
Inox Wind Energy Limited			1.00	-							1.00	-
Swarnim Gujarat Private Limited			-	10.00							-	10.00
Total			**1.00**	**18,129.20**							**1.00**	**18,129.20**
Advances given towards purchases of goods/assets												
GFL GM Fluorspar SA			-	772.49							-	772.49
Inox Wind Limited			-	14,010.00							-	14,010.00
Inox Wind Infrastructure Services Limited			-	3,300.00							-	3,300.00
Total			**-**	**18,082.49**							**-**	**18,082.49**
Guarantees given												
Inox Wind Infrastructure Services Limited			5,000.00	25,000.00							5,000.00	25,000.00
			5,000.00	**25,000.00**							**5,000.00**	**25,000.00**
Inter corporate deposits given												
Inox Renewables Limited			-	1,500.00							-	1,500.00
Inox Wind Infrastructure Services Limited			-	14,250.00							-	14,250.00
Inox Wind Limited			515.00	9,500.00							515.00	9,500.00
Total			**515.00**	**25,250.00**							**515.00**	**25,250.00**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Inter corporate deposits received back												
Inox Wind Limited			530.00	-							530.00	-
Inox Wind Infrastructure Services Limited			-	4,250.00							-	4,250.00
Inox Leisure Limited			-	16,249.00							-	16,249.00
Total			**530.00**	**20,499.00**							**530.00**	**20,499.00**
Interest income												
Inox Leisure Limited			-	1,135.20							-	1,135.20
Inox Wind Infrastructure Services Limited			925.41	387.14							925.41	387.14
Inox Renewables Limited			2,190.65	2,334.04							2,190.65	2,334.04
Inox Wind Limited			884.17	426.71							884.17	426.71
Total			**4,000.23**	**4,283.09**							**4,000.23**	**4,283.09**
Dividend Income												
Inox Leisure Limited			527.86	-							527.86	-
Total			**527.86**	**-**							**527.86**	**-**
Reimbursement of expenses (paid)/Payments made on behalf of the Company												
GFL Americas LLC			-	6.70							-	6.70
GFL GmbH, Germany			-	0.12							-	0.12
Devansh Gases Private Limited									-	7.32	-	7.32
Inox Leasing & Finance Limited	-	3.20									-	3.20
Gujarat Fluorochemicals Limited					114.83	-					114.83	-
Total	**-**	**3.20**	**-**	**6.82**	**114.83**	**-**			**-**	**7.32**	**114.83**	**17.34**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Reimbursement of expenses (received)/ Payments made on behalf by the Company												
Inox Leisure Limited			-	7.16							-	7.16
Inox Wind Limited			-	135.00							-	135.00
GFL GM Fluorspar SA			-	1.49							-	1.49
Inox Air Products Private Limited									-	8.37	-	8.37
GFL GmbH, Germany			-	8.08							-	8.08
Inox Wind Infrastructure Limited			-	515.27							-	515.27
Gujarat Fluorochemicals Limited			-	0.41							-	0.41
Inox Wind Energy Limited			0.50	-							0.50	-
Total			**0.50**	**667.41**					**-**	**8.37**	**0.50**	**675.78**
Guarantee Commission Income												
Inox Wind Infrastructure Services Limited			245.77	550.21							245.77	550.21
GFL GM Fluorspar SA			-	58.49							-	58.49
Total			**245.77**	**608.70**							**245.77**	**608.70**
Rent Received												
Inox Air Products Private Limited									-	144.90	-	144.90
Inox Wind Limited			-	72.39							-	72.39
Inox Leisure Limited			-	29.69							-	29.69
Others			-	2.70					-	0.72	-	3.42
Total			**-**	**104.78**					**-**	**145.62**	**-**	**250.40**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Rent paid												
Inox Air Products Private Limited									-	2.40	-	2.40
Devansh Gases Private Limited									-	24.00	-	24.00
Inox Leasing and Finance Limited	-	69.00									-	69.00
Mr. D.K. Sachdeva							-	1.20			-	1.20
Total	-	**69.00**					-	**1.20**	-	**26.40**	-	**96.60**
O&M Charges & Lease Rents paid												
Inox Air Products Private Limited									-	194.93	-	194.93
Inox Wind Infrastructure Services Limited			-	468.91							-	468.91
Total			-	**468.91**					-	**194.93**	-	**663.84**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
B) Amounts outstanding												
Amounts payable												
Inox Leasing and Finance Limited	-	13.19									-	13.19
Inox Leisure Limited			-	0.03							-	0.03
GFL Americas LLC			-	20.00							-	20
Inox India Private Limited									-	327.34	-	327.34
Inox Air Products Private Limited									-	153.52	-	153.52
Gujarat Fluorochemicals Limited					114.83	-					114.83	-
Total	**-**	**13.19**	**-**	**20.03**	**114.83**	**-**			**-**	**480.86**	**114.83**	**514.08**
Amounts Receivable												
a) Inter corporate deposits												
Inox Renewables Limited			24,200.00	24,200.00							24,200.00	24,200.00
Inox Wind Infrastructure Services Limited			10,000.00	10,000.00							10,000.00	10,000.00
Inox Wind Limited			9,485.00	9,500.00							9,485.00	9,500.00
Total			**43,685.00**	**43,700.00**							**43,685.00**	**43,700.00**
b) Interest accrued												
Inox Renewables Limited			911.84	3,095.24							911.84	3,095.24
Inox Wind Infrastructure Services Limited			382.87	-							382.87	-
Inox Wind Limited			363.02	-							363.02	-
Total			**1,657.73**	**3,095.24**							**1,657.73**	**3,095.24**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

27. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Subsidiary Companies/ Joint Venture and associates of a subsidiary company		Fellow Subsidiary		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
c) Trade/Other receivables												
GFL Americas LLC			-	9,713.45							-	9,713.45
GFL GmbH, Germany			-	9,415.68							-	9,415.68
Inox Leisure Limited			-	0.58							-	0.58
Inox Renewables Limited			-	9.16							-	9.16
Inox Wind Infrastructure Services Limited			1,428.50	952.91							1,428.50	952.91
Inox Air Products Private Limited									-	4.94	-	4.94
GFL GM Fluorspar SA			-	137.53							-	137.53
Others			0.50	11.08							0.5	11.08
Total			**1,429.00**	**20,240.39**					**-**	**4.94**	**1,429.00**	**20,245.33**
d) Advances for purchase of goods												
GFL GM Fluorspar SA			-	772.49							-	772.49
Total			**-**	**772.49**							**-**	**772.49**
e) Advances for purchase of assets												
Inox Wind Limited			22,010.00	22,010.00							22,010.00	22,010.00
Inox Wind Infrastructure Services Limited			5,060.00	5,060.00							5,060.00	5,060.00
Total			**27,070.00**	**27,070.00**							**27,070.00**	**27,070.00**
f) Guarantees												
Inox Wind Infrastructure Services Limited			26,987.00	50,383.16							26,987.00	50,383.16
GFL GM Fluorspar SA			4,337.53	5,051.94							4,337.53	5,051.94
Total			**31,324.53**	**55,435.10**							**31,324.53**	**55,435.10**

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

Compensation of Key management personnel

(₹ in Lakhs)

Particulars	2019-2020	2018-2019
(i) Remuneration and commission		
Mr. D K Jain	193.17	740.67
Mr. V K Jain	-	702.67
Mr. D K Sachdeva	-	23.80
Mr. Anand Bhusari	-	162.67
Total	193.17	1,629.81
(ii) Director sitting Fees paid	5.60	8.80

The remuneration of directors and Key Management Personnel (KMP) is determined by the Nomination and Remuneration Committee having regard to the performance of individuals and market trends. As the liabilities for the defined benefit plans and other long term benefits are provided on actuarial basis for the Company, the amount pertaining to KMP are not included above. Contribution to Provident Fund (defined contribution plan) is Nil (previous year ₹ 24.44 Lakhs) included in the amount of remuneration reported above.

Notes

(a) Sales, purchases and service transactions with related parties are made at arm's length price.

(b) Amounts outstanding are unsecured and will be settled in cash or receipts of goods and services.

(c) No expense has been recognised for the year ended 31st March, 2020 and 31st March 2019 for bad or doubtful trade receivables in respect of amounts owed by related parties.

28 Employee Benefits:

(a) Defined Contribution Plans

The Company contributes to the Government managed provident & pension fund for all qualifying employees. Contribution to Provident fund recognized as an expense and included in Contribution to Provident & Other funds' in the Statement of Profit and Loss is as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Defined contribution plan		
- Continued operations	5.57	-
- Discontinued operations	-	662.71
Total	5.57	662.71

(b) Defined Benefit Plans:

The Company has defined benefit plan for payment of gratuity to all qualifying employees. It is governed by the payment of Gratuity Act, 1972. Under this Act, an employee who has completed five years of service is entitled to the specified benefit. The level of benefits provided depends on the employee's length of services and salary at retirement age. The Company's defined benefit plan is unfunded. There are no other post retirement benefits provided by the Company.

The most recent actuarial valuation of the present value of the defined benefit obligation was carried out as at 31st March, 2020 by Mr. G N Agarwal, fellow member of the institute of the Actuaries of India. The present value of the defined benefit obligation, the related current service cost and past service cost, were measured using the projected unit credit method.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

(i) Movement in the present value of the defined benefit obligation are as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Opening defined benefit obligation	1,839.86	1,450.27
On transfer of employees, including pursuant to demerger (net)	(1,824.98)	-
Current Service Cost	2.44	242.34
Interest cost	-	108.78
Actuarial gains / (losses) on obligation:		
a) arising from changes in financial assumptions	-	4.24
b) arising from experience adjustments	2.36	85.27
Benefits Paid	-	(51.04)
Present value of obligation as at year end	**19.68**	**1,839.86**

(ii) Components of amount recognized in profit and loss and other comprehensive income are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current Service Cost		
- Continued operations	2.44	-
- Discontinued operations	-	242.34
Interest expense		
- Discontinued operations	-	108.78
Amount recognized in profit & loss	**2.44**	**351.12**
Actuarial gains / (losses):		
a) arising from changes in financial assumptions		
- Continued operations	-	-
- Discontinued operations	-	4.24
b) arising from experience adjustments		
- Continued operations	2.36	-
- Discontinued operations	-	85.27
Amount recognized in other comprehensive income	**2.36**	**89.51**
Total	**4.80**	**440.63**

(iii) The principal assumptions used for the purposes of the actuarial valuation of gratuity are as follows:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Discount rate	4.60%	7.60%
Expected rate of salary increase	8.00%	8.00%
Employee Attrition Rate	5%	5%
Mortality	IALM (2012-14) Ult.	IALM (2006-08) Ult.

Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

This plan typically expose the company to actuarial risks such as interest rate risk and salary risk

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

(iii) The principal assumptions used for the purposes of the actuarial valuation of gratuity are as follows: (Contd..)

a) Interest risk: a decrease in the bond interest rate will increase the plan liability.

b) Salary risk: the present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, a variation in the expected rate of salary increase of the plan participants will change the plan liability.

(iv) Sensitivity Analysis

Significant actuarial assumptions for the determination of defined obligation are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

(₹ in Lakhs)

Particulars - Impact on present value of defined benefit obligation	As at 31st March, 2020	As at 31st March, 2019
if discount rate increased by 1%	(0.02)	(116.38)
if discount rate decreased by 1%	0.01	134.92
if salary escalation rate increased by 1%	0.01	129.56
if salary escalation rate decreased by 1%	(0.02)	(113.92)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(v) Expected contribution to the defined benefit plan in future years

(₹ in Lakhs)

Particulars -Impact an Present Value of defined benefit obligation	As at 31st March, 2020	As at 31st March, 2019
Expected outflow in 1st Year	17.94	493.19
Expected outflow in 2nd Year	1.82	135.81
Expected outflow in 3rd Year	-	93.15
Expected outflow in 4th Year	-	106.79
Expected outflow in 5th Year	-	89.37
Expected outflow in 6th to 10th Year	-	736.04

The average duration of the defined benefits plan obligation at the end of the reporting period is 0.47 years (previous year 12.54 years).

(c) Other short term and long term employment benefits:

Annual leave and short term leave

The liability towards compensated absences (annual and short term leave) for the year ended 31st March, 2020 is based on actuarial valuation carried out by using Projected Unit Credit Method.

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

(c) Other short term and long term employment benefits: (Contd..)

The expenses on compensated absences which are included in employee benefits in the Statement of Profit and Loss are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Compensated absences recognised in the statement of Profit & Loss		
- Continued operations	1.72	-
- Discontinued operations	-	338.71
Total	**1.72**	**338.71**

The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	As at 31st March, 2020	As at 31st March, 2019
Discount rate	4.60%	7.60%
Expected rate of salary increase	8.00%	8.00%
Employee Attrition Rate	5%	5%
Mortality	IALM (2012-14) Ult.	IALM (2006-08) Ult.

29 Payments to Auditor

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Statutory Audit (including consolidated accounts)	5.00	29.00
Limited review and corporate governance certificate	1.00	8.00
Certification	0.50	0.75
	6.50	**37.75**

Note: The above amounts are exclusive of Goods and Service Tax

30 (a) Disclosure as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Amount of inter-corporate deposits at the year end		
Inox Renewables Limited (IRL)	24,200.00	24,200.00
Inox Wind Limited (IWL)	9,485.00	9,500.00
Inox Wind Infrastructure Services Limited (IWISL)	10,000.00	10,000.00
Maximum balance during the year		
Inox Leisure Limited (ILL)	-	16,249.00
Inox Renewables Limited (IRL)	24,200.00	24,200.00
Inox Wind Limited (IWL)	10,000.00	9,500.00
Inox Wind Infrastructure Services Limited (IWISL)	10,000.00	10,000.00

Notes to the Standalone Financial Statements

for the year ended 31st March, 2020

30 (b) Disclosure required under section 186(4) of the Companies Act, 2013

(i) The above inter-corporate deposits are unsecured and given for general business purpose. The inter-corporate deposits are repayable at call and carry interest in the range of @ 7 % p.a. to 10 % p.a.

(ii) For corporate guarantees given by the Company - see Note 25 and 27.

31 Corporate Social Responsibility (CSR)

(a) The gross amount required to be spent by the Company during the year towards Corporate Social Responsibility (CSR) is ₹ 897.57 Lakhs (31st March, 2019: ₹ 509.15 Lakhs)

(b) Amount spent during the year on:

(₹ in Lakhs)

Sr. No.	Particulars	In cash	Yet to be paid in cash	Total
(i)	Construction/acquisition of any fixed assets	**Nil**	**Nil**	**Nil**
		(Nil)	(Nil)	(Nil)
(ii)	On purposes other than (i) above	**41.12**	**Nil**	**41.12**
		(769.34)	(Nil)	(769.34)

(Figures in brackets pertain to previous year)

32 The Company has presented segment information in the consolidated financial statements which are presented in the same financial report. Accordingly, in terms of Paragraph 4 of Ind AS 108 ‘Operating Segments’, no disclosures related to segments are presented in this standalone financial statements.

For KULKARNI and COMPANY
Chartered Accountants
Firm’s Reg. No: 140959W

A.D.TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V. K. JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Independent Auditor's Report

Independent Auditor's Report to the members of GFL Limited (earlier known as Gujarat Fluorochemicals Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of GFL Limited ("the Holding Company"), earlier known as Gujarat Fluorochemicals Limited, its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group") and its associates which comprise the Consolidated Balance Sheet as at 31 March 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information ("the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at 31 March 2020, the loss and total comprehensive loss, consolidated statement of changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India, and we have fulfilled our ethical responsibilities in accordance with the provisions of the Act. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

a) As described in Note 2.2, in preparation of these financial statements, the Group and its associates have considered the effect of uncertainties due to COVID-19 pandemic on the operations of the Group and its associates. The actual impact of COVID-19 pandemic may be different from that estimated as on the date of approval of these financial statements.

b) Commission of ₹ 15.56 lakhs to a non-executive director requires approval of the shareholders in the forthcoming Annual General Meeting as per the requirements of SEBI (Listing Obligations and Disclosure Requirements), Regulations.

Our report is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

<table>
<tr><th>Sr.</th><th>Key Audit Matter</th><th>Auditor's Response</th></tr>
<tr><td>1</td><td colspan="2">Demerger of Chemical Business Undertaking</td></tr>
<tr><td></td><td>As described in Note 1 and 52 to the Consolidated Financial Statements, the Chemical Business Undertaking of the Holding Company is demerged and vested with the resulting company w.e.f. 1st April 2019 as per the Scheme of Arrangement approved by NCLT and became effective on 16th July 2019.

This has been identified as a key audit matter since it is a significant event, requiring compliances of the terms of the Scheme, accounting as per the relevant Ind AS and also complexities involved in the presentation in financial statements</td><td>To address this key audit matter, our audit procedures included the following:
• Examination of the Scheme of Arrangement pursuant to which the demerger was carried out along with the regulatory approvals required for the Scheme of Arrangement to take effect;
• Evaluation of the appropriateness of the accounting treatment followed by the Company in this regard, including the adjustments given in the reserves and surplus, with reference to the Scheme, relevant Ind AS and the requirements of the accounting principles generally accepted in India;
• Testing the adjustment given in the reserves and surplus for net assets transferred to the resulting company; and
• Examination the disclosures given in the consolidated financial statements for adequacy and appropriateness, including disclosure of comparative figures.</td></tr>
<tr><td colspan="3">The Key Audit Matters in the auditor's report of subsidiaries companies is reproduced as under:</td></tr>
<tr><td>2.</td><td colspan="2">In respect of the consolidated financial statements of Inox Leisure Limited</td></tr>
<tr><td>a)</td><td colspan="2">Adoption of Ind AS 116: Leases</td></tr>
<tr><td></td><td>As described in Note 48 to the Consolidated Financial Statements, the Group has transitioned to Ind AS 116, initial application date being 1 April 2019. The application of this accounting standard is complex and also has significant impact not only on the profit for the year but also on the asset and liability position of the Group. On transition to Ind AS 116, the Group has recognised right-of-use assets (ROU) of ₹ 1,66,301.16 Lakhs and lease liabilities of ₹ 2,19,223.77 Lakhs. Significant judgement is also involved in transition to and application of this accounting standard.

This has been identified as a key audit matter in view of the significant impact on the profit for the year and also on the asset and liability position of the Group and the complexities in transition and application of this accounting standard.</td><td>To address this key audit matter, our audit procedures included the following:
• Assessment and testing of processes and controls in respect of Ind AS 116: Leases
• Assessment of the key terms and conditions of the leases
• On transition to Ind AS 116:
- Evaluation of the method of transition and related adjustments
- Evaluation of the practical expedients used on transition
- Testing the completeness and accuracy of the lease data by reconciling the Group's operating lease commitments to the data used in computing ROU assets and lease liabilities
• On application of Ind AS 116:
- Substantive testing of the computation of the ROU asset, lease liability, amortization of the ROU and the recognition of lease finance cost
- Reviewed the accounting policy on Ind AS 116 and testing the presentation and disclosures made in the financial statements as required by Ind AS 116, including those relating to transition.</td></tr>
</table>

Sr.	Key Audit Matter	Auditor's Response
b)	**Claims and exposure relating to indirect taxation**	
	The Group has disclosed in Note 43 the contingent liabilities as at 31 March 2020 which includes amount of ₹ 25,326.20 Lakhs in respect of indirect tax matters viz. entertainment tax and service tax. This has been identified as a key audit matter due to magnitude of the amount involved, uncertainty of the matter and the potential financial impact on the financial statements. There is significant judgement required by management in assessing the exposure of each case due to the complexities of the cases and timescales for resolution	To address this key audit matter, our audit procedures included the following: • Obtained the summary of all pending indirect tax matters of the Group and assessed the management's position through discussion with the CEO, CFO and legal head, on both the probability of success and the amounts involved. • Inspected external legal opinions (where considered necessary) and other evidence to corroborate management's assessment with respect to these issues. • Assessed the relevant disclosures made within the financial statements to ensure they appropriately reflect the facts and circumstances of the potential exposures are in accordance with Ind AS 37.
c)	**Carrying amount of goodwill, right-of-use assets and property, plant & equipment**	
	As at 31 March 2020, the carrying amount of goodwill, right-of-use assets (ROU) and property, plant & equipment (PPE) is ₹ 1,750.97 Lakhs, ₹ 2,14,182.77 lakhs and ₹ 97,538.77 Lakhs respectively. The goodwill is in respect of the acquisition of one of the multiplexes and goodwill on consolidation of a subsidiary. The Group is required to annually assess the carrying amount of goodwill by performing a value in use calculation based on cash flow projections of the relevant cash generating unit (CGU). As a result of performing value in use calculations, there is no impairment of the goodwill. The Group has also reviewed the carrying amounts of the PPE to determine whether the recoverable amount of a CGU is estimated to be less than its carrying amount by performing a value in use calculation based on cash flow projections of the relevant cash generating unit (CGU). For this purpose, each multiplex of the Group is treated as a separate CGU. Based on this analysis, there is no impairment loss	To address this key audit matter, our audit procedures included the following: • In case of ROU and PPE, we evaluated the appropriateness of the parameters used to identify whether any indication of impairment existed for the purpose of identification of CGUs to be tested. • We have also evaluated the judgment and the changes in assumptions made by the management on account of COVID-19 impact. • Obtained an external valuation report in respect of the goodwill. • For all CGUs identified for impairment testing and the CGU with goodwill, we obtained the discounted cash flow forecasts prepared by the management. • We evaluated the appropriateness of management's model used for the impairment assessment and considered the reasonableness of the cash flow forecast, judgments and assumptions used in the calculations. • For each CGU identified for impairment testing, we have checked the mathematical accuracy of the calculations.

Sr.	Key Audit Matter	Auditor's Response
3	**In respect of the consolidated financial statements of Inox Wind Limited**	
a)	**Allowance for credit losses**	
	The Group determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Group considered current and anticipated future economic conditions relating to industries the Group deals with and the countries where it operates. In calculating expected credit loss, the Group has also considered credit reports and other related credit information for its customers to estimate the probability of default in future. We identified allowance for credit losses as a key audit matter because the Group exercises significant judgment in calculating the expected credit losses. Refer Note 17 and 50 to the Consolidated Financial Statements	Our audit procedures related to the allowance for credit losses for trade receivables and unbilled revenue include the following, among others: We tested the effectiveness of controls over the • development of the methodology for the allowance for credit losses, including consideration of the current and estimated future economic conditions • Completeness and accuracy of information used in the estimation of probability of default and • computation of the allowance for credit losses. For a sample of customers: • We tested the input data such as credit reports and other credit related information used in estimating the probability of default by comparing them to external and internal sources of information. • We tested the mathematical accuracy and computation of the allowances by using the same input data used by the Group.
b)	**Adoption of Ind AS 116 Leases**	
	As described in Note 48 to the Consolidated Financial Statements, the Group has adopted Ind AS 116 Leases (Ind AS 116) in the current year. The application and transition to this accounting standard is complex and is an area of focus in our audit since the Group has a large number of leases with different contractual terms. Ind AS 116 introduces a new lease accounting model, wherein lessees are required to recognise a right-of-use (ROU) asset and a lease liability arising from a lease on the balance sheet. The lease liabilities are initially measured by discounting future lease payments during the lease term as per the contract/ arrangement. Adoption of the standard involves significant judgments and estimates including, determination of the discount rates and the lease term. Additionally, the standard mandates detailed disclosures in respect of transition. Refer Note 48 to the Consolidated Financial Statements	Our audit procedures on adoption of Ind AS 116 include: • Assessed and tested new process and controls in respect of the lease accounting standard (IND AS 116) • Assessed the Group's evaluation on the identification of lease based on the contractual arrangement and our knowledge of the business. • Involved our specialists to evaluate the reasonableness of the discount rates applied in determining the lease liabilities. • Upon transition as at 01st April 2019: • Evaluate the method of transition and related adjustments • Tested Completeness of the lease data by reconciling the Group's operating lease commitments to data used in computing ROU asset and the lease liabilities. • On a statistical sample, we performed the following procedures: - Assessed the key terms and condition of each lease with the underlying lease contracts; and - Evaluate computing of lease liabilities and challenged the key estimates such as discount rates and lease term. - Assessed and tested the presentation and disclosure relating to IND AS 116 including disclosure related to transition.

Sr.	Key Audit Matter	Auditor's Response
c)	**Litigation matters**	
	The Group has certain significant pending legal proceedings with Judicial/Quasi-Judicial for various complex matters with contractor/transporter, customer and other parties, continuing from earlier years. Further, the Group has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. Refer Note 43 of the Consolidated Financial Statements. Due to complexity involved in these litigation matters, management's judgement regarding recognition and measurement of provisions for these legal proceedings is inherently uncertain and might change over time as the outcomes of the legal cases are determined. Accordingly, it has been considered as a key audit matter.	• Assessed the management's position through discussions with the in-house legal expert and external legal opinions obtained by the Group (where considered necessary) on both, the probability of success in the aforesaid cases, and the magnitude of any potential loss. • Discussed with the management on the development in these litigations during the year ended March 31, 2020. • Rolled out of enquiry letters to the Group's legal counsel and noted the responses received. • Assessed the responses received from Group's legal counsel by engaging legal experts. • Assessed the objectivity, independence and competence of the Group's legal counsel involved in the process and legal experts engaged by us. • Reviewed the disclosures made by the Group in the consolidated financial statements in this regard.

Information Other than the consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report, including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report, Corporate Governance Report and Shareholder Information, but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Other Matter

1. We did not audit the financial statements of twenty-seven subsidiaries whose financial statements reflect total assets of ₹ 575,846.13 Lakhs as at 31 March 2020, total revenues of ₹ 77,131.99 Lakhs, total net loss after tax of ₹ 29,476.06 Lakhs and total comprehensive loss of ₹ 29,373.48 Lakhs and net cash outflows amounting to ₹ 1,105.59 Lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. Also, in case of five associates whose audited financial statement reflects Group's share of net profit of ₹ 23.88 Lakhs for the year ended 31 March 2020, as considered in the Consolidated Financial Statements, which have been audited by their respective independent auditors. These financial statements has been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates is based solely on the reports of the other auditors.

   We did not audit the financial statements of one subsidiary whose unaudited financial statements reflect total assets of ₹ 3.03 Lakhs as at 31st March, 2020, total revenues of ₹ Nil, total net loss after tax of ₹ 16.45 Lakhs, total comprehensive loss of ₹ 16.45 Lakhs and net cash inflows amounting to ₹ 2.77 Lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. Also, in case of one associate whose unaudited financial statements reflects Group's share of net profit of ₹ 0.10

lakhs for the year ended 31st March, 2020, as considered in the Consolidated Financial Statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and an associate, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary and associate, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the Consolidated Financial Statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the management.

2. In respect of one subsidiary of the Group, Inox Wind Limited, due to the COVID-19 related lockdown, the statutory auditors of that company were not able to attend the year end physical verification of inventory. Consequently, they have performed alternate procedures to audit the existence of inventory as per the guidance provided in SA 501 "Audit Evidence - Specific Considerations for Selected Items" and have obtained sufficient appropriate audit evidence to issue their opinion on the consolidated financial statements. Our report on the Consolidated Financial Statements is not modified in respect of this matters.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) with respect to the preparation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

The respective Board of Directors of the companies included in the Group and its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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 consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and its associates are responsible for assessing the ability of the Group to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its associates are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements 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 Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, 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 the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls based on our audit.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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 Group's and its associates' ability 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 statements 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 Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

(b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

(d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2020 taken on record by the Board of Directors of the Holding

Company, and on the basis of reports of the independent auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies are disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and associate companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company and its subsidiary companies, where applicable, to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements of associates as noted in the 'Other matter' paragraph:

i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates;

ii. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary companies and associate companies incorporated in India.

For **Kulkarni and Company**
Chartered Accountants
Firm's Registration No. 140959W

A.D Talavlikar
Partner
Membership No. 130432
UDIN: 20130432AAAAAW5486

Place: Pune
Date: 30 July 2020

Annexure to Independent auditor's report to the members of GFL Limited on the Consolidated Financial Statements for the year ended 31 March 2020 – referred to in paragraph (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Financial Statements of GFL Limited (hereinafter referred to as "the Holding Company") earlier known as Gujarat Fluorochemicals Limited, as of and for the year ended 31 March 2020, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies and its associates which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary companies and its associates which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's and its subsidiary companies', its associate companies' internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's and its subsidiary companies', its associate companies' internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure to Independent auditor's report to the members of GFL Limited on the Consolidated Financial Statements for the year ended 31 March 2020 – referred to in paragraph (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date. (Contd...)

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, its subsidiaries and its associate companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2020, based on the internal controls over financial reporting criteria established by the Holding Company, its subsidiaries and its associates, considering the essential components of internal controls stated in the Guidance Note issued by ICAI.

Other matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to twenty seven subsidiaries and five associates of a subsidiary, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies. Our opinion is not modified in respect of this matter.

For **Kulkarni and Company**
Chartered Accountants
Firm's Registration No. 140959W

A.D Talavlikar
Partner
Membership No. 130432

Place: Pune
Date: 30 July 2020

Consolidated Balance Sheet

as at 31st March, 2020

(₹ in Lakhs)

Sr. No.	Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019
	ASSETS			
(1)	***Non-current assets***			
	(a) Property, plant & equipment	5(a)	2,27,500.20	1,99,086.33
	(b) Capital work-in-progress	5(b)	15,005.20	52,214.83
	(c) Right-of-use assets	48	2,18,694.59	-
	(d) Investment property	6	255.57	257.34
	(e) Goodwill	7	1,754.93	1,754.93
	(f) Other intangible assets	8	3,608.91	4,135.37
	(g) Investments accounted for using the equity method	9	7,080.10	10,133.00
	(h) Financial assets			
	(i) Other investments	10(a)	1,228.35	1,890.13
	(ii) Loans	11	11,505.57	10,265.18
	(iii) Others financial assets	12	48,925.78	34,538.80
	(i) Deferred tax assets (net)	13	43,803.59	17,902.26
	(j) Other non-current assets	14	8,239.76	21,348.14
	(k) Tax assets (net)	15	4,546.36	3,328.79
	Sub-total		**5,92,148.91**	**3,56,855.10**
(2)	***Current assets***			
	(a) Inventories	16	1,20,747.19	95,594.11
	(b) Financial assets			
	(i) Investments	10(b)	3,905.26	2,859.71
	(ii) Trade receivables	17	1,38,164.31	1,54,900.14
	(iii) Cash & cash equivalents	18	4,801.00	3,058.59
	(iv) Bank balances other than (iii) above	19	16,108.95	13,484.07
	(v) Loans	11	8,939.92	570.70
	(vi) Other financial assets	12	8,707.61	8,316.06
	(c) Tax assets (net)	15	931.60	785.24
	(d) Other current assets	14	60,965.43	29,731.00
	Sub-total		**3,63,271.27**	**3,09,299.62**
	Assets held for sale	20	3,200.00	-
	Assets pertaining to discontinued operations on account of demerger	52	-	4,88,434.64
	Total Assets		**9,58,620.18**	**11,54,589.36**
	EQUITY & LIABILITIES			
	Equity			
	(a) Equity share capital	21	1,098.50	1,098.50
	(b) Other equity	22	2,16,774.55	5,96,583.96
	(c) Non-controlling interest	23	1,01,309.63	1,28,786.71
	Sub-total		**3,19,182.68**	**7,26,469.17**
	LIABILITIES			
(1)	***Non-current liabilities***			
	(a) Financial liabilities			
	(i) Borrowings	24	15,587.60	38,660.72
	(ii) Lease Liabilities	48	2,59,388.63	-
	(iii) Other financial liabilities	25	931.21	1,078.21
	(b) Provisions	26	2,650.59	2,048.79
	(c) Deferred tax liabilities (net)	13	525.91	1,486.73
	(d) Other non-current liabilities	27	11,786.89	16,342.11
	Sub-total		**2,90,870.83**	**59,616.56**
(2)	***Current liabilities***			
	(a) Financial liabilities			
	(i) Borrowings	28	63,510.30	58,538.52
	(ii) Lease Liabilities	48	7,005.42	-
	(iii) Trade payables			
	a) total outstanding dues of micro enterprises and small enterprises	29	1,840.22	226.18
	b) total outstanding dues of creditors other than micro enterprises and small enterprises	29	1,17,470.40	1,05,215.94
	(iv) Other financial liabilities	25	51,586.54	43,564.00
	(b) Other current liabilities	30	1,04,556.79	16,791.61
	(c) Provisions	26	2,298.04	1,752.79
	(d) Current tax liabilities (net)	31	298.96	1,091.99
	Sub-total		**3,48,566.67**	**2,27,181.03**
	Liabilities pertaining to discontinued operations on account of demerger	52	-	1,41,322.60
	Total Equity & Liabilities		**9,58,620.18**	**11,54,589.36**

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A D TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V K JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2020

(₹ in Lakhs)

Sr. No.	Particulars	Note No.	Year ended 31st March, 2020	Year ended 31st March, 2019
	Continuing operations			
I	Revenue from operations	32	2,70,363.64	2,96,884.42
II	Other income	33	4,454.77	4,314.61
III	**Total Income (I+II)**		**2,74,818.41**	**3,01,199.03**
IV	**Expenses**			
	Cost of materials consumed	34	34,341.43	99,593.29
	Changes in inventories of finished goods and work-in-progress	35	7,168.76	(4,569.27)
	Employee benefits expense	36	23,703.89	21,178.89
	Finance costs	37	44,522.23	16,747.52
	Depreciation and amortisation expense	38	35,415.84	16,867.76
	Impairment losses	5(a)	-	82.00
	Other expenses	39	1,57,411.07	1,54,383.69
	Total expenses		**3,02,563.22**	**3,04,283.88**
	Less: Expenditure capitalized	46	-	(19,757.91)
	Net expenses (IV)		**3,02,563.22**	**2,84,525.97**
V	Share of losses of associates		(51.02)	(24.07)
VI	**Profit/(loss) before exceptional items and tax (III-IV+V)**		**(27,795.83)**	**16,648.99**
VII	Exceptional items	54	-	(499.69)
VIII	**Profit/(loss) before tax (VI+VII)**		**(27,795.83)**	**16,149.30**
IX	**Tax expense**	40		
	(i) Current tax		8,308.66	7,766.72
	(ii) MAT credit entitlement		(10.36)	(41.67)
	(iii) Deferred tax		(11,855.27)	(1,420.82)
	(iv) Taxation pertaining to earlier years		(592.24)	(456.84)
	Total Tax expense		**(4,149.21)**	**5,847.39**
X	**Profit/(loss) for the period from continuing operations (VIII-IX)**		**(23,646.62)**	**10,301.91**
XI	Profit from discontinued operations before tax	52	-	64,527.94
XII	Tax expense of discontinued operations	52	-	(60,079.56)
XIII	**Profit from discontinued operations (after tax) (XI-XII)**		**-**	**1,24,607.50**
XIV	**Profit/(loss) for the year (X+XIII)**		**(23,646.62)**	**1,34,909.41**
XV	**Other Comprehensive Income**			
	i. in respect of continuing operations			
	A (i) Items that will not be reclassified to profit or loss			
	Remeasurement of the defined benefit plans		(126.38)	196.67
	(ii) Tax on above		44.15	(68.42)
	B (i) Items that will be reclassified to profit or loss			
	Gains and (losses) on effective portion of hedging instruments in a cash flow hedge		81.96	(83.49)
	(ii) Tax on above		(28.64)	29.17
	ii. in respect of discontinued operations			
	A (i) Items that will not be reclassified to profit or loss			
	Remeasurement of the defined benefit plans		-	(89.51)
	(ii) Tax on above		-	31.28
	B (i) Items that will be reclassified to profit or loss			
	Gains and (losses) on effective portion of hedging instruments in a cash flow hedge			244.31
	Exchange differences in translating the financial statements of foreign operations		-	(79.43)
	(ii) Tax on above		-	27.76
	Total other comprehensive income		**(28.91)**	**208.34**
XVI	**Total comprehensive income for the year (XIV+XV)**		**(23,675.53)**	**1,35,117.75**
	Profit/(loss) for the year attributable to:			
	- Owners of the Company		(12,337.99)	1,30,489.08
	- Non-controlling interest		(11,308.63)	4,420.33
	Other comprehensive income for the year attributable to:			
	- Owners of the Company		(11.78)	174.08
	- Non-controlling interest		(17.13)	34.26
	Total comprehensive income for the year attributable to:			
	- Owners of the Company		(12,349.77)	1,30,663.16
	- Non-controlling interest		(11,325.76)	4,454.59
	Basic and Diluted Earnings/(loss) per equity share of Re. 1 each (in ₹)	47		
	For continuing operations		(21.53)	9.38
	From discontinued operations		-	113.43
	From total operations		(21.53)	122.81

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A D TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V K JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Consolidated Statement of Cash Flows

for the year ended 31st March, 2020

(₹ in Lakhs)

	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
A	**Cash flow from operating activities**		
	Profit/(loss) after tax from continuing operations	(23,646.62)	10,301.91
	Adjustments for continuing operations:		
	Tax expense	(4,149.21)	5,847.39
	Depreciation and amortisation expense	35,415.84	16,867.76
	Loss on retirement /disposal of property, plant and equipment (net)	256.66	496.16
	Allowance for doubtful deposits and advances	58.00	29.22
	Bad debts and remissions	36.85	588.98
	Liabilities and provisions no longer required written back	(806.46)	(473.05)
	Amounts written-off	-	5.00
	Unrealised Foreign exchange gain (net)	614.25	(620.46)
	Unrealised MTM (gain)/loss on financial assets and derivatives	(467.64)	(37.01)
	Government grants - deferred revenue	(908.72)	(1,051.85)
	Deferred rent expenses	-	542.33
	ESOP charges	53.19	126.10
	Allowance for doubtful trade receivables and expected credit losses (net of reversal)	19,128.12	762.07
	Impairment loss	-	82.00
	Share of loss of associates	51.02	24.07
	Gain on investments measured at FVTPL	(465.12)	(287.04)
	Interest income	(2,183.82)	(1,967.42)
	Finance costs	44,522.23	16,747.52
	Operating profit before working capital changes	**67,508.57**	**47,983.68**
	Movements in working capital in continuing operations:		
	Increase/(decrease) in provisions	1,102.62	282.07
	Increase/(decrease) in trade payables	2,389.13	44,271.57
	Increase/(decrease) in other financial liabilities	26,572.84	1,217.08
	Increase/(decrease) in other liabilities	80,137.89	11,216.56
	(Increase)/decrease in loans	(999.74)	(777.52)
	(Increase)/decrease in inventories	(5,367.60)	(1,722.16)
	(Increase)/decrease in trade receivables	(1,151.52)	(28,400.99)
	(Increase)/decrease in other financial assets	(9,833.42)	(11,074.06)
	(Increase)/decrease in other assets	(30,400.87)	(35,437.30)
	Cash generated from operations	**1,29,957.90**	**27,558.93**
	Income-tax paid (net)	(8,534.49)	(6,180.59)
	Net cash generated from operating activities		
	From continuing operations	1,21,423.41	21,378.34
	From discontinued operations	-	78,182.94
	Net cash generated from operating activities	**1,21,423.41**	**99,561.28**
B	**Cash flow from investing activities**		
	From continuing operations:		
	Purchase of Property, Plant and Equipments (including change in capital work in progress and capital creditors/capital advances)	(51,623.51)	(40,721.39)
	Acquisition of other intangible assets/right-of-use assets	(739.50)	(308.88)
	Proceeds from disposal of property, plant and equipment	4,988.68	186.50
	Investment in associates	(2,000.00)	(7,000.00)
	Sale/redemption/maturity of non current investments	334.09	41.30
	Purchase of current investments	(45,966.00)	(39,741.82)
	Redemption of current investment	45,708.67	38,376.46
	Inter-corporate deposits given	(7,853.57)	(51.54)
	Inter-corporate deposits received back	-	103.61
	Interest received	2,554.70	1,554.55
	Payments towards business combination consideration payable	-	(72.24)
	Movement in Other bank balances	(2,161.17)	(5,187.93)
	From discontinued operations:	-	(42,751.72)
	Net cash used in investing activities	**(56,757.61)**	**(95,573.10)**
C	**Cash flow from financing activities**		
	From continuing operations:		
	Shares issued under ESOP	6.25	6.47
	Proceeds from issue of share capital	-	4.90
	Share issue expenses	-	(67.79)
	Proceeds from borrowings - non current	5,473.30	20,777.79

Consolidated Statement of Cash Flows

for the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Repayment of borrowings - non current	(23,050.75)	(27,780.45)
Proceeds from/(repayment of) current borrowings (net)	4,778.03	10,820.07
Payment of lease liabilities	(25,817.06)	-
Finance costs	(19,015.17)	(18,076.57)
Dividend paid (Including Tax on Dividend)	(5,297.99)	(4,635.05)
From discontinued operations:	-	**11,011.41**
Net cash used in financing activities	**(62,923.39)**	**(7,939.22)**
Net increase/(decrease) in cash and cash equivalents	**1,742.41**	**(3,951.04)**
Cash and cash equivalents as at the beginning of the period	7,125.00	11,076.04
Cash and cash equivalents transferred pursuant to demerger scheme	4,066.41	-
Cash and cash equivalents as at the end of the period	4,801.00	7,125.00

Changes in liabilities arising from financing activities during the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	Current borrowings	Non-current borrowings
Opening balance	58,772.30	64,747.31
Cash flows	4,827.45	(17,577.45)
Interest expense	6,457.58	4,755.99
Interest paid	(6,222.90)	(5,329.11)
Foreign exchange adjustment	-	730.95
Closing balance	**63,834.43**	**47,327.69**

Changes in liabilities arising from financing activities during the year ended 31st March, 2019

(₹ in Lakhs)

Particulars	Current borrowings	Non-current borrowings
Opening balance	48,319.12	72,506.65
Cash flows	10,820.07	(7,002.76)
Interest expense	5,918.73	6,230.95
Interest paid	(6,285.62)	(6,470.83)
Foreign exchange adjustment	-	(516.70)
Closing balance	**58,772.30**	**64,747.31**

Notes:

(a) Components of cash and cash equivalents are as per note no. 18.

(b) The above Consolidated Statement of cash flows has been prepared under the indirect method

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A D TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V K JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Consolidated Statement of Changes in Equity

for the year ended 31st March 2020

A. Equity Share Capital

Particulars	(₹ in Lakhs)
Balance as at 1st April, 2018	**1,098.50**
Changes in equity share capital during the year	-
Balance as at 31st March 2019	**1,098.50**
Changes in equity share capital during the year	-
Balance as at 31st March 2020	**1,098.50**

B. Other Equity

Particulars	Attributable to the owners of the entity												Non controlling interests (d)	Total (c+d)
	Reserves & Surplus								Items of Other comprehensive income			Other equity (c=a+b)		
	Capital Reserve	Capital Redemption Reserve	Securities premium	Debenture Redemption Reserve	Shares options outstanding account	General Reserve	Retained Earnings	Sub total (a)	Cash flow hedge Reserve	Foreign currency translation reserve	Sub total (b)			
Balance at 1st April, 2018	**13,004.82**	**59.30**	**46,726.89**	**1,135.55**	**93.34**	**3,01,729.72**	**1,11,949.52**	**4,74,699.14**	**137.14**	**744.89**	**882.03**	**4,75,581.17**	**1,19,288.37**	**5,94,869.54**
Addition during the year:														
Profit for the year							1,30,489.08	1,30,489.08			-	1,30,489.08	4,420.33	1,34,909.41
Other comprehensive income for the year, net of income tax (*)							58.19	58.19	(124.84)	240.73	115.89	174.08	34.26	208.34
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**1,30,547.27**	**1,30,547.27**	**(124.84)**	**240.73**	**115.89**	**1,30,663.16**	**4,454.59**	**1,35,117.75**
Transfer from retained earnings						20,000.00	(20,000.00)	-			-	-		-
Transactions with owners in their capacity as owners:														
On account of preferential issue of equity shares by Inox Leisure Limited							(5,022.12)	(5,022.12)			-	(5,022.12)	5,022.12	-
Share issue expenses			(72.10)					(72.10)			-	(72.10)	(37.72)	(109.82)
"Payment of dividend including dividend distribution tax"							(4,635.05)	(4,635.05)			-	(4,635.05)	-	(4,635.05)
On account of stock options			60.73		8.17			68.90			-	68.90	59.35	128.25
Balance as at 31st March, 2019	**13,004.82**	**59.30**	**46,715.52**	**1,135.55**	**101.51**	**3,21,729.72**	**2,12,839.62**	**5,95,586.04**	**12.30**	**985.62**	**997.92**	**5,96,583.96**	**1,28,786.71**	**7,25,370.67**
On account of demerger (see Note 1 and 52)	(12,827.46)					(3,20,000.00)	(10,304.27)	(3,43,131.73)	(84.98)	(985.62)	(1,070.60)	(3,44,202.33)	314.69	(3,43,887.64)
Balance at 1st April, 2019	**177.36**	**59.30**	**46,715.52**	**1,135.55**	**101.51**	**1,729.72**	**2,02,535.35**	**2,52,454.31**	**(72.68)**	**-**	**(72.68)**	**2,52,381.63**	**1,29,101.40**	**3,81,483.03**
Addition during the year:														
Profit/(loss) for the year							(12,337.99)	(12,337.99)			-	(12,337.99)	(11,308.63)	(23,646.62)
Other comprehensive income for the year, net of income tax (*)							(84.46)	(84.46)	72.68	-	72.68	(11.78)	(17.13)	(28.91)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**(12,422.45)**	**(12,422.45)**	**72.68**	**-**	**72.68**	**(12,349.77)**	**(11,325.76)**	**(23,675.53)**

Consolidated Statement of Changes in Equity

for the year ended 31st March 2020

B. Other Equity (Contd..)

Particulars	Attributable to the owners of the entity													
	Reserves & Surplus								Items of Other comprehensive income			Other equity (c=a+b)	Non controlling interests (d)	Total (c+d)
	Capital Reserve	Capital Redemption Reserve	Securities premium	Debenture Redemption Reserve	Shares options outstanding account	General Reserve	Retained Earnings	Sub total (a)	Cash flow hedge Reserve	Foreign currency translation reserve	Sub total (b)			
Transactions with owners in their capacity as owners:														
Transition impact of Ind-AS 116, net of tax (see Note 48)							(18,507.05)	(18,507.05)			-	(18,507.05)	(15,930.79)	(34,437.84)
Share issue expenses			(24.27)					(24.27)			-	(24.27)	(18.48)	(42.75)
Payment of dividend including dividend distribution tax							(4,745.02)	(4,745.02)			-	(4,745.02)	(552.97)	(5,297.99)
On account of stock options in subsidiary			50.28		(31.25)			19.03			-	19.03	36.23	55.26
Balance as at 31st March, 2020	**177.36**	**59.30**	**46,741.53**	**1,135.55**	**70.26**	**1,729.72**	**1,66,860.83**	**2,16,774.55**	**-**	**-**	**-**	**2,16,774.55**	**1,01,309.63**	**3,18,084.18**

(*) Other comprehensive income for the year classified under retained earnings is in respect of remeasurement of defined benefit plans.

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached
For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A D TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V K JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

1. Group information

GFL Limited ("the Company"), earlier known as Gujarat Fluorochemicals Limited, is a public limited company incorporated and domiciled in India. These Consolidated Financial Statements ("these CFS") relate to the Company, its subsidiaries (collectively referred to as the "Group") and the Group's interest in associates. The Company's holding company is Inox Leasing and Finance Limited. The shares of the Company are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company has applied for obtaining registration as Type-II NBFC-ND Company w.e.f. 1st April 2020 with the Reserve Bank of India (RBI) and the same is presently pending the approval of RBI.

The Company's registered office is located at Survey No. 16/3, 26 & 27, Village Ranjitnagar, Taluka Ghoghamba, District Panchmahal, Gujarat 389380.

The Group is mainly engaged in:

- manufacture and sale of wind turbine generators (WTGs) and providing Erection, Procurement and Commissioning (EPC) services, Operations and Maintenance (O&M) services, wind farms development services and common infrastructure facilities for WTGs.
- operating and managing multiplexes and cinema theatres
- generation and sale of wind energy

The Group's Chemical Business Undertaking, which was engaged in manufacturing and trading of refrigerant gases, caustic soda, chloromethane, polytetrafluoroethylene (PTFE), fluoropolymers, fluoromonomers, specialty fluorointermediates, specialty chemicals and allied activities, is demerged w.e.f. 1st April 2019.

As per the Scheme of Arrangement ("the Scheme") between Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") and its wholly owned subsidiary, Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, the Chemical Business Undertaking of the Company was demerged and vested with the resulting Company. The Scheme was approved by Hon'ble National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 making the Scheme operative from that date. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking of the Company, as defined in the Scheme, including employees and investment in subsidiaries and joint venture pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. All the shareholders of the Company are allotted one fully paid-up equity share of Re. 1 each of the resulting company, for every one fully paid-up equity share of Re. 1 each held by them in the Company. Simultaneously, the shares held by the Company in the resulting company were cancelled and the Company has ceased to be a holding company of the resulting company. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July,2019. Certain assets, particularly the immovable properties, are in the process of being registered in the name of the resulting company. Further, in respect of the secured loans transferred to the resulting company, the process of transfer of charges is in progress. The demerger is accounted in accordance with Ind AS 103: Business Combinations (see Note 52 for details). Further, as required by Ind AS 105: Non-current Assets held for Sale and Discontinued Operations, the figures for the previous year have been restated and the financial information pertaining to the Chemical Business Undertaking has been presented and disclosed as Discontinued Operations.

New Scheme of Arrangement:

The Board of Directors at their Meeting held on 13th March, 2020 have approved, subject to approval of its shareholders and creditors, and other regulatory approvals as may be required, including those of the Stock Exchanges, SEBI and the Hon'ble National Company Law Tribunal, a Scheme of Arrangement ("the New Scheme") which envisages the following:

a) Part A - Amalgamation of its wholly-owned subsidiary Inox Renewables Limited into GFL Limited w.e.f. 1st April 2020, and

b) Part B - Demerger of the Renewable Energy Business (as more particularly defined in the New Scheme) of GFL Limited, w.e.f. 1st July 2020, into its wholly-owned subsidiary, Inox Wind Energy Limited, a newly incorporated company for the purpose of vesting of the Renewable Energy Business.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

As a consideration for the Part B of the New Scheme, all the shareholders of GFL Limited will be issued one fully paid-up equity share of ₹ 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 Inox Wind Energy Limited will be separately listed.

The Company has submitted its application to the Stock Exchanges under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for obtaining their approval for the New Scheme and awaiting their 'No Observation Letter' in the matter. The Company will take further action in this matter post receipt of No Observation Letter from the Stock Exchanges. Once the Scheme is approved and becomes effective, the Renewable Energy Business will be shown as a 'discontinued operations' in the financial statements.

2. Statement of compliance and basis of preparation and presentation

2.1 Statement of Compliance

These CFS comply in all material aspects with the Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, relevant provisions of the Act and other accounting principles generally accepted in India. Accounting policies have been consistently applied except where a newly issued accounting standards initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use (see Note 2.4).

These CFS for the year ended 31 March 2020 are approved for issue by the Board of Directors at its meeting held on 30 July 2020.

2.2 Assessment of COVID-19 pandemic impact on the Group

a) On the theatrical exhibition business: The COVID-19 pandemic and the resultant shutdown declared by the Government of India in March 2020 has impacted the entire entertainment industry and consequently the multiplex business of the Group is also adversely affected. The management has assessed the impact of COVID-19 pandemic on the business operations, the carrying amount of its assets and revenue recognition in respect of its multiplex business. The management has already initiated effective steps to reduce its operational costs, including invoking the force majeure clause under various lease agreements due to COVID-19 for its multiplex premises, contending that rent and CAM charges for the shutdown period are not payable.

b) On the wind energy business: As per the initial assessment of impact on wind energy business and financial risk, the management believes that the impact will not be significant since the industry falls under priority sector.

In developing the assumptions relating to the possible future uncertainties, the Group has considered all relevant internal and external information available up to the date of approval of these financial statements and the Group has used the principles of prudence in applying judgements, estimates and assumptions including sensitivity analysis. 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 statements, which will require the impact assessment on the Group's operations to be continuously monitored.

2.3 Basis of preparation, presentation and measurement

These CFS are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

These CFS have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the significant accounting policies.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Group's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- in the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months.

2.4 New accounting standards and recent accounting pronouncements

a. Standard issued and effective during the year

New accounting standard Ind AS 116: Leases:

The Ministry of Corporate Affairs (MCA) has notified Ind AS 116 "Leases", which is effective for accounting periods beginning on or after 1 April 2019. Ind AS 116 supersedes the earlier Ind AS 17: Leases. The Group has transitioned to Ind AS 116 with effect from 1 April 2019 using 'modified retrospective approach'. Under this approach, the Group has recognized the right-of-use assets at its carrying amount as if the standard had been applied since the lease commencement date, but discounted at its incremental borrowing rate at the date of initial application and lease liability measured at the present value of the remaining lease payments and the cumulative effect (net of deferred taxes) is debited to retained earnings. Further, the comparatives for the previous periods are not required to be restated. See Note 3.9 below for the new accounting policy on adoption to Ind AS 116 and Note 48 for further details.

b. Amendments to existing accounting standards applicable to the Group:

Amendments to the following accounting standards have become applicable for the current reporting period:

- **Amendments to Ind AS 12: Income tax**

  On 30th March 2019, Ministry of Corporate Affairs notified Appendix C: Uncertainty over Income-Tax Treatments. The interpretation addresses the accounting income taxes when tax treatment involves uncertainty that affects the application of Ind AS 12. The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after 1 April 2019.

  Further, the amendments to Ind AS 12 clarified that the income tax consequences of dividend are linked more directly to past transactions or events that generated distributable profits than to distribution to owners. Therefore, an entity recognises income tax consequences

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

of dividends in the statement of profit and loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. These amendments are applicable from annual periods beginning on or after 1st April 2019.

These amendments did not have any impact on the Group's financial statements.

- **Amendment to Ind AS 19: Employee benefits**

  The amendments to Ind AS 19 addressed the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. These amendments apply to plan amendments, curtailments, or settlements occurring from annual periods beginning on or after 1 April 2019 and apply only to any future plan amendments, curtailments, or settlements. These amendments have no impact on the Group's financial statements in the current year and will apply to any future plan, curtailments, or settlements.

- **Amendment to Ind AS 23: Borrowing costs**

  The amendment clarified that any borrowing originally made to develop a qualifying asset should be treated as a part of general borrowings when substantially all the activities necessary to prepare that asset for its intended use or sale are completed. This amendment is applicable to the borrowing costs incurred from 1 April 2019. This amendment did not have any impact on the Group's financial statements.

- **Amendment to Ind AS 28: Investment in Associates and Joint Ventures**

  The amendment clarified the accounting for long-term interests in an associate or joint venture, which in substance form part of the net investment in the associate or joint venture, but to which equity accounting is not applied. Entities must account for such interests under Ind AS 109 before applying the loss allocation and impairment requirements in Ind AS 28. This amendment has no impact on the Company's financial statements.

c. New accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. As per Notification dated 24th July 2020 amendments to the existing standards have been notified. All these amendments are effective for annual periods beginning 1st April 2020. The summary of these amendments is as under:

- Amendments to Ind AS 103 Business Combination: The amendments substitute the existing definition of "business" with a more detailed definition and also provides optional test to identify concentration of fair value, element of Businesses and Assessing whether an acquired process is substantive. These amendments will apply to future business combinations.

- Amendments to Ind AS 107 Financial Instruments – Disclosures: The amendments prescribe additional disclosures in respect of uncertainty arising from interest rate benchmark reform.

- Amendments to Ind AS 109 Financial Instruments: The amendments provide certain temporary exceptions from applying specific hedge accounting requirements. The Group is currently evaluating the effect of these amendments and the impact is not likely to be significant.

- Amendments to Ind AS 116 Leases: The amendments provide a practical expedient for treatment of rent concessions occurring as a direct consequence of COVID-19 pandemic and related clarifications. The Group is currently evaluating the effect of these amendments on the consolidated financial statements.

- Amendments to Ind AS 1 Presentation of Financial Statements and Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors: The amendments provide a new definition of the term "material" and also provides related clarifications.

- Amendments to Ind AS 10 Events after the Reporting Period: The conditions requiring disclosure for a non-adjusting event has been elaborated.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

- Amendments to Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets: The amendments are consequent to amendments to Ind AS 1, Ind AS 8 and Ind AS 10, and also provides clarifications in respect of restructuring plans.

3. Basis of Consolidation and Significant Accounting Policies

3.1 Basis of consolidation

These CFS incorporate the financial statements of the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of the subsidiaries of the Group to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between the members of the Group are eliminated in full on consolidation.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rate fluctuates significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising on translation for consolidation are recognised in other comprehensive income and accumulated in equity under foreign currency translation reserve.

Changes in the Group's ownership interests in existing subsidiaries

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interest in the subsidiaries. Any difference between the amount that the non-controlling interests are

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, gain or loss is recognised in profit or loss and is calculated as a difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when the control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate or joint venture.

3.2 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange of control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payment at the acquisition date (see Note 3.13); and
- assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

In case of a bargain purchase, before recognising a gain in respect thereof, the Group determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. Thereafter, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognises any additional assets or liabilities that are identified in that reassessment. The Group then reviews the procedures used to measure the amounts that Ind AS requires for the purposes of calculating the bargain purchase. If the gain remains after this reassessment and review, the Group recognises it in other comprehensive income and accumulates the same in equity as capital reserve. This gain is attributed to the acquirer. If there does not exist clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, the Group recognises the gain, after reassessing and reviewing (as described above), directly in equity as capital reserve.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Ind AS.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill or capital reserve, as the case may be. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at fair value at subsequent reporting dates with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Business Combination under Common Control

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Appendix C of Ind AS 103: Business Combinations. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their respective carrying values. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise the accounting policies. Issue of fresh securities towards the consideration for the business combination is recorded at nominal value. The identity of the reserves transferred by the acquired entity is preserved and they are carried in the same form and manner. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve.

3.3 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see Note 3.2 above) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

The Group's policy for goodwill arising on the acquisition of associate and joint venture is described in Note 3.4 below.

3.4 Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these CFS using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105. Under the equity method, an investment in an associates or a joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. Distributions received from an associate or a joint venture reduce the carrying amount of the investment. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised directly in equity as capital reserve in the period in which the investment is acquired.

After application of the equity method of accounting, the Group determines whether there is any objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in an associate or a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Group's investment in an associate or a joint venture.

When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with Ind AS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with Ind AS 109. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in joint venture or an investment in joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with a joint venture or associate of the Group, unrealised gains and losses resulting from such transactions are eliminated to the extent of the interest in the joint venture or associate.

3.5 Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

When the Group is committed to a sale plan involving disposal of investment, or a portion of an investment, in an associate or joint venture, the investment or the portion of the investment that will be disposed of is classified as held for sale when the criteria described above are met, and the Group discontinues the use of equity method in relation to the portion that is classified as held for sale. Any retained portion of an investment in an associate or a joint venture that has not been classified as held for sale continued to be accounted for using the equity method. The Group discontinues the use of the equity method at the time of disposal when the disposal results in the Group losing significant influence over the associate or joint venture.

After the disposal takes place, the Group accounts for any retained interest in the associate or joint venture in accordance with Ind AS 109 unless retained interest continues to be an associate or a joint venture, in which case the Group uses the equity method (see the accounting policy regarding investment in associates or joint ventures above).

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value and less costs to sell.

3.6 Revenue recognition

Revenue from contract with customers is recognized when the Group satisfies the performance obligation by transfer of control of promised product or service to customers in an amount that reflects the consideration, which the Group expects to receive in exchange for those products or services. Revenue excludes taxes collected from customers.

a) **In the case of theatrical exhibition business:**

i. **Revenue from services:**

Revenue from services is recognized, at a point in time or over time, on satisfaction of performance obligation for the services rendered, as under:

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

Revenue from sale of movie tickets (box office revenue) is recognized as and when the movie is exhibited viz. at a point in time. Advertisement revenue is recognized on exhibition of the advertisement or over the period of contract, as applicable. Revenue from other services is recognized over the period of contract or at a point in time, as per the contractual terms.

ii. **Food and beverages revenue:**

Food and beverages revenue is recognized when the control of goods have been transferred to the customers. The performance obligation is case of sale of products is satisfied at a point in time i.e. at the point of sale.

iii. **Loyalty programme:**

The Group operates a loyalty programme where a customer earns points as and when the customer transacts with the Group, these points can be redeemed in the future for goods and services. Under Ind AS 115, the loyalty programme gives rise to a separate performance obligation as it provides a material right to the customer. The Group allocates a portion of transaction price to the loyalty programme based on relative standalone selling price, instead of allocating using the fair value of points issued. As at year-end, loyalty points which are not redeemed by the customers are lapsed and amount allocated to those points are transferred to other income.

iv. Generally, no element of financing is deemed present as the payment of transaction price is either made in advance / due immediately at the point of sale or the sales are made with a credit term of 60-90 days, which is consistent with the market practice. There are no contracts where the period between the transfer of promised goods or services to the customers and payment by the customers exceed one year. Consequently, no adjustment is required to the transaction price for the time value of money. Non-cash consideration (or promise of non-cash consideration) is measured at fair value. If the fair value of the non-cash consideration cannot be reasonably estimated, the same is measured indirectly by reference to the standalone selling price of the goods or services promised to the customer (or class of customer) in exchange for the consideration.

v. **Contract balances:**

The Group classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue. A receivable is a right to consideration that is unconditional upon passage of time. Contract asset, which is presented as unbilled revenue, is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract. Contract liabilities include, and are presented as 'Revenue received in advance' and 'Advances from customers'.

b) In the case of wind energy business:

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

- Revenue from the sale of WTGs is recognised at over the time when the significant risks and rewards of the ownership have been transferred to the buyers and there is no continuing effective control over the goods or managerial involvement with the goods. Revenue from sale of WTGs is recognised on supply in terms of the respective contracts. Revenue from sale of power is recognised on the basis of actual units generated and transmitted to the purchaser.

- Revenue from services rendered is recognised in profit or loss in proportion to the stage of completion of transaction at the reporting date and when the costs incurred for the transactions and the costs to complete the transaction can be measured reliably, as under:

  Revenue from EPC is recognised point in time on the basis of stage of completion by reference to surveys of work performed. Revenue from operations and maintenance and common infrastructure facilities contracts is recognised over the time proportionally over the period of the contract, on a straight-line basis. Revenue from wind farm development is recognised point in time when the wind farm site is developed and transferred to the customers in terms of the respective contracts.

- Revenue is measured at the fair value of the consideration received or receivable and is recognised when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of income can be measured reliably. Revenue is net of returns and is reduced for rebates, trade discounts, refunds and other similar allowances. Revenue is net of goods and service tax.

- Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer.

- Revenue also excludes taxes collected from customers. Revenue from subsidiaries is recognised based on transaction price which is at arm's length. Contract assets are recognised when there is excess of revenue earned over billings on contracts.

- Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

- Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

- The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

- In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

- Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

Use of significant judgments in revenue recognition

- The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

- The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Company uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.

- The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

- Revenue for fixed-price contract is recognised using percentage-of-completion method. The Company uses judgement to estimate the future cost-to-completion of the contracts which is used to determine the degree of completion of the performance obligation.

- Contract fulfilment costs are generally expensed as incurred except for certain software license costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of license whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

c) In the case of power business:

- Revenue from generation and sale of electricity is recognized on the basis of actual power sold (net of reactive energy consumed) in accordance with the terms of the power purchase agreements entered with the respective customers and when no significant uncertainty exists regarding the amount of consideration that will be derived.

- Revenue is measured at the fair value of the consideration received or receivable and is recognised when it is probable that the economic benefits associated with the transaction will flow to the Group and the amount of income can be measured reliably. Revenue is net of returns and is reduced for rebates, trade discounts, refunds and other similar allowances. Revenue is net of goods and service tax.

- Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer.

- Revenue also excludes taxes collected from customers. Contract assets are recognised when there is excess of revenue earned over billings on contracts.

- Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

- Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

- The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

- In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

- Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

Use of significant judgments in revenue recognition

- The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- The Group uses judgement to determine an appropriate standalone selling price for a performance obligation. The Group allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.
- The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- Revenue for fixed-price contract is recognised using percentage-of-completion method. The Group uses judgement to estimate the future cost-to-completion of the contracts which is used to determine the degree of completion of the performance obligation.
- Contract fulfilment costs are generally expensed as incurred except for certain software license costs which meet the criteria for capitalisation. Such costs are amortised over the contractual period or useful life of license whichever is less. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

3.7 Revenue recognition in respect of the discontinued operations viz. the demerged Chemical Business Undertaking

Sale of products:

Revenue from sale of products is recognized when the control of the goods has been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e. when the material is shipped to the customer or on delivery to the customer, as per the terms of the contract.

No element of financing is deemed present as the payment of transaction price is either made in advance / due immediately at the point of sale or the sales are made with a credit term of less than 90 days, which is consistent with the market practice. There are no contracts where the period between the transfer of promised goods or services to the customers and payment by the customers exceed one year. Consequently, no adjustment is required to the transaction price for the time value of money.

Contract balances:

The Group classifies the right to consideration in exchange for deliverables as trade receivable. A receivable is a right to consideration that is unconditional upon passage of time. A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract. Contract liabilities are presented as 'Advances from customers.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

e) Other income

Dividend income from investments is recognized when the right to receive payment is established. Interest income from a financial asset is recognised on time basis, by reference to the principal outstanding at the effective interest rate applicable, which is the rate which exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Insurance claims are recognised to the extent there is a reasonable certainty of the realizability of the claim amount.

3.8 Government Grants

Government grants are recognised when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grants.

Government grants, whose primary condition is that the Group should establish and operate multiplexes in specified areas, are initially recognised as deferred revenue in the consolidated balance sheet and subsequently transferred to profit or loss as other operating revenue on a systematic and rational basis over the useful lives of the related assets of the respective multiplexes.

Grants that compensate the group for expenses incurred are recognised in profit or loss, either as other income or deducted in reporting the related expense, as appropriate, on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable.

Government grants in the form of non-monetary asset given at a concessional rate are accounted for at their fair value. The related grant is presented as deferred income and subsequently transferred to profit or loss as other income on a systematic and rational basis.

3.9 Leases

The Group assesses at contract inception whether a contract is, or contains, a lease viz. whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group recognises a right-of-use asset and a lease liabilities at the lease commencement date.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, entity's incremental borrowing rate.

The carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

"Lease liabilities" and "Right-of-use asset" have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

The Group applies the short-term lease recognition exemption to its short-term leases (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

Variable lease payments that are not included in the measurement of lease liabilities is charged as expense in the statement of profit and loss under the head 'Lease rentals, hire charges and common facility charges'. Rent concessions that are not assessed as lease modification are recognised in the statement of profit and loss.

3.10 Foreign currency transactions and translation

In preparing the financial statements of each individual Group Company, transactions in currencies other than the company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, foreign currency monetary items are translated using the closing rates. Non-monetary items measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction and are not translated. Non-monetary items measured at fair value that are denominated in foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- as permitted by para D13AA of Ind AS 101, the Group has continued the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP. Accordingly, exchange differences on conversion and on settlement of long term foreign currency monetary items, where the long-term foreign currency monetary items relate to the acquisition of a depreciable capital asset (whether purchased within or outside India), is adjusted to the cost of the asset, and depreciated over the balance life of the assets.

- exchange differences on foreign currency borrowings relating to assets under construction for future use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and

- exchange differences on transactions entered into in order to hedge certain foreign currency risks (see Note 3.22 below for hedging accounting policies)

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

3.11 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.12 Employee benefits

Short-term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. All short-term employee benefits are accounted on undiscounted basis during the accounting period based on services rendered by employees and recognized as expenses in the Statement of profit and loss. A liability is

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. These benefits include salary and wages, bonus, performance incentives, short-term compensated absences etc.

Long-term employee benefits:

The Group participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

Defined contribution plans:

Retirement benefit in the form of provident and pension fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the fund. Payments to defined contribution plan are recognised as an expense when employees have rendered service entitling them to the contributions.

Defined benefit plans:

The Group's gratuity scheme is a defined benefit plan and is unfunded. For defined benefit plan, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each reporting period. Remeasurement, comprising actuarial gains and losses reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to statement of profit and loss. Past service cost is recognised in the statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate to the net defined benefit plan at the start of the reporting period, taking account of any change in the net defined benefit plan during the year as a result of contributions and benefit payments. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Group presents the first two components of defined benefit costs in the statement of profit and loss in the line item 'Employee benefits expense'.

Other long-term employee benefits

The employees of the Group are entitled to compensated absences. The employees can carry-forward a portion of the unutilised accumulating compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

3.13 Share-based payment arrangements

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 41.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

3.14 Taxation

Income tax expense comprises of current tax and deferred tax. It is recognized in Statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Minimum alternate tax (MAT) paid in a year is charged to the Statement of profit and loss as current tax. Deferred tax assets include Minimum Alternate Tax (MAT) paid on the book profits, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognised as an deferred tax assets in the Balance Sheet if there is convincing evidence that the Group will pay normal tax within the period specified for utilization of such credit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Presentation of current and deferred tax:

Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Group has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Group.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

3.15 Property, plant and equipment

An item of Property, Plant and Equipment (PPE) that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, property, plant and equipment are carried at cost, as reduced by accumulated depreciation and impairment losses, if any.

The Group identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

Cost comprises of purchase price / cost of construction, including non-refundable taxes or levies and any expenses attributable to bring the PPE to its working condition for its intended use. Project pre-operative expenses and expenditure incurred during construction period are capitalized to various eligible PPE. Borrowing costs directly attributable to acquisition or construction of qualifying PPE are capitalised. In respect of accounting period commencing on or after 1st April, 2011, the cost of depreciable capital assets includes foreign exchange differences arising on translation of long term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP (see Note 3.10).

Spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of PPE outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation is recognised so as to write off the cost of PPE (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The useful lives prescribed in Schedule II to the Companies Act, 2013 are considered as the minimum lives. If the management's estimate of the useful life of property, plant and equipment at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/ remaining useful life. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

PPE are depreciated over its estimated useful lives, determined as under:

- Freehold land is not depreciated.
- On leasehold improvements, electrical installations & air conditioners in leased premises, over the period of useful life on the basis of the respective agreements, ranging from 10-25 years or the useful life as per Part C of Schedule II to the Companies Act, 2013, whichever is shorter.
- On other items of PPE, on the basis of useful life as per Part C of Schedule II to the Companies Act, 2013.

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

For transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1st April 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.16 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model.

Depreciation is recognised so as to write off the cost of investment properties less their residual values over their useful lives, using the straight-line method. The useful lives prescribed in Schedule II to the Companies Act, 2013 are considered as the minimum lives. If the management's estimate of the useful life of investment properties at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Investment properties are depreciated over its estimated useful lives, determined as under:

- Cost of leasehold land is amortised over the period of lease
- On other assets, on the basis of useful life as per Part C of Schedule II to the Companies Act, 2013.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

For transition to Ind AS, the Group has elected to continue with the carrying value of its investment property recognised as of 1st April 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.17 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and impairment losses, on the same basis as intangible assets as above.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Estimated useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

• Technical know-how	10 years
• Operating software	3 years
• Other software	6 years
• Movie script and Website	5 years

For transition to Ind AS, the Group has elected to continue with the carrying value of all of its intangible assets recognised as of 1st April 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.18 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If it is not possible to measure fair value less cost of disposal because there is no basis for making a reliable estimate of the price at which an orderly transaction to sell the asset would take place between market participants at the measurement dates under market conditions, the asset's value in use is used as recoverable amount.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.19 Inventories

Inventories are valued at lower of the cost and net realisable value. Cost is determined using weighted average cost basis.

Cost of inventories comprises all costs of materials, duties and taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of materials, conversion costs, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition. Closing stock of imported materials include customs duty payable thereon, wherever applicable.

Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

3.20 Provisions and contingencies

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. Contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

Contingent assets are not recognized in the financial statements. However, it is disclosed only when an inflow of economic benefits is probable.

3.21 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

A] Financial assets

a) Initial recognition and measurement:

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognised at fair value, in case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

b) Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the Other income line item.

c) Subsequent measurement:

For subsequent measurement, the Group classifies a financial asset in accordance with the below criteria:

i. The Group's business model for managing the financial asset and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Group classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost:

A financial asset is measured at the amortized cost if both the following conditions are met:

a) The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans, other financial assets and certain investments of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest method.

The amortized cost of a financial asset is also adjusted for loss allowance, if any.

ii. Financial assets measured at FVTOCI:

A financial asset is measured at FVTOCI if both of the following conditions are met:

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

a) The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Investments in equity instruments, classified under financial assets, are initially measured at fair value. The Group may, on initial recognition, irrevocably elect to measure the same either at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument are recognised as other income in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVTOCI.

This category does not apply to any of the financial assets of the Group other than the derivative instrument for the cash flow hedges.

iii. Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Group excluding investments in subsidiaries, joint ventures and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

d) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

e) Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Group's Balance Sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

iii. The Group retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Group also recognizes an associated liability.

The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

f) Impairment of financial assets:

The Group applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

i. Trade receivables

ii. Financial assets measured at amortized cost (other than trade receivables)

iii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

In case of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii and iii above), the Group determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Group reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Group uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense /income in the Statement of Profit and Loss under the head 'Other expenses'/'Other income'.

B] Financial liabilities and equity instruments

Debt and equity instruments issued by a Group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

i. Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

ii. **Financial Liabilities:**

a) **Initial recognition and measurement:**

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

b) **Subsequent measurement:**

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

The Group has not designated any financial liability as at FVTPL other than derivative instrument.

c) **Foreign exchange gains and losses:**

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the closing rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

d) **Derecognition of financial liabilities:**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

3.22 Derivative financial instruments and Hedge Accounting

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps and cross currency swaps. Further details of derivative financial instruments are disclosed in Note 50.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

The Group designates certain hedging instruments, which include derivatives, as either fair value hedges, or cash flow hedges.

At the inception of the hedge relationship, the Group documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Group documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

The hedge relationship so designated as fair value is accounted for in accordance with the accounting principles prescribed for hedge accounting under Ind AS 109, 'Financial Instruments'.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

a) **Fair value hedge:**

Hedging instrument is initially recognized at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instrument is recognized in the Statement of Profit and Loss. Hedging instrument is recognized as a financial asset in the Balance Sheet if its fair value as at reporting date is positive as compared to carrying value and as a financial liability if its fair value as at reporting date is negative as compared to carrying value.

Hedged item is initially recognized at fair value on the date of entering into contractual obligation and is subsequently measured at amortized cost. The gain or loss on the hedged item is adjusted to the carrying value of the hedged item and the corresponding effect is recognized in the Statement of Profit and Loss and is included in line item 'Loss on foreign currency translation and transactions'.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

Note 50 sets out details of the fair values of the derivative instruments used for hedging purposes.

b) **Cash flow hedges**

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to (effective portion as described above) are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting.

Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

3.23 Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares

4. Critical accounting judgements, use of estimates and assumptions

The preparation of Group's financial statements requires management to make judgements, estimations and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision or future periods if the revision affects both current and future periods.

For estimation uncertainty relating to COVID-19 pandemic, see Note 2.2 above

Following are the other critical judgements, significant estimates and assumptions used in preparation of these financial statements:

a) In respect of leases:

Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Group considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option when determining the lease term. Accordingly, the Group has considered the entire term of lease for the purpose of Ind AS 116 as the Group has the sole right to cancel the agreement (after the initial lock-in period) and the Group intends to operate the underlying asset for the entire term. The Group reassess the option when significant events or changes in circumstances occur that are within the control of the lessee.

b) Impairment of goodwill, right-of-use assets and property, plant and equipment:

For the purpose of impairment testing, each multiplex / cinema theatre is identified as a Cash-Generating Unit (CGU) being the smallest identifiable Group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or Group of assets.

Where it is not possible to estimate the recoverable amount of a CGU, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Recoverable amount is the higher of fair value less costs to sell and value in use.

Further, it is not possible to measure fair value less cost of disposal of a CGU (viz. a multiplex or a cinema theatre) because there is no basis for making a reliable estimate of the price at which an orderly transaction to sell the asset would take place between the market participant at the measurement date in case of such operating CGUs. Hence the asset's value in use is used as recoverable amount of such CGUs in determining the extent of impairment loss, if any.

The value in use calculation requires the management of the Group to estimate the present value of future cash flows expected to arise from the CGU which includes forecast of revenue growth rates and a suitable discount rate assumption.

c) In respect of Government Grants

Some of the multiplexes operated by the Group are entitled to exemption from payment of entertainment tax in terms of the schemes notified by the respective State Governments, whose primary condition is that the Group should establish and operate multiplexes in specified areas. Therefore, in terms of Ind AS 20 Accounting for Government Grants, these grants are classified as grants related to assets of such multiplexes. Accordingly, the Group presents the same in the balance sheet by setting up the grant as deferred income and is recognised in the statement of profit and loss as other operating revenue on a systematic basis over the useful lives of the related assets.

d) Useful lives of Property, Plant & Equipment (PPE) and intangible assets (other than goodwill):

The Group has adopted useful lives of PPE and intangible assets (other than goodwill) as described in Note 3.15 & 3.17 above. Depreciation and amortisation are based on management estimates of the future useful lives of the property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortisation charges. The Group reviews the estimated useful lives of PPE & intangible assets (other than goodwill) at the end of each reporting period.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

e) Fair value measurements and valuation processes

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation technique that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

f) Defined employee benefit obligation:

The cost of post-employment benefits is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rates, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

g) Expected credit losses on financial assets

The impairment provisions of financial assets and contract assets are based on assumptions about risk of default and expected timing of collection. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

h) Recognition and measurement of provisions and contingencies:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

i) Income taxes

Provision for current tax is made based on reasonable estimate of taxable income computed as per the prevailing tax laws. The amount of such provision is based on various factors including interpretation of tax regulations, changes in tax laws, acceptance of tax positions in the tax assessments etc.

In respect of Inox Wind Limited, deferred tax asset is recognised in respect of unabsorbed depreciation and business losses as per the taxation laws, since, in view of the existing long term contracts and orders in hand, the Group has a reasonable certainty as on the date of the balance sheet that there will be sufficient taxable income available to realise such assets in the near future.

j) In respect of Inox Employee Welfare Trust and Inox Benefit Trust

Inox Employees Welfare Trust manages the ESOP Scheme of Inox Leisure Limited and Inox Benefit Trust holds treasury shares for the benefit of Inox Leisure Limited. Inox Leisure Limited is the Settlor for both these trusts. As a settlor, the Company has the power to remove the trustees as it may deem necessary. Hence, the directors of the Company have concluded that the Group has control over these trusts and the same has been consolidated in these CFS.

k) Leasehold land

Considering the terms and conditions of the leases in respect of leasehold land, particularly the transfer of the significant risks and rewards, it is concluded that they are in the nature of operating leases.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

l) Investment in associates:

The Group has incorporated certain wholly-owned subsidiaries for the purpose of carrying out business of generation and sale of wind energy. Thereafter, the Group has entered into various binding agreements (including call & put option agreement and voting rights agreement) with a party to, inter-alia, transfer the shares of such companies at a future date and defining rights of the respective parties. In view of the provisions of these binding agreements, it is assessed that the Group has ceased to exercise control over such companies in terms of Ind AS 110: Consolidated Financial Statements. Therefore, the Group has accounted for investment in such companies as investment in 'associate' from the date of cessation of control. Further, in respect of investment in an LLP, after considering the Group's interest in the entity and the terms of the LLP agreement, it is concluded that the Group exercises only significant influence over the entity and does not have joint control and hence the investment is classified as investment in an associate.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

5(a). Property, plant & equipment

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Carrying amount of:		
Freehold Land	4,832.54	4,299.66
Buildings	28,522.84	29,404.31
Leasehold Improvements	33,506.28	29,308.63
Plant and Equipment	1,47,090.23	1,23,173.90
Furniture and Fixtures	9,702.65	9,052.39
Vehicles	323.83	323.97
Office Equipment	3,521.83	3,523.47
	2,27,500.20	**1,99,086.33**

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Total
I. Cost or Deemed Cost								
Balance as at 1st April, 2018	4,478.49	57,374.34	27,771.68	3,40,456.06	12,189.63	704.16	6,895.25	4,49,869.61
Additions	50.87	1,848.83	10,091.37	65,499.84	3,250.29	276.69	2,122.11	83,140.00
Disposals	(188.86)	(780.82)	(818.33)	(885.56)	(257.84)	(189.27)	(83.89)	(3,204.57)
Effect of foreign currency exchange differences	6.02	44.84	2.82	218.43	1.15	-	0.38	273.64
Borrowing costs	-	-	1.73	1,110.79	0.33	-	-	1,112.85
Balance as at 31st March, 2019	**4,346.52**	**58,487.19**	**37,049.27**	**4,06,399.56**	**15,183.56**	**791.58**	**8,933.85**	**5,31,191.53**
Transferred pursuant to demerger - see Note 1 and 52	(46.86)	(24,665.64)	-	(2,52,359.25)	(1,066.17)	(347.20)	(1,301.12)	(2,79,786.24)
Balance as on 1st April 2019	**4,299.66**	**33,821.55**	**37,049.27**	**1,54,040.31**	**14,117.39**	**444.38**	**7,632.73**	**2,51,405.29**
Additions	400.00	1,000.00	7,136.90	36,870.66	2,514.72	55.06	1,352.39	49,329.73
Disposals	(32.12)	-	(477.28)	(3,029.25)	(146.04)	(7.10)	(55.84)	(3,747.63)
Reclassified	165.00	-	-	(165.00)	-	-	-	-
Balance as at 31st March, 2020	**4,832.54**	**34,821.55**	**43,708.89**	**1,87,716.72**	**16,486.07**	**492.34**	**8,929.28**	**2,96,987.39**

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Total
II. Accumulated depreciation and impairment								
Balance as at 1st April, 2018	-	5,857.04	5,922.03	59,921.98	4,133.63	273.13	3,492.57	79,600.38
Eliminated on disposal of assets	-	(103.37)	(585.23)	(556.13)	(211.14)	(107.25)	(74.12)	(1,637.24)
Impairment losses recognised in profit or loss	-	-	39.39	52.66	6.41	-	4.54	103.00
Reversals of impairment losses recognised in profit or loss	-	-	(0.14)	(18.57)	(1.42)	-	(0.87)	(21.00)
Depreciation expense	-	2,512.35	2,363.88	23,264.08	1,695.48	105.47	1,499.72	31,440.98
Effect of foreign currency exchange differences	-	4.97	0.71	13.63	0.70	-	0.20	20.21
Balance as at 31st March, 2019	**-**	**8,270.99**	**7,740.64**	**82,677.65**	**5,623.66**	**271.35**	**4,922.04**	**1,09,506.33**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

5(a). Property, plant & equipment (Contd..)

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Total
Transferred pursuant to demerger - see Note 1 and 52	-	(3,853.75)	-	(51,811.24)	(558.66)	(150.94)	(812.78)	(57,187.37)
Balance as on 1st April 2019	-	4,417.24	7,740.64	30,866.41	5,065.00	120.41	4,109.26	52,318.96
Eliminated on disposal of assets	-	-	(292.46)	(945.73)	(106.72)	(7.10)	(40.71)	(1,392.72)
Depreciation expense	-	1,881.47	2,754.43	10,705.81	1,825.14	55.20	1,338.90	18,560.95
Balance as at 31st March, 2020	**-**	**6,298.71**	**10,202.61**	**40,626.49**	**6,783.42**	**168.51**	**5,407.45**	**69,487.19**

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Total
III. Net carrying amount								
Balance as at 31st March, 2019	**4,346.52**	**50,216.20**	**29,308.63**	**3,23,721.91**	**9,559.90**	**520.23**	**4,011.81**	**4,21,685.20**
Transferred pursuant to demerger - see Note 1 and 52	(46.86)	(20,811.89)	-	(2,00,548.01)	(507.51)	(196.26)	(488.34)	(2,22,598.87)
Balance as at 1st April 2019	**4,299.66**	**29,404.31**	**29,308.63**	**1,23,173.90**	**9,052.39**	**323.97**	**3,523.47**	**1,99,086.33**
Balance as at 31st March, 2020	**4,832.54**	**28,522.84**	**33,506.28**	**1,47,090.23**	**9,702.65**	**323.83**	**3,521.83**	**2,27,500.20**

PPE mortgaged/pledged as security for borrowings (see Note 42) are as under:

(₹ in Lakhs)

Net carrying value	As at 31st March, 2020	As at 31st March, 2019
Freehold Land	3,746.82	3,213.94
Leasehold improvements	10,325.14	10,921.85
Office Equipments	944.04	1,382.19
Furniture & Fixtures	3,512.82	4,195.23
Vehicles	196.98	174.79
Building	21,657.86	22,381.45
Plant & Equipments	1,07,634.22	87,474.40
Total	**1,48,017.88**	**1,29,743.85**

Impairment of right-of-use assets and property, plant and equipment

Multiplex Business

The Group has reviewed the carrying amounts of right of use assets, property, plant and equipment and goodwill to determine whether the recoverable amount of a cash generating unit (CGU) is estimated to be less than its carrying amount by performing value in use calculation based on cash flow projections of the relevant CGU. For this purpose, each multiplex of the Group is treated as a separate CGU. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro-rata basis of the carrying amount of each asset in the said unit. In view of the economic uncertainties due to COVID-19, the Group has reassessed the discount rates, revisited the growth rates and other assumptions used in the financial projections based on which the future cash flows have been estimated for CGU. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group, as at the date of approval of these financial statements, has used internal and external sources on the expected future performance of the Group. The Group has used the principles of prudence in applying judgements, estimates and assumptions including sensitivity analysis and based on current indicators of the future economic conditions, there is no impairment in current year (as at 31 March 2019: ₹ 103.00 lakhs in respect of two multiplex theatres). It is not possible to measure fair value, less cost of disposal, of a multiplex theatre and hence the value in use is used as recoverable amount. The discount rate used in measuring the value in use is 9.86% per annum (previous year 12% per annum).

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

5(b). Capital Work in Progress (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Capital Work in Progress	13,892.62	51,303.71
Pre-operative expenditure pending allocation	1,112.58	911.12
	15,005.20	**52,214.83**

Particulars of pre-operative expenditure incurred during the year are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Opening balance	**911.12**	**710.11**
Add: Expenses incurred during the year		
Salaries and wages	577.28	569.62
Contribution to provident and other funds	45.66	39.15
Staff welfare	2.27	1.00
Lease Rent	13.93	323.75
Legal & professional fees and expenses	908.69	956.51
Travelling & conveyance	397.40	334.23
Power & fuel	89.47	70.34
House keeping expenses	44.12	30.69
Outsourced personnel cost	93.96	54.48
Security expenses	127.82	113.53
Miscellaneous expenses	30.20	192.31
	2,330.80	**2,685.61**
	3,241.92	3,395.72
Less: Capitalised during the year	2,129.34	2,484.60
Closing balance	**1,112.58**	**911.12**

6. Investment Property

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Carrying amount of:		
Land (*)	168.45	168.45
Building	87.12	88.90
	255.57	**257.35**

(₹ in Lakhs)

Particulars	Land (*)	Building	Total
I. Cost or Deemed Cost			
Balance as at 1st April, 2018	**168.45**	**875.11**	**1,043.56**
Transfer from Property, Plant and Equipment	-	338.30	338.30
Balance as at 31st March, 2019	**168.45**	**1,213.41**	**1,381.86**
Transferred pursuant to demerger - see Note 1 and 52	-	(1,117.09)	(1,117.09)
Balance as at 1st April, 2019	168.45	96.32	264.77
Balance as at 31st March, 2020	**168.45**	**96.32**	**264.77**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

6. Investment Property (Contd..)

(₹ in Lakhs)

Particulars	Land (*)	Building	Total
II. Accumulated depreciation			
Balance as at 1st April, 2018	**-**	**51.96**	**51.96**
Transfer from Property, Plant and Equipment	-	17.51	17.51
Depreciation for the year	-	23.04	23.04
Balance as at 31st March, 2019	**-**	**92.51**	**92.51**
Transferred pursuant to demerger - see Note 1 and 52	-	(85.09)	(85.09)
Balance as at 1st April, 2019	**-**	**7.42**	**7.42**
Depreciation for the year	-	1.78	1.78
Balance as at 31st March, 2020	**-**	**9.20**	**9.20**

(₹ in Lakhs)

Particulars	Land (*)	Building	Total
III. Net carrying amount			
Balance as at 31st March 2019	**168.45**	**1,120.90**	**1,289.35**
Transferred pursuant to demerger - see Note 1 and 52	-	(1,032.00)	(1,032.00)
Balance as at 1st April, 2019	**168.45**	**88.90**	**257.35**
Balance as at 31st March, 2020	**168.45**	**87.12**	**255.57**

(*) The land is taken on lease for 999 years.

6.1 Fair Value of Investment Properties

Fair valuation of Investment Properties as at 31st March, 2020 and 31st March, 2019 have been arrived at on the basis of valuation carried out on the respective dates by an independent valuer not related to the Company. The valuer is registered with the authority which governs the valuers in India, and in the opinion of management he has appropriate qualifications and recent experience in the valuation of properties. For all Investment properties, fair value was determined based on the area and locality, facilities available and present rate of similar type of buildings in the vicinity. The value adopted is made with reference to the rates observed by the valuers for similar properties in the locality and adjusted based on the valuer's knowledge of the factors specific to the respective properties.

6.2 Details of the investment properties and information about fair value hierarchy :

(₹ in Lakhs)

Particulars	Fair value as at	
	31st March, 2020	31st March, 2019
Land (*)	586.35	575.57
Building	353.17	336.33
Total	**939.52**	**911.90**

(*) The land is taken on lease for 999 years.

6.3 The expenses related to investment property are as under :

(₹ in Lakhs)

Particulars	2019-20	2018-19
Insurance	0.14	0.14
Housekeeping & maintenance expenses	4.29	3.12
Electricity expenses	0.11	0.11
	4.54	**3.37**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

7. Goodwill

(₹ in Lakhs)

Particulars	On business combination	On consolidation	Total
Gross carrying amount			
As at 1st April, 2018	1,750.00	45.81	1,795.81
As at 31st March, 2019	1,750.00	45.81	1,795.81
As at 31st March, 2020	1,750.00	45.81	1,795.81
Accumulated impairment loss			
As at 1st April, 2018	-	40.88	40.88
As at 31st March, 2019	-	40.88	40.88
As at 31st March, 2020	-	40.88	40.88
Net carrying amount			
As at 31st March, 2019	1,750.00	4.93	1,754.93
As at 31st March, 2020	1,750.00	4.93	1,754.93

Goodwill on business combination is in respect of one of the multiplexes of the Group acquired through business combination. Goodwill on consolidation is in respect of consolidation of Shouri Properties Private Limited and Inox Renewables Limited.

Impairment testing:

a) In respect of goodwill on business combination

Goodwill on business combination is in respect of one of the multiplexes of the Group acquired through business combination. This multiplex is considered as cash generating unit (CGU). The Group has performed an annual impairment test to ascertain the recoverable amount of CGU based on a value in use calculation. This calculations use cash flow projections of the CGU based on management's estimates and business plans over a period of 10 years. The Group has used a period greater than five years since the Group has a long term lease arrangement in respect of this multiplex.

In view of the economic uncertainties due to COVID-19, the Group has reassessed the discount rates, revisited the growth rates and other assumptions used in the financial projections based on which the future cash flows have been estimated for CGU. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group, as at the date of approval of these financial statements, has used internal and external sources on the expected future performance of the Group. The Group has used the principles of prudence in applying judgements, estimates and assumptions including sensitivity analysis.

Key assumptions on which the management has based its cash flow projections:

a) Budgeted footfalls are expected to grow by 5%

b) Budgeted Average Ticket Price (ATP) is expected to grow by 9%

c) Budgeted Refuel Per Person (RPP) is expected to grow by 11%

The Group has considered the impact of COVID-19 pandemic on revenue during the initial period of forecast and then applied the above growth rates for the balance period.

The discount rate used is 9.86% which is based on Weighted Average Cost of Capital (WACC) for the Group.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

7. Goodwill (Contd..)

b) In respect of goodwill on consolidation of Shouri Properties Private Limited (SPPL)

SPPL holds a license to operate a multiplex cinema theatre which is operated by Inox Leisure Limited and this multiplex is considered as cash generating unit (CGU). The Group has performed an annual impairment test to ascertain the recoverable amount of CGU based on a value in use calculation. The discount rate used in 9.86% and growth rates used to estimate future performance are based on conservative estimates from past performance and after considering the impact of COVID-19, as stated above.

Based on above, there is no impairment loss required to be recognized in the current year.

8. Other Intangible assets

(₹ in Lakhs)

Particulars	2019-20	2018-19
Carrying amount of:		
Website	-	7.84
Software	1,246.70	1,125.21
Technical Know How	2,362.21	3,002.32
	3,608.91	**4,135.37**

(₹ in Lakhs)

Particulars	Website	Software	Mining Rights	Product Development	Technical Know How	Movie Script	Total
I. Cost or Deemed Cost							
Balance as at 1st April, 2018	**46.00**	**2,126.24**	**1,064.84**	**695.80**	**9,454.41**	**54.43**	**13,441.72**
Additions	-	359.54	-	-	658.22	-	1,017.76
Disposals	-	(3.05)	-	-	-	(54.43)	(57.48)
Effect of foreign currency exchange differences	-	0.55	(0.82)	-	-	-	(0.27)
Balance as at 31st March, 2019	**46.00**	**2,483.28**	**1,064.02**	**695.80**	**10,112.63**	**-**	**14,401.73**
Transferred pursuant to demerger - see Note 1 and 52	-	(220.23)	(1,064.02)	(695.80)	(5,205.80)	-	(7,185.85)
Balance as at 1st April, 2019	**46.00**	**2,263.05**	**-**	**-**	**4,906.83**	**-**	**7,215.88**
Additions	-	480.18	-	-	-	-	480.18
Disposals	-	(11.05)	-	-	-	-	(11.05)
Reclassified	-	43.54	-	-	(43.54)	-	-
Balance as at 31st March, 2020	**46.00**	**2,775.72**	**-**	**-**	**4,863.29**	**-**	**7,685.01**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

8. Other Intangible assets (Contd..)

(₹ in Lakhs)

Particulars	Website	Software	Mining Rights	Product Development	Technical Know How	Movie Script	Total
II. Accumulated amortisation							
Balance as at 1st April, 2018	**28.62**	**861.09**	**254.62**	**467.64**	**3,458.37**	**54.43**	**5,124.77**
Eliminated on disposal of assets	-	(2.01)	-	-	-	(54.43)	(56.44)
Amortisation expenses	9.54	415.46	81.83	146.84	1,187.32	-	1,840.99
Effect of foreign currency exchange differences	-	0.52	(8.83)	-	-	-	(8.31)
Balance as at 31st March, 2019	**38.16**	**1,275.06**	**327.62**	**614.48**	**4,645.69**	**-**	**6,901.01**
Transferred pursuant to demerger - see Note 1 and 52	-	(137.22)	(327.62)	(614.48)	(2,741.18)	-	(3,820.50)
Balance as at 1st April, 2019	**38.16**	**1,137.84**	**-**	**-**	**1,904.51**	**-**	**3,080.51**
Eliminated on disposal of assets	-	(10.90)	-	-	-	-	(10.90)
Amortisation expense for the year	7.84	402.08	-	-	596.57	-	1,006.49
Balance as at 31st March, 2020	**46.00**	**1,529.02**	**-**	**-**	**2,501.08**	**-**	**4,076.10**

(₹ in Lakhs)

Particulars	Website	Software	Mining Rights	Product Development	Technical Know How	Movie Script	Total
III. Net carrying amount							
Balance as at 31st March, 2019	**7.84**	**1,208.22**	**736.40**	**81.32**	**5,466.94**	**-**	**7,500.72**
Transferred pursuant to demerger - see Note 1 and 52	-	(83.01)	(736.40)	(81.32)	(2,464.62)	-	(3,365.35)
Balance as at 1st April, 2019	**7.84**	**1,125.21**	**-**	**-**	**3,002.32**	**-**	**4,135.37**
Balance as at 31st March, 2020	**-**	**1,246.70**	**-**	**-**	**2,362.21**	**-**	**3,608.91**

9. Investments accounted for using the equity method

9(a) Investment in Associates

(₹ in Lakhs)

Particulars	Face Value (₹)	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Non - Current					
Unquoted Investments					
Investments in Equity Instruments					
a. In partly paid-up equity shares					
Megnasolace City Private Limited	10	-	-	5000000	3,201.88
- Equity shares of ₹10/- each, paid up ₹ 1.60 per share (31st March, 2019: ₹ 1.60 per share)					
Reclassified as asset held for sale (see note 20)					
b. In fully paid-up equity shares					
Wind One Renergy Private Limited (see note 1 below)	10	10000	1.00	10000	-
Wind Three Renergy Private Limited (see note 1 below)	10	10000	1.00	10000	-
Wind Two Renergy Private Limited (see note 1 and 2 below)	10	32510000	3,251.00	32510000	3,248.09
Wind Four Renergy Private Limited (see note 1 below)	10	18510000	1,851.00	18510000	1,848.39
Wind Five Renergy Private Limited (see note 1 below)	10	18510000	1,851.00	18510000	1,834.64
			6,955.00		**6,931.12**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

9. Investments accounted for using the equity method (Contd..)

9(a) Investment in Associates (Contd..)

(₹ in Lakhs)

Particulars	Face Value (₹)	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Investment in Limited Liability Partnership					
Nexome Realty LLP		-	125.10	-	-
Total investment in associates			**7,080.10**		**10,133.00**
Aggregate book value of quoted investments			-		-
Aggregate market value of quoted investments			-		-
Aggregate carrying value of unquoted investments			**7,080.10**		**10,133.00**
Aggregate amount of impairment in value of investments			-		-

Note:

1. The Group has entered into, inter-alia, binding agreements with these companies. In view of the provisions of these binding agreements, the Group has ceased to exercise control over these companies.

2. Further, the Group has neither right to variable returns from this investment nor the ability to affect those returns through its power over the investee.

9 (b) : Details and financial information of associates

Details of the Group's associates at the end of the reporting period are as follows:

Name of associate	Proportion of ownership interest and voting rights held by the Group	
	As at 31st March, 2020	As at 31st March, 2019
I. Associates of Inox Infrastructure Limited		
Nexome Realty LLP	20.00%	-
Megnasolace City Private Limited (reclassified as held for sale - see Note 20)	-	50.00%
II. Associates of Inox Wind Infrastructure Services Limited		
Wind Two Renergy Private Limited	100.00%	100.00%
Wind Four Renergy Private Limited	100.00%	100.00%
Wind Five Renergy Private Limited	100.00%	100.00%
Wind One Renergy Private Limited	100.00%	100.00%
Wind Three Renergy Private Limited	100.00%	100.00%

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

9. Investments accounted for using the equity method (Contd..)

9 (b) : Details and financial information of associates (Contd..)

I. Associates of Inox Infrastructure Limited

(a) Nexome Realty LLP

Nexome Realty LLP is incorporated in India and is engaged in the business of real estate development.

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
The Group's share of profit/(loss)	(74.90)	-
The Group's share of other comprehensive income	-	-
The Group's share of total comprehensive income	(74.90)	-

II. Associates of Inox Wind Infrastructure Services Limited (IWISL)

All associates of IWISL are incorporated in India and are engaged in the business of generation and sale of wind energy.

As at 31st March, 2020

(₹ in Lakhs)

Name of the associate	Groups share of		
	Profit/(loss)	Other Comprehensive Income	Total Comprehensive Income
(a) Wind One Renergy Private Limited	1.00	-	1.00
(b) Wind Two Renergy Private Limited	2.91	-	2.91
(c) Wind Three Renergy Private Limited	1.00	-	1.00
(d) Wind Four Renergy Private Limited	2.61	-	2.61
(e) Wind Five Renergy Private Limited	16.36	-	16.36

As at 31st March, 2019

(₹ in Lakhs)

Name of the associate	Groups share of		
	Profit/(loss)	Other Comprehensive Income	Total Comprehensive Income
(a) Wind One Renergy Private Limited	(1.00)	-	(1.00)
(b) Wind Two Renergy Private Limited	(2.91)	-	(2.91)
(c) Wind Three Renergy Private Limited	(1.00)	-	(1.00)
(d) Wind Four Renergy Private Limited	(2.61)	-	(2.61)
(e) Wind Five Renergy Private Limited	(16.36)	-	(16.36)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

10 (a). Other Investments-Non current

(₹ in Lakhs)

Particulars	Face Value (₹)	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Non-current investments					
I. Quoted Investments (fully paid up)					
Investments in Mutual Funds (measured at FVTPL)					
Nippon Fixed Horizon Fund Series 9 - Direct Growth	10	-	-	2500000	302.38
HDFC FMP 1430 Days July 2017(1)-Direct-Growth-Sr. 38	10	10000000	1,212.27	10000000	1,111.36
Kotak Series 210-Direct-Growth	10	6500000	776.94	6500000	717.08
Total			**1,989.21**		**2,130.82**
Less: current portion of Non current investments disclosed under current investments			776.94		302.38
			1,212.27		**1,828.44**
II. Unquoted Investments					
Investments in Government securities (measured at amortised cost)					
National Saving Certificates		-	87.80	-	114.80
Less: current portion of Non current investments disclosed under current investments			(71.72)		(53.10)
Total Unquoted Investments			**16.08**		**61.70**
Total non-current investments (I + II)			**1,228.35**		**1,890.14**
Aggregate amount of quoted investments			1,212.27		1,828.44
Aggregate market value of quoted investments			1,212.27		1,828.44
Aggregate amount of unquoted investments			16.08		61.70
Aggregate amount of impairment in value of investments			-		-

10 (b) Other Investments -Current

(₹ in Lakhs)

Particulars	Face Value (₹)	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
I. Quoted Investments (fully paid up)					
Current portion of Non current investments					
Investments in Mutual Funds (measured at FVTPL)					
Reliance Fixed Horizon Fund Sr. 9 - Direct Growth	10	-	-	2500000	302.38
Kotak Series 210-Direct-Growth	10	6500000	776.94		-
Total quoted Investments			**776.94**		**302.38**
II. Unquoted Investments (fully paid up)					
a. Investments in in Government securities (measured at amortised cost)					
Current portion of non current investments					
National Saving Certificates		-	71.72	-	53.10
b. Investments in Mutual Funds (measured at FVTPL)					
ICICI Prudential Liquid Fund-Direct Plan-Growth	10	-	-	85330	235.87
Kotak Liquid Fund-Direct Plan-Growth	10	-	-	2812	106.40

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

10 (b) Other Investments -Current (Contd..)

(₹ in Lakhs)

Particulars	Face Value (₹)	As at 31st March, 2020		As at 31st March, 2019	
		Nos.	Amounts	Nos.	Amounts
Nippon India Liquid Fund-Direct Plan Growth	1000	588	28.53	-	-
HDFC Liquid Fund - Direct Plan - Growth	1000	8284	323.62	-	-
HDFC Liquid Fund-Regular Plan-Growth	1000	3358	130.40	-	-
ABSL liquid Fund - Growth	100	31569	100.31	-	-
IDBI Focused 30 Equity Fund - Regular Plan - Growth	10	-	-	50000	4.95
SBI Saving Fund -Regular plan-Growth	10	6963537	2,158.49	6963537	2,014.97
ABSL Saving Fund - Growth Direct	10	71222	285.48	35953	133.66
ICICI Prudential Liquid Plan-Growth-Regular Plan	100	10177	29.77	3046	8.39
			3,056.60		**2,504.23**
Total Unquoted Investments			**3,128.32**		**2,557.33**
Total Current Investments (I + II)			**3,905.26**		**2,859.71**
Aggregate amount of quoted investments			776.94		302.38
Aggregate market value of quoted investments			776.94		302.38
Aggregate amount of unquoted investments			3,128.32		2,557.33
Aggregate amount of impairment in value of investments			-		-

10 (c) Notes:

1) The Group has kept on lien certain mutual funds (including current portion of non-current investments) against long-term borrowing (see Note 24 and 42)

2) Investment in National Savings Certificate (NSC) carries interest in the range of 8.00% to 8.68% p.a. as per the issue series invested. Interest is compounded on yearly basis and receivable on maturity. These NSC's are pledged with Government authorities and held in the name of directors/ex-director /employees /director of a subsidiary company.

11 Loans

(Unsecured, considered good, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Security deposits		
- Considered good	11,505.57	10,265.18
- Credit Impaired	147.46	147.46
	11,653.03	**10,412.64**
Provision for Impairment	(147.46)	(147.46)
Total	**11,505.57**	**10,265.18**
Current		
Inter corporate deposits to related parties (see Note 51)	8,054.44	52.39
Security deposits	885.48	518.31
Total	**8,939.92**	**570.70**
Carrying amount of security deposits whose contractual cash flow characteristics have been assessed based on the facts and circumstances that existed at the date of transition to Ind AS.	4,909.09	5,121.43

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

12 Other financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Non-current bank balances (from Note 19)	444.75	781.58
Unbilled revenue (see Note (i) below)	39,317.00	25,578.41
Entertainment tax refund claimed	1,578.88	1,591.60
Electricity charges refund claimed	389.83	389.83
Amount recoverable towards claim		
Unsecured - considered good	-	87.97
Unsecured - credit impaired	914.16	914.16
	914.16	**1,002.13**
Less: Provision for Impairment	(914.16)	(914.16)
	-	**87.97**
Other advances (see Note (ii) below)		
Unsecured - considered good	7,195.32	6,109.41
Unsecured - credit impaired	80.50	22.50
	7,275.82	**6,131.91**
Less: Provision for Impairment	(80.50)	(22.50)
	7,195.32	6,109.41
Total	**48,925.78**	**34,538.80**
Current		
Security deposits	41.85	1.85
Interest accrued-others	103.41	27.77
Unbilled revenue (see Note (i) below)	5,665.57	7,808.07
Insurance claims lodged	63.02	63.02
Current account with Nexome Realty LLP	1,800.00	-
Other receivables		
Unsecured - considered good	1,033.76	415.35
Total	**8,707.61**	**8,316.06**

Notes:

(i) Unbilled revenue is classified as financial asset as right to consideration is unconditional upon passage of time.

(ii) Other advances represent advances given for properties to be taken on lease and under negotiations.

13.Deferred tax assets/(liabilities)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Deferred tax assets	43,803.59	17,902.26
Deferred tax liabilities	(525.91)	(1,486.73)
Net deferred tax assets/(liabilities)	**43,277.68**	**16,415.53**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

13. Deferred tax assets/(liabilities) (Contd..)

13.1 The major components of deferred tax assets/(liabilities) in relation to :

(₹ in Lakhs)

Particulars	Opening balance	Impact of transition to Ind AS 116	Recognised in profit or loss	Recognised in other comprehensive income	Adjustments (*)	Closing balance
Property, Plant and Equipment	(10,938.07)	-	1,336.94	-	-	(9,601.13)
Expenses allowable on payment basis	702.79	-	(8.01)	-	-	694.78
Straight lining of O & M revenue	(11,302.07)	-	(1,428.01)	-	(1,732.21)	(14,462.29)
Allowance for doubtful trade receivables and expected credit losses	728.32	-	6,561.62	-	-	7,289.94
Effect of measuring financial instruments at fair value	(990.69)	-	(161.88)	-	-	(1,152.57)
Gratuity and Leave Benefits	864.29	-	(1.15)	44.15	-	907.29
Government grants - deferred income	3,495.58	-	(1,068.21)	-	-	2,427.37
Business loss	18,336.50	-	8,903.61	-	187.39	27,427.50
Lease Liabilities	-	18,493.26	(4,784.68)	-	-	13,708.58
Other deferred tax assets	2,516.73	-	844.35	-	-	3,361.08
Other deferred tax liabilities	(36.80)	-	1,792.37	(28.64)	-	1,726.93
	3,376.58	**18,493.26**	**11,986.95**	**15.51**	**(1,544.82)**	**32,327.48**
MAT Credit Entitlement	13,038.95	-	10.36	-	(2,099.11)	10,950.20
Net Deferred tax assets/ (liabilities)	**16,415.53**	**18,493.26**	**11,997.31**	**15.51**	**(3,643.93)**	**43,277.68**

(*) Comprises of consolidation adjustments on demerger, other consolidation adjustments and adjustment of MAT credit entitlement against current tax liabilities

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

13. Deferred tax assets/(liabilities) (Contd..)

13.2 The major components of deferred tax assets/(liabilities) in relation to:

a) Continuing operations

Particulars	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Adjusted against current tax liability	Closing balance
Property, Plant and Equipment	(10,469.96)	(468.11)	-	-	(10,938.07)
Expenses allowable on payment basis	615.91	86.88	-	-	702.79
Straight lining of O & M revenue	(8,689.43)	(2,612.64)	-	-	(11,302.07)
Allowance for doubtful trade receivables and expected credit losses	484.62	243.70	-	-	728.32
Effect of measuring financial instruments at fair value	(550.23)	(440.46)	-	-	(990.69)
Gratuity and Leave Benefits	798.16	134.55	(68.42)	-	864.29
Government grants - deferred income	3,843.71	(348.13)	-	-	3,495.58
Business loss	14,518.47	3,818.03	-	-	18,336.50
Other deferred tax assets	1,937.44	579.29	-	-	2,516.73
Other deferred tax liabilities	-	(66.01)	29.21	-	(36.80)
	2,488.69	**927.10**	**(39.21)**	**-**	**3,376.58**
MAT Credit Entitlement	12,212.69	(41.67)	-	867.93	13,038.95
Net Deferred tax liabilities	**14,701.38**	**885.43**	**(39.21)**	**867.93**	**16,415.53**

b) Discontinued operations (transferred pursuant to demerger - see Note 52)

(₹ in Lakhs)

Particulars	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Adjusted against current tax liability	Transferred on demerger
Property, Plant and Equipment	(33,116.71)	(3,305.40)	-	-	(36,422.11)
Expenses allowable on payment basis	120.00	59.99	-	-	179.99
Allowance for doubtful trade receivables and expected credit losses	160.17	(25.53)	-	-	134.64
Effect of measuring financial instruments at fair value	(818.75)	697.25	-	-	(121.50)
Effect of measuring derivative instruments at fair value	(86.20)	(35.68)	27.76	-	(94.12)
Gratuity and Leave Benefits	912.84	179.05	31.28	-	1,123.17
Other deferred tax assets	321.79	529.03	-	-	850.82
	(32,506.86)	**(1,901.29)**	**59.04**	**-**	**(34,349.11)**
MAT Credit Entitlement	14,435.59	60,513.51	-	(8,229.10)	66,720.00
Net Deferred tax assets/(liabilities)	**(18,071.27)**	**58,612.22**	**59.04**	**(8,229.10)**	**32,370.89**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

13. Deferred tax assets/(liabilities) (Contd..)

13.3 In respect of Inox Wind Limited, deferred tax asset is recognised in respect of unabsorbed depreciation and business losses as per the taxation laws, since, in view of the existing long term contracts and orders in hand, the Group has a reasonable certainty as on the date of the balance sheet that there will be sufficient taxable income available to realise such assets in the near future

13.4 As at 31st March, 2020, the Group has following unused tax losses under the Income-tax Act for which no deferred tax asset has been recognised:

Nature of tax loss	Financial Year	Gross amount (₹ in Lakhs)	Expiry date
Business Losses	2014-15	6.63	31-03-2023
	2015-16	377.99	31-03-2024
	2016-17	451.81	31-03-2025
	2017-18	868.89	31-03-2026
	2018-19	1,112.46	31-03-2027
	2019-20	510.30	31-03-2028
Unabsorbed depreciation	2015-16	1.51	No limit
	2016-17	2.00	No limit
	2017-18	3.10	No limit
	2018-19	2.64	No limit
	2019-20	2.64	No limit
Long Term Capital Losses	2013-2014	113.41	31-03-2022
	2014-2015	11.71	31-03-2023

No deferred tax liability has been recognised in respect of temporary differences associated with the investments in subsidiaries (on account of undistributed earnings of the subsidiaries) aggregating to ₹ 1,15,032.42 lakhs (as at 31st March, 2019 ₹ 1,54,739.90 lakhs) as the holding company is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

14 Other assets

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Capital advances		
Considered good	4,837.50	6,547.05
Considered doubtful	-	423.83
	4,837.50	**6,970.88**
Less: Allowance for doubtful advances	-	(423.83)
	4,837.50	**6,547.05**
Security deposits with Government authorities	1,970.12	1,614.37
Balances with government authorities Balances in Service Tax, VAT and GST accounts etc.	464.44	569.22
Deferred rent expense (*)	-	5,777.03
Prepayments lease hold land (*)	-	4,583.52
Prepayments others	967.70	2,256.95
Total	**8,239.76**	**21,348.14**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

14 Other assets (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Advance to suppliers - considered good		
to related parties	-	9.16
to others	40,040.24	18,652.15
	40,040.24	**18,661.31**
Balances with government authorities Balances in Service Tax, VAT and GST accounts etc.	15,647.80	6,795.59
Deferred rent expense (*)	-	614.91
Prepayments lease hold land (*)	-	169.43
Prepayments - others	2,874.20	3,092.49
Other advances	1,639.95	315.56
Unbilled revenue	-	81.71
Other recoverable	763.24	-
Total	**60,965.43**	**29,731.00**

(*) Reclassified to right-of-use assets on transition to Ind AS 116 (see Note 48)

15 Tax assets (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Income tax paid (net of provisions)	4,546.36	3,328.79
Total	**4,546.36**	**3,328.79**
Current		
Income tax paid (net of provisions)	931.60	785.24
Total	**931.60**	**785.24**

16 Inventories

(at lower of cost and net realizable value)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Raw Materials (including goods in transit of ₹ 13,286.92 Lakhs (31st March, 2019: ₹ 18,027.61 Lakhs))	55,831.19	47,022.68
Work-in-progress	29,562.00	27,304.90
Finished Goods	23,444.45	2,812.00
Stores, spares and consumables	894.60	639.65
Others		
- Food and Beverages	707.25	825.68
- Construction Materials	10,307.70	16,989.20
Total	**1,20,747.19**	**95,594.11**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

16 Inventories (Contd..)

Notes:

(i) Inventories of ₹ 64,826.20 Lakhs (as at 31st March, 2019: ₹ 52,833.78 Lakhs) are hypothecated against working capital facilities from banks, see Note 42 for security details.

(ii) Group has work-in-progress inventory amounting ₹ 13,874.43 Lakhs for project development, erection & commissioning work and Common infrastructure facilities in different states. The respective State Governments are yet to announce the policy on Wind Farm Development. In the view of the management, the Group will be able to realise the Inventory on execution of projects once Wind Farm Development policy is announced by respective State Governments.

(iii) The cost of inventories recognised as an expense includes ₹ 149.61 Lakhs (as at 31st March, 2019 Nil) in respect of write downs of inventory to net realisable value.

(iv) The mode of valuation of inventories has been stated in Note 3.19

17 Trade receivables

(Unsecured)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Trade receivables		
- Considered good	1,38,164.31	1,54,900.14
- Which have significant increase in credit risk	20,686.23	1,874.23
- Credit impaired	350.66	251.67
	1,59,201.20	**1,57,026.04**
Provision for expected credit loss and Impairment	(21,036.89)	(2,125.90)
Total	**1,38,164.31**	**1,54,900.14**

18 Cash & cash equivalents

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balances with banks		
in current accounts	4,772.41	2,404.95
in cash credit accounts	2.24	2.95
Cash on hand	26.35	650.69
Total	**4,801.00**	**3,058.59**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

19 Other bank balances

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance in unclaimed dividend accounts	168.67	175.91
Bank deposits with original maturity for more than 3 months but less than 12 months	14,818.79	12,509.95
Bank deposits with original maturity of more than 12 months	1,566.24	1,579.79
	16,553.70	**14,265.65**
Amount disclosed under Note 12 - 'Other financial assets - non current'	(444.75)	(781.58)
Total	**16,108.95**	**13,484.07**

Notes:

Other bank balances include margin money deposits kept as security against bank guarantees as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
a) Bank deposits with original maturity for more than 3 months but less than 12 months	14,509.66	12,010.22
b) Bank deposits with original maturity for more than 12 months	1,535.77	1,433.24

20 Assets held for sale

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Investment in Associate Company		
Unquoted Investments (partly paid)		
Megnasolace City Private Limited - Equity shares of ₹ 10/- each - Paid up ₹ 1.60 per share (*)	3,200.00	-
Total	**3,200.00**	**-**

The Group had exercised its put option to divest its entire investment in Megnasolace City Private Limited (MCPL). This was disputed by the promoters of MCPL and the matter was contested before the appropriate Civil Court. During the year, as per the order dated 29th July 2019 passed by the Civil Court, the matter was disposed off in terms of the consent terms reached between the two parties. Accordingly, the put option exercised by the Group is held to be valid and the other party is required to pay a sum of ₹ 3,200 lakhs to the Group for transfer of the Group's investment in MCPL, within a period of eighteen months from the date of the order. Accordingly, the Group's investment in MCPL has been now classified as asset held for sale and the same is measured in accordance with Ind AS 105 "Non-Current Assets Held for Sale and Discontinued Operations" at lower of its carrying amount and fair value less cost to sell. The Group is not entitled to any profit or losses of MCPL since the Group will receive the agreed consideration of ₹ 3,200 lakhs. The Group expects to complete the transfer by April 2021 as per the consent terms and the court order.

(*) Uncalled amount payable by the Group in respect of above shares is ₹ 16,800 Lakhs (31st March, 2019 ₹ 16,800 Lakhs)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

21 Equity share capital

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Authorized		
20,00,00,000 (31st March, 2019: 20,00,00,000) equity shares of ₹ 1 each	2,000.00	2,000.00
Issued, subscribed and fully paid up		
10,98,50,000 (31st March, 2019: 10,98,50,000) equity shares of ₹ 1 each	1,098.50	1,098.50
Total	1,098.50	1,098.50

21.1 Reconciliation of shares outstanding at the beginning and at the end of the year

As at 31st March, 2020	Nos.	(₹ in Lakhs)
At the beginning of the year	10,98,50,000	1,098.50
At the end of the year	10,98,50,000	1,098.50

As at 31st March, 2019	Nos.	(₹ in Lakhs)
At the beginning of the year	10,98,50,000	1,098.50
At the end of the year	10,98,50,000	1,098.50

21.2 Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Re. 1 per share. Each shareholder is eligible for one vote per share held and entitled to receive dividend as declared from time to time. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, in proportion of their shareholding.

21.3 Particulars of dividend paid to shareholders

On 19th September, 2019, final dividend of ₹ 3.50 per share (Total dividend of ₹ 4,635.05 Lakhs including dividend distribution tax (DDT) of ₹ 790.30 Lakhs) for FY 2018-19 was paid to holders of equity shares.

21.4 Shares held by holding company

	Nos.	(₹ in Lakhs)
As at 31st March, 2020		
Inox Leasing and Finance Limited	5,81,49,021	581.49
As at 31st March, 2019		
Inox Leasing and Finance Limited	5,77,15,310	577.15

21.5 Details of shareholders holding more than 5% shares in the Company

As at 31st March, 2020	Nos.	Holding %
Inox Leasing and Finance Limited	5,81,49,021	52.93%
Devansh Trademart LLP	66,62,360	6.06%
Siddhapavan Trading LLP	55,76,440	5.08%
Meenu Bhanshali	54,95,182	5.00%

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

21 Equity share capital

21.5 Details of shareholders holding more than 5% shares in the Company (Contd..)

As at 31st March, 2019	Nos.	Holding %
Inox Leasing and Finance Limited	5,77,15,310	52.54%
Devansh Trademart LLP	66,62,360	6.06%
Siddhapavan Trading LLP	55,76,440	5.08%

22 Other equity

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Capital reserves	177.36	13,004.82
Capital redemption reserve	59.30	59.30
Securities premium	46,741.53	46,715.52
Debenture redemption reserve	1,135.55	1,135.55
Shares options outstanding account	70.26	101.51
General reserves	1,729.72	3,21,729.72
Cash flow hedge reserve	-	12.30
Foreign currency translation reserve	-	985.62
Retained earnings	1,66,860.83	2,12,839.62
Total	**2,16,774.55**	**5,96,583.96**

22.1 Capital reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	13,004.82	13,004.82
Less: Transferred pursuant to demerger (see Note 52)	(12,827.46)	-
Balance at the end of the year	**177.36**	**13,004.82**

The balance in Capital reserve represents the capital reserve on consolidation.

22.2 Capital redemption reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	59.30	59.30
Balance at the end of the year	59.30	59.30

In FY 2008-2009, the Group has bought back and extinguished 59,30,000 equity shares of ₹ 1 per share at an average price of ₹ 103.48 per share from open market, and accordingly the face value of ₹ 1 per share is reduced from the paid up equity share capital and correspondingly the amount of ₹ 59.30 Lakhs was transferred to Capital Redemption Reserve from the Statement of Profit and Loss account.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

22 Other equity

22.3 Securities premium

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	46,715.52	46,726.89
Share issue expenses	(24.27)	(72.10)
Adjustment on account of stock options in a subsidiary	50.28	60.73
Balance at the end of the year	**46,741.53**	**46,715.52**

Securities Premium represents premium on issue of shares. This amount is utilised in accordance with the provisions of the Companies Act, 2013.

22.4 Debenture redemption reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	1,135.55	1,135.55
Balance at the end of the year	1,135.55	1,135.55

The Group had issued redeemable non-convertible debentures. Accordingly, as required by the Companies (Share capital and Debentures) Rules, 2014 (as amended), Debenture Redemption Reserve (DRR) was created out of profits available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued and will be reclassified to retained earnings on redemption of debentures.

22.5 Shares options outstanding account

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	101.51	93.34
Movements during the year	(31.25)	8.17
Balance at the end of the year	**70.26**	**101.51**

The above reserve relates to share option granted by the Group to its employees under the employee share option plan. Further information about share based payment to employees is set out in Note 41.

22.6 General reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	3,21,729.72	3,01,729.72
Less: Transferred pursuant to demerger (see Note 52)	(3,20,000.00)	-
Transfer from surplus in the Statement of Profit and Loss	-	20,000.00
Balance at the end of the year	**1,729.72**	**3,21,729.72**

The General reserve is used from time to time to transfer profit from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

22 Other equity

22.7 Cash flow hedge reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	12.30	137.14
Less: Transferred pursuant to demerger (see Note 52)	(84.98)	-
Other comprehensive income for the year, net of income tax	72.68	(124.84)
Balance at the end of the year	**-**	**12.30**

The cash flow hedge reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments designated as cash flow hedge. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedge reserve will be reclassified to profit or loss when the hedged transaction affects the profit or loss, included as a basis adjustment to the non -financial hedged item, or when it becomes ineffective.

22.8 Foreign currency translation reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	985.62	744.89
Less: Transferred pursuant to demerger (see Note 52)	(985.62)	-
Other comprehensive income for the year, net of income tax	-	240.73
Balance at the end of the year	**-**	**985.62**

Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. INR) were recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve and are transferred to retained earnings on disposal of such foreign operations.

22.9 Retained earnings

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	2,12,839.62	1,11,949.52
Less: Transferred pursuant to demerger (see Note 52)	(16,304.19)	-
Adjustment pursuant to demerger (see Note 52)	5,999.92	-
	2,02,535.35	**1,11,949.52**
Transition impact of Ind AS 116, net of tax (see Note 48)	(18,507.05)	-
Total comprehensive income for the Year	(12,422.45)	1,30,547.27
On account of preferential allotment of shares by Inox Leisure Limited - see note no. 56	-	(5,022.12)
Payment of dividend on equity shares (including dividend distribution tax)	(4,745.02)	(4,635.05)
Amount transferred to general reserve	-	(20,000.00)
Balance at the end of the year	**1,66,860.83**	**2,12,839.62**

The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the separate financial statements of the Company and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported above may not be distributable in entirety.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

23 Non-controlling interest

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at the beginning of the year	1,28,786.71	1,19,288.37
Transferred pursuant to demerger (see Note 52)	314.69	-
	1,29,101.40	**1,19,288.37**
Movement during the year on account of:		
Share of Total Comprehensive Income for the year	(11,325.76)	4,454.59
Stock options granted	36.23	59.35
Share issue expenses by subsidiary	(18.48)	(37.72)
Preferential allotment of shares by Inox Leisure Limited - (see Note 56)	-	5,022.12
Transition impact of Ind AS 116, net of tax (see Note 48)	(15,930.79)	-
Share in payment of dividend by a subsidiary (including dividend distribution tax)	(552.97)	-
Balance at the end of the year	**1,01,309.63**	**1,28,786.71**

For details of significant non-controlling interest - (see Note 55)

24 Non-current borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Secured		
(a) Debentures		
Non convertible redeemable debentures	5,445.06	15,858.59
(b) Term loans		
(i) From banks		
Foreign currency loans	-	3,193.24
Rupee loans	40,041.85	45,623.78
(ii) From other parties		
Rupee loans	1,840.78	71.70
	47,327.69	**64,747.31**
Less: Amounts disclosed under Note 25 Other current financial liabilities		
(i) Current maturities	(30,981.11)	(24,816.39)
(ii) Interest accrued	(758.98)	(1,270.20)
Total	**15,587.60**	**38,660.72**

Note: For terms of repayment and securities etc. (see Note 42).

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

25 Other financial liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Security deposits	864.74	942.12
Retention money	66.47	136.09
Total	**931.21**	**1,078.21**
Current		
Current maturities of long term borrowing (from Note 24)	30,981.11	24,816.39
Interest accrued	5,442.53	1,503.98
Unclaimed dividend (*)	168.67	175.91
Security deposits	188.48	214.57
Creditors for capital expenditure	8,329.94	8,552.45
Retention money	690.71	930.50
Derivative financial liabilities	-	610.75
Consideration payable for business combinations	1,197.46	1,198.00
Employees dues payable	3,964.46	3,347.67
Expenses payables	623.18	1,817.20
Economic benefit payable to transferee of projects	-	396.58
Total	**51,586.54**	**43,564.00**

(*) In respect of unclaimed dividends, the actual amount to be transferred to the Investor Education and Protection Fund is determined on the due date.

26 Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Provision for employee benefits (see Note 49)		
Gratuity	1,943.55	1,465.26
Compensated absences	707.04	583.53
Total	**2,650.59**	**2,048.79**
Current		
(a) Provision for employee benefits (see Note 49)		
Gratuity	187.42	133.65
Compensated absences	399.38	307.39
	586.80	**441.04**
(b) Other provisions		
Disputed service tax liabilities	1,067.21	1,067.21
Other indirect tax matters (net of payments) (see Note 43)	644.03	244.54
	1,711.24	**1,311.75**
Total	**2,298.04**	**1,752.79**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

26 Provisions

26.1 Details of other provisions:

(₹ in Lakhs)

	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
a)	**Municipal taxes**		
	Opening balance	-	115.95
	Addition during the year	-	224.00
	Paid during the year	-	339.95
	Closing balance	**-**	**-**
b)	**Service tax on rentals**		
	Opening balance	1,067.21	1,067.21
	Closing balance	**1,067.21**	**1,067.21**
c)	**Other indirect tax matters**		
	Opening balance	244.54	117.61
	Addition during the year	520.41	126.93
	Paid/reversed during the year	120.92	-
	Closing balance	**644.03**	**244.54**

(i) Provision for service tax is includes service tax payable on renting of immovable property, for the period from 1st June 2007 to 30th September 2011, which was defined as a taxable service by the Finance Act, 2010, with retrospective effect from 1st June 2007. The matter is pending before the Hon'ble Supreme Court of India.

(ii) Provision for other indirect taxes are in respect of demands/notices received under indirect tax law and the same are contested by the Group at appropriate levels.

27 Other non-current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Deferred revenue arising from Government grant	7,907.13	10,003.39
Less: Current portion disclosed under Note 30	(674.96)	(1,807.14)
	7,232.17	**8,196.25**
Revenue received in advance	4,554.72	8,145.86
Total	**11,786.89**	**16,342.11**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

28 Current borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Secured		
(a) From banks		
Foreign currency loans		
Packing credit and Buyers/suppliers credit	4,891.58	17,176.99
Rupee loans		
Short term working capital demand loans	19,960.35	5,915.33
Cash credit/Overdraft facilities	21,801.22	30,534.59
Others	1,033.45	829.50
	47,686.60	**54,456.41**
Unsecured		
(a) From banks		
Rupee loans		
Short term working capital demand loans	2,015.53	2,012.89
Overdraft facility repayable on demand	4,839.56	-
(b) From related party (see Note 51)		
Inter-corporate deposits	2,526.77	-
(c) From others	6,765.97	2,303.00
	16,147.83	**4,315.89**
Total current borrowings	63,834.43	58,772.30
Less: Amounts disclosed under Note 25 Other current financial liabilities		
Interest accrued	(324.13)	(233.78)
Total	**63,510.30**	**58,538.52**

Note: For terms of repayment and securities etc. (see Note 42).

29 Trade payables

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Trade payables		
a) total outstanding dues of micro enterprises and small enterprises	1,840.22	226.18
b) total outstanding dues of creditors other than micro enterprises and small enterprises	1,17,470.40	1,05,215.94
Total	**1,19,310.62**	**1,05,442.12**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

30 Other current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Advances received from customers	92,420.29	6,906.06
Revenue received in advance	4,147.09	3,313.20
Statutory dues and taxes payable	6,619.77	5,083.42
Deferred revenue arising from government grant (from Note 27)	1,032.45	1,174.24
Other Liabilities (see Note 54)	337.19	314.69
Total	**1,04,556.79**	**16,791.61**

31 Current tax liabilities (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current tax liabilities (net of payments)	298.96	1,091.99
Total	**298.96**	**1,091.99**

32 Revenue from operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(a) Revenue from contracts with customers:		
Sale of products	89,627.49	1,50,541.23
Sale of services	1,78,709.76	1,44,552.64
	2,68,337.25	**2,95,093.87**
(b) Other operating revenue	2,026.39	1,790.55
Total	**2,70,363.64**	**2,96,884.42**

32.1 Disaggregated revenue information

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
a) On the basis of type of products		
Wind turbine generators and components	39,225.96	1,05,008.82
Food & beverages	49,719.45	43,592.55
Power	556.43	1,805.02
Other products	125.65	134.84
	89,627.49	**1,50,541.23**
b) On the basis of type of services		
Revenue from box office	1,10,459.02	97,538.28
Erection, procurement & commissioning services	22,804.65	3,634.84
Operation & maintenance services	15,564.48	15,894.34
Common infrastructure facility services	1,346.91	1,248.15
Convenience Fees	6,681.83	5,002.37
Virtual Print fee	3,003.44	2,697.95

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

32 Revenue from operations (Contd..)

32.1 Disaggregated revenue information (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Revenue from advertising income	17,897.01	17,666.54
Others	952.42	1,459.17
	1,78,709.76	**1,45,141.64**
Total revenue from contracts with customers	**2,68,337.25**	**2,95,682.87**

The entire revenue of Wind Energy Business segment is from domestic market. In respect of power segment, the entire production is indigenously sold. All multiplexes/theatres are located in India.

32.2 Contract balances

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Trade receivables	1,38,164.31	1,54,900.14
Contract assets	44,982.57	33,468.19
Contract liabilities	1,01,122.10	18,365.12

During the year ended 31st March, 2020, the Group has recognized revenue of ₹ 18,363.66 Lakhs (as at 31st March, 2019 : ₹ 17,879.61 Lakhs) arising from opening contract liabilities.

32.3 Performance obligation

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Within one year	4,837.18	5,561.32
More than one year but less than five years	4,620.73	6,189.33
Total	**9,457.91**	**11,750.65**

The transaction price allocated to contracts for original expected duration of one year or less are not included in amounts disclosed above as permitted under Ind AS - 115.

32.4 Reconciliation of gross revenue with revenue from contracts with customers

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Gross revenue	2,68,337.25	2,95,093.87
Less: Discounts, rebates etc.	-	-
Net revenue recognised from contracts with customers	**2,68,337.25**	**2,95,093.87**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

32 Revenue from operations (Contd..)

32.5 In case of theatrical exhibition business- COVID-19 impact

For the financial year 2019-20, the impact on revenue was for a short period of about 4-5 weeks and no revenue is recognized for this period. While the Group strongly believes that the normalcy in business operations will gradually be restored towards the end of financial year ending 31st March, 2021, the impact on future revenue streams could come from:

- prolonged lock-down situation resulting in Group's inability to restart multiplexes;
- inability of the Group to operate at optimal capacity on account of Government imposed social distancing norms for multiplexes in future;
- retail customers being more prone to immediate impact on account of pandemic postponing their discretionary spend due to change in priorities

32.6 In case of Wind energy business

The Group has policy to recognise revenue from operations & maintenance (O&M) over the period of the contract on a straight-line basis. The Group has recognised revenue amounting to ₹ 1,189.87 Lakhs related to O&M contract signed during the year due to uncertainty of realization in earlier periods. Further O&M agreement of 303 WTGs has been cancelled with different customers and the Group's management expects no material adjustments on the Consolidated Financial Statements since all the common infrastructure O&M remains with the Group.

32.7 In case of Power business

The Group has recognised revenue of ₹ 413.35 Lakh for the year ended 31st March, 2020 (₹ 386.45 Lakh for the year ended 31st March, 2019) on provisional basis (Unbilled Revenue) in respect of Wind turbines of 4 MW capacity located in the State of Maharashtra, as Power Purchase Agreement is currently in favour of a Third Party and its transfer in the name of the Group is pending due to Litigation. Total amount receivable in other financial assets on account of such Unbilled Revenue is ₹ 1,501.85 Lakh (₹ 1,067.18 Lakh as on 31st March, 2019).

33 Other income

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(a) Interest Income		
On financial assets using effective interest method:		
- on fixed deposits with bank	1,171.20	1,088.78
- on Inter-corporate deposits	167.76	3.09
- on long term investments	94.80	9.99
- on security deposits	606.34	473.08
Other Interest Income		
- on Income tax refund	105.21	312.26
- Other Interest	38.51	80.22
	2,183.82	**1,967.42**
(b) Other non-operating income		
Allowance for doubtful trade receivable reversed	4.30	-
Liabilities and provisions no longer required, written back	806.46	473.05
Government grants - deferred income	358.46	363.81

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

33 Other income (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Insurance claims	342.47	116.16
Miscellaneous Income	218.25	150.22
	1,729.94	**1,103.24**
(c) Other gains		
Net gain on investments carried at FVTPL	465.12	287.04
Net gain on foreign currency transactions and translation	-	956.91
Net gain on retirement/disposal of property, plant and equipment	75.89	-
	541.01	**1,243.95**
Total	**4,454.77**	**4,314.61**
Note:		
Realised gain on sale of investments (net)	220.81	112.21

34 Cost of materials consumed

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Raw materials consumed	21,719.75	88,343.78
Cost of food and beverages	12,621.68	11,249.51
Total	**34,341.43**	**99,593.29**

35 Changes in inventories of finished goods and work-in-progress

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Opening Stock		
Finished goods	2,812.00	2,256.39
Work-in-progress		
Material	2,752.52	5,120.31
Project development, erection and commissioning work in progress	24,169.97	17,788.52
Common infrastructure facilities	382.41	382.41
	30,116.90	**25,547.63**
Add: Capital-work-in progress reclassified as Inventory	**30,058.31**	**-**
Less : Closing Stock		
Finished goods	23,444.45	2,812.00
Work-in-progress		
Material	3,921.59	2,752.52
Project development, erection and commissioning work in progress	25,258.00	24,169.97
Common infrastructure facilities	382.41	382.41
	53,006.45	**30,116.90**
Decrease / (Increase) In Stock	**7,168.76**	**(4,569.27)**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

36 Employee benefits expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Salaries and wages	20,505.74	18,429.02
Contribution to provident and other funds	1,189.81	975.50
Expense on ESOP	47.66	115.57
Gratuity	554.53	497.38
Staff welfare expenses	1,406.15	1,161.42
Total	**23,703.89**	**21,178.89**

37 Finance costs

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(A) Interest expense		
(a) Interest on financial liabilities measured at amortised cost		
Interest on borrowings	12,522.08	12,149.69
(b) Interest on lease liabilities - (see Note 48)	20,992.49	-
(c) Interest on Income tax	878.43	434.06
(d) Other Interest expenses (including interest on capital advances of ₹ 4,805.93 Lakhs (31st March, 2019 - Nil)	5,326.31	583.30
	39,719.31	**13,167.05**
(B) Net foreign exchange loss on borrowings (considered as finance costs)	814.35	314.27
(C) Other borrowing costs (see Note (i) below)	3,988.57	3,345.44
Sub-total (A + B + C)	**44,522.23**	**16,826.76**
Interest capitalized	-	(79.24)
Total	**44,522.23**	**16,747.52**

Note:

(i) The weighted average capitalisation rate of funds borrowed for the year ended 31st March, 2019 is in the range of 6.40% to 12.00 % p.a.

38 Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Depreciation of property, plant and equipment	18,560.95	15,907.35
Depreciation on right-of-use assets (see Note 48)	15,846.62	-
Depreciation of investment property	1.78	1.78
Amortisation of other intangible assets	1,006.49	958.63
Total	**35,415.84**	**16,867.76**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

39 Other expenses

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Stores, spares and consumables	33.36	50.73
Power and fuel	11,908.05	10,805.32
EPC, O & M, Common infrastructure facility and site development expenses	26,226.58	18,395.46
Exhibition cost	49,645.78	44,420.91
Freight	1,010.28	3,349.03
Insurance	246.03	279.55
Indirect tax expenses	3,501.31	3,003.42
Processing charges	1,693.18	9,534.43
Outsourced personnel cost	8,174.41	6,510.42
Lease rentals, hire charges and common facility charges	10,443.42	32,216.74
Repairs to		
- Buildings	434.92	395.84
- Plant and equipment	2,894.68	2,067.87
- Others	913.47	771.69
Directors' sitting fees	48.35	61.10
Commission to non-executive directors	138.56	233.33
Rates and taxes	975.02	1,220.87
Travelling and conveyance	1,686.40	1,978.04
Legal and professional fees and expenses	2,813.86	2,748.52
Loss on retirement /disposal of property, plant and equipment (net of impairment loss adjusted of ₹ 32 lakhs (31st March, 2019: Nil).	332.55	496.16
Net loss on foreign currency transactions and translation	1,171.28	-
Net loss on fair value changes in derivatives classified at FVTPL	281.68	325.44
Allowance for doubtful advances	58.00	29.22
Allowance for doubtful trade receivables and expected credit loss	19,132.42	762.07
Bad debts, remission and Liquidated damages	36.85	588.98
Corporate Social Responsibility (CSR) Expenses	159.95	313.99
Commission	27.23	-
Royalty	127.96	1,105.27
Miscellaneous expenses	13,295.49	12,719.29
Total	**1,57,411.07**	**1,54,383.69**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

40 Tax expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(a) Income tax recognized in statement of profit and loss		
Current Tax:		
In respect of current year	8,308.66	29,508.34
In respect of earlier years	(460.56)	(24,242.86)
Deferred Tax		
In respect of current year	(11,855.27)	(398.52)
MAT Credit Entitlement	(10.36)	(41.67)
In respect of earlier years	(131.68)	(59,057.46)
	(4,149.21)	**(54,232.17)**
(b) Income tax recognized in other comprehensive income		
Deferred tax on remeasurement of defined benefits plan	(44.15)	37.14
Deferred tax on effective portion of gains and (loss) on hedging instruments in a cash flow hedge	28.64	(56.93)
	(15.51)	**(19.79)**
Total tax expense	**(4,164.72)**	**(54,251.96)**

40.1 The income tax expense for the year can be reconciled to the accounting profit as follows:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit/(loss) before tax from continuing operations	(27,795.83)	16,149.30
Profit/(loss) before tax from discontinued operations	-	64,527.94
	(27,795.83)	**80,677.24**
Income tax using the Company's domestic tax rate @ 25.168% (2018-19: 34.944%)	(6,995.65)	28,191.82
Effect of non-deductible expenses	138.99	794.54
Effect of tax incentive provisions	(43.70)	(1,307.34)
Effect of income which is taxed at special rates	(43.42)	(1,261.68)
Effect of income that is exempted from tax	(132.85)	-
Effect of loss on fair value of investments on which deferred tax asset is not recognised	-	1,817.70
Impact of deferred tax asset remeasurement on account of change in tax rate (see note below)	6,886.08	-
Effect of deferred tax on losses not recognised by subsidiary companies	-	318.53
Effect of differential tax rates of subsidiaries	(3,063.23)	(284.46)
Others (net)	(303.19)	799.04
	(3,556.97)	**29,068.15**
Taxation pertaining to earlier years	(592.24)	(83,300.32)
Tax expense as per the Statement of Profit and Loss	**(4,149.21)**	**(54,232.17)**

Notes to the Consolidated Financial Statements
for the year ended 31st March, 2020

40 Tax expense (Contd..)

40.1 The income tax expense for the year can be reconciled to the accounting profit as follows: (Contd..)

The tax rate used for the years ended 31st March, 2020 and 31st March, 2019 in reconciliations above is the corporate tax rate of 25.168% and 34.944% respectively payable by the Group on taxable profits under the Indian tax law.

The holding company intends to exercise the option under section 115BAA of the Income-Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019 and the provision for taxation is made accordingly. Further, based on the evaluation carried out, one of the subsidiaries, Inox Leisure Limited, proposes to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 from the next financial year viz. w.e.f. 1st April, 2020. Consequently, the net deferred tax asset as at 31st March, 2020 is remeasured on the basis of the tax rate prescribed in the said section and the impact of this remeasurement of ₹ 6,886.08 Lakhs is charged to the profit and loss for the year ended 31st March, 2020.

40.2 In respect of taxation matters of the Holding Company

During the previous year, the Company had received appellate orders from Income-Tax Appellate Tribunal ("ITAT") for two years (viz. assessment years 2012-13 and 2013-14) favourably upholding certain contentions raised by the Company, including, on the basis of decision of the jurisdictional Gujarat High Court, holding that net proceeds from sale of carbon credits by the Company is a capital receipt. Further, in respect of earlier years, the matter was heard by ITAT on 25th April 2019 and considering the relief already granted by the ITAT in above two years, on the basis of decision of the jurisdictional Gujarat High Court in respect of taxability of carbon credit receipts, the Company had computed the amount of relief for the balance years also. The consequential tax benefits for earlier periods in respect of the demerged Chemical Business Undertaking of ₹ 82,852.09 lakhs was recognized as 'tax pertaining to earlier years' as under:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019
MAT credit entitlement	(58,165.06)
Income Tax	(23,896.94)
Deferred Tax	(790.09)
Net credit	**(82,852.09)**

41 Share-based payments

Details of the employee share option plan of Inox Leisure Limited:

Inox Leisure Limited (ILL) has a share option scheme applicable to the employees and Directors of the Company, its subsidiary companies or its holding company and any successor company thereof, as determined by the Compensation, Nomination and Remuneration Committee on its own discretion. The Scheme is administered through Inox Leisure Limited - Employees Welfare Trust.

In the year ended 31 March 2006, ILL had issued 5,00,000 equity shares of ₹ 10 each at a premium of ₹ 5 per share to Inox Leisure Limited – Employees' Welfare Trust ("ESOP Trust") to be transferred to the employees of the Company under the scheme of ESOP framed by the Company in this regard. The Company has provided finance of ₹ 75.00 Lakhs to the ESOP Trust for subscription of these shares at the beginning of the plan.

Each share option converts into one equity share of the Company on exercise. The options are granted at an exercise price of ₹ 15 per option. The option carry neither rights to dividends nor voting rights. The options granted are required to be exercised within a period of one year from the date of vesting of the respective options.

Notes to the Consolidated Financial Statements
for the year ended 31st March, 2020

41 Share-based payments (Contd..)

Details of the employee share option plan of Inox Leisure Limited: (Contd..)

On 23 June 2017, stock options of 1,67,500 shares had been granted to employees and on 5th January 2017, stock options of 20,000 shares had been granted to an employee of holding company. The vesting period for these equity settled options is between one to four years from the date of the respective grants. The options are exercisable within one year from the date of vesting.

The compensation costs of stock options granted to employees are accounted using the fair value method.

Fair value of share options granted in the year

The fair value has been calculated using the Black Scholes Options Pricing Model. The Black-Scholes model requires the consideration of certain variables such as volatility, risk free rate, expected dividend yield, expected option life, market price and exercise price for the calculation of fair value of the option. These variables significantly influence the fair value and any change in these variables could significantly affect the fair value of the option. The significant assumptions made in this regard are as under:

Particulars	Options granted	
Date of grant	23rd June 2017	5th January 2017
Fair value of share option at grant date	269.10	217.56
No. of share options granted	1,67,500	20,000
Grant date share price	281.50	230.00
Exercise price	15	15
Expected volatility	33.53% to 39.82%	38.53% to 41.80%
Option life	1.5 to 4.5 years	1.5 to 4.5 years
Dividend yield	0	0
Risk free interest rate	6.25% to 6.53%	6.09% to 6.47%

Movements in share options during the year

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Balance at the beginning of year	1,16,875	1,62,500
Granted during the year	0	0
Forfeited during the year	7,500	7,500
Exercised during the year	41,875	38,125
Balance at the end of year	67,500	1,16,875
Exercisable at end of the year	NIL	NIL
Weighted average exercise price of all stock options	₹ 15	₹ 15

Method used for accounting of share based payment plan:

The Company has used fair value method to account for the compensation cost of stock options granted to its employees and the employee of holding company. The compensation cost of ₹ 53.19 Lakhs (previous year ₹ 126.10 Lakhs) is recognised in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

41 Share-based payments (Contd..)

Range of exercise price and weighted average remaining contractual life of outstanding options

For Options granted on 5th January, 2017:

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Number of options outstanding	5,000	10,000
Weighted Average Remaining Contractual Life (in years)	1.77	2.77
Weighted Average Exercise Price (₹)	15	15

For Options granted on 23rd June, 2017:

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Number of options outstanding	62,500	1,06,875
Weighted Average Remaining Contractual Life (in years)	2.23	3.23
Weighted Average Exercise Price (₹)	15	15

42 Nature of securities and terms of repayment

I. In respect of loans taken by Inox Wind Limited (IWL):

(A) Terms of repayment and securities for non-current borrowings:

a) Debentures (secured) :

3000 non-convertible redeemable debentures of ₹ 10 Lakhs each fully paid up, are issued at par, and carry interest @ 9% p.a. payable semi-annually. The maturity pattern of the debentures is as under:

(₹ in Lakhs)

Month	Principal
Sep-20	5,000.00
	5,000.00

The above debentures are secured by sole and exclusive charge by way of hypothecation of fixed assets and certain immovable assets of Inox Wind Infrastructure Services Limited and unconditional and irrevocable guarantee by Gujarat Fluorochemicals Limited (earlier known as Inox Fluorochemicals Limited) and GFL Limited.

b) Rupee term loan from Axis Finance Ltd:

Rupee term loan is secured by first charge of lien of FMP/other select debt mutual funds acceptable to Axis Finance provided by Gujarat Fluorochemicals Limited and carries interest @ 9.75% p.a. Principal repayment pattern of the loan is as under:

(₹ in Lakhs)

Month	Principal
Aug-20	5,056.16
	5,056.16

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

I. In respect of loans taken by Inox Wind Limited (IWL): (Contd..)

(A) Terms of repayment and securities for non-current borrowings: (Contd..)

c) Rupee term loan from Yes Bank Ltd: -

Rupee term loan taken from Yes Bank Ltd is secured by unconditional and irrevocable corporate guarantee from Gujarat fluorochemicals Limited and GFL Limited second charge on existing and future movable fixed assets of the company and carries interest @ 9.85% p.a. Principal repayment pattern of the loan is as under:

(₹ in Lakhs)

Month	Principal
Jul-20	2,000.00
Jan-21	2,500.00
Jul-21	2,500.00
	7,000.00

d) Rupee term loan from Aditya Birla Finance Ltd: -

Rupee term loan taken from Aditya Birla Finance Ltd is secured by second pari passu charges on the current assets, cash flows and receivables both present & future of the company and unconditional and irrevocable guarantee by Gujarat Fluorochemicals Limited and GFL Limited and carries interest @ 10.50% p.a. Principal repayment pattern of the loan is as under:

(₹ in Lakhs)

Month	Principal
Apr-20	300.00
Jul-20	550.00
Oct-20	550.00
Jan-21	550.00
Apr-21	550.00
Jul-21	700.00
Oct-21	700.00
Jan-22	700.00
Apr-22	700.00
Jul-22	800.00
Oct-22	800.00
Jan-23	800.00
Apr-23	800.00
Jul-23	400.00
Total	**8,900.00**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

I. In respect of loans taken by Inox Wind Limited (IWL): (Contd..)

(A) Terms of repayment and securities for non-current borrowings: (Contd..)

e) Rupee term loan from IndusInd Bank Ltd: -

Rupee term loan taken from IndusInd Bank Ltd is secured by second pari passu charges on the current assets, cash flows and receivables both present & future of the company and unconditional and irrevocable guarantee by Gujarat Fluorochemicals Limited and GFL Limited and carries interest @ 9.75% p.a. Principal repayment pattern of the loan is as under:

(₹ in Lakhs)

Month	Principal
Jun-20	400.00
Sep-20	400.00
Dec-20	400.00
Mar-21	400.00
Jun-21	400.00
Sep-21	500.00
Dec-21	500.00
Mar-22	500.00
Jun-22	500.00
Sep-22	500.00
Total	**4,500.00**

f) Short term loan from Arka Fincap Limited: -

Short term loan is taken from Arka Fincap Limited by second pari passu charges on the current assets, cash flows and receivables both present & future of the company and unconditional and irrevocable guarantee by Gujarat Fluorochemicals Limited and carries interest @ 12.50% p.a. Principal repayment pattern of the loan is as under:

(₹ in Lakhs)

Month	Principal
Jun-20	750.00
Sep-20	3,500.00
Total	**4,250.00**

g) Other Term Loans

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Foreign currency term loan from Bank was secured by first pari-passu charge by way of hypothecation on the entire fixed assets of Plant at Relwa Khurd Industrial Area and carries interest @ 10.25% p.a. and is repayable in 18 quarterly instalments starting from 30th October, 2015.	-	1,490.18
Foreign currency term loan from Bank was secured by first pari-passu charge by hypothecation on the entire fixed assets of Plant at Relwa Khurd Industrial Area and carries interest @10.50% p.a. and repayable in 12 quarterly instalments starting from 10th February, 2017	-	1,679.50

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

I. In respect of loans taken by Inox Wind Limited (IWL): (Contd..)

(A) Terms of repayment and securities for non-current borrowings: (Contd..)

g) Other Term Loans (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Rupee term loan from Bank was secured by first exclusive charge on existing & future movable & immovable fixed assets of Una and Rohika Plants, carries interest @ 11.30% p.a. and is repayable in 20 quarterly instalments starting from 30th September, 2014.	-	125.00
Rupee term loan from Bank is secured by extension of first exclusive charges on immovable fixed assets of the Company at Una, Himachal Pradesh & Bavla (Rohika), Gujarat excluding charge on land bearing survey no. 129/13 at Bavla and first exclusive charge on existing and future movable fixed assets of the company at Bavla, Gujarat and first pari passu charges on movable fixed assets of the company at Una, Himachal Pradesh (along with existing charge of District Industries Centre, Himachal Pradesh of INR 3.0 million), carries interest @ 9.10% to 10.38% p.a. and is repayable in 20 quarterly instalments starting from 30th June, 2017. The loan has been classified as current liability pursuant to the terms of sanction letter.	8,911.19	11,888.74
Vehicle term loan from others is secured by hypothecation of the said vehicle and carries interest @ 11.28% p.a. The loan is repayable in 36 monthly instalments starting from 3rd March, 2017.	56.51	71.70
Vehicle term loan from others is secured by hypothecation of the said vehicle and carries interest @ 9.48% p.a. The loan is repayable in 36 monthly instalments starting from 4th March, 2020.	54.44	-

(B) Terms of repayment and securities for current borrowings:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Supplier's credit facilities are secured by first pari-passu charge on the current assets of the Company and carry interest rate of applicable LIBOR plus bank's spread which is generally in the range of 0.38% to 0.95%.	4,891.58	17,114.32
Working capital demand loan from bank is secured by first pari-passu charge on the current assets of the Company and carries interest in the range of 9.95% - 14.00% p.a.	16,895.63	5,900.00
Cash credit facilities are secured by first pari-passu charge on the current assets of the Company and carries interest rate in the range of 10.00% - 13.69% p.a. Cash credit taken from Yes bank carries interest @ MCLR plus 0.35% against corporate guarantee of Gujarat Fluorochemicals Limited.	11,731.46	30,391.90
Other Loan - Invoice Purchase Finance is secured by first pari-passu charge on the current assets of the Company and carry interest rate of 8.75% p.a.	1,033.45	829.50

Inter-corporate deposit from holding company is unsecured, repayable on demand and carries interest in the range of @ 7.00-7.50% p.a.

Unsecured loan of ₹ 2,468.20 Lakhs is interest free and is repayable on demand.

Unsecured loan from others of ₹ 4,297.77 Lakhs is repayable on demand and carry interest @ 12.50% p.a.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

II. In respect of loans taken by Inox Leisure Limited (ILL):

(A) Terms of repayment and securities for non-current borrowings:

(i) the terms of repayment of term loans from bank are as under :

As at 31st March, 2020

(₹ in Lakhs)

Particulars	Amount outstanding (₹ in lakhs)	Terms of repayment	Rate of interest	Security Note
HDFC Bank Ltd	1,000.00	The loan is repayable in 16 equal quarterly instalments of ₹ 250 Lakhs beginning from 4th June, 2017.	8.85% to 9.30%	(a)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan I)	2,187.50	The loan is repayable in 16 equal quarterly instalments of ₹ 312.50 Lakhs beginning from 7th February, 2018.	8.54% to 9.25%	(b)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan II)	1,312.50	The loan is repayable in 16 equal quarterly instalments of ₹ 187.50 Lakhs beginning from 29th March, 2018.	8.27% to 8.96%	(b)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan III)	1,000.00	The loan is repayable in 16 equal quarterly instalments of ₹ 125 Lakhs beginning from 26th June, 2018.	8.53%	(b)

As at 31st March, 2019

(₹ in Lakhs)

Particulars	Amount outstanding (₹ in lakhs)	Terms of repayment	Rate of interest	Security Note
HDFC Bank Ltd	2,000.00	The loan is repayable in 16 equal quarterly instalments of ₹ 250 Lakhs beginning from 4th June, 2017.	8.85% to 9.30%	(a)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan I)	3,437.50	The loan is repayable in 16 equal quarterly instalments of ₹ 312.50 Lakhs beginning from 7th February, 2018.	8.40% to 9.25%	(b)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan II)	2,062.50	The loan is repayable in 16 equal quarterly instalments of ₹ 187.50 Lakhs beginning from 29th March, 2018.	8.60% to 8.96%	(b)
The Hongkong and Shanghai Banking Corporation Limited (Term Loan III)	1,500.00	The loan is repayable in 16 equal quarterly instalments of ₹ 125 Lakhs beginning from 26th June, 2018.	8.53% to 8.60%	(b)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

II. In respect of loans taken by Inox Leisure Limited (ILL): (Contd..)

(A) Terms of repayment and securities for non-current borrowings: (Contd..)

(ii) Securities provided for secured loans

a. HDFC Bank Ltd

Term loan from HDFC Bank is secured by mortgage of immovable property situated at Mumbai and first exclusive charge on all movable fixed assets of some multiplexes financed by the said term loan.

b. The Hongkong and Shanghai Banking Corporation Limited

Term loans from The Hongkong and Shanghai Banking Corporation Limited are secured by pari-pasu charge on mortgage of immovable property situated at Vadodara and first exclusive charge on all movable fixed assets and current assets of some multiplexes financed by the said term loans.

(B) Terms of repayment and securities for current borrowings:

(i) The terms of repayment of term loans from banks are as under:

As at 31st March, 2020

Particulars	Amount outstanding (₹ in lakhs)	Terms of repayment	Rate of Interest
Short term working capital demand loan	3,000.00	Repayable in bullet instalments of ₹ 3,000 Lakhs beginning 29th June, 2020	9.00%
Short term working capital demand loan (Term Loan I)	1,000.00	Repayable in bullet instalments of ₹ 1,000 Lakhs beginning 10th June, 2020.	9.00%
Short term working capital demand loan (Term Loan II)	500.00	Repayable in bullet instalments of ₹ 500 Lakhs beginning 15th June, 2020.	9.00%
Short term working capital demand loan (Term Loan III)	500.00	Repayable in bullet instalments of ₹ 500 Lakhs beginning 15th June, 2020.	9.00%

As at 31st March, 2019

Particulars	Amount outstanding (₹ in lakhs)	Terms of repayment	Rate of Interest
Unsecured			
Short term working capital demand loan	2,000.00	Repayable in bullet instalments of ₹ 1,000 Lakhs each on 15th May, 2019 & 7th June, 2019.	9.00%

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

42. Nature of securities and terms of repayment (Contd..)

(B) Terms of repayment and securities for current borrowings: (Contd..)

(ii) Securities provided for secured loans

Short term working capital loan is secured by mortgage of office premises at Mumbai.

Overdraft facility is secured by first charge on entire current assets of the company (except those charged against term loans), first exclusive charge on immovable property situated at Anand and pari-pasu charge on mortgage of immovable property situated at Vadodara. It carries interest rate ranging from 8.50% to 9.50%.

(iii) Unsecured overdraft facility carries interest rate ranging from 9.30% to 9.95%.

III. In respect of loans taken by Inox Infrastructure Limited (IIL):

(i) The terms of repayment of term loans from banks are as under:

As at 31st March, 2020

Particulars	Amount outstanding (₹ in lakhs)	Terms of repayment	Rate of interest	Security
Axis Finance Limited	1,729.30	The entire term loan is repayable in a single bullet repayment after 18 months from date of disbursement i.e. 6th February, 2020.	9.22%	The term loan is secured by first charge by way of lien on certain mutual funds at loan-to-value (LTV) of 90% of the NAV.

IV. There are no defaults on repayment of principal or payment of interest on borrowings.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

43. Contingent Liabilities:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
a) Claims against the Group not acknowledged as debts –	15,420.14	9,078.21
i. Inox Leisure Limited Group (ILL)		
- In the arbitration proceedings in respect of termination notice of MOU for a proposed multiplex, the arbitrator has awarded the matter against ILL and directed ILL to pay the demand towards rent for the lock in period. Further, the arbitrator has also directed ILL to pay the amount of difference between the rent payable by ILL as per the MOU and the amount of actual rent received by the other party from their new tenant. The differential amount is presently not determinable. ILL has challenged the arbitration award before the Hon'ble High Court of judicature at Delhi and the same is pending.	116.36	116.36
ii. Inox Renewables Limited (IRL)		
- Claims against the Company not acknowledged as debt	102.32	102.32
- Claim due to litigation with one of the state electricity distribution board.	870.00	870.00
iii. Inox Wind Limited Group (IWL)		
- Claims made by contractors - Some of the suppliers have raised claims including interest on account of non-payment in terms of the respective contracts. IWL has contended that the suppliers have not adhered to some of the contract terms. At present the matters are pending before the jurisdictional authorities or are under negotiations	6,131.42	3,839.53
- Claims made by customers not acknowledged as Debts.	7,182.00	4,150.00
- In respect of claims made by customers for non-commissioning of WTGs, the amount is not ascertainable.	4 Customers	5 Customers
- Claims made by vendors in National Company Law Tribunal (NCLT) against IWL	1,018.04	Nil
b) In respect of Income tax matters –	5,331.61	4,497.68
i. Inox Leisure Limited Group (ILL)		
- Assessment dues disputed in appeal	253.78	NIL
ii. Inox Wind Limited Group (IWL)		
- Demand for assessment year 2013-14, mainly on account of reduction in the amount of tax incentive claimed, which is being contested before the appellate authority.	4,014.44	4,014.44
- Further IWL has received orders for the assessment year 2016-17, levying demand on account of addition in income. IWL has filed appeal before commissioner of Income Tax (CIT Appeals) and has paid ₹ 10.00 Lakhs under protest which is included in other non-current assets.	580.15	NIL
iii. Inox Renewables Limited (IRL)		
- Demand in respect of assessment years 2013-14, 2014-15 & 2015-16. IRL is contesting the demand and has filed appeals against these demands before the appellate authorities	483.24	483.24

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

43. Contingent Liabilities: (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
c) In respect of Service Tax matters –	22,207.62	21,941.82
i. Inox Leisure Limited Group (ILL)		
- Demand is in respect of levy of service tax on film distributors' share paid by ILL and the matter is being contested by way of appeal / representation before the appropriate authorities.	14,226.97	14,226.97
- Demand is in respect of levy of service tax on sale of food and beverages in multiplex premises and the matter is being contested by way of appeal before the appropriate authorities.	6,313.22	6,313.22
ILL has paid ₹ 976.55 Lakhs (previous year ₹ 756.94 Lakhs) for above demand to the respective authorities under protest which is included in other non-current assets.		
ii. Inox Wind Limited Group (IWL)		
- IWL Group has received orders for the period September 2011 to March 2016, in respect of Service Tax, levying demand on account of disallowance of exemption of Research & Development cess from payment of service tax. IWL Group has filed appeals before the first appellate authority. IWL has estimated the amount of demand which may be ultimately sustained at ₹ 32.19 lakhs and provision for the same is made during the earlier years and carried forward as "Provision for disputed service tax liability".	1,401.63	1,401.63
Further, IWL has received orders for the period April 2016 to March 2017, in respect of Service Tax, levying demand on account of advance revenue received on which service tax has been already paid in financial year 2015-16. Since Service Tax Liability has been already discharged on such advance revenue, IWL has filed appeals before CESTAT. IWL has paid ₹ 19.93 lakhs as pre deposit for filling of appeal which is included in other non-current assets.	265.80	NIL
d) In respect of Custom duty matter -		
Inox Leisure Limited Group (ILL)		
- Custom duty matter in respect of import of projectors.	4.36	4.36
- In addition to this matter, ILL has also received a show cause cum demand notice from customs on import of cinematographic films, the amount of duty is yet to be quantified.		
In respect of Entertainment tax matters -	4,786.01	3,625.48
- Demand in respect of some multiplexes pertaining to exemption period and the same is contested by way of appeal before appropriate authorities.	4,683.69	3,523.16
- Other demands are mainly in respect of levy of entertainment tax on service charges and convenience fee collected.	102.32	102.32
ILL has paid ₹ 578.43 Lakhs (previous year ₹ 586.46 Lakhs) to the respective authorities under protest which is included in other non-current assets.		

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

43. Contingent Liabilities: (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
f) In respect of VAT and CST matters –	155.47	155.47
i. Inox Wind Limited Group (IWL)		
- IWL had received orders for the financial years ended 31st March, 2013 and 31st March, 2014, in respect of Himachal Pradesh VAT, levying penalty of ₹ 112.87 lakhs for delayed payment of VAT. IWL had filed appeals before the appellate authority. During the year ended 31st March, 2015, IWL had received appellate order for the year ended 31st March, 2014 confirming the levy of penalty and IWL has filed further appeal against the said order. However, IWL has estimated the amount of penalty which may be ultimately sustained at ₹ 53.78 lakhs and provision for the same was made during the year ended 31st March, 2015. After adjusting the amount of ₹ 23.35 lakhs paid against the demands, the balance amount of ₹ 30.43 lakhs is carried forward as "Disputed service tax liabilities".	59.09	59.09
ii. Inox Renewables Limited (IRL)		
- IRL has received Rajasthan VAT demand. IRL is contesting the demand and has filled appeal against this demand before the appellate authority.	96.38	96.38
g) In respect of stamp duty matters -		
i. Inox Leisure Limited Group (ILL)		
- Authority has raised the demand for non-payment of stamp duty on Leave & License Agreement in respect of one of the multiplexes holding the same as lease transaction. Stay has been granted and the matter is pending before the Board of Revenue.	263.81	263.81
h) In respect of other matters -		
i. Inox Leisure Limited Group (ILL)		
- ILL may be required to charge additional cost towards electricity from 1st June, 2007 to 31st March, 2010 pursuant to the increase in the tariff in case the appeal made with Maharashtra Electricity Regulatory Commission 'MERC' by ILL through the Multiplex Association of India is rejected and the case filed in the Supreme Court by one of the electricity supplier against the order of the Appellate Tribunal for Electricity, dated 19th January, 2009, for change in category, is passed in favour of the electricity supplier. ILL has paid the whole amount to the respective authorities under protest, which is included in 'Other non-current financial assets'.	389.83	389.83
- Rent not provided for shutdown period - Consequent to COVID-19 pandemic, ILL was required to shutdown its multiplexes in March 2020. ILL has invoked the 'force majeure' clause under respective lease agreements due to COVID-19 pandemic for its multiplex premises, contending that rent and common area charges for the shutdown period are not payable. ILL has also obtained expert opinion to the effect that the company can invoke the 'force majeure' clause on account of Government mandated shutdown of multiplexes. On this basis, ILL has not made a provision for rent and common area charges payable for the shutdown period and the matter is under discussion with the lessors.	1,378.08	NIL

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

43. Contingent Liabilities: (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
ii. Inox Wind Limited Group (IWL)		
- In respect of Labour Cess under Building Other Construction Workers Act, 1966 (BOCW).	61.11	61.11
iii. In respect of the Supreme Court judgement dated 28 February 2019 on applicability of Provident Fund on certain components of employees' remuneration, clarifications/notification from the Government authorities is awaited as regard implementation of the same. Hence, additional liability, if any, in respect of earlier period cannot be ascertained. The Group has made a provision on a prospective basis from the date of the said order.		
i) GFL has given corporate guarantees to bank for loans taken by a fellow subsidiary – (see Note 51)	4,337.53	5,051.94

In respect of above matters, no additional provision is considered necessary as the Group expects favourable outcome. Further, it is not possible for the Group to estimate the timing and amounts of further cash outflows, if any, in respect of these matters.

For contingent liabilities transferred and vested on demerger with resulting company, see note 52.

44. In respect of Entertainment-tax exemption claimed and its treatment in these accounts:

The Entertainment tax exemption in respect of some of the multiplexes of the Group has been accounted on the basis of eligibility criteria as laid down in the respective Schemes but is subject to final orders yet to be received from respective authorities. The cumulative amount recognised in respect of such multiplexes as on 31st March, 2020 is ₹ 3,631.96 Lakhs (31st March, 2019: ₹ 3,716.48 Lakhs).

45. Commitments:

(a) Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances, is ₹ 17,607.74 Lakhs (as at 31st March, 2019 : ₹ 38,367.69 Lakhs).

(b) Amount of customs duty exemption availed by Inox Wind Limited ('IWL') under EPCG Scheme for which export obligations are required to be fulfilled within stipulated period - ₹ 2,651.54 Lakhs (31st March, 2019 ₹ 2,651.54 Lakhs). IWL has recognised deferred grant income under EPCG scheme upto the Financial year ending 31 March 2020 amounting to ₹ 1,465.80 Lakhs (previous year ₹ 1,111.38 Lakhs) against which export obligation is yet to fulfilled by IWL.

(c) Commitments for the operating multiplexes for minimum period of operations in terms of respective State Government policies equivalent to the exemption availed from commencement till reporting date as at 31st March, 2020 : ₹ 5,340.48 Lakhs (as at 31st March, 2019 : ₹ 6,571.70 Lakhs).

The above amount includes amount of entertainment tax disputes pertaining to exemption period reported under Note 44 as at 31st March, 2020 : NIL (as at 31st March, 2019 : ₹ 502.78 Lakhs).

(d) For capital commitments transferred and vested on demerger with resulting company, see Note 52.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

46 Segment information

46.1 As per Ind AS 108 'Operating Segments' the Group has following business segments:

a) Wind Energy Business – Comprising of manufacture and sale of Wind Turbine Generators (WTGs), providing related Erection, Procurement & Commissioning (EPC), Common Infrastructure Facilities, development of wind farms and Operation & Maintenance (O&M) services.

b) Power - Comprising of Power Generation.

c) Theatrical Exhibition – Comprising of operating and managing multiplex cinema theatres.

The amount of expenditure capitalized in the Consolidated Financial Results represents cost of WTGs manufactured and services for their erection and commissioning provided by Wind Energy Business segment and capitalized in other segments.

Chemicals business segment is demerged w.e.f. 1st April, 2019 and shown as discontinued operations - see Note 1 and 52

46.2 Inter-segment revenue comprises of:

a) Wind Turbine Generators manufactured by Wind Energy business segment (including Erection and Commissioning services), capitalized as PPE in other segments and is priced at estimated market value.

b) Operations & Maintenance services provided by Wind Energy business segment to other segments and is priced at estimated market value.

46.3 The entire revenue of Wind Energy Business segment is from domestic market. In respect of power segment, the entire production is indigenously sold. All multiplexes/theatres are located in India.

Chemicals business segment was operating in two geographical markets viz. domestic and overseas markets. The main manufacturing facilities of chemicals business in India were common for India and overseas market and hence it was not possible to directly attribute or allocate on a reasonable basis the expenses, assets and liabilities to these geographical segments.

46.4 Information about Operating Segments

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
A	**In respect of continuing operations**		
1	**Segment Revenue**		
	i. Wind Energy Business	80,021.32	1,43,218.33
	ii. Power	682.08	1,939.89
	iii. Theatrical Exhibition	1,89,744.34	1,69,210.08
	Total Segment Revenue	**2,70,447.74**	**3,14,368.30**
	Less : Inter Segment Revenue		
	Wind Energy Business	84.10	17,483.88
	Total External Revenue	**2,70,363.64**	**2,96,884.42**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

46 Segment information (Contd..)

46.4 Information about Operating Segments (Contd..)

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
2	**Segment Result**		
	i. Wind Energy Business	(18,176.78)	9,294.50
	ii. Power	(916.41)	(315.54)
	iii. Theatrical Exhibition	33,265.43	21,314.90
	Total Segment Result	**14,172.24**	**30,293.86**
	Add/(less): Un-allocable Income (net of un-allocable expenses)	2,554.16	3,102.65
	Less: Finance costs	(44,522.23)	(16,747.52)
	Total Profit/(loss) before exceptional items and tax	**(27,795.83)**	**16,648.99**
3	**Other information**		
I	**Segment Assets**		
	i. Wind Energy Business	4,69,640.24	3,90,191.66
	ii. Power	35,418.99	52,921.95
	iii. Theatrical Exhibition	3,62,483.27	1,40,929.15
	iv. Others, Un-allocable and Corporate	91,077.68	82,111.96
	Total Segment Assets	**9,58,620.18**	**6,66,154.72**
II	**Segment Liabilities**		
	i. Wind Energy Business	2,15,583.14	1,19,623.89
	ii. Power	3,678.34	1,125.45
	iii. Theatrical Exhibition	3,03,320.12	39,740.60
	iv. Others, Un-allocable and Corporate	1,16,855.90	1,26,307.65
	Total Segment Liabilities	**6,39,437.50**	**2,86,797.59**
III	**Segment Capital Employed**		
	i. Wind Energy Business	2,54,057.10	2,70,567.77
	ii. Power	31,740.65	51,796.50
	iii. Theatrical Exhibition	59,163.15	1,01,188.55
	iv. Others, Un-allocable and Corporate	(25,778.22)	(44,195.69)
	Total Segment Capital Employed	**3,19,182.68**	**3,79,357.13**
IV	**Capital Expenditure (Including Capital Advances)**		
	i. Wind Energy Business	26,050.82	13,682.34
	ii. Power	-	2,242.43
	iii. Theatrical Exhibition	21,323.51	24,919.00
	iv. Others, Un-allocable and Corporate	-	-
	Total Capital Expenditure (Including Capital Advances)	**47,374.33**	**40,843.77**
V	**Depreciation & amortization expense**		
	i. Wind Energy Business	8,304.22	6,625.62
	ii. Power	689.60	689.86
	iii. Theatrical Exhibition	26,418.88	9,549.06
	iv. Others, Un-allocable and Corporate	3.20	3.22
	Total Depreciation & Amortization	**35,415.90**	**16,867.76**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

46 Segment information (Contd..)

46.4 Information about Operating Segments (Contd..)

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
VI	**Non-cash expenses (other than depreciation)**		
	i. Wind Energy Business	18,738.66	853.01
	ii. Power	-	10.13
	iii. Theatrical Exhibition	458.61	203.63
	iv. Others, Un-allocable and Corporate	-	-
	Total Non-cash expenses (other than depreciation)	**19,197.27**	**1,066.77**
VII	**Impairment losses (net of reversal)**		
	i. Theatrical Exhibition	-	82.00
	Total Impairment losses	**-**	**82.00**
VIII	**Assets held for sale**		
	i. Others, Un-allocable and Corporate	3,200.00	-
	Total assets held for sale	**3,200.00**	**-**
B	**In respect of discontinued operations**		
	Segment revenue	-	2,72,926.61
	Segment result	-	67,003.19
	Segment assets	-	4,88,434.64
	Segment liabilities	-	1,41,322.60

46.5 Revenue from major products and services (in respect of continuing operations)

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(a)	**Sale of products**		
	Wind turbine generators and components	39,225.96	1,21,903.71
	Food & beverages	49,719.45	43,592.55
	Wind energy	556.43	1,805.02
	Other products	125.65	134.84
		89,627.49	**1,67,436.12**
(b)	**Sale of services**		
	Revenue from box office	1,10,459.02	97,538.28
	Erection, procurement & commissioning services	22,875.84	3,634.84
	Operation & maintenance services	15,577.39	15,894.34
	Common infrastructure facility services	1,346.91	1,248.15
	Convenience Fees	6,681.83	5,002.37
	Virtual Print fee	3,003.44	2,697.95
	Revenue from advertising income	17,897.01	17,666.54
	Others	952.42	1,459.16
		1,78,793.86	**1,45,141.63**
(c)	**Other operating revenue**	2,026.39	1,790.55
		2,70,447.74	**3,14,368.30**
	Less : Inter Segment Revenue		
	Wind Energy Business	84.10	17,483.88
	Total	**2,70,363.64**	**2,96,884.42**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

46 Segment information (Contd..)

46.6 Information about major customers

There is no single external customer who has contributed more than 10% to the Group's revenue for both FY 2019-2020 and FY 2018-2019.

47 Earnings/(loss) per share

a) From continuing operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit/(loss) for the year (₹ in Lakhs)	(23,646.62)	10,301.91
Weighted average number of equity shares used in calculation of basic and diluted EPS (Nos.)	109850000	109850000
Nominal value of each share (in Re)	1.00	1.00
Basic and Diluted Earnings/(loss) per share (in ₹)	(21.53)	9.38

b) From discontinued operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit/(loss) for the year (₹ In lakhs)	-	1,24,607.50
Weighted average number of equity shares used in calculation of basic and diluted EPS (Nos.)	109850000	109850000
Nominal value of each share (in Re)	1.00	1.00
Basic and Diluted Earnings/(loss) per share (in ₹)	-	113.43

c) From total operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Basic and Diluted Earnings/(loss) per share (in ₹)	(21.53)	122.81

48 Leases:

The Group operates most of its multiplexes under operating lease. These arrangements are for an initial period of 9-29 years with a minimum lock-in period of 3-15 years, after which the lessor does not have a right to terminate the arrangement. The agreements provide for escalation after pre-determined periods. Some of the agreements are fully or partially on revenue share basis. The Group does not have an option to purchase the leased premises at the expiry of lease period.

The other significant leasing arrangements of the Group are in respect of leasehold lands. The Group has also taken certain commercial premises on lease.

48.1 Change in accounting policy

During the year Ind AS 116: Leases has replaced the earlier lease standard Ind AS 17: Leases with the date of initial application being 1st April, 2019. The Group has transitioned to Ind AS 116 with effect from 1st April, 2019 using 'modified retrospective approach'. Under this approach, the Group has recognized the right-of-use assets at its carrying amount as if the standard had been applied since the lease commencement date, but discounted at its incremental borrowing rate at the date of initial application and lease liability measured at the present value of the remaining lease payments.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

48 Leases: (Contd..)

Accordingly, the Group is not required to restate comparative information, instead the cumulative effect (net of deferred tax) on transition to Ind AS 116 in respect of Group is debited to retained earnings as under:

(₹ in Lakhs)

Particulars	Amount
Recognition of lease liabilities	(2,19,469.97)
Recognition of right-of-use assets	1,66,538.87
	(52,931.10)
Less: Deferred tax on above	18,493.26
Net impact on opening retained earnings	**(34,437.84)**

On transition to Ind AS 116, the opening balances in 'Deferred lease rent expenses' and 'Prepayment - leasehold lands' are reclassified as right-of-use assets.

The following is the summary of practical expedients elected on initial application:

1) Applied a single discount rate to a portfolio of leases with reasonably similar characteristics.

2) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

3) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

4) Applied the practical expedient to apply Ind AS 116 to the contracts that were previously identified as leases applying Ind AS 17: Leases and hence not reassessed whether a contract is, or contains, a lease at the date of the initial application.

There is no difference between the operating lease commitments disclosed applying Ind AS 17 as at 31 March, 2019, discounted using the incremental borrowing rate at the date of the application of Ind AS 116.

The weighted average incremental borrowing rate applied to lease liabilities as at 1 April 2019 is 9.16% and 12% p.a., as applicable.

The adoption of the new standard has resulted in increase in loss before tax by ₹ 9,931.77 Lakhs (Increase in depreciation expense by ₹ 15,684.17 Lakhs and finance cost by ₹ 20,992.49 Lakhs respectively with corresponding decrease in rent and common facility expense by ₹ 26,744.88 Lakhs) and increase in the loss after tax by ₹ 12,605.28 Lakhs. Further, the basic and diluted earnings per share are lower by ₹ 11.47 and ₹ 11.47 respectively. Ind AS 116 has also resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments by ₹ 25,817.06 Lakhs each.

48.2 Particulars of right-of-use assets and lease liabilities

A Carrying value of right-of-use assets by class of underlying assets

(₹ in Lakhs)

Particulars	Leasehold Land	Building	Total
On recognition and reclassification as at 1st April, 2019	4,813.48	1,74,546.38	1,79,359.86
Additions during the year	-	55,181.36	55,181.36
Depreciation for the year	(169.41)	(15,677.22)	(15,846.63)
Balance as at 31st March, 2020	**4,644.07**	**2,14,050.52**	**2,18,694.59**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

48 Leases: (Contd..)

48.2 Particulars of right-of-use assets and lease liabilities (Contd..)

B Movement in lease liability during year ended

(₹ in Lakhs)

Particulars	Amount
On recognition as at 1st April, 2019	2,19,469.97
Additions during the year	51,748.65
Interest on lease liabilities	20,992.49
Payment of lease liabilities	(25,817.06)
Balance as at 31st March, 2020	**2,66,394.05**

C Contractual maturities of lease liabilities as at reporting date on an undiscounted basis:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Less than one year	28,957.62	24,545.17
One to five years	1,28,187.33	1,06,557.63
More than five years	3,52,803.85	2,83,001.10
Total	**5,09,948.80**	**4,14,103.90**

D Amount recognized in statement of profit and loss

(₹ in Lakhs)

Particulars	Amount
Interest on lease liabilities	20,992.49
Included in rent expenses:	
a) Variable lease payments not included in the measurement of lease liabilities	1,692.70
b) Expense relating to short-term leases	368.47

48.3 As lessor

A Operating lease

ILL has entered into operating leases for part of the multiplex premises. These leases have terms of between 1 to 9 years. The total rent recognised as income during the year is ₹ 311.26 Lakhs (31 March 2019: ₹ 395.36 Lakhs). Future minimum rentals receivable under non-cancellable operating leases as at 31 March are, as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Less than one year	272.00	315.86
One to five years	232.45	467.59
More than five years	54.68	80.29
Total	**559.13**	**863.74**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

49 Employee Benefits:

(a) Defined Contribution Plans:

The Group contributes to the Government managed provident & pension fund for all qualifying employees.

Contribution to Provident fund of ₹ 1,134.24 Lakhs (31st March, 2019: ₹ 1,561.52 Lakhs) is recognized as an expense and included in 'Contribution to Provident & Other funds' in the Statement of Profit and Loss and ₹ 45.66 Lakhs (31st March, 2019: ₹ 39.15 Lakhs) is included in pre-operative expenses. The details are as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Defined contribution plan		
- Continuing operations	1,179.90	937.96
- Discontinued operations	-	662.71
Total	**1,179.90**	**1,600.67**

(b) Defined Benefit Plans:

The Group has defined benefit plan for payment of gratuity to all qualifying employees. It is governed by the payment of Gratuity Act, 1972. Under this Act, an employee who has completed five years of service is entitled to the specified benefit. The level of benefits provided depends on the employee's length of services and salary at retirement age. The Group's defined benefit plan is unfunded.

There are no other post retirement benefits provided by the Group

The most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at 31st March, 2020 by member of the institute of the Actuaries of India. The present value of the defined benefit obligation, the related current service cost and past service cost, were measured using the projected unit credit method.

(i) Movement in the present value of the defined benefit obligation are as follows:

(₹ in Lakhs)

Particulars	Gratuity	
	As at 31st March, 2020	As at 31st March, 2019
Opening defined benefit obligation	3,438.77	2,884.05
On transfer of employees, including pursuant to demerger (net)	(1,824.98)	-
Current Service Cost	439.15	636.52
Interest cost	115.37	211.98
Actuarial gains / (losses) on obligation:		
a) arising from changes in financial assumptions	147.75	(177.06)
b) arising from experience adjustments	(21.37)	69.90
Benefits paid	(163.72)	(186.62)
Present value of obligation as at year end	**2,130.97**	**3,438.77**
- Continuing operations	2,130.97	1,598.91
- Discontinued operations	-	1,839.86
	2,130.97	**3,438.77**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

49 Employee Benefits: (Contd..)

(b) Defined Benefit Plans: (Contd..)

(ii) Components of amount recognized in profit and loss and other comprehensive income are as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current Service Cost		
- Continuing operations	439.15	394.18
- Discontinued operations	-	242.34
Net interest expense		
- Continuing operations	115.38	103.20
- Discontinued operations	-	108.78
Amount recognized in profit & loss	**554.53**	**848.50**
Actuarial gains / (losses) on:		
a) arising from changes in financial assumptions		
- Continuing operations	147.75	(181.30)
- Discontinued operations	-	4.24
b) arising from experience adjustments		
- Continuing operations	(21.37)	(15.37)
- Discontinued operations	-	85.27
Components of defined benefit costs recognized in other comprehensive income	**126.38**	**(107.16)**
Total	**680.91**	**741.34**

(iii) The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	Valuation (Gratuity)	
	As at 31st March, 2020	As at 31st March, 2019
Discount rate	4.60% to 6.81%	7.49% to 7.61%
Expected rate of salary increase	7% to 8%	7% to 8%
Employee Attrition Rate	5% to 10%	5% to 10%
Mortality	IALM (2012-14) ultimate mortality table	IALM (2006-08) ultimate mortality table

Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

These plans typically expose the Group to actuarial risks such as interest rate risk and salary risk

a) Interest risk: a decrease in the bond interest rate will increase the plan liability.

b) Salary risk: the present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, a variation in the expected rate of salary increase of the plan participants will change the plan liability.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

49 Employee Benefits: (Contd..)

(b) Defined Benefit Plans: (Contd..)

(iv) Sensitivity Analysis

Significant actuarial assumptions for the determination of defined obligation are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

(₹ in Lakhs)

Particulars - Impact on Present Value of defined benefit obligation	Gratuity	
	As at 31st March, 2020	As at 31st March, 2019
If discount rate increased by 1%	(133.54)	(207.76)
If discount rate decreased by 1%	220.66	308.30
If salary escalation rate increased by 1%	210.02	296.07
If salary escalation rate decreased by 1%	(127.47)	(201.55)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(v) Expected contribution to the defined benefit plan in future years

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Expected outflow in 1st Year	187.42	626.83
Expected outflow in 2nd Year	181.08	258.81
Expected outflow in 3rd Year	223.61	241.79
Expected outflow in 4th Year	198.21	287.45
Expected outflow in 5th Year	171.80	266.77
Expected outflow in 6th to 10th Year	845.35	1,394.77

The average duration of the defined benefit plan obligation at the end of the reporting period is in the range of 0.47 to 11 years.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

49 Employee Benefits: (Contd..)

(c) Other employment benefits:

Leave benefits

The liability towards compensated absences (annual and short term leave) for the year ended 31st March, 2020 is based on actuarial valuation carried out by using Projected Unit Credit Method.

The expenses on compensated absences which are included in employee benefits in the Statement of Profit and Loss are as under:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Compensated absences recognised in the statement of Profit & Loss		
- Continued operations	127.07	47.73
- Discontinued operations	-	338.71
Total	**127.07**	**386.44**

The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	Valuation (Leave Encashment)	
	As at 31st March, 2020	As at 31st March, 2019
Discount rate	4.60% to 6.81%	7.49% to 7.61%
Expected rate of salary increase	7% to 8%	7% to 8%
Employee Attrition Rate	5% to 10%	5% to 10%
Mortality	IALM (2012-14) ultimate mortality table	IALM (2006-08) ultimate mortality table

50 Financial Instruments:

As described in Note 1 and 52, the Chemical Business Undertaking is demerged w.e.f. 1st April 2019 and the same is disclosed as discontinued operations in the financial statements. Hence the information included in the discsloures of financial instruments for the comparative period is in respect of the continuing operations only, unless stated otherwise.

50.1 Capital Management

The Group manages its capital structure with a view that the Group will be able to continue as going concern while maximising the return to stakeholders through the optimization of the debt and equity balance. The capital structure of Group consists of net debt and total equity of the Group. The Group is not subject to any externally imposed capital requirement. The Company's management reviews the capital structure of the Group. As part of this review, the management consider the cost of capital and risk associated with each class of capital.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.1 Capital Management (Contd..)

50.1.1 The gearing ratio at the end of the reporting period was as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Total debt	1,15,521.54	2,20,670.16
Cash & bank balance (excluding bank deposits kept as lien)	(5,140.60)	(7,774.81)
Net debt	1,10,380.94	2,12,895.35
Total equity	3,19,182.68	7,26,469.17
Net debt to equity Ratio	34.58%	29.31%

Notes:

a) Debt is defined as total non-current borrowings and current borrowings, and excludes lease liabilities. Cash and bank balances include cash & cash equivalents and other bank balances (excluding margin money deposits and balance in unclaimed dividend accounts).

b) The gearing ratio as at 31st March 2019 is computed by including the net debt in respect of the discontinued operations.

50.2 Categories of financial instruments

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
a) Financial assets		
Measured at fair value through profit or loss (FVTPL)		
(a) Mandatorily measured as at FVTPL		
(i) Investments in Mutual Funds	5,045.81	4,635.05
Sub total	**5,045.81**	**4,635.05**
Measured at amortised cost		
(a) Cash and bank balances	21,354.70	17,324.24
(b) Investments in NSC/Other Govt.Securities	87.80	114.80
(c) Other financial assets at amortised cost		
(i) Trade receivables	1,38,164.31	1,54,900.14
(ii) Loans	20,445.49	10,835.88
(iii) Others	57,188.64	42,073.28
Sub total	**2,37,240.94**	**2,25,248.34**
Total financial assets	**2,42,286.75**	**2,29,883.39**
b) Financial liabilities		
Measured at fair value through profit or loss (FVTPL)		
(a) Derivative instruments in designated hedge accounting relationship	-	529.23
Sub total	**-**	**529.23**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.2 Categories of financial instruments (Contd..)

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Measured at amortised cost		
(a) Borrowings	1,11,162.12	1,23,519.61
(b) Lease Liabilities	2,66,394.05	-
(c) Trade Payables	1,19,310.62	1,05,442.12
(d) Other Financial Liabilities	20,453.53	17,711.09
Sub total	**5,17,320.32**	**2,46,672.82**
Measured at Fair Value through Other Comprehensive Income (FVTOCI)		
(a) Derivative instruments designated as Cash flow hedge in Hedge Accounting (Net)	-	81.52
Sub total	-	**81.52**
Total financial liabilities	**5,17,320.32**	**2,47,283.57**

The carrying amount reflected above represents the Group's maximum exposure to credit risk for such financial assets.

50.3 Financial risk management

The corporate finance function of the respective companies provides services to the business, coordinates access to financial market, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyse exposures by degree and magnitude of the risk. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Group seeks to minimize the effects of currency and interest rate risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Group's policies approved by the Board of Directors of the Company, which provide principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments and the investment of the excess liquidity. Compliance with policies and exposure limits is reviewed internally on a continuous basis. The Group doesn't enter into or trade financial instruments including derivative financial instruments for speculative purpose.

50.4 Market Risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Group enters into the variety of derivative financial instruments to manage its exposure to foreign currency risk and interest rate risk including:

1. Interest rate swaps to mitigate the risk of rising interest rates
2. Principal only swaps, Currency Swaps, Options and forwards contracts to mitigate foreign currency risk of foreign currency borrowings and receivables & payables in foreign currency.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.5 Foreign Currency Risk Management

The Group is subject to the risk that changes in foreign currency values mainly impact the Company's cost of imports of materials/capital goods, royalty expenses and borrowings. Exchange rate exposures are managed within approved policy parameters by entering in to foreign currency forward contracts, options and swaps.

Foreign exchange transactions are covered within the limits placed on the amount of uncovered exposure, if any, at any point in time. The aim of the Group's approach to management of currency risk is to leave the Company with minimised residual risk.

The carrying amount of unhedged Foreign Currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Liabilities		
USD	12,725.15	11,399.93
Euro	5,142.71	1,285.29
Others	9,401.96	8,797.08

The Group does not have any foreign currency monetary assets.

50.5.1 Foreign Currency Sensitivity Analysis

The Group is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to US Dollar and Euro.

The following table details the Group's sensitivity to a 10% increase and decrease in the Rupees against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes unhedged external loans and payables in currency other than the functional currency of the Group.

A 10% strengthening of the INR against key currencies to which the Group is exposed (net of hedge) would have led to additional gain in the Statement of Profit and Loss. A 10% weakening of the INR against these currencies would have led to an equal but opposite effect.

(₹ in Lakhs)

Particulars	USD Impact (net of tax)	
	As at 31st March, 2020	As at 31st March, 2019
Impact on profit or loss for the year	952.25	745.46
Impact on total equity as at the end of the reporting period	952.25	745.46

(₹ in Lakhs)

Particulars	EURO Impact (net of tax)	
	As at 31st March, 2020	As at 31st March, 2019
Impact on profit or loss for the year	384.84	84.05
Impact on total equity as at the end of the reporting period	384.84	84.05

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.5 Foreign Currency Risk Management (Contd..)

50.5.1 Foreign Currency Sensitivity Analysis (Contd..)

(₹ in Lakhs)

Particulars	Others (net of tax)	
	As at 31st March, 2020	As at 31st March, 2019
Impact on profit or loss for the year	703.57	575.26
Impact on total equity as at the end of the reporting period	703.57	575.26

50.5.2 Forward Foreign Exchange Contracts

The Group enters into call spread option contract and Cross Currency Swap agreement to hedge the foreign currency risk and interest rate risk.

Outstanding Contracts	Exchange Rate		Foreign currency (in Lakhs)		Nominal amounts (₹ in Lakhs)		Fair Value derivative assets / (liabilities) (₹ in Lakhs)	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
Fair value hedges								
Principal only swaps (POS) contracts (Financial Assets)	-	68.93	-	45.98	-	3,169.40	-	199.73
Forward contracts								
USD	-	68.93	-	96.10	-	6,624.17	-	(97.03)
EUR	-	77.40	-	150.73	-	11,666.50	-	(676.88)
GBP	-	89.05	-	1.03	-	91.72	-	(0.68)
CNY	-	10.34	-	115.52	-	1,194.45	-	(35.89)

The line-items in the consolidated balance sheet that include the above hedging instruments are “Other financial liabilities”.

50.6 Interest Rate Risk Management

Interest rate risk refers to the possibility that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Group is exposed to interest rate risk because it borrows funds at both fixed and floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swap contracts. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite, ensuring that the most cost-effective hedging strategies are applied.

As per the Group’s risk management policy to minimize the interest rate cash flow risk on foreign currency long term borrowings, interest rate swaps are taken for most of the borrowings to convert the variable interest rate risk into rupee fixed interest rate. Thus, there is no major interest rate risks associated with foreign currency long term borrowings. In respect of foreign currency short term borrowings, the Group does not have any borrowings at variable rate of interest. The Group is exposed to interest rate risk mainly on account of its borrowings from banks, which have both fixed and floating interest rates. The cash credit/overdraft borrowings are subject to variable rate of interest. Considering the overall mix of the fixed and floating rate borrowings, the interest rate risk is minimised.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.6 Interest Rate Risk Management (Contd..)

50.6.1 Interest Rate Sensitivity Analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities at the end of the reporting period. For floating rate liabilities, a 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's profit/loss for the year ended 31st March, 2020 would decrease/increase by ₹ 160.56 Lakhs (net of tax) (for the year ended 31st March, 2019 decrease/increase by ₹ 183.74 Lakhs (net of tax)). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings.

50.6.2 Interest Rate Swap Contracts

Under interest rate swap contracts, the Group agrees to exchange the difference between fixed and floating rate interest amounts calculated on agreed notional principal amounts. Such contracts enable the Group to mitigate the risk of changing interest rates. The fair value of interest rate swaps at the end of the reporting period is determined by discounting the future cash flows using the curves at the end of the reporting period and the credit risk inherent in the contract, and is disclosed below. The average interest rate is based on the outstanding balances at the end of the reporting period.

Details of Interest Rate Swap Contracts outstanding at the end of reporting period:

(₹ in Lakhs)

Particulars	Average Contracted Fixed Interest Rate		Notional Principal Value		Fair value derivative assets / (liabilities)	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
Cash Flow Hedges						
RBL Bank	-	10.50%	-	1,622.00	-	(81.52)
1 to 5 years	-	-	-	1,622.00	-	(81.52)
Total			-	1,622.00	-	(81.52)
Balance in the cash flow hedge reserve (net of tax and minority interest)					-	12.30

The interest rate swaps settle on quarterly basis. The floating rate on the interest rate swaps is the local interbank rate of India.

All interest rate swap contracts exchanging floating rate interest amounts for fixed rate interest amounts are designated as cash flow hedges in order to reduce the Group's cash flow exposures resulting from variable interest rates on borrowing. The interest rate swaps and the interest payments on the loan occur simultaneously and the amount accumulated in equity is reclassified to profit or loss over the period that floating rate interest payments on debt affect profit or loss.

The line-items in the consolidated balance sheet that includes the above hedging instruments is "Other financial liabilities".

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.7 Other price risks

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments and mutual funds. The Group's equity investments are only in its associates that are held for strategic rather than trading purposes. Hence, there is no price risk in respect of equity instruments. The Group is exposed to price risk arising from investments in debt mutual funds, but these being debt instruments, the exposure to risk of changes in market rates is minimal.

50.8 Credit Risk Management

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk arises primarily from financial assets such as trade receivables, investment in mutual funds, derivative financial instruments, balances with banks, loans and other receivables.

a) Trade receivables

Credit risk arising from trade receivables is managed in accordance with the established policy, procedures and control relating to customer credit risk management. The average credit period on sales of products varies from company to company. The concentration of credit risk is limited due to the fact that the customer base is large and diverse. The Group is engaged in diverse line of businesses. All trade receivables are reviewed and assessed for default on a quarterly basis. Accordingly, risk of recovery of such amounts is mitigated. Customers who represents more than 5% of the total balance of Trade Receivable as at 31 March 2020 is ₹ 60,318.52 Lakhs (as at 31 March, 2019 of ₹ 77,633.88 Lakhs) are due from 4 major customers (9 customers as at 31 March, 2019) who are reputed parties. All trade receivables are reviewed and assessed for default at each reporting period.

For trade receivables, as a practical expedient, the Group computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates for each Group Company depending on the credit risk of each entity.

During the year, the provision matrix is changed as under:

a) In case of Inox Wind Limited

Aging	Expected credit loss %	
	2019-20	2018-19
0-180 days	1%	0.1%
181-365 days	1%	0.5%
1-2 years	5%	1.5%
2-3 years	10%	1.5%
3-5 years	15%	1.5%
Above 5 years	100%	1.5%

Notes to the Consolidated Financial Statements
for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.8 Credit Risk Management (Contd..)

b) In case of Inox Leisure Limited

Aging	Expected credit loss %	
	2019-20	2018-19
Upto 1 year	2%	0%
1-2 years	25%	25%
2-3 years	50%	50%
Above 3 years	100%	100%

Movement in the expected credit loss allowance

(₹ in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance at beginning of the year	1,874.23	1,143.28
Movement in expected credit loss allowance	18,812.00	730.95
Balance at the end of the year	**20,686.23**	**1,874.23**

b) Loans and Other Receivables

The Group applies Expected Credit Losses (ECL) model for measurement and recognition of loss allowance on the loans given by the Group to the external parties. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e., all cash shortfalls), discounted at the effective interest rate.

The Group determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the Statement of Profit and Loss under the head 'Other expenses'/'Other income'.

c) other financial assets

Credit risk arising from balances with banks, investment in mutual funds and derivative financial instruments is limited because the counterparties are banks and recognised financial institutions with high credit ratings assigned by the various credit rating agencies. There are no collaterals held against such Investments.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.9 Liquidity Risk Management

Ultimate responsibility for liquidity risk management rests with the Board of Directors of the Company, which has established an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

50.9.1 Liquidity risk table

The following tables detail the analysis of derivative as well as non-derivative financial liabilities of the Group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Financial Liabilities:

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	5 years and above	Total
As at 31st March, 2020				
Borrowings	95,574.52	15,587.60	-	1,11,162.12
Trade Payables	1,19,310.62	-	-	1,19,310.62
Security Deposits	188.48	864.74	-	1,053.22
Other Payables	19,333.84	36.11	30.36	19,400.31
Total	**2,34,407.46**	**16,488.45**	**30.36**	**2,50,926.27**
As at 31st March, 2019				
Borrowings	84,858.89	38,660.72	-	1,23,519.61
Trade Payables	1,05,442.12	-	-	1,05,442.12
Security Deposits	214.57	942.12	-	1,156.69
Other Payables	16,418.31	117.07	19.02	16,554.40
Derivative financial liabilities	610.75	-	-	610.75
Total	**2,07,544.64**	**39,719.91**	**19.02**	**2,47,283.57**

Particulars of contractual maturities in respect of lease liabilities is as per Note 48.

The above liabilities will be met by the Group from internal accruals, realization of current and non-current financial assets (other than strategic investments). Further, the Group also has unutilised financing facilities.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.10 Fair Value Measurements

This note provides information about how the Group determines fair values of various financial assets and financial liabilities

50.10.1 Fair Value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis

Financial Assets / financial liabilities	Fair Value as at		Fair Value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value
	31st March, 2020	31st March, 2019				
1. Principal only swaps designated in hedge accounting relationships (Note 25)	Nil	Assets - ₹ 199.73 Lakhs	Level 2	Discounted cash flow. Foreign currency and INR cash flow are converted and discounted based on relevant exchange rates/Interest rate (from observable data points available at the end of the reporting period). Difference between gross discounted Foreign currency and INR cash flow is stated as the final MTM as at reporting period.	NA	NA
2. Interest rate swaps designated in hedge accounting relationships (Note 25)	Nil	Liabilities ₹ 81.52 Lakhs	Level 2	Discounted cash flow. Foreign currency and INR cash flow are converted and discounted based on relevant exchange rates/Interest rate (from observable data points available at the end of the reporting period). Difference between gross discounted Foreign currency and INR cash flow is stated as the final MTM as at reporting period.	NA	NA
3. Forward foreign currency contracts (Note 25)	Nil	Liabilities ₹ 810.48 Lakhs	Level 2	Discounted cash flow. Foreign currency and INR cash flow are converted and discounted based on relevant exchange rates/interest rate (from observable data points available at the end of the reporting period). Difference between gross discounted foreign currency and INR cash flow is stated as the final MTM as at reporting period.	NA	NA
4. Investments in Mutual Funds (Note 10)	Equity and Debt based mutual funds managed by various fund house - aggregate fair value of ₹ 5,045.81 Lakhs	Equity and Debt based mutual funds managed by various fund house - aggregate fair value of ₹ 4,635.05 Lakhs	Level 1	Quoted prices in an active market	NA	NA

During the period, there were no transfers between Level 1 and level 2

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

50 Financial Instruments: (Contd..)

50.10.2 Fair Value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

51. Related Party disclosures

(A) Where control exists:

Holding company

Inox Leasing and Finance Limited

(B) Other Related parties with whom there are transactions during the year:

Fellow Subsidiary

Gujarat Fluorochemicals Limited (earlier known as Inox Fluorochemicals Limited) w.e.f. 1st April, 2019 - earlier classified as subsidiary upto 31st March, 2019) - see Note 1 and 52

Associates of Inox Wind Infrastructure Services Limited

Wind One Renergy Private Limited

Wind Two Renergy Private Limited

Wind Three Renergy Private Limited

Wind Four Renergy Private Limited

Wind Five Renergy Private Limited

Associate of Inox Infrastructure Limited

Nexome Realty LLP (w.e.f. 01/03/2020)

Joint Venture of the Company upto 31st March, 2019 and part of Chemical Business Undertaking transferred and vested with Gujarat Fluorochemicals Limited w.e.f. 1st April, 2019- see Note 1 and 52

Swarnim Gujarat Fluorspar Private Limited

Key Management Personnel

a) Whole Time Directors

Mr. D K Jain (also appointed as Managing Director w.e.f. 01.08.2019) and non executive director in Inox Wind Energy Limited

Mr. D K Sachdeva (upto 13.08.2019)

Mr. Anand Bhusari (upto 27.04.2019)

Mr. Sanath Kumar Muppirala (upto 13.08.2019)

Mr. Bhupesh Kumar Juneja (In Inox Renewables Limited) and non executive director in Marut Shakti Energy India Limited

Mr. Devansh Jain (in Inox Wind Limited)

Mr. Rajeev Gupta – (in Inox Wind Limited upto 18 May 2018)

Mr. Kailash Lal Tarachandani- (Whole time Director & Chief Executive Officer in Inox Wind Limited)

Mr. Alok Tandon (Chief Executive Officer in Inox Leisure Limited)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

Mr. Vineet Valentine Davis (in Inox Wind Infrastructure Services Limited)

Mr. Manoj Dixit (in Inox Wind Infrastructure Services Limited)

b) Non Executive Directors

Mr. V K Jain

Mr. P K Jain

Mr. Shailendra Swarup

Mr. Om Prakash Lohia

Mr. Deepak Asher

Mr. Shanti Prasad Jain

Mr. Rajagopalan Doraiswami (upto 13.08.2019)

Ms. Vanita Bhargava

Mr. Chandra Prakash Jain (upto 13.08.2019)

Mr. Siddharth Jain (in Inox Leisure Limited & Inox Wind Limited)

Mr. Amit Jatia (in Inox Leisure Limited)

Mr. Haigreve Khaitan (in Inox Leisure Limited)

Mr. Vishesh Chander Chandiok (in Inox Leisure Limited w.e.f. 14.02.2020)

Mr. Kishore Biyani (in Inox Leisure Limited upto 16.11.2019)

Ms. Girija Balkrishnan (in Inox Leisure Limited)

Mr. V. Sankaranarayanan (in Inox Renewables Limited and Inox Wind Limited)

Mr. Vineet Valentine Davis (in Inox Wind Infrastructure Services Limited w.e.f. 19 May 2020)

Mr. Mukesh Manglik (in Inox Wind Infrastructure Services Limited upto 18 May 2020)

Mr. Bhupesh Juneja (in Marut Shakti Energy India Limited)

Mr. Mukesh Patni (in Marut Shakti Energy India Limited)

Enterprises over which a Key Management Personnel, or his relatives, have significant influence

Devansh Gases Private Limited

Devansh Trademart LLP

Inox India Private Limited

Inox Air Products Private Limited

Inox Chemicals LLP

Refron Valves Private Limited

Rajni Farms Private Limited

Siddhapavan Trading LLP

Siddho Mal Trading LLP

Inox FMCG Private Limited

Shareholder having significant influence in a subsidiary which was a part of Chemical Business Undertaking transferred and vested with Gujarat Fluorochemicals Limited w.e.f. 1st April,2019- see Note 1 and 52

Global Mines SARL, Morocco

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
A) Transactions during the year												
Sale of goods												
Inox Air Products Private Limited									-	1.40	-	1.40
Refron Valves Private Limited									-	0.06	-	0.06
Inox India Private Limited									2.77	3.18	2.77	3.18
Wind One Renergy Private Limited					5,649.66	-					5,649.66	-
Wind Two Renergy Private Limited					6,216.06	24,361.90					6,216.06	24,361.90
Wind Three Renergy Private Limited					1,780.11	3,393.22					1,780.11	3,393.22
Wind Four Renergy Private Limited					11,928.57	6,190.48					11,928.57	6,190.48
Wind Five Renergy Private Limited					18,035.11	12,542.86					18,035.11	12,542.86
Gujarat Fluorochemicals Limited			771.93	-							771.93	-
Total			**771.93**	**-**	**43,609.51**	**46,488.46**			**2.77**	**4.64**	**44,384.21**	**46,493.10**
Sale of movie tickets												
Gujarat Fluorochemicals Limited			8.87	-							8.87	-
Total			**8.87**	**-**							**8.87**	**-**
Sale of asset												
Gujarat Fluorochemicals Limited			2,062.02	-							2,062.02	-
Total			**2,062.02**	**-**							**2,062.02**	**-**
Purchase of assets												

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Inox India Private Limited									-	0.56	-	0.56
Total									-	**0.56**	-	**0.56**
Purchase of goods												
Inox Air Products Private Limited									-	1,204.72	-	1,204.72
Inox India Private Limited									-	4,083.76	-	4,083.76
Inox FMGC Private Limited									-	0.18	-	0.18
Total									-	**5,288.66**	-	**5,288.66**
Equity shares subscribed												
Swarnim Gujarat Fluorspar Private Limited					-	10.00					-	10.00
Total					-	**10.00**					-	**10.00**
Investment in associate												
Nexome Realty LLP					2,000.00	-					2,000.00	-
Total					**2,000.00**	**-**					**2,000.00**	**-**
Share in profit of associate												
Nexome Realty LLP					0.10	-					0.10	-
Total					**0.10**	**-**					**0.10**	**-**
Advances received towards sale of goods/ services												
Wind Four Renergy Pvt. Ltd.					1,143.76	-					1,143.76	-
Gujarat Fluorochemicals Limited			87,188.58	-							87,188.58	-
Total			**87,188.58**	**-**	**1,143.76**	-					**88,332.34**	**-**
Inter corporate deposit taken												
Inox Leasing and Finance Limited	2,500.00	-									2,500.00	-
Total	**2,500.00**	**-**									**2,500.00**	**-**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Inter corporate deposits given												
Wind One Renergy Pvt. Ltd.					0.04	0.11					0.04	0.11
Wind Three Renergy Pvt. Ltd.					20.83	51.44					20.83	51.44
Wind Four Renergy Pvt. Ltd.					7,178.87	-					7,178.87	-
Wind Five Renergy Pvt. Ltd.					650.26	-					650.26	-
Total			-	-	**7,850.00**	**51.55**					**7,850.00**	**51.55**
Inter corporate deposits received back												
Wind Two Renergy Pvt. Ltd.					-	0.85					-	0.85
Wind Four Renergy Pvt. Ltd.					-	0.85					-	0.85
Wind Five Renergy Pvt. Ltd.					-	0.85					-	0.85
Inox FMCG Private Limited									-	100.00	-	100.00
Total					-	**2.55**			-	**100.00**	-	**102.55**
Redemption of non convertible debentures												
Wind Four Renergy Pvt. Ltd.					6,567.00	-					6,567.00	-
Wind Five Renergy Pvt. Ltd.					3,979.00	-					3,979.00	-
Total					**10,546.00**	-					**10,546.00**	-
Interest income on inter corporate deposits												
Inox FMCG Private Limited									-	1.38	-	1.38
Wind One Renergy Pvt. Ltd.					0.05	0.04					0.05	0.04
Wind Two Renergy Pvt. Ltd.					-	0.10					-	0.10
Wind Three Renergy Pvt. Ltd.					8.32	1.35					8.32	1.35

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Wind Four Renergy Pvt. Ltd.					99.69	0.10					99.69	0.10
Wind Five Renergy Pvt. Ltd.					59.69	0.10					59.69	0.10
Total					**167.75**	**1.69**			**-**	**1.38**	**167.75**	**3.07**
Interest income on non convertible debentures												
Wind Four Renergy Pvt. Ltd.					19.91	-					19.91	-
Wind Five Renergy Pvt. Ltd.					67.33	-					67.33	-
Total					**87.24**	**-**					**87.24**	**-**
Interest paid on Inter corporate deposits												
Inox Leasing and Finance Limited	29.71	-									29.71	-
Total	**29.71**	**-**									**29.71**	**-**
Interest paid on advances from customers												
Gujarat Fluorochemicals Limited			4,805.93	-							4,805.93	-
Total			**4,805.93**	**-**							**4,805.93**	**-**
Reimbursement of expenses paid / Payments made on behalf of the Group												
Devansh Gases Private Limited									-	7.32	-	7.32
Inox Leasing & Finance Limited	-	3.20									-	3.20
Gujarat Fluorochemicals Limited			650.66	-							650.66	-
Total	**-**	**3.20**	**650.66**	**-**					**-**	**7.32**	**650.66**	**10.52**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Reimbursement of expenses received / Payments made on behalf by the Group												
Inox Air Products Private Limited									-	8.37	-	8.37
Total									-	**8.37**	-	**8.37**
Guarantee commission paid												
Gujarat Fluorochemicals Limited			328.38	-							328.38	-
Total			**328.38**	**-**							**328.38**	**-**
Rent received												
Inox Air Products Private Limited									-	144.90	-	144.90
Others					-	0.76			-	0.72	-	1.48
Total					-	**0.76**			-	**145.62**	-	**146.38**
Rent paid												
Inox Air Products Private Limited									-	2.40	-	2.40
Devansh Gases Private Limited									-	24.00	-	24.00
Inox Leasing and Finance Limited	-	69.00									-	69.00
Mr. D.K. Sachdeva							-	1.20			-	1.20
Gujarat Fluorochemicals Limited			105.38	-							105.38	-
Total	-	**69.00**	**105.38**	-			-	**1.20**	-	**26.40**	**105.38**	**96.60**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars of transactions	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
O&M Charges & Lease Rents paid												
Inox Air Products Private Limited									-	194.93	-	194.93
Total									-	**194.93**	-	**194.93**

Transaction with shareholder having significant influence in a subsidiary which was a part of Chemical Business Undertaking transferred and vested with Gujarat Fluorochemicals Limited:

(₹ in Lakhs)

Particulars	2019-20	2018-19
Royalty Expense		
Global Mines SARL, Morocco	-	62.23

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
B) Amounts outstanding												
a) Amounts payable												
Inox Leasing and Finance Limited	-	13.19									-	13.19
Inox India Private Limited									-	327.34	-	327.34
Inox Air Products Private Limited									-	153.52	-	153.52
Gujarat Fluorochemicals Limited			152.58	-							152.58	-
Total	**-**	**13.19**	**152.58**	**-**					**-**	**480.86**	**152.58**	**494.05**
b) Advance from customers												
Wind Four Renergy Private Limited					1,143.76	1,571.87					1,143.76	1,571.87
Gujarat Fluorochemicals Limited			87,188.58	-							87,188.58	-
Total			**87,188.58**	**-**	**1,143.76**	**1,571.87**					**88,332.34**	**1,571.87**
c) Inter-corporate deposits payable												
Inox Leasing and Finance Limited	2,500.00	-									2,500.00	-
Total	**2,500.00**	**-**									**2,500.00**	**-**
d) Interest payable on Inter corporate deposits												
Inox Leasing and Finance Limited	26.77	-									26.77	-
Total	**26.77**	**-**									**26.77**	**-**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
e) Interest payable on capital advances												
Gujarat Fluorochemicals Limited			4,325.34	-							4,325.34	-
Total			**4,325.34**	**-**							**4,325.34**	**-**
f) Corporate guarantee commission payable												
Gujarat Fluorochemicals Limited			394.25	-							394.25	-
Total			**394.25**	**-**							**394.25**	**-**
C) Amounts receivable												
a) Trade / other receivables												
Inox Air Products Private Limited									-	4.94	-	4.94
Wind One Renergy Private Limited					3,483.72	-					3,483.72	-
Wind Two Renergy Private Limited					6,105.60	5,180.00					6,105.60	5,180.00
Wind Three Renergy Private Limited					679.38	3,504.19					679.38	3,504.19
Wind Four Renergy Private Limited					10,953.13	-					10,953.13	-
Wind Five Renergy Private Limited					-	3,090.00					-	3,090.00
Inox India Private Limited									0.64	0.33	0.64	0.33
Gujarat Fluorochemicals Limited			2,996.18	-							2,996.18	-
Others					-	4.38					-	4.38
Total			2,996.18	-	**21,221.83**	**11,778.57**			**0.64**	**5.27**	**24,218.65**	**11,783.84**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

(₹ in Lakhs)

Particulars	Holding Company		Fellow Subsidiary Company		Associates/Joint Venture		Key Management Personnel (KMP)		Enterprises over which KMP or his relatives have significant influence		Total	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
b) Inter corporate deposit												
Wind One Renergy Private Limited					0.45	0.41					0.45	0.41
Wind Three Renergy Private Limited					72.57	51.74					72.57	51.74
Wind Four Renergy Private Limited					7,178.87	-					7,178.87	-
Wind Five Renergy Private Limited					650.26	-					650.26	-
Total					**7,902.15**	**52.15**					**7,902.15**	**52.15**
c) Interest accrued												
Wind One Renergy Private Limited					0.12	0.06					0.12	0.06
Wind Three Renergy Private Limited					8.73	0.18					8.73	0.18
Wind Four Renergy Private Limited					89.72	-					89.72	-
Wind Five Renergy Private Limited					53.72	-					53.72	-
Total					**152.29**	**0.24**					**152.29**	**0.24**
d) Guarantees given												
GFL GM Fluorspar SA			4,337.53	5,051.94							4,337.53	5,051.94
Total			**4,337.53**	**5,051.94**							**4,543.54**	**5,052.18**

Particulars of amount outstanding with shareholder having significant influence in a subsidiary which was a part of Chemical Business Undertaking transferred and vested with Gujarat Fluorochemicals Limited :

(₹ in Lakhs)

Particulars	As at 31st March, 2019
a) Amounts payable	
Global Mines SARL, Morocco	22.96

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

51. Related Party disclosures (Contd..)

Compensation of Key Management Personnel

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
(i) Remuneration & Commission paid -		
Mr. V K Jain	-	702.67
Mr. D K Jain	193.17	740.67
Mr. P K Jain	-	185.00
Mr. D K Sachdeva	-	23.80
Mr. Anand Bhusari	-	162.67
Mr. Alok Tandon	148.43	127.67
Mr. Siddharth Jain	123.00	-
Mr. Bhupesh Kumar Juneja	-	83.64
Mr. Devansh Jain	92.64	92.64
Mr. Rajeev Gupta	-	9.99
Mr. Kailash Lal Tarachandani	147.11	128.53
Mr. Manoj Dixit	33.43	28.11
Mr. Vineet Valentine Davis	42.01	40.79
Total	**779.79**	**2,326.18**
(ii) Director sitting fees paid	48.35	69.90
(iii) Professional fees paid		
Mr. Deepak Asher	**120.00**	**30.00**

The remuneration of directors and Key Management Personnel (KMP) is determined by the Nomination and Remuneration Committee having regard to the performance of individuals and market trends. As the liabilities for the defined benefit plans and other long term benefits are provided on actuarial basis for the Company, the amount pertaining to KMP are not included above. Contribution to Provident Fund (defined contribution plan) is ₹ 42.52 Lakhs (previous year ₹ 44.89 Lakhs) included in the amount of remuneration reported above.

The amount of remuneration reported above includes:

Share options exercised under ESOP of ₹ 15.25 Lakhs (previous year ₹ 12.14 Lakhs)

Notes

(a) Service transactions with related parties are made at arm's length price.

(b) Amounts outstanding are unsecured and will be settled in cash or receipts of goods and services.

(c) No expense has been recognised for the year ended 31st March, 2020 and 31st March, 2019 for bad or doubtful trade receivables in respect of amounts owed by related parties.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

52 Discontinued Operations - demerger of Chemical Business Undertaking

The Scheme of Arrangement for the demerger of Chemical Business Undertaking from Gujarat Fluorochemicals Limited, now known as GFL Limited ("the Company" or "the demerged company") to its wholly owned subsidiary Inox Fluorochemicals Limited, now known as Gujarat Fluorochemicals Limited ("the resulting company") between the two companies and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 ("the Scheme") was approved by Honourable National Company Law Tribunal, Ahmedabad Bench on 4th July 2019. The said NCLT Order was filed by both the companies with the Registrar of Companies on 16th July, 2019 i.e. making the Scheme operative. Accordingly, all the assets and liabilities pertaining to the Chemical Business Undertaking, as defined in the Scheme, including employees and investment in subsidiaries and joint ventures pertaining to the said Chemical Business, stand transferred and vested into the resulting company from its Appointed Date i.e. 1st April 2019. Certain assets, particularly the immovable properties, are in the process of being registered in the name of the resulting company. Further, in respect of the secured loans transferred to the resulting company, the process of transfer of charges is in progress.

All the shareholders of the demerged company are allotted one fully paid-up equity share of Re. 1 each in resulting company, for every one fully paid-up equity share of Re. 1 each held by them in demerged company. The name of the Company was changed from Gujarat Fluorochemicals Limited to GFL Limited w.e.f. 17th July, 2019. The demerger is accounted as per 'pooling of interest' method in accordance with Appendix C of AS 103: Business Combinations, being common control business combination. Accordingly, the financial information pertaining to the demerged Chemical Business Undertaking for the previous year have been classified as Discontinued Operations in the consolidated financial statements.

Following subsidiaries and joint venture pertaining to the Chemical Business Undertaking are transferred and vested with the resulting company as per the Scheme:

Subsidiaries

1. Gujarat Fluorochemicals Singapore Pte Limited
2. Gujarat Fluorochemicals GmbH
3. Gujarat Fluorochemicals Americas LLC
4. GFL GM Fluorspar SA Morocco

Joint venture

Swarnim Gujarat Fluorspar Private Limited

Particulars of profit and loss and assets and liabilities etc. in respect of the Chemical Business Undertaking (including the subsidiaries) transferred on demerger, viz. discontinued operations, are as follows:

Statement of Profit and loss of discontinued operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019
Revenue from operations	2,72,926.61
Other income	8,596.70
Total Income	**2,81,523.31**
Cost of materials consumed	95,582.13
Material extraction and processing cost	343.07
Purchases of stock-in-trade	58.32
Changes in inventories of finished goods, work-in-progress, stock-in-trade and by products	(19,415.13)
Power & fuel	50,152.85
Employee benefits expense	17,982.73

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

52 Discontinued Operations - demerger of Chemical Business Undertaking (Contd..)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019
Net loss on fair value changes in investments classified at FVTPL	3,664.33
Finance costs	5,616.03
Depreciation and amortisation expense	16,437.26
Other expenses	45,737.59
Total expenses	**2,16,159.18**
Share of loss of joint venture	(12.19)
Profit before exceptional items and tax	**65,351.94**
Exceptional item - non-utilization penalty for extension of time limit to utilize industrial plot	(824.00)
Profit before tax	**64,527.94**
Tax credit (including tax pertaining to earlier years - (see Note 40)	(60,079.56)
Profit for the year	**1,24,607.50**

Summary of assets/liabilities of discontinued operations :

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2019
	ASSETS	
(1)	***Non-current assets***	
	(a) Property, plant & equipment	2,22,598.87
	(b) Capital work-in-progress	22,867.56
	(c) Investment property	1,032.00
	(d) Intangible assets	3,365.35
	(e) Investments accounted for using the equity method	88.33
	(f) Financial assets	
	(i) Other investments	34,085.24
	(ii) Loans	745.22
	(iii) Other non current financial assets	746.19
	(g) Deferred tax assets (net)	32,376.73
	(h) Other non-current assets	9,309.02
	(i) Income tax assets (net)	20,505.88
	Sub-total	**3,47,720.39**
(2)	***Current assets***	
	(a) Inventories	64,206.20
	(b) Financial assets	
	(i) Investments	18.85
	(ii) Trade receivables	57,405.91
	(iii) Cash & cash equivalents	4,066.41
	(iv) Loans	4,143.95
	(v) Other current financial assets	190.95
	(c) Other current assets	10,681.98
	Sub-total	**1,40,714.25**
	Total assets pertaining to discontinued operations	**4,88,434.64**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

52 Discontinued Operations - demerger of Chemical Business Undertaking (Contd..)

Summary of assets/liabilities of discontinued operations :

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2019
	LIABILITIES	
(1)	***Non-current liabilities***	
	(a) Financial liabilities	
	(i) Borrowings	18,571.74
	(ii) Other non current financial liabilities	149.70
	(b) Provisions	1,960.02
	(c) Deferred tax liabilities (net)	5.84
	Sub-total	**20,687.30**
(2)	***Current liabilities***	
	(a) Financial liabilities	
	(i) Borrowings	70,458.68
	(ii) Trade payables	
	a) total outstanding dues of micro enterprises and small enterprises	0.85
	b) total outstanding dues of creditors other than micro enterprises and small enterprises	22,863.13
	(iii) Other financial liabilities	23,556.19
	(b) Other current liabilities	1,300.73
	(c) Provisions	1,274.10
	(d) Current tax liabilities (net)	1,181.62
	Sub-total	**1,20,635.30**
	Total liabilities pertaining to discontinued operations	**1,41,322.60**

Cash flows from discontinued operations:

(₹ in Lakhs)

Sr. No.	Particulars	Year ended 31st March, 2019
1	Net cash generated from operating activities	78,182.94
2	Net cash used in investing activities	(42,751.72)
3	Net cash used in financing activities	11,011.41
	Total Cash flow from discontinued operations	**46,442.63**

As per the Scheme, the difference between the net assets transferred to the resulting company and the reserves transferred to the resulting company, is adjusted against retained earnings as under:

Particulars	₹ in Lakhs
Assets transferred on demerger	4,88,434.64
Less: liabilities transferred on demerger	1,41,322.60
Net assets transferred on demerger (a)	**3,47,112.04**
Reserves transferred on demerger	
Capital reserve	12,827.46
General reserve	3,20,000.00
Cash flow hedge reserve	84.98
Foreign currency translation reserve	985.62
Retained earnings	16,304.19

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

52 Discontinued Operations - demerger of Chemical Business Undertaking (Contd..)

Particulars	₹ in Lakhs
Total reserves transferred on demerger (b)	**3,50,202.25**
Non controlling interest transferred (c)	(314.69)
Sub-total (d = b - a + c)	**2,775.52**
Consolidation adjustments on demerger (net of deferred tax) (e)	3,224.40
Difference adjusted in retained earnings (d + e)	**5,999.92**

Details of Property , Plant and Equipment transferred on demerger

(₹ in Lakhs)

Particulars	Gross Block	Accumulated depreciation	Net Block 31st March, 2019
Free hold land	46.86	-	46.86
Buildings	24,665.64	3,853.75	20,811.89
Plant and Equipments	2,52,359.25	51,811.24	2,00,548.01
Furniture and Fixtures	1,066.17	558.66	507.51
Vehicles	347.20	150.94	196.26
Office equipment	1,301.12	812.78	488.34
Total	**2,79,786.24**	**57,187.37**	**2,22,598.87**

Details of Investment property transferred on demerger

(₹ in Lakhs)

Particulars	Gross Block	Accumulated depreciation	Net Block 31st March, 2019
Building	1,117.09	85.09	1,032.00

Details of Intangible Assets transferred on demerger

(₹ in Lakhs)

Particulars	Gross Block	Accumulated depreciation	Net Block 31st March, 2019
Software	220.23	137.22	83.01
Mining rights	1,064.02	327.62	736.40
Product development	695.80	614.48	81.32
Technical know how	5,205.80	2,741.18	2,464.62
	7,185.85	**3,820.50**	**3,365.35**

Details of Investments transferred on demerger

(₹ in Lakhs)

Particulars	As at 31st March, 2019
i. Investment in Joint venture	
Swarnim Gujarat Fluorspar Private Limited	88.33
ii. Other investments	
Investment in Mutual funds	34,085.24

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

52 Discontinued Operations - demerger of Chemical Business Undertaking (Contd..)

Details of Cash and cash equivalents transferred on demerger

(₹ in Lakhs)

Particulars	As at 31st March, 2019
Balances with Banks in current account	4,060.91
Cash in hand	5.50
	4,066.41

Details of Contingent Liabilities and Capital Commitments transferred on demerger

(₹ in Lakhs)

Particulars	As at 31st March, 2019
Contingent liabilities	
a) Claims against the Group not acknowledged as debts	764.72
b) In respect of Service tax matters	387.04
c) In respect of Excise duty matters	3,794.67
d) In respect of Custom duty matters	1,312.79
e) In respect of Sales tax matters	171.18
f) Claims in respect of labour matters - the amount is not ascertainable	
Capital commitments	46,503.74

53 Treasury shares in case of Inox Leisure Limited (ILL):

Pursuant to the Composite Scheme of Amalgamation ("Scheme") of ILL's subsidiary Fame India Limited ("Fame") and subsidiaries of Fame with ILL, which was operative from 1st April, 2012, ILL had allotted fully paid up 3,45,62,206 equity shares of ₹ 10 each to the shareholders of the transferor companies on 10th July, 2013, including fully paid up 2,44,31,570 equity shares of ₹ 10 each to INOX Benefit Trust ("Trust") towards shares held by ILL in Fame. These shares are held by the Trust exclusively for the benefit of ILL.

Particulars of shares of ILL held by the Trust, at cost, are as under:

Particulars	As at 31st March, 2020	As at 31st March, 2019
No. of shares	43,50,092	43,50,092
Cost (₹ in Lakhs)	3,266.98	3,266.98

ILL's interest in the Trust, being akin to Treasury Shares, in accordance with their substance and economic reality, is deducted from Total Equity. Any profit or loss arising from sale of Treasury Shares by the Trust will be recorded separately as 'Reserve on sale of Treasury Shares' in other equity, being transactions relating to the capital of ILL.

Notes to the Consolidated Financial Statements
for the year ended 31st March, 2020

54 Exceptional Items:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Expenses		
(a) Provision towards entertainment tax along with interest due to High Court order passed against entertainment tax exemption in respect of one of the multiplexes of the Group (see Note below)	-	499.69
Net Exceptional Items	**-**	**499.69**

Note:

During the previous year, in respect of one of the multiplexes of the Group, the jurisdictional High Court had passed an order against the Group in respect of grant of entertainment tax exemption. Even though the Group has taken appropriate legal steps in this regard, an amount of ₹ 410.00 Lakhs towards entertainment tax exemption recognized, alongwith interest of ₹ 89.69 Lakhs payable thereon was charged to the Statement of Profit and Loss. The amount payable, representing the entertainment tax refund received in earlier years and interest payable thereon, aggregating to ₹ 337.19 Lakhs (31st March, 2019 : ₹ 314.69 Lakhs) is included under 'Other current liabilities' as a separate line item.

55. Non - controlling Interests

Details of non-wholly owned subsidiaries that have material non-controlling interests.

The table below shows details of non-wholly owned subsidiaries of the group that have material non-controlling interests:

(₹ in Lakhs)

Name of Subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests		Profit/(loss) allocated to non- controlling interests		Accumulated non-controlling interests	
		As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
Inox Leisure Limited	India	48.68%	48.68%	634.70	6,416.03	28,792.52	44,601.81
Inox Wind Limited	India	43.02%	43.02%	(11,978.20)	(1,673.60)	72,524.09	84,537.73
Individually immaterial subsidiaries with non controlling interests						(6.99)	(352.83)
Total						**1,01,309.62**	**1,28,786.71**

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

55. Non - controlling Interests (Contd..)

Summarized financial information in respect of each of the Group's subsidiaries that has material non-controlling interests is set out below.

The summarized Financial information below represents before intra group eliminations :

(a) Inox Leisure Limited

(₹ in Lakhs)

Particulars	31st March, 2020	31st March, 2019
Non-current assets	3,64,114.11	1,32,747.60
Current assets	17,427.15	15,131.51
Non-current liabilities	2,70,405.97	14,566.71
Current liabilities	48,946.96	36,930.67
Equity attributable to owners of the company	33,395.81	51,779.92
Non-controlling interest	28,792.52	44,601.81

(₹ in Lakhs)

Particulars	2019-20	2018-2019
Revenue	1,91,461.24	1,70,710.29
Expenses	1,78,603.05	1,50,300.44
Profit before exceptional items and tax	**12,858.19**	**20,409.85**
Profit for the year	**1,500.56**	**13,349.12**
Profit attributable to owners of the company	805.80	6,936.08
Profit attributable to non-controlling interests	694.76	6,413.04
Profit for the year	**1,500.56**	**13,349.12**
Other comprehensive income attributable to the owners of the company	(69.66)	2.93
Other comprehensive income attributable to the non-controlling interests"	(60.06)	2.99
Other comprehensive income for the year	**(129.72)**	**5.92**
Total comprehensive income attributable to the owners of the company	736.14	6,939.01
Total comprehensive income attributable to the non-controlling interests	634.70	6,416.03
Total comprehensive income for the year	**1,370.84**	**13,355.04**
Net cash inflow from operating activities	47,423.06	27,967.53
Net cash outflow from investing activities	(21,299.88)	(23,563.41)
Net cash outflow from financing activities	(23,279.76)	(4,559.81)
Net cash inflow/(outflow)	**2,843.42**	**(155.69)**

(b) Inox Wind Limited

(₹ in Lakhs)

Particulars	31st March, 2020	31st March, 2019
Non-current assets	2,09,870.12	1,66,582.23
Current assets	3,19,287.82	3,07,522.81
Non-current liabilities	14,750.95	40,018.30
Current liabilities	3,45,850.39	2,37,638.59
Equity attributable to owners of the company	96,032.51	1,11,910.42
Non-controlling interest	72,524.09	84,537.73

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

55. Non - controlling Interests (Contd..)

(b) Inox Wind Limited (Contd..)

(₹ in Lakhs)

Particulars	2019-20	2018-2019
Revenue	77,059.07	1,46,084.92
Expenses	1,20,063.90	1,52,271.87
Share of Profit/(Loss) of associates	23.88	(23.88)
Loss before exceptional items and tax	**(42,980.95)**	**(6,210.83)**
Loss for the year	**(27,940.07)**	**(3,997.91)**
Loss attributable to owners of the company	(15,918.95)	(2,296.62)
Loss attributable to non-controlling interests	(12,021.12)	(1,701.29)
Loss for the year	**(27,940.07)**	**(3,997.91)**
Other comprehensive income attributable to the owners of the company	56.85	36.68
Other comprehensive income attributable to the non-controlling interests	42.92	27.69
Other comprehensive income for the year	**99.77**	**64.37**
Total comprehensive income attributable to the owners of the company	(15,862.10)	(2,259.94)
Total comprehensive income attributable to the non-controlling interests	(11,978.20)	(1,673.60)
Total comprehensive income for the year	**(27,840.30)**	**(3,933.54)**
Net cash inflow from operating activities	73,293.79	14,701.12
Net cash outflow from investing activities	(34,574.14)	(26,355.02)
Net cash outflow/(inflow) from financing activities	(38,514.65)	7,620.92
Net cash inflow/(outflow)	**205.00**	**(4,032.98)**

56. Details of subsidiaries at the end of the reporting period are as follows.

a) Subsidiaries of the Company

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group	
			31st March, 2020	31st March, 2019
Inox Leisure Limited (ILL)	Operating and managing multiplexes & cinema theatres in India	India	51.32%	51.32%
Inox Infrastructure Limited (IIL)	Real estate and property development	India	100.00%	100.00%
Inox Wind Limited (IWL)	Manufacture and sale of Wind Turbine Generators ("WTGs"), providing Erection, Procurement and Commissioning ("EPC") services, Operations and Maintenance ("O&M") services, wind farm development services and Common Infrastructure Facilities for WTGs.	India	56.98%	56.98%
Inox Renewables Limited (IRL)	Generation and sale of wind energy and providing services for Erection, Procurement and Commissioning (EPC) of wind farms	India	100.00%	100.00%
Inox Wind Energy Limited (IWEL) (incorporated on 6th March, 2020)	Proposed to engage in the business of generation and sale of wind energy and providing services for Erection, Procurement and Commissioning (EPC) of wind farms.	India	100.00%	Nil

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

56. Details of subsidiaries at the end of the reporting period are as follows. (Contd..)

b) Subsidiaries of ILL

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group	
			31st March, 2020	31st March, 2019
Shouri Properties Private Limited	Holds a license to operate a multiplex cinema theatre which is operated by Inox Leisure Limited.	India	99.29%	99.29%
Inox Leisure Limited - Employees Welfare Trust	Manages the ESOP Scheme of Inox Leisure Limited	India	Controlled by Inox Leisure Limited	
Inox Benefit Trust	Holds treasury shares for the benefit of Inox Leisure Limited	India	Controlled by Inox Leisure Limited	

c) Subsidiaries of IWL

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group	
			31st March, 2020	31st March, 2019
Inox Wind Infrastructure Services Limited (IWISL)	Providing EPC, O&M, Common Infrastructure Facilities services for WTGs and development of wind farms	India	100.00%	100.00%
Waft Energy Private Limited	Generation of wind energy	India	100.00%	100.00%
Subsidiaries of IWISL:				
Marut Shakti Energy India Limited	Engaged in either the business of providing wind farm development services or generation of wind energy.	India	100.00%	100.00%
Satviki Energy Private Limited (SEPL)		India	100.00%	100.00%
Sarayu Wind Power (Tallimadugula) Private Limited (SWPTPL)		India	100.00%	100.00%
Vinirrmaa Energy Generation Private Limited (VEGPL)		India	100.00%	100.00%
Sarayu Wind Power (Kondapuram) Private Limited (SWPKL)		India	100.00%	100.00%
RBRK Investments Limited		India	100.00%	100.00%
Vasuprada Renewables Private Limited		India	100.00%	100.00%

Notes to the Consolidated Financial Statements
for the year ended 31st March, 2020

56. Details of subsidiaries at the end of the reporting period are as follows. (Contd..)

c) **Subsidiaries of IWL**

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group	
			31st March, 2020	31st March, 2019
Suswind Power Private Limited		India	100.00%	100.00%
Ripudaman Urja Private Limited		India	100.00%	100.00%
Vibhav Energy Private Limited		India	100.00%	100.00%
Haroda Wind Energy Private Limited		India	100.00%	100.00%
Vigodi Wind Energy Private Limited		India	100.00%	100.00%
Aliento Wind Energy Private Limited		India	100.00%	100.00%
Tempest Wind Energy Private Limited		India	100.00%	100.00%
Flurry Wind Energy Private Limited		India	100.00%	100.00%
Vuelta Wind Energy Private Limited		India	100.00%	100.00%
Flutter Wind Energy Private Limited		India	100.00%	100.00%
Nani Virani Wind Energy Pvt. Ltd.		India	100.00%	100.00%
Ravapar Wind Energy Pvt. Ltd.		India	100.00%	100.00%
Khatiyu Wind Energy Pvt. Ltd.		India	100.00%	100.00%
Sri Pavan Energy Private Limited		India	51.00%	51.00%
Resco Global Wind Service Private Limited (incorporated on 21.01.2020)		India	100.00%	-

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

56. Details of subsidiaries at the end of the reporting period are as follows. (Contd..)

d) Subsidiaries of the Company - transferred and vested in the resulting Company on demerger of the Chemical Business Undertakings - see Note 1 and 52

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership	
			31st March, 2020	31st March, 2019
Gujarat Fluorochemicals Limited (earlier known as Inox Fluorochemicals Limited)- see Note 1 and 52	Engaged in manufacturing and trading of refrigerant gases, caustic soda, chloromethane, polytetrafluoroethylene (PTFE), fluoropolymers, fluoromonomers, specialty fluorointermediates, specialty chemicals and allied activities.	India	NA	100.00%
Gujarat Fluorochemicals Americas, LLC (GFL Americas)	Trading of Post Treated Polytetrafluorethylene (PT-PTFE) and allied products	USA	NA	100.00%
Gujarat Fluorochemicals Singapore Pte. Limited	Investment activities.	Singapore	NA	100.00%
Gujarat Fluorochemicals GmbH, Germany (GFL GmbH)	Trading of Post Treated Polytetrafluorethylene (PT-PTFE) and allied products	Germany	NA	100.00%
GFL GM Flourspar SA - subsidiary of Gujarat Fluorochemicals Singapore Pte. Limited	Exploration of fluorspar mines and sale of resultant fluorspar	Morrocco	NA	74%

(d) Amalgamation of Swanston Multiplex Cinemas Private Limited with Inox Leisure Limited

The Board of Directors of Inox Leisure Limited had approved the Scheme of Amalgamation (merger by absorption) ("the Scheme") under section 230 to 232 and other applicable sections of the Companies Act, 2013, for amalgamation of its wholly owned subsidiary, Swanston Multiplex Cinemas Private Limited ("SMCPL") with Inox Leisure Limited. The Scheme was approved by the Hon'ble National Company Law Tribunal, Bench at Ahmedabad vide its order dated 15 October, 2018 and by Hon'ble National Company Law Tribunal, Bench at Mumbai vide order dated 19 August, 2019. The Scheme has become effective on 27 September 2019 with the appointed date as 1 April 2018. The amalgamation is accounted in accordance with Appendix C of Ind AS 103: Business Combination.

(e) Preferential allotment of Inox Leisure Limited

During the previous year, the Company has acquired 64,00,000 additional equity shares in Inox Leisure Limited (ILL). These shares are allotted by ILL, by way of a preferential allotment, after taking necessary approvals, at a price of ₹ 250 per equity share (including share premium of ₹ 240 per equity share), aggregating to ₹ 16,000 Lakhs. Consequently, the shareholding of the Company in ILL has increased from 48.09% to 51.32%. Even prior to the said preferential allotment, ILL was a subsidiary of GFL since the shareholders of ILL had passed a resolution at the Annual General Meeting held on 23 August 2013 amending its Articles of Association entitling GFL to appoint majority of directors on the Board of ILL if GFL holds not less than 40% of the paid-up equity capital of ILL and accordingly, GFL was having control over ILL.

The financial year of the above entities is 1st April to 31st March.

There are no restrictions on the Parent or the subsidiaries' ability to access or use the assets and settle the liabilities of the Group.

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

57: Disclosure of additional information as required by the Schedule III

(a) As at and for the year ended 31st March, 2020

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
GFL Limited	31.25%	1,19,212.47	(13.40%)	3,408.38	6.12%	(1.77)	(13.38%)	3,406.61
Subsidiaries (Group's share)								
Indian Subsidiaries								
Inox Infrastructure Limited	1.59%	6,048.12	(0.51%)	129.65	-	-	(0.51%)	129.65
Inox Wind Energy Limited	*	0.16	*	(0.84)	-	-	*	(0.84)
Inox Wind Limited	46.80%	1,78,433.11	89.22%	(22,680.09)	(271.12%)	78.38	88.81%	(22,601.71)
Waft Energy Private Limited	*	(0.20)	*	(0.65)	-	-	*	(0.65)
Inox Wind Infrastructure Services Limited	2.08%	7,942.27	22.61%	(5,750.13)	(73.99%)	21.39	22.50%	(5,728.74)
Marut Shakti Energy India Limited	(0.50%)	(1,901.75)	0.97%	(245.67)	-	-	0.97%	(245.67)
Sarayu Wind Power (Tallimadugula) Private Limited	(0.03%)	(123.34)	0.06%	(15.90)	-	-	0.06%	(15.90)
Sarayu Wind Power (Kondapuram) Private Limited	(0.02%)	(59.24)	0.06%	(15.78)	-	-	0.06%	(15.78)
Satviki Energy Private Limited	0.02%	75.09	*	(1.23)	-	-	*	(1.23)
Vinirrmaa Energy Generation Private Limited	(0.04%)	(140.23)	0.11%	(26.72)	-	-	0.10%	(26.72)
RBRK Investments Limited	(0.37%)	(1,424.44)	0.81%	(207.05)	-	-	0.81%	(207.05)
Ripudaman Urja Private Limited	*	(1.84)	*	(0.76)	-	-	*	(0.76)
Suswind Power Private Limited	(0.01%)	(24.93)	0.03%	(8.00)	-	-	0.03%	(8.00)
Vasuprada Renewables Private Limited	*	(2.00)	*	(0.80)	-	-	*	(0.80)
Vibhav Energy Private Limited	*	(2.85)	0.01%	(1.53)	-	-	*	(1.53)
Haroda Wind Energy Private Limited	*	(1.15)	*	(0.72)	-	-	*	(0.72)
Vigodi Wind Energy Private Limited	*	(1.11)	*	(0.71)	-	-	*	(0.71)
Aliento Wind Energy Private Limited	(0.01%)	(21.08)	0.03%	(7.75)	-	-	0.03%	(7.75)
Tempest Wind Energy Private Limited	(0.01%)	(21.08)	0.03%	(7.74)	-	-	0.03%	(7.74)
Flurry Wind Energy Private Limited	(0.01%)	(21.08)	0.03%	(7.74)	-	-	0.03%	(7.74)
Vuelta Wind Energy Private Limited	(0.01%)	(21.14)	0.03%	(7.90)	-	-	0.03%	(7.90)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

57: Disclosure of additional information as required by the Schedule III (Contd..)

(a) As at and for the year ended 31st March, 2020 (Contd..)

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Flutter Wind Energy Private Limited	(0.01%)	(25.94)	0.03%	(8.07)	-	-	0.03%	(8.07)
Nani Virani Wind Energy Private Limited	*	(1.18)	*	(1.16)	-	-	*	(1.16)
Ravapar Wind Energy Private Limited	*	(1.18)	*	(1.16)	-	-	*	(1.16)
Khatiyu Wind Energy Private Limited	*	(1.18)	*	(1.16)	-	-	*	(1.16)
Sri Pavan Energy Private Limited	*	(15.16)	(0.25%)	63.44	-	-	(0.25%)	63.44
Resco Global Wind Services Private Limited	*	(15.45)	0.06%	(16.45)	-	-	0.06%	(16.45)
Inox Renewables Limited	2.92%	11,133.98	6.06%	(1,540.90)	(9.72%)	2.81	6.04%	(1,538.09)
Inox Leisure Limited	16.31%	62,184.79	(5.88%)	1,494.51	448.70%	(129.72)	(5.36%)	1,364.79
Shouri Properties Private Limited	0.02%	85.89	(0.02%)	5.74	-	-	(0.02%)	5.74
Inox Leisure Limited Employees welfare trust	*	16.51	(0.01%)	2.53	-	-	(0.01%)	2.53
INOX Benefit Trust	*	0.93	*	-	-	-	-	-
Indian Associates								
Wind Two Renergy Private Limited	-	-	(0.01%)	2.91	-	-	(0.01%)	2.91
Wind Four Renergy Private Limited	-	-	(0.01%)	2.61	-	-	(0.01%)	2.61
Wind Five Renergy Private Limited	-	-	(0.06%)	16.36	-	-	(0.06%)	16.36
Wind One Renergy Private Limited	-	-	*	1.00	-	-	*	1.00
Wind Three Renergy Private Limited	-	-	*	1.00	-	-	*	1.00
Nexome Realty LLP	-	-	*	0.10	-	-	*	0.10
Sub-total	100.00%	3,81,305.77	100.00%	(25,428.38)	100.00%	(28.91)	100.00%	(25,457.29)
Consolidation eliminations		62,123.09		(1,781.76)				(1,781.76)
Total		**3,19,182.68**		**(23,646.62)**		**(28.91)**		**(23,675.53)**
Break-up								
Owners share		2,17,873.05		(12,337.99)		(11.78)		(12,349.77)
Minority Interest in all subsidiaries		1,01,309.63		(11,308.63)		(17.13)		(11,325.76)
Total		**3,19,182.68**		**(23,646.62)**		**(28.91)**		**(23,675.53)**

(*) less than 0.01%

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

57: Disclosure of additional information as required by the Schedule III (Contd..)

(b) As at and for the year ended 31st March, 2019

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
GFL Limited	58.62%	4,70,898.20	95.31%	1,27,730.78	(52.75%)	(109.90)	95.08%	1,27,620.88
Subsidiaries (Group's share)								
Indian Subsidiaries								
Inox Infrastructure Limited	0.74%	5,918.47	0.08%	101.13	-	-	0.08%	101.13
Gujarat Fluorochemicals Limited	*	-0.25	*	(1.25)	-	-	*	(1.25)
Inox Wind Limited	25.04%	2,01,081.88	0.09%	125.94	3.20%	6.66	0.10%	132.60
Waft Energy Private Limited	*	0.44	*	(0.56)	-	-	*	(0.56)
Inox Wind Infrastructure Services Limited	0.46%	3,713.75	(4.27%)	(5,718.93)	27.70%	57.72	(4.22%)	(5,661.21)
Marut Shakti Energy India Limited	(0.21%)	(1,656.08)	(0.21%)	(286.11)	-	-	(0.21%)	(286.11)
Sarayu Wind Power (Tallimadugula) Private Limited	(0.01%)	(107.44)	(0.02%)	(26.81)	-	-	(0.02%)	(26.81)
Sarayu Wind Power (Kondapuram) Private Limited	(0.01%)	(43.46)	(0.01%)	(15.83)	-	-	(0.01%)	(15.83)
Satviki Energy Private Limited	0.01%	76.32	*	(1.42)	-	-	*	(1.42)
Vinirrmaa Energy Generation Private Limited	(0.01%)	(113.51)	(0.02%)	(21.89)	-	-	(0.02%)	(21.89)
RBRK Investments Limited	(0.15%)	(1,217.39)	(0.57%)	(763.00)	-	-	(0.57%)	(763.00)
Ripudaman Urja Private Limited	*	(1.08)	*	(0.91)	-	-	*	(0.91)
Suswind Power Private Limited	*	(16.93)	(0.01%)	(16.76)	-	-	(0.01%)	(16.76)
Vasuprada Renewables Private Limited	*	(1.20)	*	(1.02)	-	-	*	(1.02)
Vibhav Energy Private Limited	*	(1.32)	*	(1.35)	-	-	*	(1.35)
Haroda Wind Energy Private Limited	*	(0.43)	*	(0.87)	-	-	*	(0.87)
Vigodi Wind Energy Private Limited	*	(0.40)	*	(0.87)	-	-	*	(0.87)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

57: Disclosure of additional information as required by the Schedule III (Contd..)

(b) As at and for the year ended 31st March, 2019 (Contd..)

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Aliento Wind Energy Private Limited	*	(13.33)	(0.01%)	(13.96)	-	-	(0.01%)	(13.96)
Tempest Wind Energy Private Limited	*	(13.34)	(0.01%)	(13.96)	-	-	(0.01%)	(13.96)
Flurry Wind Energy Private Limited	*	(13.34)	(0.01%)	(13.96)	-	-	(0.01%)	(13.96)
Vuelta Wind Energy Private Limited	*	(13.24)	(0.01%)	(13.86)	-	-	(0.01%)	(13.86)
Flutter Wind Energy Private Limited	*	(17.87)	(0.01%)	(18.48)	-	-	(0.01%)	(18.48)
Nani Virani Wind Energy Private Limited	*	(0.02)	*	(0.67)	-	-	*	(0.67)
Ravapar Wind Energy Private Limited	*	(0.02)	*	(0.67)	-	-	*	(0.67)
Khatiyu Wind Energy Private Limited	*	(0.02)	*	(0.67)	-	-	*	(0.67)
Sri Pavan Energy Private Limited	(0.01%)	(78.60)	(0.07%)	(88.60)	-	-	(0.07%)	(88.60)
Inox Renewables Limited	1.58%	12,672.07	(1.58%)	(2,111.96)	1.75%	3.64	(1.57%)	(2,108.32)
Inox Leisure Limited	12.00%	96,385.49	9.96%	13,347.33	2.84%	5.92	9.95%	13,353.25
Shouri Properties Private Limited	0.01%	80.14	*	2.89	-	-	*	2.89
Inox Leisure Limited Employees welfare trust	*	13.98	0.00%	0.16	-	-	*	0.16
INOX Benefit Trust	*	0.88	*	(0.02)	-	-	*	(0.02)
Foreign Subsidiaries								
GFL GmbH	0.22%	1,756.40	0.66%	883.59	(44.53%)	(92.78)	0.59%	790.81
GFL LLC USA	0.41%	3,319.40	1.30%	1,744.23	32.59%	67.90	1.35%	1,812.13
GFL Singapore	1.05%	8,458.57	0.11%	151.93	122.60%	255.43	0.30%	407.36
GFL GM Morocco	(0.15%)	(1,210.35)	(0.69%)	(925.30)	6.60%	13.75	(0.68%)	(911.55)
Indian Associates								
Megnasolace City Private Limited	0.40%	3,201.88	-	-	-	-	-	-
Wind Two Renergy Private Limited	*	(2.91)	*	(2.91)	-	-	*	(2.91)
Wind Four Renergy Private Limited	*	(2.61)	*	(2.61)	-	-	*	(2.61)
Wind Five Renergy Private Limited	*	(16.36)	(0.01%)	(16.36)	-	-	(0.01%)	(16.36)
Wind One Renergy Private Limited	*	(1.00)	*	(1.00)	-	-	*	(1.00)

Notes to the Consolidated Financial Statements

for the year ended 31st March, 2020

57: Disclosure of additional information as required by the Schedule III (Contd..)

(b) As at and for the year ended 31st March, 2019 (Contd..)

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Wind Three Renergy Private Limited	*	(1.00)	*	(1.00)	-	-	*	(1.00)
Joint Ventures								
Indian Joint Venture								
Swarnim Gujarat Fluorspar Private Limited	0.01%	88.33	*	(2.66)	-	-	*	(2.66)
Sub-total	100.00%	8,03,122.70	100.00%	1,34,001.75	100.00%	208.34	100.00%	1,34,210.09
Consolidation eliminations		(76,653.53)		907.66		-		907.66
Total		**7,26,469.17**		**1,34,909.41**		**208.34**		**1,35,117.75**
Break-up								
Owners share		5,97,682.46		1,30,489.08		174.08		1,30,663.16
Minority Interest in all subsidiaries		1,28,786.71		4,420.33		34.26		4,454.59
Total		**7,26,469.17**		**1,34,909.41**		**208.34**		**1,35,117.75**

(*) less than 0.01%

As per our report of even date attached

For KULKARNI and COMPANY
Chartered Accountants
Firm's Reg. No: 140959W

A D TALAVLIKAR
Partner
Mem No: 130432

Place: Pune
Dated: 30th July 2020

For GFL Limited

D. K. JAIN
Managing Director
DIN: 00029782
Place: New Delhi

V K JAIN
Director
DIN: 00029968

MUKESH PATNI
Chief Financial Officer

BHAVI SHAH
Company Secretary

Place: Vadodara
Dated: 30th July 2020

Notes

Notes

Corporate Office

Inox Towers, 17 Sector 16 A,
Noida - 201301, Uttar Pradesh
Tel.: +91 120 6149600
Fax: +91 120 6149610