



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar – 391 750. Vadodara, Gujarat, INDIA.

CIN : L99999GJ1962PLC001121

NO.SEC/ REG 24A/2020

23rd July, 2020

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Bldg., P.J.Towers, Dalal Street
Fort, MUMBAI - 400 001

The Manager, Listing Department
National Stock Exchange of India Ltd.
'Exchange Plaza', C/1, Block G
Bandra-Kurla Complex
Bandra (East), MUMBAI - 400 051

SCRIP CODE : **500690**

SYMBOL : **GSFC**

Dear Sirs,

Sub :- Annual Secretarial Compliance Report for the Financial Year ended on 31st March, 2020 under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

As required in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith Annual Secretarial Compliance Report dated 18th July, 2020, for the Financial Year ended on 31st March, 2020, issued by CS Niraj Trivedi, Practicing Company Secretary, Vadodara.

Kindly find the said Report in order and take on your record.

Thanking you,

Yours faithfully,

For Gujarat State Fertilizers & Chemicals Limited

CS V.V.Vachhrajani
Company Secretary &
Sr. Vice President (Legal)
E-mail : vishvesh@gsfcltd.com

Encl :- As above

SECRETARIAL COMPLIANCE REPORT

OF

M/S. GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

(CIN: L99999GJ1962PLC001121)

FOR THE YEAR ENDED 31ST MARCH, 2020

I, Niraj Trivedi, have examined:-

- (a) All the documents and records made available to us and explanation provided by **GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED** ("The Listed Entity");
- (b) The filings / submissions made by the Listed Entity to the stock exchanges;
- (c) Website of the Listed Entity; and
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification;

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



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1. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Rules, Regulations, Circulars, Guidelines issued thereunder; and
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA"), Rules made thereunder and the Regulations, Circulars and 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:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 –**Not Applicable for review period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 – **Not Applicable for review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 –**Not Applicable for review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 –**Not Applicable for review period;**



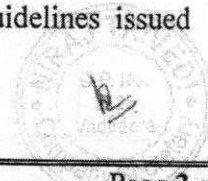
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Framework for listing of Commercial Paper as per SEBI Circular SEBI/HO/DDHS/CIR/P/115 dated 22nd October 2019;
- (j) other Regulations as applicable and Circulars/ Guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) warranted due to the spread of the COVID – 19 pandemic, I 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	Observation / Remarks of the Practicing Company Secretary
Not Applicable			

- (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 my 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.
Not Applicable				

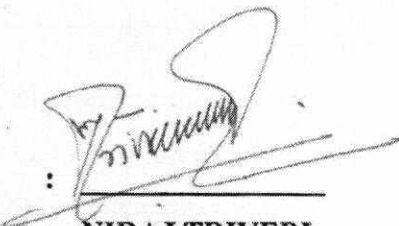
(d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:-

Sr. No.	Observations of the Practicing Company Secretary in 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 Practicing Company Secretary on the actions taken by the Listed Entity
Not Applicable				

DATE : 18TH JULY, 2020

PLACE : VADODARA



SIGNATURE : 
NAME OF PCS : NIRAJ TRIVEDI
C. P. NO. : 3123
FCS : 3844
UDIN : F003844B000472103