



## GTL Infrastructure Limited

Registered Office: Global Vision ES II, 3<sup>rd</sup> Floor, MIDC, TTC Industrial Area, Mahape, Navi Mumbai- 400 710, Maharashtra, India.

Tel: +91 22 6829 3500 | Fax: +91 6829 3545 | Website: [www.gtlinfra.com](http://www.gtlinfra.com) | CIN-L74210MH2004PL14367

### STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED DECEMBER 31, 2020

₹ in Lakhs except Share Data

Particulars	For the Quarter ended on December 31, 2020	For the Quarter ended on September 30, 2020	For the Quarter ended on December 31, 2019	For the Nine Months Period ended on December 31, 2020	For the Nine Months Period ended on December 31, 2019	For the Year ended on March 31, 2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>INCOME :</b>						
Revenue from Operations	34,886	34,596	34,340	103,827	104,746	141,894
Other Income	263	1,625	638	2,168	1,426	2,029
<b>Total Income</b>	<b>35,171</b>	<b>36,193</b>	<b>34,948</b>	<b>105,995</b>	<b>106,174</b>	<b>143,723</b>
<b>EXPENSES :</b>						
Infrastructure Operation & Maintenance Cost	21,465	21,300	21,809	63,808	65,541	66,406
Employee Benefits Expense	1,383	1,246	1,555	4,334	4,122	6,141
Finance Costs	16,806	16,152	17,800	49,378	48,755	66,222
Depreciation and Amortization Expenses	13,567	13,930	15,806	41,720	46,553	63,444
Bad Debts and Provision for Trade Receivables and Advances	647	(303)	875	1,156	2,192	5,206
Exchange Differences (Net)	(165)	(927)	45	(1,070)	31	3,356
Other Expenses	2,228	1,863	1,779	5,489	11,287	14,346
<b>Total Expenses</b>	<b>55,933</b>	<b>53,388</b>	<b>58,869</b>	<b>194,793</b>	<b>180,461</b>	<b>245,131</b>
<b>PROFIT/LOSS BEFORE EXCEPTIONAL ITEMS AND TAX</b>	<b>(20,762)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(88,796)</b>	<b>(74,287)</b>	<b>(101,408)</b>
Exceptional Items (Refer Note 9)	-	-	-	-	-	84,946
<b>PROFIT/LOSS BEFORE TAX</b>	<b>(20,762)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(88,796)</b>	<b>(74,287)</b>	<b>(166,354)</b>
Tax Expenses	-	-	-	-	-	-
<b>PROFIT/LOSS FOR THE PERIOD/YEAR</b>	<b>(20,762)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(88,796)</b>	<b>(74,287)</b>	<b>(166,354)</b>
<b>Other Comprehensive Income</b>						
(A) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
Remeasurement of the defined benefit plans	14	0	15	66	64	28
(B) Items that will be reclassified to Profit or Loss	-	-	-	-	-	-
<b>Total Other Comprehensive Income</b>	<b>(14)</b>	<b>0</b>	<b>(15)</b>	<b>(66)</b>	<b>(64)</b>	<b>(28)</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR</b>	<b>(20,776)</b>	<b>(17,195)</b>	<b>(23,938)</b>	<b>(88,864)</b>	<b>(74,351)</b>	<b>(166,380)</b>
Paid-up equity share capital (Face value of ₹ 10 each)	1,240,696	1,240,696	1,231,910	1,240,696	1,231,910	1,231,910
Other Equity excluding Revaluation Reserves	-	-	-	-	-	(1,251,240)
Earnings Per Equity Share of ₹ 10 each						
Basic	(0.16)	(0.13)	(0.19)	(0.46)	(0.58)	(1.46)
Diluted	(0.16)	(0.13)	(0.19)	(0.46)	(0.58)	(1.46)

#### Notes:

- The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on February 9, 2021.
- The details of allotment of Equity Shares on exercise of option by FCOB Holders are as under:

Particulars	No. of bonds			No. of Shares issued/ to be issued on conversion		
	B1	B2	B3	B1	B2	B3
As at October 1, 2020	51,348	72,508	12,811	30,44,73,693	47,50,42,783	6,34,40,060
Bonds converted during the Quarter	-	-	-	-	-	-
As at December 31, 2020	51,348	72,508	12,811	30,44,73,693	47,50,42,783	6,34,40,060
Bonds issued from January 1, 2021 till date	-	-	-	-	-	-
As at February 9, 2021	51,348	72,508	12,811	30,44,73,693	47,50,42,783	6,34,40,060

- The Hon'ble Supreme Court of India held that telecom tower to be eligible to Property Tax and States can levy property tax on the same. The matter being still sub-judice with respect of the component of Property Tax, non-except of demand notices for majority of the towers of the Company and the Company's right to recover property tax from certain customers, the Company is unable to quantify actual property tax payable. The provision will be considered as and when the matter is resolved. In respect of the above, the auditor has issued modified reports for the quarter & nine months ended December 31, 2020 and also the reports on the financial statements of earlier years.
- During the Nine Months ended December 31, 2020, Edelweiss Asset Reconstruction Company ("EARC") has, without the consent of the Company, debited a total amount of ₹ 35,000 lakhs from the TRA account on various dates. In the absence of Company's consent for such debit, the Company has reported the interest on borrowings after adjusting this amount in principle.

The Company has protested such debit of ₹ 35,000 lakhs from the TRA account in light of Status quo issued by Hon'ble Supreme Court of India by their order dated March 6, 2020 and pending compliance of interim Award issued by Hon'ble Tribunal in the arbitration of GTL Limited and Company on GTL's claims. Recently, Hon'ble Delhi High Court in an appeal filed against the said interim Award by EARC, held by its Judgment dated November 18, 2020, while partially affirming the said interim Award, that, moves subject to the said interim Award are required to be held and earmarked in TRA Account maintained and controlled by Company's lenders. The said deposit shall remain subject to further orders to be passed by the learned Arbitral Tribunal.

As of December 31, 2020, 79.34% of Indian Rupee Debt of ₹ 3,02,825 Lakhs has been assigned in favour of Edelweiss Asset Reconstruction Company ("EARC") acting in its capacity as Trustee of EARC Trust SC 308 sub assigned agreement entered in favour of EARC.

The Company is contesting and pursuing legal proceedings to enforce Reserve Bank of India's Master Circular on "Prudential Norms on Income Recognition, Assets Classification and Provisioning Pertaining to Advances" dated July 1, 2015 ("IFAC") clause 6.4 (d) (i) against remaining lenders. Pursuant to the same, the Company has not obtained issuance confirmations from these lenders.

One of the remaining secured lenders, referred in note no. 5 above, allegedly demanding ₹ 64,638 Lakhs has filed proceedings before the National Company Law Tribunal ("NCLT") under Insolvency and Bankruptcy Code 2016 which has not been admitted so far. The Hon'ble Supreme Court vide its order dated March 6, 2020 was pleased to issue notice and directed the Respondents to maintain status quo in the matter, against which an application for early hearing has been filed.

The Company has substantial number of receivables in last few years, due to various events which were beyond management control, such as shutdown / exit of major telecom operators namely Airtel Group, Reliance Communications and Tata Teles. Business combination of Vodafone & Idea, Telesat & Airtel, recent AOR developments etc. These developments have resulted in erosion of Company's net worth and provision for impairment of property, plant and equipment. Further, the Company has received notices of recall of loans from EARC and IDBI Bank claiming alleged default in terms of Master Restructuring Agreement dated December 31, 2011. The Company is currently seeking legal advice and will take such necessary actions as it may be advised. Simultaneously, the Company is also discussing with EARC the proposed realignment of debt.

The Company is optimistic that the proposed realignment of debt with EARC in accordance with cash flows will be concluded in near future. In addition to the above, various resource optimization initiatives undertaken by the Company can lead to stabilization and relief in the opinion of management. Therefore, the Company continues to prepare the books of account on Going Concern basis. Further, the Company also continues to pursue contractual claims of approx. ₹ 15,21,151 lakhs from various operators in respect of premature exits by them in the lock in period.

The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

Exceptional Items for the year ended March 31, 2020 represent provision towards various claims and the provision for impairment in respect of Property, Plant & Equipment. The Company has assessed the impairment if any and the year end.

The outbreak of Corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity due to nationwide lockdown measures implemented in India on March 24, 2020. The Ministry of Home affairs notified telecom infrastructure services including telecom infrastructure services among the essential services which continued to operate during lock down in the crisis situation of COVID-19. The Company is trying its best to keep the customer focus / network uptime humming.

The Company is predominantly in the business of providing "Telecom Towers" on shared basis and as such there are no separate reporter segments. The Company's operations are currently in India.

The figures for the corresponding previous period year have been regrouped/rearranged wherever necessary, to make them comparable.

For GTL Infrastructure Limited

Blind Nil

Whole Time Director

Date: / / 2021

Place: Mumbai

Note: The Financial results for Quarter and Nine Months Period ended December 31, 2020 along with Independent Auditors Review Report is available on the websites of the stock exchange in which the Company is listed and also on the Company's website at [www.gtlinfra.com](http://www.gtlinfra.com)

Modified opinion of the Auditor -

Attention is drawn to Note No. 3 to the statement which inter alia states that, the Hon'ble Supreme Court of India held that "Mobile Telecommunication Tower" is a building and State can levy property tax on the same. Pending portions of the Company before the appropriate Courts, non-recognition of demand notices for property tax in respect of majority of the telecom communication towers and also due to Company's right to recover such property tax from certain customers, the Company is unable to quantify the amount of property tax to be borne by it and accordingly has not made any provision for the same. We are unable to quantify the amount of the property tax, if any, to be accounted for and its consequential effects on the statement.



## GTL Infrastructure Limited

Registered Office: Global Vision ES II, 3<sup>rd</sup> Floor, MIDC, TTC Industrial Area, Mahape, Navi Mumbai-400 710, Maharashtra, India.

Tel: +91 22 6829 3500 | Fax: +91 6829 3545 | Website: www.gtlinfra.com | CIN-L74210M2004PL144367

### STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED DECEMBER 31, 2020

Particulars	₹ in Lakhs except Share Data					
	For the Quarter ended on December 31, 2020		For the Quarter ended on September 30, 2020		For the Quarter ended on December 31, 2019	
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
<b>INCOME :</b>						
Revenue from Operations	34,888	34,568	34,340	103,827	104,748	141,694
Other Income	293	1,625	606	2,166	1,426	2,029
<b>Total Income</b>	<b>35,171</b>	<b>36,193</b>	<b>34,946</b>	<b>105,993</b>	<b>106,174</b>	<b>143,723</b>
<b>EXPENSES :</b>						
Infrastructure Operation & Maintenance Cost	21,465	21,390	21,809	63,806	65,541	86,436
Employee Benefits Expense	1,363	1,248	1,555	4,354	4,122	6,141
Finance Costs	18,806	16,122	17,000	49,378	48,755	66,222
Depreciation and Amortization Expenses	13,567	13,930	15,806	41,720	48,553	63,444
Bad Debts and Provision for Trade Receivables and Advances	847	(32)	875	1,136	2,192	5,236
Exchange Differences (Net)	(163)	(927)	46	(1,073)	31	3,506
Other Expenses	2,226	1,590	1,779	5,449	11,267	14,546
<b>Total Expenses</b>	<b>55,923</b>	<b>53,388</b>	<b>58,869</b>	<b>164,783</b>	<b>160,481</b>	<b>245,131</b>
<b>PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX</b>	<b>(20,752)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(58,790)</b>	<b>(54,287)</b>	<b>(101,408)</b>
Exceptional Items (Refer Note 9)	-	-	-	-	-	-
<b>PROFIT/(LOSS) BEFORE TAX</b>	<b>(20,752)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(58,790)</b>	<b>(54,287)</b>	<b>(101,408)</b>
Tax Expenses	-	-	-	-	-	-
<b>PROFIT/(LOSS) FOR THE PERIOD/YEAR</b>	<b>(20,752)</b>	<b>(17,195)</b>	<b>(23,923)</b>	<b>(58,790)</b>	<b>(54,287)</b>	<b>(101,408)</b>
<b>Other Comprehensive Income</b>						
(A) Items that will not be reclassified to Profit or Loss						
Re-measurement of the defined benefit plans	14	0	19	66	64	26
(B) Items that will be reclassified to Profit or Loss	-	-	-	-	-	-
<b>Total Other Comprehensive Income</b>	<b>(14)</b>	<b>(0)</b>	<b>(15)</b>	<b>(86)</b>	<b>(84)</b>	<b>(26)</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR</b>	<b>(20,778)</b>	<b>(17,195)</b>	<b>(23,938)</b>	<b>(58,846)</b>	<b>(54,351)</b>	<b>(101,382)</b>
Paid-up equity share capital (Face value of ₹ 10 each)	1,240,696	1,240,696	1,230,910	1,240,696	1,231,910	1,231,910
Other Equity excluding Reserve Reserves	-	-	-	-	-	(1,251,240)
<b>Earnings Per Equity Share of ₹ 10 each</b>						
Basic	(0.16)	(0.13)	(0.19)	(0.46)	(0.58)	(1.46)
Diluted	(0.16)	(0.13)	(0.19)	(0.46)	(0.58)	(1.46)

Notes:

- The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at their meeting held on February 9, 2021.
- The details of allotment of Equity Shares on exercise of option by FCOB Holders are as under:

Particulars	No. of bonds			No. of Shares issued to be issued on conversion		
	B1	B2	B3	B1	B2	B3
As at February 1, 2020	51,348	72,928	12,811	33,44,73,663	47,50,42,783	8,34,48,060
Bonds converted during the Quarter	-	-	-	-	-	-
As at December 31, 2020	51,348	72,928	12,811	33,44,73,663	47,50,42,783	8,34,48,060
Bonds issued from January 1, 2021 till date	-	-	-	-	-	-
As at February 9, 2021	51,348	72,928	12,811	33,44,73,663	47,50,42,783	8,34,48,060

- The Hon'ble Supreme Court of India held that telecom tower is eligible to Property Tax and States can levy property tax on the same. The matter being still sub judice with respect of the component of Property Tax, non-receipt of demand notices for majority of the towers of the Company and the Company's right to recover property tax from certain customers, the Company is unable to quantify actual property tax amount payable. The provision will be considered as and when the matter is resolved. In respect of the above, the auditors have issued modified reports for the quarter & Nine months ended December 31, 2020 and also the reports on the financial statements of earlier years.
- During the Nine Months ended December 31, 2020, Edelweiss Asset Reconstruction Company ("EARC"), has, without the consent of the Company, debited a total amount of ₹ 35,600 lakhs from the TRA account on various dates. In the absence of Company's consent for such debit, the Company has provided the interest on borrowings after adjusting the amount as per note.
- The Company has provided such debits of ₹ 35,600 lakhs from the TRA account in light of Status quo issued by Hon'ble Supreme Court of India by their order dated March 8, 2020 and pending completion of Interim Award dated December 17, 2019 passed by Arbitral Tribunal in the arbitration of GTL Limited and Company on OLTs claims. Recently, Hon'ble Delhi High Court in an appeal filed against the said Interim Award by EARC, held by its Judgment dated November 18, 2020, while partially modifying the said Interim Award, that, monies subject to the said Interim Award are required to be held and earmarked in TRA Account maintained and controlled by Company's lenders. The said deposit shall remain subject to further orders to be passed by the learned Arbitral Tribunal.
- As of December 31, 2020, 79.34% of Indian Rupee Debt of ₹ 322,625 Lakhs have been assigned in favour of Edelweiss Asset Reconstruction Company ("EARC") acting in its capacity as Trustee of EARC Trust-SC 338 vide assignment agreement executed in favour of EARC.
- The Company is contesting and pursuing legal proceedings to enforce Reserve Bank of India's Master Circular on Income Recognition, Assets Classification and Provisioning Pertaining to Advances' dated July 1, 2015 ("YRAC") clause 6.4 (d) (ii) against remaining lenders. Pursuant to the same, the Company has not obtained balance confirmations from these lenders.
- One of the remaining secured lenders, referred in note no. 5 above, allegedly claiming ₹ 64,633 Lakhs has filed proceedings before the National Company Law Tribunal (the "NCLT") under Insolvency and Bankruptcy Code dated July 1, 2015 which has not been admitted so far. The Hon'ble Supreme Court vide its order dated March 6, 2020 was passed in issue notice and directed the Respondents to maintain status quo in the matter, against which an application for appeal hearing has been filed.
- The Company's total number of tenancies in last few years, due to various events which were beyond management control, such as shutdown/ rent of major telecom operators services Ariseel Group, Reliance Communications and Tata Teleservices, Business continuation of Vodafone & Idea, Telenor & Airtel, recent AGR developments etc. These developments have resulted in erosion of Company's net worth and provision for impairment of property, plant and equipment. Further, the Company has received notices of recall of loans from ENARC and IDBI Bank claiming default in terms of Master Restructuring Agreement dated October 2011. The Company is currently seeking legal advice and will take such necessary actions as it may be advised. Simultaneously, the Company is also discussing with ENARC the proposed realignment of debt. The Company is optimistic that the proposed realignment of debt with ENARC in accordance with cash flows will be concluded in near future. In addition to the above, various resource optimization initiatives undertaken by the Company, can lead to stabilization and revival in the opinion of management. Therefore, the Company continues to prepare the books of account on Going Concern basis. Further, the Company also continues to pursue contractual claims of approx. ₹ 15,21,151 lakhs from various operations in respect of premarital debts by them in the lock in period.
- The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- Exceptional Items for the year ended March 31, 2020 represent provision towards various claims and the provision for impairment in respect of Property, Plant & Equipment. The Company will assess the impairment if any, in the year ahead.
- The outbreak of Corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity, due to nationwide lockdown initiated by Govt. of India on March 23, 2020. The Ministry of Home Affairs notified non-communication services including telecom infrastructure services among the essential services which continued to operate during lock-down in the crisis situation of COVID-19. The Company is trying to build the customer loyalty / network uptake during this period.
- The Company is predominantly in the business of providing "Telecom Towers" on shared basis and as such there are no separate reportable segments. The Company's operations are currently in India.
- The figures for the corresponding previous period/year have been regrouped/rearranged wherever necessary, to make them comparable.

For GTL Infrastructure Limited

Milind Narkar

Whole Time Director

Date : February 9, 2021

Place : Mumbai

Note: The Financial results for Quarter and Nine Months Period ended December 31, 2020 along with Independent Auditors Review Report is available on the websites of the [www.gtlinfra.com](http://www.gtlinfra.com) & [www.bseindia.com](http://www.bseindia.com) and the Company of [www.gtlinfra.com](http://www.gtlinfra.com).

**Modified opinion of the Auditor:**  
Attention is drawn to Note No. 3 to the statement which inter alia states that, the Hon'ble Supreme Court of India held that "Mobile Telecommunication Tower" is a building and State can levy property tax on the same. Pending petitions of the Company before the appropriate Courts, non-receipt of demand notices for property tax in respect of majority of the Telecommunication Towers and also due to Company's right to recover such property tax from certain customers, the company is unable to quantify the amount of property tax to be borne by it and accordingly has not made any provision for the same. We are unable to quantify the amount of the property tax, if any, to be accounted for and its consequential effects on the statement.