

To,
The General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400001

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. Clarification as to what will be listing status of the Transferee Company.

Response: The Equity Shares of the Transferee Company ("GFCL") are listed on the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"). Further, the Non-Convertible Debentures of GFCL are listed on the BSE.

Pursuant to merger, the new Equity Shares to be issued by the Transferee Company to the equity Shareholders of the Transferor Company ("ILFL"), will be listed on BSE and NSE post completion of the Scheme.

2. Details of Assets and Liabilities of the Demerged division that are being transferred

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

3. Confirmation from the Company Secretary, 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 BSE Limited.
- b) The Equity 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.

Response: Refer Appendix 1

4. Confirmation by the Company Secretary of the Transferee Company that:

- a) Equity Shares to be issued by the Company pursuant to the Scheme of Arrangement shall be listed on the BSE Limited, subject to SEBI granting relaxation from applicability under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1957.
- b) 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.

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



- c) The Company shall also fulfill the Exchange's criteria for listing and shall also comply with Rules, Byelaws, and Regulations of the Exchange and other applicable statutory requirements.

Response: Refer Appendix 1

5. 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.

6. Percentage of Net Worth of the company, that is being transferred in the form of demerged undertaking and percentage wise contribution of the Demerged division to the total turnover and income of the company in the last two years

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

For Gujarat Fluorochemicals Limited

BSD

Bhavin Desai
Company Secretary
FCS 7952

Date: 15th November, 2024
Place: Vadodara



An **INOXGFL** Group Company
BEYOND IMAGINATION

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Appendix 1

15th November, 2024

To,
The General Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

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 BSE Limited
- The Equity 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 Scheme of Arrangement shall be listed on the BSE 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
- The Company shall also fulfill the Exchange's criteria for listing and shall also comply with Rules, Byelaws, and Regulations of the Exchange and other applicable statutory requirements

Your faithfully,
For Gujarat Fluorochemicals Limited


Bhavin Desai
Company Secretary
FCS 7952



Date: 15th November, 2024
Place: Vadodara

An **INOX GFL** Group Company

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