



Gyscoal® Alloys Ltd.

An ISO 9001 Certified Company
Government Recognized One Star Export House

Corporate Office:

2nd Floor, Mrudul Tower,
B/h. Times of India, Ashram Road,
Ahmedabad - 380 009, Gujarat, INDIA.
Tel.: +91-79-66614508 E-mail: info@gyscoal.com
Web.: www.gyscoal.com

CIN: L27209GJ1999PLC036656

Regd. Office & Factory:

Ubkhali, Kukarwada - 382 830,
Tal.: Vijapur, Dist.: Mehsana,
Gujarat, INDIA.
Tel.: +91-2763-252384
Fax: +91-2763-252540
E-mail: info@gyscoal.com

June 29, 2021

To, Bombay Stock Exchange Limited 1 st Floor, New Trading Ring, Rotunda Building, P. J. Tower, Dalal Street, Mumbai - 400 001. Scrip Code: 533275	To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Company Symbol: GAL
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Dear Sir/Madam,

Sub: Compliance under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Year ended March 31, 2021.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed the Annual Secretarial Compliance Report for the Year ended March 31, 2021 issued by M/s. Chirag Shah & Associates, Practicing Company Secretary dated June 28, 2021.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For, Gyscoal Alloys Limited

Hiral Patel
Company Secretary



Encl: a/a



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,

Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

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SECRETARIAL COMPLIANCE REPORT OF GYSKOAL ALLOYS LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2021

To,

Gyscoal Alloys Limited

Plot No 2/3, GIDC Ubkhal, Kukarwada,

Tal Vijapur, Dist Mehsana,

Ubkhal, Kukarwada,

Mehsana - 382830

We, Chirag Shah and Associates, Practicing Company Secretaries, have examined:

- all the documents and records made available to us and explanation provided by Gyscoal Alloys Limited("the listed entity"),
- the filings/ submissions made by the listed entity to the Stock Exchanges,
- Website of the listed entity i.e.www.gyscoal.com.
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 ("Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(**Not Applicable to the listed entity during the Review Period**);
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(**Not Applicable to the listed entity during the Review Period**);
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable to the listed entity during the Review Period**);



- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013(**Not Applicable to the Company during the Review Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
and circulars/ guidelines issued thereunder;

Based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr.No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17 (1) (c) of SEBI (LODR) Regulations, 2015	The Company was not having six directors on the Board of the Company from April 01, 2020 to June 29, 2020. NSE has imposed fine of Rs. 4,50,000 to the company.	The said non-compliance was since cured w.e.f. 30 th June, 2020. The fine of Rs. 2,00,000 was paid by the Company. However Company has apply for waiver of fine.
2	Regulation 17 (1A) of SEBI (LODR) Regulations, 2015	Company has appointed one Director who has attained the age of seventy-five years, on the Board without passing a Special Resolution.	The Company has appointed one director on June 30, 2020 who has attained the age of seventy-five years without passing a Special Resolution. However the director of the company Mrs. Sarojben Mukund Shah has resigned on 24 th August, 2020 from the board of the company. NSE has imposed fine of Rs. 1,12,000 to the company. However, Company has applied for waiver of fine.
3	Regulation 18 (1)(a)& 18 (1) (b) of SEBI (LODR) Regulations, 2015	During the period from 8 th February, 2020 to 30 th June, 2020 the Audit Committee was comprised of 2 directors.	The said non-compliance was cured w.e.f. 30 th June, 2020.



4	Regulation 19(1)(a) of SEBI (LODR) Regulations, 2015	During the period from 8 th February, 2020 to 30 th June, 2020 the Nomination and remuneration Committee was comprised of 2 directors.	The said non-compliance was cured w.e.f. 30 th June, 2020.
5	Regulation 20(2A) of SEBI (LODR) Regulations, 2015	During the period from 8 th February, 2020 to 30 th June, 2020 the Stakeholders Relationship Committee was comprised of 2 directors.	The said non-compliance was cured w.e.f. 30 th June, 2020.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	National Stock Exchange	Regulation 17 (1) (c) of SEBI (LODR) Regulations, 2015	The Company was not having six directors on the Board of the Company from April 01, 2020 to June 29, 2020. NSE has imposed fine of Rs. 4,50,000 to the company.	The said non-compliance was since cured w.e.f. 30 th June, 2020. The fine of Rs. 2,00,000 was paid by the Company. However, Company has applied for waiver of remaining fine.
2	National Stock Exchange	Regulation 17 (1A) of SEBI (LODR) Regulations, 2015	Company has appointed on Director who has attained the age of seventy-five years, is continuing to be on the Board without a Special Resolution passed. NSE has imposed fine of Rs. 1,12,000 to the company.	However, Company has applied for waiver of fine.





(a) The listed entity has taken the following actions to comply with the observations made in previous reports: **There was no observation made in previous report for the financial year ended on March 31, 2020.**

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended..	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity

I, further report that there was no event of appointment/ re-appointment/ resignation of statutory auditor of the Company during the review period and the Company has not modified the terms of appointment of its existing auditor. In this regard, I report that the Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For, Chirag Shah and Associates
Practising Company Secretaries

CS Chirag Shah
Partner

Membership No. FCS 5545

C P No. 3498

UDIN : F005545C000527924

Place: Ahmedabad

Date: 28.6.2021