

May 28, 2019

**BSE Ltd.,**

Phiroze Jeejeebhoy Towers,

Dalal Street,

Fort, Mumbai 400 001.

Scrip Code: 532504

**National Stock Exchange of India Ltd.,**

Exchange Plaza, Bandra Kurla Complex,

Bandra (E), Mumbai 400 051

Scrip Code: NAVINFLUOR EQ

**Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2019**

In terms of SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 8, 2019, please find attached the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2019, issued by a Practicing Company Secretary.

Kindly take the above on record.

Thanking You,

Yours faithfully,

For **NAVIN FLUORINE INTERNATIONAL LIMITED**



**Niraj B. Mankad**

**President (Legal) & Company Secretary**

Encl.: a/a

# Makarand M. Joshi & Co.

## Company Secretaries

Ecstasy 803-804, 9<sup>th</sup> Floor, Cliff of Joy, JSD Road, Mulund West, Mumbai 400080 (T) 022-21678100

### Secretarial Compliance Report of Navin Fluorine International Limited For The Financial Year Ended 31<sup>st</sup> March, 2019

To  
The Members,  
Navin Fluorine International Limited  
2nd Floor, Sunteck Centre, 37-40 Subhash Road,  
Vile Parle (East), Mumbai MH 400057

We, M/s Makarand M. Joshi & Co., Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Navin Fluorine International Limited ("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 2019 ("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 to the Company during the Audit Period)
- 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 to the Company during the Audit Period)



- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit 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 Audit Period)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and circulars/ guidelines issued thereunder 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:-

| Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|---|------------|---|
| No reportable observations  |            |   |

(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.

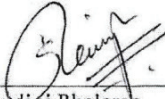
| Sr.No                      | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc | Observations/ remarks of the Practicing Company Secretary, if any. |
|----------------------------|-----------------|----------------------|--|--|
| No reportable observations |                 |                      |  |  |



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

| Sr.No                      | Observations of the Practising Company Secretary in the previous reports | Observations made in the secretarial compliance report | Actions taken by the listed entity, if any | Comments of the Practising Company Secretary on the actions taken by the listed entity |
|----------------------------|--|--|--|--|
| No reportable observations |  |  |  |  |

For Makarand M. Joshi & Co.  
Practising Company Secretaries



Kumudini Bhalerab  
Partner  
FCS No: 6667  
CP No. 6690

Place: Mumbai  
Date: 27-05-2019

**CERTIFIED TRUE COPY**  
For Navia Fluorine International Limited

  
Niraj Mankad  
President (Legal) & Company Secretary

