

Date: 08<sup>th</sup> May, 2023

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

**Security code: 974687**  
**ISIN: INE09N307018**

**Sub: Documents and Intimation to Debenture Trustee pursuant to Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the half year ended 31<sup>st</sup> March, 2023**

**Ref.: 8.52% 5000, Senior, Secured, Listed, Rated, Taxable, Redeemable, Non-convertible Debentures (NCDs) of face value of INR 1,00,000 each, with an aggregate value of INR 50,00,00,000**

Dear Sir/Madam,

Pursuant to Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we enclose herewith a certificate for the half-year ended 31<sup>st</sup> March, 2023 issued by the Statutory Auditor of the Company regarding maintenance of hundred percent Security Cover or higher security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of NCDs.

We request you to take the above on your record.

Thanking you,

Yours faithfully,  
**For Gujarat Fluorochemicals Limited**

**Bhavin Desai**  
**Company Secretary**  
**FCS: 7952**

**Encl.: As above**

To,  
The Board of Directors  
Gujarat Fluorochemicals Limited  
2<sup>nd</sup> Floor, ABS Towers, Old Padra Road,  
Vadodara 390007

**Independent Auditor's certificate on book value of assets of Gujarat Fluorochemicals Limited ("the Company") in Columns A to J of "Statement of Security Cover and Statement of compliance status of Financial Covenants in respect of non-convertible debentures of the Company for year ended and as at 31<sup>st</sup> March 2023" ("the Statement")**

- 1) We, Patankar & Associates, Chartered Accountants, the statutory auditor of Gujarat Fluorochemicals Limited ("the Company"), have been requested by the Management of the Company to certify book value of assets of the Company contained in Columns A to J of the Statement, and whether the Company has complied with financial covenants with respect to the listed secured non-convertible debentures issued and outstanding as at 31<sup>st</sup> March 2023 as given in note 4 of the Statement ("the debentures").
- 2) The Statement is prepared by the Company from the audited books of accounts and other relevant records and documents maintained by the Company as at 31<sup>st</sup> March 2023 pursuant to requirements of Circular no. SEBI / HO / MIRSD / MIRSD \_ CRADT / CIR / P / 2022 / 67 dated May 19, 2022 issued by Securities and Exchange Board of India ("SEBI") in terms of regulation 54 read with regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the SEBI Regulations"), for the purpose of submission to Stock Exchange and Debenture Trustee of the non-convertible debentures issued by the Company and outstanding as at 31<sup>st</sup> March 2023.

#### **Management's Responsibility**

- 3) The accompanying Statement, including the preparation and maintenance of all accounting and other records supporting its contents, are solely the responsibility of the management of the Company. The Company's management is responsible for the designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4) The management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and for providing all relevant information to the Debenture Trustees and for complying with all the covenants as prescribed in the terms of Debenture Trust Deed.





## Auditor's Responsibility

- 5) Pursuant to the requirements of Circular no. SEBI / HO / MIRSD / MIRSD \_ CRADT / CIR / P / 2022 / 67 dated May 19, 2022 issued by SEBI, our responsibility for the purpose of this certificate is to provide a limited assurance on whether the book values of the assets of the Company contained in Columns A to J of the Statement have been accurately extracted and ascertained from the audited books of accounts of the Company and other relevant records and documents maintained by the Company, and whether the Company has complied with financial covenants of the debentures.
- 6) A limited assurance engagement involves making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. The procedures performed vary in nature and timing from a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Accordingly, we have performed the following procedures in relation to the statement:

- a) Verified the details of security cover and financial covenants criteria for the listed NCDs from the debenture trust deed.
  - b) Traced the value of assets forming part of the security cover details from the audited books of account and other relevant records and documents maintained by the Company for the year ended 31<sup>st</sup> March 2023.
  - c) Recomputed the security coverage ratio based on the information as obtained in the point (a) and (b) above.
  - d) Verified that the computation of financial covenant as mentioned in Section B of the Statement as at 31<sup>st</sup> March 2023 is in accordance with the basis of computation given in the debenture trust deed, and the amounts used in such computation have been accurately extracted from audited books of accounts of the Company as at and for the year ended 31<sup>st</sup> March 2023 and other relevant records and documents maintained by the Company, in the normal course of its business.
  - e) Verified the arithmetical accuracy of the Statement.
  - f) Based on the procedure performed in (d) and (e), evaluated whether the Company has complied with such financial covenants; and.
  - g) Performed necessary inquiries with the management and obtained necessary representations.
- 7) We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.



- 8) We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

- 9) Based on the procedures performed as referred to in paragraph 6 above and according to the information and explanations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the book values of the assets of the Company contained in Columns A to J of the Statement have not been accurately extracted and ascertained from audited books of accounts of the Company for the year ended and as at 31<sup>st</sup> March 2023 and other relevant records and documents maintained by the Company and that the Company has not complied with financial covenants of the debentures.

### Restriction on Use

- 10) This report has been issued at the request of the Board of Directors of the Company, for submission to Stock Exchange and Debenture Trustee. Our report should not to be used for any other purpose or by any person other than the addressees of this report. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For Patankar & Associates  
Chartered Accountants  
Firm Registration No. 107628W

*S.S. Malani*

S S Malani  
(Partner)  
Mem. No. 110051  
Pune  
Date: 8 May 2023  
UDIN: 23110051BGTJZL1308



Statement of Security Coverage Ratio and Financial Covenants for the year ended 31<sup>st</sup> March 2023 pursuant to Regulation 54 read with Regulation 56(1)(d) of the SEBI (LOOR) Regulations for listed non-convertible debt securities

A. Senior, secured, listed, rated, taxable, redeemable, non-convertible debt securities (NCDs/Debentures)

ISIN	Private/Public Placement	Secured/Unsecured	Date of Allotment	Amount (Rs. in Crores)
INE09N307018	Private Placement	Secured	21-03-2023	50.00

Security coverage ratio as on 31<sup>st</sup> March 2023

(Rs. in Crores)

A Particulars	B Description of asset for which this certificate relates	C Exclusive Charge  Debt for which this certificate being issued	D Exclusive Charge  Other Secured Debt	E Pari-Passu Charge  Debt for which this certificate being issued	F Pari-Passu Charge  Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	G Pari-Passu Charge  Other assets on which there is pari-passu charge (excluding items covered in column F)	H Assets not offered as Security	I Elimination (amount in negative)  debt amount considered more than once (due to exclusive plus pari passu charge)	J (Total C to H)	Related to only those items covered by this certificate										
										K Market Value for Assets charged on Exclusive basis	L Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Bank Balance, DSRA market value is not applicable)	M Market Value for Pari passu charge Assets	N Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	O Total Value (=K+L+M+N)						
		Book Value	Book Value	Yes/No	Book Value	Book Value														
<b>ASSETS</b>																				
Property, Plant and Equipment	14 MW windmill plant located at Mahidad And HCFC and AHF Plant located at Ranjitnagar	88.01	-	No	-	-	-	-	2899.58	-	88.01	-	-	88.01						
	PPE Other than above	-	102.40		-	312.61	2396.56	-												



Capital Work-in-Progress	-	-	-	No	-	-	791.83	-	791.83	-	-	-	-	-
Right of Use Assets	-	-	-	No	-	-	97.13	-	97.13	-	-	-	-	-
Goodwill	-	-	-	No	-	-	-	-	-	-	-	-	-	-
Intangible Assets	-	-	-	No	-	-	10.10	-	10.10	-	-	-	-	-
Intangible Assets under Development	-	-	-	No	-	-	15.30	-	15.30	-	-	-	-	-
Investments	-	-	-	No	-	-	553.94	-	553.94	-	-	-	-	-
Loans	-	-	-	No	-	-	44.21	-	44.21	-	-	-	-	-
Inventories	-	-	-	No	-	-	1133.33	-	1133.33	-	-	-	-	-
Trade Receivables	-	-	-	No	-	-	1452.60	-	1452.60	-	-	-	-	-
Cash and Cash Equivalents	-	-	-	No	-	-	8.05	-	8.05	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents	-	-	-	No	-	-	137.00	-	137.00	-	-	-	-	-
Others	-	-	-	No	-	-	1132.53	-	1132.53	-	-	-	-	-
<b>Total</b>	-	<b>88.01</b>	<b>102.40</b>	-	-	<b>312.61</b>	<b>7772.58</b>	-	<b>8275.60</b>	-	<b>88.01</b>	-	-	<b>88.01</b>
<b>LIABILITIES</b>														
Debt securitiesto which this certificate Pertains	INE09N307018	50.13	-	No	-	-	-	-	50.13	-	-	-	-	-
Other debt sharing pari-passu charge with above debt		Not to be filled	-	No	-	-	-	-	-	-	-	-	-	-
Other Debt			-	No	-	-	-	-	-	-	-	-	-	-



Subordinated debt	-		-	No	-	-	-	-	-	-	-	-	-	-
Borrowings														
Bank	-		51.93	No	-	118.54	1229.03	-	1399.50	-	-	-	-	-
Debt Securities	-		-	No	-	-	-	-	-	-	-	-	-	-
Others	-	Not to be filled					2.92		2.92					
Trade payables	-		-	No	-	-	672.68	-	672.68	-	-	-	-	-
Lease Liabilities	-		-	No	-	-	6.01	-	6.01	-	-	-	-	-
Provisions	-		-	No	-	-	58.87	-	58.87	-	-	-	-	-
Others	-		-	No	-	-	557.85	-	557.85	-	-	-	-	-
<b>Total</b>		<b>50.13</b>	<b>51.93</b>	<b>No</b>	<b>-</b>	<b>118.54</b>	<b>2527.36</b>		<b>2747.96</b>					
Cover on Book Value		<b>1.76</b>												
Cover on Market Value														
		Exclusive security Cover Ratio				Pari-Passu Security Cover Ratio								

**ISIN wise Details:**

Sr. No.	ISIN	Facility	Type of Charge	Outstanding amount as on 31-03-2023 (Rs. in crores)	Interest accrued amount as on 31-03-2023 (Rs. in crores)	Book value of asset covered (Rs. in crores)	Cover required	Security cover ratio as on 31-03-2023	Assets covered
1	INE09N307018	Non-convertible debenture	Exclusive charge	Rs. 50 Crores	Rs. 0.13 Crores	Rs. 88.01 Crores	1.25 times	1.76 times	14 MW windmill plant located at Mahidad and HCFC and AHF Plant located at Ranjitnagar

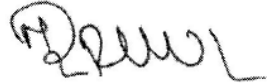


**B. Other financial covenants**

With respect to the financial covenants specified in placement memorandum/Debtenture trust deed, we have examined the compliances made by the Company and certify that such covenants have been complied by the Company.

Financial Covenant	For Compliance require	Actual as on 31-03-2023
Debt Service Coverage ratio	Minimum 1.5 times	17.52 times
Net Financial Indebtedness / EBITDA:	Maximum 3.25 times	1.56 Times
Net Financial Indebtedness /Net cash Accruals	Maximum 4 times	1.96 times

For Gujarat Fluorochemicals Limited,



**Nilesh Pandya**  
Assistant Vice President – Group Banking  
Place: Vadodara  
Date: 8<sup>th</sup> May 2023

