



**Gujarat Narmada Valley  
Fertilizers & Chemicals Limited**

CIN : L24110GJ1976PLC002903



(An ISO 14001 & OHSAS 18001 Company)

P.O. Narmadanagar - 392 015, Dist. Bharuch, Gujarat, India

Ph (02642) 247001, 247002

Website [www.gnfc.in](http://www.gnfc.in)

NO. SEC/BD/SE/  
May 15, 2019

FAX : 02642 – 247084  
E-Mail : [tjlakhmapurkar@gnfc.in](mailto:tjlakhmapurkar@gnfc.in)

Dy General Manager  
BSE Ltd.  
Corporate Relationship Dept  
1st Floor, New Trading Ring,  
Rotunda Bldg  
PJ 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 (E)  
Mumbai – 400 051

Co. Code: BSE - "500670"

Co. Code: NSE- "GNFC EQ"

Sub :- 

Submission of Annual Secretarial Compliance Report for year ended 31 <sup>st</sup> March, 2019
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Dear Sir,

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, the Company has appointed M/s J. J Gandhi & Co., Practicing Company Secretaries, as Secretarial Auditor of the Company for the financial year ended on 31 March, 2019.

They have carried out the secretarial audit and submitted Annual Secretarial Compliance Report.

We are enclosing the copy of the same for your record please.

Thanking you,

Yours faithfully,  
For GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LTD

  
T.J. LAKHMAPURKAR  
COMPANY SECRETARY



**J. J. Gandhi & Co.**

Practising Company Secretaries &  
Insolvency Professional

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall  
Besides Dinesh Mill

Jetalpur, Vadodara - 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF**

**GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LIMITED**

**For the financial year ended 31<sup>st</sup> March 2019**

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019]

To

**Gujarat Narmada Valley Fertilizers & Chemicals Limited**

P.O. Narmadanagar,

Dist. Bharuch - 392015,

Gujarat

I have examined;

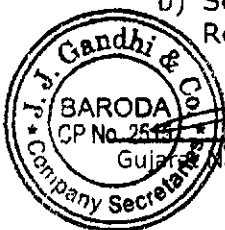
- A. all the documents and records made available to us and explanation provided by **Gujarat Narmada Valley Fertilizers & Chemicals Limited** (hereinafter called as 'the listed entity'),
- B. the filings/ submissions made by the listed entity to the stock exchanges,
- C. website of the listed entity,
- D. any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2019** (hereinafter referred to as '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"), 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;

- 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 during the review period;



Gujarat Narmada Valley Fertilizers & Chemicals Limited - FY 2018-19

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# J. J. Gandhi & Co.

Practising Company Secretaries &  
Insolvency Professional  
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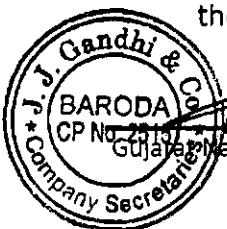
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable during the review period;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable during the review period;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable 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 during the review period;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

and based on the above examination, 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;

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ remarks of the PCS
		None	

- (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 examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ Directors 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;





**J. J. Gandhi & Co.**

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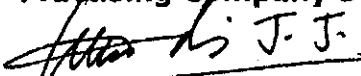
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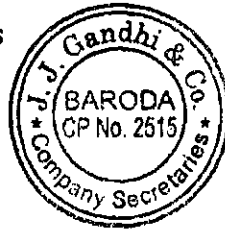
Sr. No.	Actions taken by	Details of violation	of	Details of action taken e.g. Fine, warning letter, debarment etc.	Observations/ remarks of the PCS, if any.
<b>None</b>					

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports;

Sr. No.	Observations of the PCS in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31 <sup>st</sup> March, 2019	Actions taken by the Listed entity	Comments of the PCS on the actions taken by the listed entity
<b>Not Applicable as this being the first report</b>				

for J. J. Gandhi & Co.  
Practising Company Secretaries

  
(J. J. Gandhi)  
Proprietor  
FCS No. 3519 and CP No. 2515



Place: Vadodara  
Date: 14<sup>th</sup> May, 2019