General information about company 542812 Scrip code **NSE Symbol FLUOROCHEM** NOTLISTED MSEI Symbol ISIN INE09N301011 Name of the entity Gujarat Fluorochemicals limited Date of start of financial year 01-04-2021 31-03-2022 Date of end of financial year Reporting Quarter Yearly 31-03-2022 Date of Report Risk management committee Applicable Top 500 listed entities Market Capitalisation as per immediate previous Financial Year **Annexure I** Annexure I to be submitted by listed entity on quarterly basis I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson Yes Whether Chairperson is related to MD or CEO Yes No of post No of Number of Independent No of Chairperson memberships Directorship in Audit/ Directorship Whether in Audit/ in listed in listed Stakeholder special Stakeholder entities Committee Tenure entities resolution Committee(s) Notes for Date of Notes for Initial Date including including held in listed Category including this Category 2 Date of Re-Date of (Mr Name of the Category 1 passed? passing PAN DIN of of this listed this listed entities 3 of director Refer Reg. special appointment Director of directors of directors cessation listed entity providing providing appointment directors Birth entity (Refer including (in entity Ms) 17(1A) of resolution (Refer DIN months) Regulation (Refer this listed Regulation Listing 17A of Regulation entity (Refer 26(1) of Regulations] 17A(1) of Listing Regulation Listing Regulations) Listing 26(1) of Regulations) Regulations Listing Regulations) Non-Executive -02-DEVENDRA 25-09-Chairperson AAAPJ4761D 00029782 03-06-12-2018 25-09-2020 MrYes 40 Non KUMAR JAIN 2020 1929 Independent Director Non-20-SHAILENDRA 25-09-Executive -00167799 MrAAAPS7127G 06-12-2018 25-09-2020 40 11-Yes SWARUP Applicable 2020 Independent 1944 Director 30-VIVEK Not Executive MrAAAPJ4588L 00029968 MD 08-NA 06-12-2018 06-12-2018 40 KUMAR JAIN Director Applicable 1955 Non-OM 26-Executive -Mr AACPL0089N 00206807 06-12-2018 PRAKASH 05-06-12-2018 40 NA Independent Applicable 1949 LOHIA Director **I. Composition of Board of Directors** Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson No of post No of Number of No of Independent Chairperson nemberships Directorship Directorship in Audit/ Whether in Audit/ Stakeholder in listed in listed special Stakeholder Tenure entities entities Committee resolutionDate of Committee(s) Notes for Category Initial Date including including neld in listed Category 2 including this (Mr Category 1 Date of Name of the passed? Date of Repassing PAN DIN 3 of of this listed this listed of entities director Director of directors providing [Refer Reg. special appointment cessation listed entity appointment entity (Refer directors directors Birth entity including Ms) 17(1A) of resolution (Refer PAN Regulation (Refer this listed Listing Regulation 17A of Regulation entity (Refer Regulations] 26(1) of Listing 17A(1) of Regulation Listing Regulations) 26(1) of Listing Regulations) Regulations Listing Regulations) Non-SHANTI Executive -25-09-AADPJ8594K PRASHAD 00023379 02-Yes 06-12-2018 25-09-2020 40 Mr 2020 Applicable Independent JAIN 1940 Director Non-01-Executive -VANITA 6 03-AFABP8846A 07156852 NA 06-12-2018 06-12-2018 40 Ms **BHARGAVA** Independent Applicable 1974 Director SANATH 04-Executive 01-Mr KUMAR ABRPM9877H 08425540 NA 28-04-2019 28-04-2021 35 Director Applicable MUPPIRALA 1963 Non-03-Executive -Not 25-09-03-40 PRAKASH AAKPJ0890M 00011964 Yes 06-12-2018 25-09-2020 Mr 2020 Independent Applicable JAIN 1946 Director **I. Composition of Board of Directors** Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson No of post No of Number of No of Independent Chairperson nemberships Directorship Directorship in Audit/ Whether in Audit/ in listed in listed Stakeholder special Stakeholder Tenure entities Committee entities resolution Date of Committee(s) Notes for Category Date **Initial Date** including including held in listed Category Category 2 of including this (Mr Name of the Date of Repassed? passing Date of PAN DIN 3 of of of this listed this listed 1 of of director entities appointment Director [Refer Reg. special listed entity providing directors directors appointment directors Birth entity (Refer entity including (in Ms) 17(1A) of resolution (Refer Regulation (Refer this listed Regulation Listing 17A of entity (Refer Regulation Regulations] 26(1) of Listing 17A(1) of Regulation Listing Regulations) Listing 26(1) of Regulations) Regulations Listing Regulations) SANJAY Not Executive Mr SUDHAKAR AABPB2525Q 08640818 NA 15-02-2020 15-02-2022 25 Director Applicable BORWANKAR 1967 02-NIRAJ 10 Mr ACOPA4879R 09204198 07-NA 01-07-2021 01-07-2021 AGNIHOTRI Director Applicable 1967 **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes DIN Name of Committee Date of Date of Category 1 of directors Remarks Appointment Number members directors Cessation SHANTI PRASHAD Non-Executive - Independent 00023379 Chairperson 13-08-2019 **JAIN** Director SHAILENDRA Non-Executive - Independent 00167799 Member 13-08-2019 **SWARUP** Director Non-Executive - Independent 07156852 VANITA BHARGAVA Member 13-08-2019 Director 00029968 VIVEK KUMAR JAIN **Executive Director** Member 12-11-2020 Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Appointment Cessation SHANTI PRASHAD Non-Executive - Independent Chairperson 00023379 13-08-2019 **JAIN** Director OM PRAKASH Non-Executive - Independent 00206807 Member 13-08-2019 LOHIA Director SHAILENDRA Non-Executive - Independent Member 10-11-2021 00167799 **SWARUP** Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Name of Committee DIN Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Appointment Cessation **SHAILENDRA** Non-Executive - Independent Chairperson 00167799 10-11-2021 **SWARUP** Director SHANTI PRASHAD Non-Executive - Independent 00023379 Member 13-08-2019 JAIN Director 00029968 VIVEK KUMAR JAIN 13-08-2019 **Executive Director** Member Risk Management Committee Whether the Risk Management Committee has a Regular Chairperson Yes Name of Committee Date of DIN Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation 00029968 VIVEK KUMAR JAIN **Executive Director** 13-08-2019 Chairperson SHANTI PRASHAD Non-Executive - Independent Member 00023379 13-08-2019 JAIN SHAILENDRA Non-Executive - Independent Member 00167799 10-11-2021 **SWARUP** Directo **Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks directors Number members Appointment Cessation 00029968 VIVEK KUMAR JAIN Executive Director Member 13-08-2019 SHANTI PRASHAD Non-Executive - Independent 00023379 Chairperson 13-08-2019 **JAIN** Director SHAILENDRA Non-Executive - Independent 00167799 Member 10-11-2021 **SWARUP** Director **Other Committee** Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks **Annexure 1** Annexure 1 **III. Meeting of Board of Directors** Disclosure of notes on meeting of board of directors explanatory No. of Whether Number of Directors Notes for Date(s) of Date(s) of Maximum gap Independent between any two present* (All directors meeting (if any) | meeting (if any) not requirement of Directors providing in the previous in the current consecutive (in Quorum met including Independent attending the (Yes/No) Director) Date quarter quarter number of days) meeting* 5 10-11-2021 Yes 57 Yes 07-01-2022 28-01-2022 20 Yes 10 6 53 23-03-2022 Yes **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory No. of Number of Whether Directors present* Independent Date(s) of meeting (Enter Maximum gap Reson for Name of requirement Directors Name of dates of Previous quarter between any two (All directors not other of Quorum Committee consecutive (in including and Current quarter in providing attending committee met chronological order) number of days) date Independent the (Yes/No) meeting* Director) Audit 10-11-2021 Yes Committee Risk Management 10-11-2021 Yes 2 Committee Audit 28-01-2022 78 Yes Committee Nomination Yes 28-01-2022 3 remuneration committee Risk Management | 28-01-2022 Yes 2 Committee **Annexure 1 V. Related Party Transactions** If status is Nodetails of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. Yes Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT Yes Whether details of RPT entered into pursuant to omnibus approval Yes have been reviewed by Audit Committee **Annexure 1 VI. Affirmations** Compliance Sr Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Annexure 1 Subject Compliance status Name of signatory Mr Bhavin Desai Company Secretary and Compliance Officer Designation **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations If status is Nordetails of non-compliance Compliance status Sr Item Web address (Yes/No/NA) may be given here. Details of business Yes www.gfl.co.in Terms and conditions of appointment of Yes www.gfl.co.in independent directors Composition of various committees of board of Yes www.gfl.co.in Code of conduct of board of directors and senior Yes www.gfl.co.in management personnel Details of establishment of vigil mechanism/ Yes www.gfl.co.in Whistle Blower policy Criteria of making payments to non-executive Yes www.gfl.co.in Policy on dealing with related party transactions Yes www.gfl.co.in Policy for determining material subsidiaries Yes www.gfl.co.in Details of familiarization programmes imparted to www.gfl.co.in independent directors **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations If status is Noldetails of Compliance Sr Item status non-compliance may be Web address (Yes/No/NA) given here. Contact information of the designated officials of the listed entity who are Yes www.gfl.co.in responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Yes www.gfl.co.in 12 Financial results Yes www.gfl.co.in 13 | Shareholding pattern Yes www.gfl.co.in Details of agreements entered into with the media companies and/or their Yes www.gfl.co.in associates Schedule of analyst or institutional investor meet and presentations made 15 by the listed entity to analysts or institutional investors simultaneously Yes www.gfl.co.in with submission to stock exchange NA 16 New name and the old name of the listed entity Yes 17 Advertisements as per regulation 47 (1) www.gfl.co.in Yes Credit rating or revision in credit rating obtained www.gfl.co.in Separate audited financial statements of each subsidiary of the listed entity Yes www.gfl.co.in in respect of a relevant financial year Whether company has provided information under separate section on its Yes www.gfl.co.in website as per Regulation 46(2) Yes 21 | Materiality Policy as per Regulation 30 www.gfl.co.in 22 Dividend Distribution policy as per Regulation 43A (as applicable) Yes www.gfl.co.in It is certified that these contents on the website of the listed entity are Yes vwww.gfl.co.in correct **Annexure II II. Annual Affirmations** Compliance status | If status is Noldetails of non-Regulation Particulars Number (Yes/No/NA) compliance may be given here. Independent director(s) have been appointed in terms of 16(1)(b) & Yes specified criteria of Independence and/or eligibility 25(6) 17(1), **Board composition** 17(1A) & Yes 17(1B) Meeting of Board of directors 17(2) Yes Yes Quorum of Board meeting 17(2A) 17(3) Yes Review of Compliance Reports 17(4) Yes Plans for orderly succession for appointments Code of Conduct 17(5) Yes 17(6) Yes Fees/compensation Yes 17(7) **Minimum Information** 10 Compliance Certificate 17(8) Yes **Annexure II II. Annual Affirmations** If status is Nodetails of non-compliance Regulation Compliance status Sr Particulars (Yes/No/NA) Number may be given here. 17(9) 11 Risk Assessment & Management Yes Performance Evaluation of Independent 17(10) Yes Directors 13 Recommendation of Board 17(11) Yes 14 Maximum number of Directorships 17A Yes 15 Composition of Audit Committee 18(1) Yes 16 | Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) **Annexure II II. Annual Affirmations** If status is Noldetails of non-Regulation Compliance status Particulars Number (Yes/No/NA) compliance may be given here. Yes 21 | Meeting of Stakeholders Relationship Committee 20(3A) 21(1),(2),(3),(4) Yes 22 | Composition and role of risk management committee 23 | Meeting of Risk Management Committee 21(3A) Yes 22 24 Vigil Mechanism Yes 23(1),(1A),(5), 25 Policy for related party Transaction Yes (6),(7) & (8) Prior or Omnibus approval of Audit Committee for 23(2), (3) Yes all related party transactions 23(4) Yes Approval for material related party transactions Disclosure of related party transactions on 23(9) Yes consolidated basis Composition of Board of Directors of unlisted 24(1) Yes material Subsidiary 24(2),(3),(4),(5) Other Corporate Governance requirements with Yes respect to subsidiary of listed entity & (6) **Annexure II II. Annual Affirmations** Compliance If status is Noldetails of non-Regulation Sr Particulars status Number compliance may be given here. (Yes/No/NA) 31 Annual Secretarial Compliance Report 24(A) Yes 32 | Alternate Director to Independent Director 25(1) Yes 33 | Maximum Tenure 25(2) Yes 25(3) & Meeting of independent directors Yes (4) 35 Familiarization of independent directors 25(7) Yes 25(8) & 36 Declaration from Independent Director Yes (9) 25(10) D & O Insurance for Independent Directors Yes 38 Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of 26(3) Yes Board of Directors and Senior management personnel 26(4) 40 Disclosure of Shareholding by Non-Executive Directors Yes Policy with respect to Obligations of directors and senior 26(2) & Yes management 26(5) Any other information to be provided - Add Notes **Annexure II** Name of signatory Mr Bhavin Desai Company Secretary and Compliance Officer Designation **Annexure II III. Affirmations Compliance status Particulars** (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with Yes respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** Name of signatory Mr Bhavin Desai Designation Company Secretary and Compliance Officer **Additional Half yearly Disclosure** Applicability of disclosure Applicable Textual Information(1) Reason for Non Applicability I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to Balance Aggregate amount advanced during six outstanding **Entity** months at the end of six months Promoter or any other entity controlled by them Promoter Group or any other entity controlled by them Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By Balance Aggregate outstanding at the amount of end of six Entity Type (guarantee, comfort letter etc.) issuance months(taking into during six account any months invocation) Promoter or any other entity controlled by them Promoter Group or any other entity controlled by them CG, LOC, Bank Limit earned marked -58198145.12 15164401854.88 Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by Aggregate value of Balance security Entity Type of security (cash, shares etc.) outstanding at the provided end of six months during six months NA Promoter or any other entity controlled by them Promoter Group or any other entity controlled by them FD back facility, MF Lien Marked 491204984.5 3244204984.5 Directors (including relatives) or any other entity controlled NA by them NA KMPs or any other entity controlled by them Textual (D) Additional Information Information(2) **II. Affirmations** Compliance Company Affirmations Remarks Status All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to Textual promoter(s), promoter group, director(s) (including their relatives), key managerial personnel Yes Information(3) (including their relatives) or any entity controlled by them are in the economic interest of the company. Manoj Agrawal Name CFO Designation Place Vadodara Date 21-04-2022 **Signatory Details** Name of signatory Mr. Bhavin Desai Designation of person Company Secretary and Compliance Officer Vadodara Place 21-04-2022 Date

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