

GIL/SE/Results/2020-21/72

February 9, 2021

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalai Street,
Mumbai 400 001
Scrip Code: 532775

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051
Trading Symbol: GTLINFRA

Dear Sir/Madam,

Sub: Outcome of the Board Meeting

Pursuant to Regulation 33 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we have to inform that the Board of Directors of the Company, in its meeting held today have approved the Un-audited Financial Results on standalone basis under Ind AS for the quarter and nine months ended December 31, 2020. A copy of the said results, notes thereto and the Limited Review Report on the Unaudited Financial Results by the Statutory Auditors of the Company are enclosed for your records.

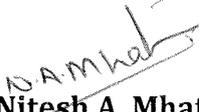
The above information is also available on the website of the Company: www.gtlinfra.com

The meetings of the Audit Committee / Board of Director of the Company commenced at 10.30 a.m. and concluded at 4.45 p.m.

We request you to take the above on your records.

Yours truly,

For **GTL Infrastructure Limited**


Nitesh A. Mhatre
Company Secretary


Vikas Arora
Group Head - Corporate Communication

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

Rupees 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
INCOME :						
Revenue from Operations	34,888	34,568	34,340	103,827	104,748	141,694
Other Income	283	1,625	606	2,168	1,426	2,029
Total Income	35,171	36,193	34,946	105,995	106,174	143,723
EXPENSES :						
Infrastructure Operation & Maintenance Cost	21,465	21,390	21,809	63,806	65,541	86,436
Employee Benefits Expense	1,383	1,246	1,555	4,134	4,122	6,141
Finance Costs	16,806	16,122	17,000	49,378	48,755	66,222
Depreciation and Amortization Expenses	13,567	13,930	15,806	41,720	48,553	61,444
Bad Debts and Provision for Trade Receivables and Advances	647	(323)	875	1,156	2,192	5,236
Exchange Differences (Net)	(163)	(927)	45	(1,070)	31	3,306
Other Expenses	2,228	1,950	1,779	5,469	11,267	14,346
Total Expenses	55,933	53,388	58,869	164,793	180,461	245,131
PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX	(20,762)	(17,195)	(23,923)	(58,798)	(74,287)	(101,408)
Exceptional Items (Refer Note No. 9)	-	-	-	-	-	84,946
PROFIT/(LOSS) BEFORE TAX	(20,762)	(17,195)	(23,923)	(58,798)	(74,287)	(186,354)
Tax Expenses	-	-	-	-	-	-
PROFIT/(LOSS) FOR THE PERIOD/YEAR	(20,762)	(17,195)	(23,923)	(58,798)	(74,287)	(186,354)
Other Comprehensive Income						
(A) Items that will not be reclassified to Profit or Loss						
Remeasurement of the defined benefit plans	14	0	15	66	64	26
(B) Items that will be reclassified to Profit or Loss						
Total Other Comprehensive Income	(14)	(0)	(15)	(66)	(64)	(26)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	(20,776)	(17,195)	(23,938)	(58,864)	(74,351)	(186,380)
Paid-up equity share capital (Face value of Rs. 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 Rs.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)



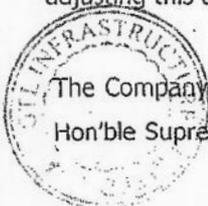
Notes

1. 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.
2. The details of allotment of Equity Shares on exercise of option by FCCB 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	72,928	12,811	33,44,73,683	47,50,42,783	8,34,49,060
Bonds converted during the Quarter	-	-	-	-	-	-
As at December 31, 2020	51,348	72,928	12,811	33,44,73,683	47,50,42,783	8,34,49,060
Bonds converted from January 1, 2021 till date	-	-	-	-	-	-
As at February 9, 2021	51,348	72,928	12,811	33,44,73,683	47,50,42,783	8,34,49,060

3. The Hon'ble Supreme Court of India held that telecom tower is exigible 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 auditor/s have issued modified reports for the quarter & Nine months ended December 31, 2020 and also the reports on the financial statements of earlier years.
4. 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 Rs 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 this amount in principal.

The Company has protested such debits of Rs 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 6, 2020 and pending compliance of Interim Award dated



December 17, 2019 passed by Arbitral 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 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.

5. As of December 31, 2020, 79.34% of Indian Rupee Debt of Rs. 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 "Prudential Norms on Income Recognition, Assets Classification and Provisioning Pertaining to Advances" dated July 1, 2015 ("IRAC") clause 6.4 (d) (ii) against remaining lenders. Pursuant to the same, the Company has not obtained balance confirmations from these lenders.

6. One of the remaining secured lenders, referred in note no. 5 above, allegedly claiming Rs. 64,638 Lakhs has filed proceedings before the National Company Law Tribunal (the "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.

7. The Company lost substantial number of tenancies in last few years, due to various events which were beyond management control, such as shutdown / exit of major telecom operators namely Aircel Group, Reliance Communications and Tata Tele, Business combination 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 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 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. Rs. 15,21,151 lakhs from various operators in respect of premature exits by them in the lock in period.

8. 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.

9. 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, at the year end.



10. 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 ordered by Govt. of India on March 24, 2020. The Ministry of home affairs notified telecommunication 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.
11. 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.
12. The figures for the corresponding previous period /year have been regrouped/rearranged wherever necessary, to make them comparable.

For GTL Infrastructure Limited



Milind Naik

Whole Time Director

Place: Mumbai

Date: February 9, 2021



Registered Office: Global Vision ES II, 3rd Floor, MIDC, TTC Industrial Area, Mahape, Navi Mumbai- 400 710. CIN- L74210MH2004PLC144367



Independent Auditor's Review Report on Unaudited Financial Results of the Company Pursuant to the Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**To,
The Board of Directors
GTL INFRASTRUCTURE LIMITED**

1. We have reviewed the accompanying statement of Unaudited Financial Results of **GTL INFRASTRUCTURE LIMITED** ("the Company") for the quarter ended December 31, 2020 and year to date from April 01, 2020 to December 31, 2020, ("the statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulation").
2. This statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) as prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. **Basis for Qualified Conclusion**

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 amount 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.



5. Based on our review conducted as stated above, *except for the possible effects of the matters described in the para 4 above "Basis for Qualified Conclusion"*, read with our comments in para 6 below, nothing has come to our attention that causes us to believe that the statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Material Uncertainty related to Going Concern

We draw attention to the Note no. 7 to the statement, regarding preparation of financial results on going concern basis, notwithstanding the fact that the company continue to incurred the cash losses, net worth has been fully eroded, defaulted to repayment of principal and interest to its lenders, loan recalled by Edelweiss Asset Reconstruction Company (EARC) and IDBI Bank, one of the secured lenders has applied before the National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code, 2016, Aircel, one of the major customers of the Company has filed Insolvency petition before NCLT and various other events resulting into substantial reduction in the tenancy. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The appropriateness of the assumptions of the going concern is critically depended upon the Company's ability to raise finance and generate cash flows in future to meet its obligation and to restructure its borrowing with the lenders.

Our conclusion on the Statement is not modified in respect of this matter.

7. Emphasis of Matter

As at December 31, 2020 balance confirmations from five of the lenders with respect to borrowings including interest accrued thereon aggregating to Rs. 112,490 Lakhs have not been obtained by the Company in view of the dispute as mentioned in note no. 5 to the statement.

Our conclusion on the Statement is not modified in respect of this matter.

For **Pathak H.D. & Associates LLP**
Chartered Accountants
Firm Reg. No. 107783W / W100593



Gopal Chaturvedi
Partner
Membership No. 090903
UDIN No.: 21090903AAAAZ5887



Place: Mumbai
Dated: February 9, 2021