

15th November, 2024

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (East)
Mumbai - 400051

Dear Sir,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed composite scheme of arrangement between Inox Leasing and Finance Limited ('ILFL' or 'Demerged/Transferor Company'), Inox Holdings and Investments Limited ('IHIL' or 'Resulting Company') and Gujarat Fluorochemicals Limited ('GFCL' or 'Transferee Company' or 'the Company') and their respective Shareholders (the 'Scheme')

In connection with the above application, we submit following;

1. Confirmation by the Company Secretary of the transferee Company on the letter head of transferee Company that:
 - a) There will be no change in Share Capital of the transferee Company till the listing of the Equity Shares of the Company on National Stock Exchange of India Limited.
 - b) The Shares allotted by the transferee Company pursuant to the Scheme shall remain frozen in the depositories system till listing/trading permission is given by the designated stock exchange.
 - c) Equity Shares issued by the Company pursuant to the scheme of arrangement shall be listed on the National Stock Exchange of India Limited, subject to SEBI granting relaxation from applicability under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1957.
 - d) The Company shall comply with all the provisions contained in SEBI Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 and amendment thereof.
 - e) The Company shall comply with Rules, Byelaws, and Regulations of the Exchange and other applicable statutory requirements.

Response: Refer Appendix 1

2. In case of scheme of demerger of a listed Company, a Certificate from Statutory Auditors / Practicing Chartered Accountants/ Practicing Company Secretary certifying percentage turnover and profitability of the division in the last two years as per the following format, being hived off vis-à-vis the other divisions of the Company

Response: Not applicable since the Scheme does not involve hiving off/ demerger of a division of the listed Company into an unlisted Company.

An **INOX GFL** Group Company

Regd. Office: Survey No. 16/3, 26, 27, Village Ranjitnagar, Taluka Ghoghamba, Dist. Panchmahal - 389380, Gujarat, India.

Tel: +91-2678-248152/153/107 | Fax: +91-2678-248153

Corporate Office: INOX Towers, Plot No. 17, Sector-16A, Noida-201301, Uttar Pradesh, India | Tel: +91-120-6149600 | Fax: +91-120-6149610



3. Provide PAN and DIN of the Directors and Promoters of transferee/ resulting Company. (Excel Copy)

Response: Refer Appendix 2

4. Provide a statement explaining the split of Assets and Liabilities of the Demerged Company, Demerged undertaking and Resulting Company pre and post effectiveness of the scheme.

Response: Not applicable since the Scheme does not involve hiving off/ demerger of a division of the listed Company into an unlisted Company.

Your faithfully

For Gujarat Fluorochemicals Limited

BSD
Bhavin Desai
Company Secretary

Date: 15th November, 2024
Place: Vadodara



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Appendix 1

15th November, 2024

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

Symbol: FLUOROCHEM

Sub: Confirmation by the Company Secretary


Dear Sir,

I, Bhavin Desai, being the Company Secretary of the Company hereby confirms that:

- There will be no change in Share Capital of the transferee Company till the listing of the Equity Shares of the Company on National Stock Exchange of India Limited
- The Shares to be allotted by the Transferee Company pursuant to the Scheme shall remain frozen in the depositories system till listing/trading permission is given by the designated stock exchange
- Equity Shares to be issued by the Company pursuant to the composite scheme of arrangement shall be listed on the National Stock Exchange of India Limited, subject to SEBI granting relaxation from applicability under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1957
- The Company shall comply with all the provisions contained in SEBI Master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 and amendment thereof
- The Company shall comply with Rules, Byelaws, and Regulations of the Exchange and other applicable statutory requirements.

Your faithfully

For Gujarat Fluorochemicals Limited


Bhavin Desai
Company Secretary



Date: 15th November, 2024
Place: Vadodara

An **INOXGFL** Group Company

Regd. Office: Survey No. 16/3, 26, 27, Village Ranjitnagar, Taluka Ghoghamba, Distt. Panchmahal - 389380, Gujarat, India.
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