

GFCL: BRD: 2023

29th September, 2023

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: Intimation of Amendment to Articles of Association of the Company

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we would like to inform you that at the 5th Annual General Meeting of the Company held today i.e. 29th September, 2023, the members have approved the amendments to Articles of Association of the Company, brief details of amendments are mentioned below:

Clause No.	Existing Clause	Amended / Inserted Clause/Omitted
Article 64.1 [New Insertion after the existing Article 64]	-	Notwithstanding anything contained in this Articles, the Board shall have the power, on receipt of the nomination from the debenture trustee to appoint a Nominee Director on the Board of the Company pursuant to Regulation 15(1)(e) of SEBI (Debenture Trustees) Regulations, 1993, as amended from time to time, in the following circumstances: i. 2 (two) consecutive defaults in payment of interest to the debenture holders; or ii. default in creation of security; or iii. default in redemption of the debentures. Such Nominee Director may not be liable to retire by rotation nor be required to hold any qualification shares. The Debenture Trustee may have the right to remove such Nominee Director so appointed and also in the case of death or resignation or vacancy for any reasons whatsoever in the Nominee Director/s so appointed, at any time appoint any other person as Nominee Director. Such appointment or removal shall be made in writing to the Company.
Article 76	(i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the	Omitted

	authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.	
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We request you to please take the above on record.

Thanking you,

Yours faithfully,
For Gujarat Fluorochemicals Limited

Bhavin Desai
Company Secretary
FCS: 7952