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GUJARAT  
FLUORO CHEMICALS  
LIMITED



ABS Towers, 2nd Floor, Old Padra Road, Vadodara - 390 007, Gujarat, India  
CIN : L24110 GJ1987 PLC009362 • Email : contact@gfl.co.in • Web: www.gfl.co.in

GFL: BRD: 2019

21<sup>st</sup> May, 2019.

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

Scrip code: 500173

The Secretary  
**National Stock Exchange of India  
Limited**

Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai 400 051

Scrip Code: GUJFLUORO

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2019.**

Dear Sir/Madam,

Pursuant to provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> 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 31<sup>st</sup> March, 2019.

We request you to kindly take the above information on record.

Thanking You

Yours faithfully,

For **Gujarat Fluorochemicals Limited**

**Bhavin Desai**  
Company Secretary

**Secretarial Compliance Report**

of Gujarat Fluorochemicals Limited for the year ended March 31, 2019  
[Pursuant to Regulation 24A of SEBI (Listing Obligations and  
Disclosure Requirements) Regulations, 2015]

We, Samdani Shah & Kabra, Company Secretaries have examined:

- a. all the documents and records made available to us and explanation provided by Gujarat Fluorochemicals 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 March 31, 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 there under; 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c. Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 / 2018;
- d. 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 circulars / guidelines issued there under;



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

- a. Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 / 2018;
- b. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- c. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- d. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

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 there under, **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 there under 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 there under:



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				

- 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...	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



Place: Vadodara  
Date: May 17, 2019