



**GUJARAT FLUORO CHEMICALS**  
VALUE THROUGH GREEN CHEMISTRY  
CIN : L24304GJ2018PLC105479

**Gujarat Fluorochemicals Limited**

Vadodara Office: ABS Towers, 2<sup>nd</sup> floor,  
Old Padra road, Vadodara-390007, Gujarat, India

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Fax: +91-265-2310312 | www.gfl.co.in

GFCL: BRD: 2022

30<sup>th</sup> May, 2022

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001  
Scrip code: 542812

The Secretary  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai 400 051  
Scrip Code: FLUOROCHEM

**Sub:** Submission of Annual Secretarial Compliance Report for the year ended 31st March 2022  
-Regulation 24A of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08th February 2019, we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March 2022 issued by Mr. S. Samdani, Partner of Samdani Shah & Kabra, Practicing Company Secretaries.

We request you to kindly take the same on your records.

Thanking You

Yours faithfully,

**For Gujarat Fluorochemicals Limited**

**Bhavin Desai**  
Company Secretary



Encl: as above

An **INOXGFL** Group Company  
SEBI REGD. MEMBER

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

Corporate Office: INOX Towers, Plot No. 17, Sector-16A, Noida-201301, Uttar Pradesh, India | Tel: +91-120-6149600 | Fax: +91-120-6149610

**Secretarial Compliance Report**

For the Financial Year ended March 31, 2022

*[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** having CIN: L24304GJ2018PLC105479 ("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 Financial Year ended March 31, 2022 ("review period") in respect of compliance with the provisions of:

- A. the Securities and Exchange Board of India Act, 1992 and the Regulations, Circulars, Guidelines issued there under; and
- B. the Securities Contracts (Regulation) Act, 1956, rules made there under and the Regulations, Circulars, Guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the Circulars / Guidelines issued there under, have been examined for the review period, include: -

- a. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; However, there were no actions / events pursuant to these regulations, hence not applicable.
- b. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c. SEBI (Buy-back of Securities) Regulations, 2018; However, there were no actions / events pursuant to these regulations, hence not applicable.
- d. SEBI (Share Based Employee Benefits) Regulations, 2014; However, there were no actions / events pursuant to these regulations, hence not applicable.
- e. SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; However, there were no actions / events pursuant to these regulations, hence not applicable.
- f. SEBI (Issue and Listing of Debt Securities) Regulations, 2008; However, there were no actions / events pursuant to these regulations, hence not applicable.
- g. SEBI (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; However, there were no actions / events pursuant to these regulations, hence not applicable.
- h. SEBI (Prohibition of Insider Trading) Regulations, 2015;
- i. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- j. SEBI (Delisting of Equity Shares) Regulations, 2009 / 2021; However, there were no actions / events pursuant to these regulations, hence not applicable.
- k. SEBI (Depositories and Participants) Regulations, 2018;
- l. SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; However, there were no actions / events pursuant to these regulations, hence not applicable.
- m. SEBI (Debenture Trustees) Regulations, 1993; However, there were no actions / events pursuant to these regulations, hence not applicable.
- n. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

  
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and based on the above examination, we hereby report that, during the review period:

- i. The Listed Entity has complied with the provisions of the above Regulations and Circulars / Guidelines issued there under including Clauses 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, 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			

- ii. 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.
- iii. 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.	Subject	Particulars
1	<b>Action taken by</b>	<ul style="list-style-type: none"> <li>▪ National Stock Exchange of India Limited (NSE)</li> <li>▪ BSE Limited (BSE)</li> </ul>
2	<b>Details of violation</b>	<p>Violation as mentioned below was alleged against the Listed Entity for Reg. 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:</p> <p>“Approval of Shareholders by way of Special Resolution for continuation of Non-Executive Directors who have attained the age of 75 Years.”</p>
3	<b>Details of action taken e.g. Fines, Warning Letter, Debarment, etc.</b>	Imposing of Fine amounting to Rs. 2,02,960/- by each of the Stock Exchanges.
4	<b>Observations / remarks of the Practicing Company Secretary, if any.</b>	<p>Company has submitted its reply with both the Stock Exchanges along with facts &amp; Certified True Copy of Special Resolutions passed in the said matter &amp; applied for waiver of Fine.</p> <p>NSE has vide its letter dated 13-04-2021, waived fine imposed by it. BSE has vide email dated 16-07-2021 informed the Company that matter will be placed before the Waiver Committee.</p>

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- iv. 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	Actions taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity.
Nil				

  
**S. Samdani**  
Partner  
**Samdani Shah & Kabra**  
Company Secretaries  
FCS No.: 3677; CP No.: 2863



**ICSI Peer Review # 1079/2021**  
**UDIN: F003677D000412954**

Place: Vadodara | Date: May 27, 2022