GUJARAT FLUOROCHEMICALS
VALUE THROUGH GREEN CHEMISTRY
CIN : L24304HP2018PLC011898

Gujarat Fluorochemicals Limited

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

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

GFCL: BRD: 2026

29th April, 2026

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

Symbol: FLUOROCHEM

Sub: Submission of Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2026

Ref.: Regulation 24(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 24(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Chapter IV – Section IV-A of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the Financial Year ended 31st March, 2026 issued by M/s TNT & Associates, Peer reviewed Firm of Practicing Company Secretaries and Secretarial Auditors of the Company, dated 27th April, 2026.

The above information will also be made available on the website of the Company at www.gfl.co.in.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Gujarat Fluorochemicals Limited

BHAVIN VIPIN DESAI
Digitally signed by BHAVIN VIPIN DESAI
Date: 2026.04.29 10:13:12 +05'30'

Bhavin Desai
Company Secretary
FCS 7952

Encl.: As above

SECRETARIAL COMPLIANCE REPORT

OF

GUJARAT FLUOROCHEMICALS LIMITED

(CIN: L24304HP2018PLC011898)

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026

We, TNT & Associates, a firm of Practicing 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, and

(d) Any other document/ filing, as may be relevant, which has been relied upon to make this report.

for the financial year ended 31st March, 2026 **("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 thereunder; and

TNT & ASSOCIATES Vadodara

218-220, Saffron Complex,
Fatehgunj, Vadodara-390 002,
Gujarat, India.

+91-265-2784388, 2750290
+91-94277 47918
csneerajtrivedi@gmail.com
nirajtrivedi-cs.com

(b) The Securities Contracts (Regulation) Act, 1956 **("SCRA"),** Rules made thereunder, and the Regulations, Circulars and 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; as amended from time to time;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; as amended from time to time- **Not Applicable for review period**;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; as amended from time to time;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable for review period**;

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – **Not Applicable for review period**;

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended from time to time

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended from time to time;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; as amended from time to time;

(i) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993; as amended from time to time;

and circulars / guidelines issued thereunder;

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 thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1	At least half of the Board of Directors of the Company shall consist of Independent Directors, where the regular non-executive Chairpers	Regulation 17(1)(b) of SEBI (LODR) Regulations, 2015	Half of the Board of Directors shall be comprised of Independent Directors. The Board composition is not in compliance with	BSE Limited and National Stock Exchange of India Limited	Fine of Rs. 5,31,000 each imposed by both the Stock Exchanges	The Board composition is not in compliance with the said requirement.	Rs. 5,31,000 each imposed by both Stock Exchanges	Effective from 1st January, 2025 till 24th March, 2025 there were five Independent Directors on the Board, out of total strength	Mr. Shesh Narayan Padey, Whole-time Director of the Company had tendered his resignation w.e.f. 24th March, 2025. As a result,	-

	on is a Promoter of the Company or is related to any Promoter or person occupying management position at the level of Board of Directors or at on level below the Board of Directors.		the said requirement.					of 11 Directors. Hence the Company was required to appoint one more Independent Director during the period referred herein this para.	total strength of the Board become ten Directors that include 5 Independent Directors. Hence effective from 25th March, 2025, the Company was in compliance with Regulation 17(1)(b) of SEBI (LODR) Regulations, 2015.	

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended 31st March 2025	Compliance requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
01	Effective from 13th August, 2024 till 24th March, 2025 there were 5 Independent Directors on the Board, out of total strength of 11 Directors. Hence, the Company was	Effective from 13th August, 2024 till 24th March, 2025 there were 5 Independent Directors on the Board, out of total strength of 11 Directors. Hence, the Company was required to	Reg. 17(1)(b) of the SEBI LODR, Regulations, 2015.	Half of the Board of Directors shall be comprised of Independent Directors. The Board Composition is not in compliance with the said requirement.	Mr. Shesh Narayan Pandey who was appointed as Whole-time Director w.e.f. 13th August, 2024 has resigned w.e.f. 24th March, 2025 thereby reducing the Board strength	Due to resignation of Whole-time Director, the total strength of the Board got reduced to 10 out of which 5 were Independent Directors. The Company

	required to appoint one more Independent Director during the period referred herein this para.	appoint one more Independent Director during the period referred herein this para.		Penalty of Rs. 2,89,100/- (inclusive of GST) was imposed each by BSE and NSE and the same was paid to both the exchanges on 18th March, 2025 and intimated them accordingly.	to 10 Directors with maintaining 5 Independent Directors. Hence, w.e.f. 25th March, , 2025 the Company is in compliance with Reg. 17(1)(b) of SEBI LODR.	also paid penalty of Rs. 2,89,100/- (inclusive of GST) to both the exchanges on 18th March, 2025 and intimated them accordingly.

(c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	-
2.	**Adoption and timely updation of the Policies:** • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Listed Entity. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/ guidelines issued by SEBI.	Yes Yes	- -

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3.	**Maintenance and disclosure on Website:** • The Listed Entity is maintaining a functional website. • Timely dissemination of the documents/ information under a Separate Section on the website. • Web-links provided in annual corporate governance reports under Regulation 27 (2) are accurate and specific which redirects to the relevant documents(s)/section of the website.	Yes Yes Yes	- - -
4.	**Disqualification of Director:** None of the Director(s) of the Listed Entity is/are disqualified under Section 164 of the Companies Act, 2013.	Yes	-
5.	**Details related to Subsidiaries of listed entities have been examined with respect to:** (a) Identification of material subsidiary companies. (b) Disclosure Requirement of material as well as other subsidiaries.	 Yes Yes	 - -
6.	**Preservation of Documents:** The listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival Policy prescribed under SEBI (LODR) Regulations, 2015.	Yes	-
7.	**Performance Evaluation:** The Listed Entity has conducted performance evaluation of the Board, Independent Directors,	Yes	-

	and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.		
8.	**Related Party Transactions:** (a) The Listed Entity has obtained prior approval of Audit Committee for all Related Party Transactions; or (b) In case no prior approval obtained, the Listed Entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	Yes NA	- No such case
9.	**Disclosure of events or information:** The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-
10.	**Prohibition of Insider Trading:** The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-



11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No action taken against the Listed Entity/its Promoters/Directors/ Subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided above.	Yes	Fine of Rs. 5,31,000 each imposed by both the Stock Exchanges for non-compliance of Regulation 17(1) of SEBI (LODR) Regulations, 2015 for the quarter ended 31st March, 2025.
12.	**Resignation of Statutory Auditors from the listed Entity or its material subsidiaries:** In case of resignation of Statutory Auditor from the Listed Entity or any of its material subsidiaries during the financial year, the Listed Entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by Listed Entity.	NA	No such case
13.	**Additional Non-compliances, if any:** No additional non-compliance observed for any of the SEBI regulation/circular/guidance note, etc. except as reported above.	Yes	-

Assumptions and Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Listed Entity.

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2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the Listed Entity.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

TNT & ASSOCIATES Vadodara

DATE : 27.04.2026
PLACE : VADODARA

SIGNATURE :
NAME OF PARTNER : NIRAJ TRIVEDI
C. P. NO. : 3123
FCS : 3844
P R. No. : 3209/2023
UDIN : F003844H000209821