

GFL Limited

((Earlier known as Gujarat Fluorochemicals Limited)
ABS Towers, 2nd Floor, Old Padra Road, Vadodara 390 007
Telephone: +91 (265) 6198111 Fax : +91 (265) 2310 312
Website: www.gflimited.co.in

GFL: BRD: 2020

16th July, 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Scrip code: 500173

Scrip Code: GFLLIMITED

Sub: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2020.

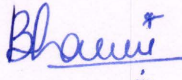
Dear Sir /Madam,

Pursuant to provisions of Regulation 241A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith copy of the Annual Secretarial Compliance Report, received from the Secretarial Auditor of the Company, M/s Samdani Shah & Kabra, Practicing Company Secretaries for the financial year ended on 31st March, 2020.

We request you to kindly take the above information on record

Thanking You

**For GFL Limited
(Earlier known as Gujarat Fluorochemicals Limited)**



**Bhavi Shah
Company Secretary**



Secretarial Compliance Report
of **GFL Limited** (Formerly known as Gujarat
Fluorochemicals Limited) for the Financial Year ended March 31, 2020
[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015, read with Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

We have examined:

- a. all the documents and records made available to us and explanation provided by GFL Limited having CIN: L24110GJ1987PLC009362 ("the Listed Entity"),
- b. the filings / submissions made by the Listed Entity to the Stock Exchanges,
- c. website of the Listed Entity,
- d. any other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2020 ("Review Period") in respect of compliance with the provisions of:

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

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

- a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- d. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulation, 1993;

and the Listed Entity has complied with Clauses 6(A) and 6(B) mentioned in SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, as well as various other circulars / guidelines issued thereunder;

There were no action / events in pursuance of the following regulations requiring compliance thereof by the Listed Entity during the review period:-

- a. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;



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- b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- c. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013;
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

and 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
Nil			

- b. The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder in so far as it appears from 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 of the Practicing Company Secretary, if any.
Nil				




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- d. The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in previous reports	Observations made in the Secretarial Compliance Report for the year ended March 31, 2019	Actions taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity.
Not Applicable				


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
FCS No.: 3677;
CP No.: 2863



UDIN: F003677B000407267

Place: Vadodara
Date: July 01, 2020