



GFL LIMITED

Registered office: 7th Floor, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai – 400 018
CIN: L65100MH1987PLC374824 • Tel. No.: +91- 22 4032 3851 • Fax No.: +91- 22 4032 3191
Website: www.gfllimited.co.in • Email ID: contact@gfllimited.co.in

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

Sr. No.	Particulars	(Rs. in Lakhs)				
		Quarter ended			Year ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
I	Revenue from operations					
	Fees and commission income	53	54	60	225	260
	Net gain on fair value changes	26	20	20	94	62
	Total revenue from operations (I)	79	74	80	319	322
	Other income	22	-	-	22	-
II	Total Income (I+II)	101	74	80	341	322
III	Expenses					
IV	Finance costs	-	-	*	-	*
	Employee benefits expenses	15	14	31	63	123
	Depreciation	*	*	*	*	*
	Other expenses	16	13	29	69	102
	Total expenses (IV)	31	27	60	132	225
	Profit before exceptional items and tax (III-IV)	70	47	20	209	97
V	Exceptional items (see Note 2)	-	-	2,46,674	-	2,46,674
VI	Profit before tax (V+VI)	70	47	2,46,694	209	2,46,771
VII	Tax expense					
VIII	Current tax	10	6	4	28	23
	Deferred tax	8	6	3	26	12
	Deferred tax on exceptional item (see Note 2)	-	-	14,328	-	14,328
	Total tax expense	18	12	14,335	54	14,363
IX	Profit for the period/year (VII-VIII)	52	35	2,32,359	155	2,32,408



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		Quarter ended			Year ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
X	Other Comprehensive Income					
	Items that will not be reclassified to Profit or Loss					
	Gain/(loss) on remeasurement of the defined benefits plans	*	*	30	*	28
	Tax on above	*	*	(8)	*	(7)
	Total other comprehensive income (X)	*	*	22	*	21
XI	Total comprehensive income for the period/year (Comprising profit for the period/year and Other Comprehensive Income) (IX+X)	52	35	2,32,381	155	2,32,429
XII	Paid-up equity share capital (face value of Re. 1 each)	1,099	1,099	1,099	1,099	1,099
XIII	Other Equity (excluding revaluation reserves)				2,62,701	2,62,546
XIV	Basic and diluted earnings per equity share of Re. 1 each (in Rs.)	0.05 **	0.03 **	211.52 **	0.14	211.57

(*) Amount is less than Rs. 1 Lakh

(**) Not Annualised



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AUDITED STANDALONE BALANCE SHEET AS AT 31 MARCH 2024

Sr. No.	Particulars	(Rs. in Lakhs)	
		As at 31-03-2024 (Audited)	As at 31-03-2023 (Audited)
	ASSETS		
(1)	Financial Assets		
	(a) Cash and cash equivalents	53	30
	(b) Bank Balances other than (a) above	67	95
	(c) Receivables		
	(i) Trade receivables	21	24
	(ii) Other receivables	-	2
	(d) Investments	2,78,103	2,77,974
	Total financial assets	2,78,244	2,78,125
(2)	Non-financial assets		
	(a) Current tax assets (net)	8	10
	(b) Property, plant and equipment	1	1
	(c) Other non -financial assets	1	1
	Total non-financial assets	10	12
	Total Assets (1+2)	2,78,254	2,78,137
	LIABILITIES AND EQUITY		
	Liabilities		
(1)	Financial Liabilities		
	(a) Payables		
	Trade Payables		
	(i) total outstanding dues of micro enterprises and small enterprises	*	1
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11	12
	(b) Other financial liabilities	67	128
	Total financial liabilities	78	141



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Sr. No.	Particulars	(Rs. in Lakhs)	
		As at 31-03-2024 (Audited)	As at 31-03-2023 (Audited)
(2)	Non-Financial Liabilities		
	(a) Provisions	4	2
	(b) Deferred tax liabilities (net)	14,367	14,341
	(c) Other non-financial liabilities	5	8
	Total non-financial liabilities	14,376	14,351
(3)	Equity		
	(a) Equity Share capital	1,099	1,099
	(b) Other Equity	2,62,701	2,62,546
	Total equity	2,63,800	2,63,645
	Total Liabilities and Equity (1+2+3)	2,78,254	2,78,137

(*) Amount is less than Rs. 1 Lakh



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AUDITED STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2024

Particulars	(Rs in Lakhs)	
	Year ended 31-03-2024	Year ended 31-03-2023
	(Audited)	(Audited)
Cash flow from operating activities		
Profit after tax	155	2,32,408
Adjustments for:		
Tax expenses	54	14,363
Depreciation	*	*
Finance costs	-	*
Liabilities and provisions no longer required, written back	(22)	-
Net Gain on investments measured at FVTPL	(94)	(62)
Exceptional Item (see Note 2)	-	(2,46,674)
	93	35
Movements in working capital:		
(Increase)/decrease in trade receivables	3	2
(Increase)/decrease in other receivables	2	68
(Increase)/decrease in other non-financial assets	-	11
Increase/(decrease) in trade payables	(2)	12
Increase/(decrease) in other payables	-	(168)
Increase/(decrease) in other financial liabilities	(11)	22
Increase/(decrease) in provisions	2	(19)
Increase/(decrease) in other non-financial liabilities	(3)	(2)
Cash generated from/(used in) operations	84	(39)
Income-tax paid (net)	(26)	(19)
Net cash generated from/(used in) operating activities	58	(58)



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Particulars	(Rs. in Lakhs)	
	Year ended 31-03-2024	Year ended 31-03-2023
	(Audited)	(Audited)
Cash flow from investing activities		
Payments towards purchase of property, plant and equipment	-	1
Purchase of investments	(45)	(35)
Sale/redemption of investments	10	110
Net cash (used in)/generated from investing activities	(35)	74
Cash flow from financing activities		
Finance costs	-	*
Net cash used in financing activities	-	*
Net increase in cash and cash equivalents	23	16
Cash and cash equivalents as at the beginning of the year	30	14
Cash and cash equivalents as at the end of the year	53	30

Notes:

1. The standalone Statement of Cash Flows has been prepared in accordance with "indirect method" as set out in Ind AS – 7 "Statement of Cash Flows".
2. (*) Amount is less than Rs. 1 Lakh.



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Notes:

1. The above statement of audited standalone financial results for the quarter and year ended 31 March 2024 were reviewed by the Audit Committee and was thereafter approved by the Board of Directors at its meeting held on 29 May 2024. The Statutory Auditors of the Company have carried out audit of the above audited standalone financial results pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and have issued unmodified opinion.
2. The Board of Directors of the erstwhile INOX Leisure Limited (which was a subsidiary of the Company), at its meeting held on 27 March 2022, approved a Scheme of Amalgamation ("the Scheme") of INOX Leisure Limited ("the Transferor Company") with PVR Limited ("the Transferee Company" and now known as PVR INOX Limited) under Sections 230 to 232 of the Companies Act, 2013. As per the Scheme, the share exchange ratio was 3 equity shares of the face value of Rs. 10 of the Transferee Company, credited as fully paid-up, for every 10 equity shares of the face value of Rs. 10 each fully paid-up held by such member in the Transferor Company. Over time, the Scheme had received all the necessary approvals from the authorities and a certified copy of the National Company Law Tribunal order was filed with the Registrar of Companies (ROC) on 6 February 2023 i.e., the effective date of merger. The appointed date was 1 January 2023. Upon the Scheme becoming effective, the Transferor Company stood dissolved, without following the procedure of winding up. As per the Scheme, on the merger of the Transferor Company with the Transferee Company, the Company had received 158,35,940 fully paid-up equity shares of the Transferee Company, which represented 16.16% of the total paid-up equity capital of the Transferee Company. Accordingly, the Company had derecognised its investment in its subsidiary INOX Leisure Limited, recognised the resultant investment in PVR INOX Limited at fair value and the resultant gain of Rs. 2,46,674 lakhs was recognised in the statement of profit and loss as an exceptional item and the deferred tax thereon was also shown separately in the above results. Further, the resultant investment in PVR INOX Limited was classified as investment in an associate.
3. Since the segment information as per Ind-AS 108 'Operating Segments' is provided on the basis of consolidated financial results, the same is not provided separately for the standalone financial results.
4. The figures for the quarter ended 31 March 2024 and the corresponding quarter for the previous year are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the relevant financial year.

Place: Delhi
Date: 29 May 2024

On behalf of the Board of Directors
For GFL Limited

Devendra Kumar Jain
Chairman & Managing Director
DIN: 00029782



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STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

Sr. No	Particulars	(Rs. in Lakhs)				
		Quarter ended			Year ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
I	Revenue from operations					
	Fees and Commission income	54	54	60	226	260
	Net gain on fair value changes	26	20	20	94	62
	Total revenue from operations (I)	80	74	80	320	322
II	Other income	30	7	8	54	25
III	Total Income (I+II)	110	81	88	374	347
IV	Expenses					
	Finance costs	-	-	*	-	*
	Employee benefits expense	16	13	31	63	123
	Depreciation	*	1	*	2	2
	Other expenses	21	22	34	89	118
	Total expenses (IV)	37	36	65	154	243
V	Share of profit/(loss) of associate	(2,380)	127	(5,522)	(1,038)	(5,522)
VI	Profit/(Loss) before exceptional items and tax (III-IV+V)	(2,307)	172	(5,499)	(818)	(5,418)
VII	Exceptional items (see Note 2)	-	-	2,45,027	-	2,45,027
VIII	Profit/(loss) before tax (VI+VII)	(2,307)	172	2,39,528	(818)	2,39,609
IX	Tax expense					
	Current tax	11	6	6	31	26
	Deferred tax	(269)	22	(627)	(92)	(614)
	Deferred tax on exceptional items (see Note 2)	-	-	14,328	-	14,328
	Taxation pertaining to earlier years	*	-	*	*	*
	Total tax expense	(258)	28	13,707	(61)	13,740
X	Profit/(loss) for the period/year from continuing operations (VIII-IX)	(2,049)	144	2,25,821	(757)	2,25,869
XI	Profit from discontinued operations before tax	-	-	-	-	2,721
XII	Tax expense of discontinued operations	-	-	-	-	5,090



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		Quarter ended			Year ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
XIII	Loss from discontinued operations (after tax) (XI-XII)	-	-	-	-	(2,369)
XIV	Profit/(loss) for the period/year (X+XIII)	(2,049)	144	2,25,821	(757)	2,23,500
XV	Other comprehensive income					
	i. In respect of continuing operations					
	(i) Items that will be reclassified to Profit or Loss					
	Share of other comprehensive income of associate	10	1	7	13	7
	Tax on above	(1)	*	(1)	(1)	(1)
	(ii) Items that will not be reclassified to Profit or Loss					
	Actuarial gain/(loss) on employee defined benefit plans	*	*	30	*	28
	Tax on above	*	*	(8)	*	(7)
	Share of other comprehensive income of associate	1	10	6	(5)	6
	Tax on above	*	(1)	*	*	*
	Sub total	10	10	34	7	33
	ii. In respect of discontinued operations					
	(i) Items that will not be reclassified to Profit or Loss					
	Actuarial gain/(loss) on employee defined benefit plans	-	-	-	-	(14)
	Tax on above	-	-	-	-	3
	Sub total	-	-	-	-	(11)
	Total other comprehensive income (net of tax)	10	10	34	7	22
XVI	Total comprehensive income for the period/year (comprising profit/(loss) for the period/year & Other Comprehensive Income) (XIV+XV)	(2,039)	154	2,25,855	(750)	2,23,522



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		Quarter ended			Year ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
	Profit/(loss) for the period/year attributable to:					
	- Owners of the Company	(2,049)	144	2,25,821	(757)	2,24,838
	- Non-controlling interests (NCI)	-	-	-	-	(1,338)
	Other comprehensive income for the period/year attributable to:					
	- Owners of the Company	10	10	34	7	28
	- Non-controlling interests	-	-	-	-	(6)
	Total comprehensive income for the period/year attributable to:					
	- Owners of the Company	(2,039)	154	2,25,855	(750)	2,24,866
	- Non-controlling interests	-	-	-	-	(1,344)
	Total comprehensive income for the period/year attributable to the owners of the Company					
	- From continuing operations	(2,039)	154	2,25,855	(750)	2,25,902
	- From discontinued operations	-	-	-	-	(1,036)
	- From total operations	(2,039)	154	2,25,855	(750)	2,24,866
XVII	Paid-up equity share capital (face value of Re. 1 each)	1,099	1,099	1,099	1,099	1,099
XVIII	Reserves excluding revaluation reserves				2,59,426	2,60,175
XIX	Basic and diluted earnings/(loss) per equity share of Re. 1 each (in Rs.)	**	**	**		
	From continuing operations	(1.87)	0.14	205.57	(0.69)	205.62
	From discontinued operations	-	-	-	-	(2.16)
	From total operations	(1.87)	0.14	205.57	(0.69)	203.46

(*) Amount is less than Rs. 1 lakh

(**) Not Annualised



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AUDITED CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024

Sr. No.	Particulars	(Rs. in Lakhs)	
		As at 31-03-2024 (Audited)	As at 31-03-2023 (Audited) @
	ASSETS		
(1)	Financial Assets		
	(a) Cash and cash equivalents	57	31
	(b) Bank Balances other than (a) above	67	95
	(c) Receivables		
	(i) Trade receivables	21	24
	(ii) Other receivables	-	2
	(d) Investments accounted for using the equity method	2,67,724	2,68,754
	(e) Other investments	1,881	1,745
	(f) Other financial assets	2	2
	Total Financial assets	2,69,752	2,70,653
(2)	Non-financial assets		
	(a) Current tax assets (net)	8	10
	(b) Investment property	249	250
	(c) Property, plant and equipment	1	1
	(d) Other non -financial assets	1	1
	Total Non-Financial assets	259	262
(3)	Assets held for sale	3,200	3,200
	Total Assets (1+2+3)	2,73,211	2,74,115



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		As at 31-03-2024 (Audited)	As at 31-03-2023 (Audited) @
	LIABILITIES AND EQUITY		
	Liabilities		
(1)	Financial Liabilities		
	(a) Payables		
	Trade Payables		
	(i) total outstanding dues of micro enterprises and small enterprises	*	1
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	14	15
	(b) Other financial liabilities	67	127
	Total Financial liabilities	81	143
(2)	Non-Financial Liabilities		
	(a) Current tax Liabilities (net)	5	5
	(b) Provisions	4	2
	(c) Deferred tax liabilities (Net)	13,690	13,781
	(d) Other non-financial liabilities	5	9
	Total Non-Financial Liabilities	13,704	13,797
(3)	Equity		
	(a) Equity Share capital	1,099	1,099
	(b) Other Equity	2,58,327	2,59,076
	Total Equity	2,59,426	2,60,175
	Total Liabilities and Equity (1+2+3)	2,73,211	2,74,115

(*) Amount is less than ₹ 1 Lakh

@ Presented in the format prescribed for NBFCs i.e. Division III of Schedule III - see Note 4.



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AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2024

	Particulars	(Rs. in Lakhs)	
		Year ended 31-03-2024	Year ended 31-03-2023
		(Audited)	(Audited)
A	Cash flow from operating activities		
	Profit/(loss) for the year after tax from continuing operations	(757)	2,25,869
	Adjustments for:		
	Tax expense	(61)	13,740
	Depreciation	2	2
	Finance costs	-	*
	Interest income	*	*
	Share of loss in associate	1,038	5,522
	Liabilities written back	(22)	(2)
	Net Gain on investments measured at fair value through profit or loss	(126)	(85)
	Exceptional items (see Note 2)	-	(2,45,027)
		74	19
	Movements in working capital:		
	Increase/(decrease) in provisions	2	(19)
	Increase/(decrease) in trade payables	(2)	17
	Increase/(decrease) in other payables	-	(168)
	Increase/(decrease) in other financial liabilities	(11)	19
	Increase/(decrease) in other liabilities	(4)	(3)
	(Increase)/decrease in trade receivables	3	2
	(Increase)/decrease in other financial assets	2	68
	(Increase)/decrease in other assets	*	11
	Total movements in working capital	(10)	(73)
	Cash generated from/(used in) operations	64	(54)
	Income-tax paid (net)	(28)	(22)
	Net cash generated from/(used in) continuing operating activities	36	(76)
	From discontinued operations	-	40,293
	Net cash generated from operating activities	36	40,217



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			(Rs. In Lakhs)
	Particulars	Year ended 31-03-2024 (Audited)	Year ended 31-03-2023 (Audited)
B	Cash flow from investing activities		
	Purchase of property, plant and equipment	(1)	(1)
	Purchase of current investments	(45)	(35)
	Sale of current investment	36	125
	Interest income received	*	*
	From discontinued operations	-	(21,946)
	Net cash used in investing activities	(10)	(21,857)
C	Cash flow from financing activities		
	From discontinued operations	-	(18,441)
	Net cash used in financing activities	-	(18,441)
	Net increase/(decrease) in cash and cash equivalents	26	(81)
	Cash and cash equivalents as at the beginning of the year	31	2,348
	Cash and cash equivalents transferred pursuant to deemed disposal of subsidiary	-	2,236
	Cash and cash equivalents as at the end of the year	57	31

Notes:

1. The consolidated Statement of Cash Flows has been prepared in accordance with 'indirect method' as set out in Ind AS – 7 “Statement of Cash Flows”.
2. (*) Amount is less than ₹ 1 lakh.



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Notes:

1. The above statement of audited consolidated financial results for the quarter and year ended 31 March 2024 were reviewed by the Audit Committee and were thereafter approved by the Board of Directors at its meeting held on 29 May 2024. The Statutory Auditors of the Company have carried out audit of the above audited consolidated financial results pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and have issued unmodified opinion.
2. The Board of Directors of the erstwhile INOX Leisure Limited (which was a subsidiary of the Company), at its meeting held on 27 March 2022, approved a Scheme of Amalgamation ("the Scheme") of INOX Leisure Limited ("the Transferor Company") with PVR Limited ("the Transferee Company"). As per the Scheme, the share exchange ratio was 3 equity shares of the face value of Rs. 10 of the Transferee Company, credited as fully paid-up, for every 10 equity shares of the face value of Rs. 10 each fully paid-up held by such member in the Transferor Company. Over time, the Scheme had received all the necessary approvals from the authorities and a certified copy of the National Company Law Tribunal order was filed with the Registrar of Companies (ROC) on 6 February 2023 i.e. the effective date of the merger. The appointed date was 1 January 2023. Upon the Scheme becoming effective, the Transferor Company stood dissolved, without following the procedure of winding up. As per the Scheme, on the merger of the Transferor Company with the Transferee Company, the Group has received 1,59,86,114 fully paid-up equity shares of the Transferee Company, which represents 16.32% of the total paid-up equity capital of the Transferee Company.

This merger has resulted in a loss of control of the Group over its erstwhile subsidiary, viz. INOX Leisure Limited, w.e.f. 1 January 2023 i.e. the appointed date and has been considered as a deemed disposal of subsidiary, and accordingly, the erstwhile subsidiary company's business has been presented as discontinued operations and its results are presented separately in the consolidated statement of profit and loss and consolidated statement of cash flows for year ended 31 March 2023. On loss of control, the assets and liabilities of the Transferor Company along with related NCI are derecognised and the Group's interest in the Transferee Company was recognised at fair value. The resultant gain on deemed disposal of subsidiary amounting to Rs. 2,45,027 lakhs, was included in the statement of profit and loss and shown as exceptional item and the deferred tax thereon was also shown separately in the above results. Further, the resultant investment in the PVR INOX Limited was classified as investment in an associate. The Group has applied the equity method to account for its investment in PVR INOX Limited. The erstwhile subsidiary INOX Leisure Limited was in the business of operating and managing multiplexes and represented the 'Theatrical Exhibition' segment of the Group.

As per applicable Ind AS, the financial results pertaining to the Theatrical Exhibition segment have been classified as Discontinued Operations in the above result. The Break-up of discontinued operations is presented below:

Sr. No.	Particulars	(Rs. in lakhs)
		Year ended 31-03-2023
1	Total Income	1,49,203
2	Total expenses	1,44,044
3	Exceptional item	2,438
4	Profit before tax (1-2-3)	2,721
5	Tax expense	5,090
6	Loss for the year (4-5)	(2,369)



GFL LIMITED

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Exceptional item during the year ended 31 March 2023 is towards expenses incurred in connection with the INOX Leisure Limited and PVR Limited amalgamation. Tax expenses for the year ended 31 March 2023 includes deferred tax charge of Rs. Rs. 3,143 lakhs on account of business loss, written off.

Gain on deemed disposal of subsidiary:

		(Rs. in Lakhs)
Sr. No.	Particulars	As at 1 January 2023
1	Fair value of equity shares in PVR INOX Limited received pursuant to the scheme of amalgamation	2,74,263
2	Carrying amount of net assets of erstwhile subsidiary, INOX Leisure Limited (net of NCI of Rs. 37,885 lakhs)	29,236
3	Gain on deemed disposal of subsidiary before tax (1-2)	2,45,027
4	Less: Tax expense on above	14,328
5	Gain on deemed disposal of subsidiary after tax (3-4)	2,30,699

- As described in Note 2, the Group's theatrical exhibition business is discontinued and accordingly is presented as discontinued operations in the above results. Now the Group has a single operating segment i.e. Investments and allied activities.
- The erstwhile INOX Leisure Limited ('ILL'), which operated in the theatrical exhibition business, was a subsidiary in the Group till 31 December 2022 and since the NBFC operations were not significant for the Group on a consolidated basis, the consolidated financial results till the previous year were presented predominantly as per Division II of Schedule III to the Companies Act, 2013. After the amalgamation of ILL with PVR INOX Limited w.e.f. 1 January 2023 the Group's activities are now pre-dominantly in NBFC operations. Hence from the current financial year, the consolidated financial results are presented in the format prescribed for NBFCs i.e. Division III of Schedule III to the Companies Act, 2013 and the previous year's results have also been presented accordingly.
- The figures for the quarter ended 31 March 2024 and the corresponding quarter for the previous year are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the relevant financial year.

Place: Delhi
Date: 29 May 2024

On behalf of the Board of Directors
For GFL Limited

Devendra Kumar Jain
Chairman & Managing Director
DIN: 00029782