



GFL LIMITED

Registered office: 7th Floor, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai-400 018
CIN: L65100MH1987PLC374824 • Tel. No.: +91- 22 4032 3851 • Fax No.: +91- 22 4032 3191
Website: www.gfllimited.co.in • Email ID: contact@gfllimited.co.in

20th May, 2022

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

Scrip code: 500173

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

Scrip Code: GFLLIMITED

Sub: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2022.

Dear Sir /Madam,

Pursuant to provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and, please find enclosed herewith copy of the Annual Secretarial Compliance Report, issued by the Secretarial Auditor of the Company, M/s Samdani Shah & Kabra, Practicing Company Secretaries for the financial year ended on 31st March, 2022.

We request you to kindly take the above information on record.

Thanking You

For GFL Limited

Bhavi Shah
Company Secretary

Encl. As above

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 **GFL Limited** having CIN: L65100MH1987PLC374824 ("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 ("SEBI Act") and the Regulations, Circulars, Guidelines issued there under; and
- B. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), 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 (Buyback 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 and 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 Act 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.	Action taken by	Details of violation	Details of action taken e.g. Fines, Warning Letter, Debarment, etc	Observations / Remarks of the Practicing Company Secretary, if any.
Nil				

- 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
ICSI UDIN: F003677D000270834

Place: Vadodara | Date: May 06, 2022