

GFCL: BRD: 2024

27th September, 2024

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: 542812

Symbol: FLUOROCHEM

Sub: Declaration of Voting Results of 6th Annual General Meeting ('AGM') of the Company held on 27th September, 2024 along with Scrutinizer's Report

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/Madam,

We would like to inform you that the 6th Annual General Meeting ('AGM') of the Members of the Company was held on Friday, 27th September, 2024 at 11.30 a.m. through Video Conferencing (VC) / Other Audio Visual Means ('OAVM'). Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the details regarding the voting results of the business transacted at the 6th AGM of the Company marked as "**Annexure 1**".

We also enclosing the Consolidated Report of the Scrutinizer, dated 27th September, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(Xii) of the Companies (Management and Administration) Amendment Rule, 2015 marked as "**Annexure 2**".

Based on these reports, we would like to inform you that all resolutions as set out in the Notice of 6th AGM have been duly approved with requisite majority.

The Voting Results are also being placed on the website of the Company www.gfl.co.in.

We request you to please take the above on record.

Thanking you,

Yours faithfully,
For Gujarat Fluorochemicals Limited

Bhavin Desai
Company Secretary
FCS: 7952

Encl.: As above

CC:
The Secretary
National Securities Depository Limited
Trade World, A wing, 4th Floor,
Kamala Mills Compound, Lower Parel, Mumbai - 400013



GUJARAT FLUORO CHEMICALS
VALUE THROUGH GREEN CHEMISTRY
CIN : L24304GJ2018PLC105479

Gujarat Fluorochemicals Limited

Vadodara Office: ABS Towers, 2nd Floor,
Old Padra Road, Vadodara-390007, Gujarat, India

Tel: +91-265-6198111/2330057
Fax: +91-265-2310312
E-mail: contact@gfl.co.in, Web.: gfl.co.in

Annexure 1

Gujarat Fluorochemicals Limited

Date of AGM	Friday, 27th September, 2024
Record Date	Friday, 20th September, 2024
Total No. of Shareholders on Record Date	67,783
No. of Shareholders present in the meeting either in person or proxy: a) Promoter and Promoters group b) Public	Not applicable
No. of shareholders attending through video conferencing: a) Promoter and Promoters group b) Public	7 50
No. of resolutions passed in the meeting	7

BSW

An **INOXGFL** Group Company
ACTING INDEPENDENTLY

Regd. Office: Survey No. 16/3, 26, 27, Village Ranjitnagar, Taluka Ghoghamba, Distt. Panchmahal - 389380, Gujarat, India.

Tel: +91-2678-248152/153/107 | Fax: +91-2678-248153

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Resolution Required: Ordinary			1 - Adoption of Financial Statements					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12380407	77.85	12375144	5263	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12380407	77.85	12375144	5263	99.96	0.04
Public Non Institutions	E-Voting	25205293	9245572	36.68	9245350	222	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245753	36.68	9245531	222	100.00	0.00
Total		109850000	90367066	82.26	90361581	5485	99.99	0.01
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Resolution Required: Ordinary			2 - Declaration of Final Dividend on Equity Shares of the Company for the Financial Year ended 31 st March, 2024					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12320404	77.47	12320404	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12320404	77.47	12320404	0	100.00	0.00
Public Non Institutions	E-Voting	25205293	9245569	36.68	9245347	222	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9245528	222	100.00	0.00
Total		109850000	90307060	82.21	90306838	222	100.00	0.00
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Resolution Required: Ordinary			3 - Re-appointment of Mr. Devendra Kumar Jain (DIN: 00029782) as Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12393300	77.93	7267221	5126079	58.64	41.36
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12393300	77.93	7267221	5126079	58.64	41.36
Public Non Institutions	E-Voting	25205293	9245569	36.68	9245347	222	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9245528	222	100.00	0.00
Total		109850000	90379956	82.28	85253655	5126301	94.33	5.67
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Resolution Required: Ordinary			4 - Re-appointment of Independent Statutory Auditors of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12393300	77.93	5595231	6798069	45.15	54.85
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12393300	77.93	5595231	6798069	45.15	54.85
Public Non Institutions	E-Voting	25205293	9245569	36.68	9245347	222	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9245528	222	100.00	0.00
Total		109850000	90379956	82.28	83581665	6798291	92.48	7.52
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Resolution Required: Ordinary			5 - Appointment of Mr. Shesh Narayan Pandey (DIN: 02000823) as Director and Whole-time Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={(2)/[1]}*100	[4]	[5]	[6]={(4)/[2]}*100	[7]={(5)/[2]}*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12393300	77.93	4991572	7401728	40.28	59.72
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12393300	77.93	4991572	7401728	40.28	59.72
Public Non Institutions	E-Voting	25205293	9245569	36.68	9245347	222	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9245528	222	100.00	0.00
Total		109850000	90379956	82.28	82978006	7401950	91.81	8.19
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	



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VALUE THROUGH BEEER CHEMISTRY

CIN : L24304GJ2018PLC105479

Gujarat Fluorochemicals Limited

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Resolution Required: Special			6 - Approval of payment of remuneration to Mr. Devendra Kumar Jain, (DIN: 00029782) Non-Executive Director of the Company for the Financial Year 2023-24 which is in excess of fifty percent of the total remuneration to all Non-Executive Directors of the Company for the Financial Year 2023-24					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12317546	77.45	1456066	10861480	11.82	88.18
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12317546	77.45	1456066	10861480	11.82	88.18
Public Non Institutions	E-Voting	25205293	9245569	36.68	9244663	906	99.99	0.01
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9244844	906	99.99	0.01
Total		109850000	90304202	82.21	79441816	10862386	87.97	12.03
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Resolution Required: Ordinary			7 - Ratification of approval of payment of remuneration to the Cost Auditor of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	68740906	68740906	100.00	68740906	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		68740906	100.00	68740906	0	100.00	0.00
Public Institutions	E-Voting	15903801	12393300	77.93	12393300	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12393300	77.93	12393300	0	100.00	0.00
Public Non Institutions	E-Voting	25205293	9245569	36.68	9245174	395	100.00	0.00
	Poll		181	0.00	181	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9245750	36.68	9245355	395	100.00	0.00
Total		109850000	90379956	82.28	90379561	395	100.00	0.00
Whether resolution is Pass or Not.							Yes. Resolution is passed with requisite majority.	

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular ("GC") No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020, GC No. 20/2020 dated 05.05.2020, and resting with GC No. 09/2023 dated 25.09.2023("MCA Circulars")]

The Chairman,
06th Annual General Meeting of the Members of
Gujarat Fluorochemicals Limited
held on Friday, September 27, 2024, at 11:30 A.M. IST
through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Gujarat Fluorochemicals Limited** ("Company"), for the purpose of scrutinizing the e-voting process conducted for transacting the business as mentioned in the Notice dated August 13, 2024, convening 06th Annual General Meeting ("AGM") of the Members of the Company which was held on Friday, September 27, 2024, at 11:30 A.M. IST through VC / OAVM.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder read with MCA Circulars; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the members of the Company.

I submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the Members of the Company prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote e-voting facility remained open for three days from September 24, 2024, 9:00 A.M. (IST) to September 26, 2024, 5:00 P.M. (IST) and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-voting facility to the Members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.



4. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) on September 27, 2024 at around 12:00 Noon in the presence of two witnesses – Megha Dave and Farhana Shaikh, who are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast by the Members through remote e-voting prior to the date of AGM as well as during the AGM, based on the data downloaded from the NSDL website.

The result of the remote e-voting prior to the date of AGM and during the AGM is as under:

Resolution / Business No. 1:

Adoption of Financial Statements. (Ordinary Resolution)

- a. Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024, the Reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the report of the Auditors thereon.

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	385	9,03,61,581	99.99
Voted Against	5	5,485	0.01
Total	390	9,03,67,066	100.00
Invalid Votes	0	0	-

Resolution / Business No. 2:

Declaration of Final Dividend on Equity Shares of the Company for the Financial Year ended 31st March, 2024. (Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	386	9,03,06,838	100.00
Voted Against	4	222	0.00
Total	390	9,03,07,060	100.00
Invalid Votes	0	0	-



SRGFCL270924

702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com

Resolution / Business No. 3:

Re-appointment of Mr. Devendra Kumar Jain (DIN: 00029782) as Director of the Company
(Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	244	8,52,53,655	94.33
Voted Against	147	51,26,301	5.67
Total	391	9,03,79,956	100.00
Invalid Votes	0	0	-

Resolution / Business No. 4:

Re-appointment of Independent Statutory Auditors of the Company.
(Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	332	8,35,81,665	92.48
Voted Against	61	67,98,291	7.52
Total	393	9,03,79,956	100.00
Invalid Votes	0	0	-

Resolution / Business No. 5:

Appointment of Mr. Shesh Narayan Pandey (DIN: 02000823) as Director and Whole-time Director of the Company. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	260	8,29,78,006	91.81
Voted Against	134	74,01,950	8.19
Total	394	9,03,79,956	100.00
Invalid Votes	0	0	-

Resolution / Business No. 6:

Approval of payment of remuneration to Mr. Devendra Kumar Jain (DIN: 00029782) Non-Executive Director of the Company for the Financial Year 2023-24 which is in excess of fifty percent of the total remuneration to all Non-Executive Directors of the Company for the Financial Year 2023-24. **(Special Resolution)**



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Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	209	7,94,41,816	87.97
Voted Against	180	1,08,62,386	12.03
Total	389	9,03,04,202	100.00
Invalid Votes	0	0	-

Resolution / Business No. 7:

Ratification of approval of payment of remuneration to the Cost Auditor of the Company
(Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	383	9,03,79,561	100.00
Voted Against	7	395	0.00
Total	390	9,03,79,956	100.00
Invalid Votes	0	0	-

Notes:

- All the figures shown in percentage have been rounded off to 2 (two) decimal points.
- Register(s) and all other records relating to Remote e-voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely, after the Chairman signs the minutes.
- All the resolutions are passed with requisite majority.

Thanking you,
Yours Faithfully,

SATYANARAIN
LAXMINARAIN
SAMDANI

Digitally signed by
SATYANARAIN
LAXMINARAIN SAMDANI
Date: 2024.09.27
15:01:46 +05'30'



S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863

BHAVIN
VIPIN
DESAI

Digitally signed by
BHAVIN VIPIN
DESAI
Date: 2024.09.27
15:43:33 +05'30'

Counter Signed By
Bhavin Desai
Company Secretary
Gujarat Fluorochemicals Limited

ICSI Peer Review # 1079/2021
ICSI Unique Code: P2008GJ016300
ICSI UDIN: F003677F001341442

Place: Vadodara | Date: September 27, 2024

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