



NO. GMDC/CS/NSE-BSE/ 059 /2019-20

Dt. 30.5.2019

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| To, The National Stock Exchange Limited Investor Services Cell Exchange Plaza, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai 400051 Code : GMDCLTD | To, Bombay Stock Exchange Ltd. 25th Floor, P.J. Towers Dalal Street Fort, Mumbai-400 001 Code : 532181 |
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Subject : Submission of Annual Compliance Report for the year 2018-19

Dear Sir,

We submit herewith the Annual Secretarial Compliance Report for the year 2018-19 in respect of Gujarat Mineral Development Corporation Limited.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For Gujarat Mineral Development Corporation Ltd.


(Joel Evans)
Company Secretary

Encl : As above

Gujarat Mineral Development Corporation Limited
(A Government of Gujarat Enterprise)

CIN : L14100GJ1963SGC001206

"Khanij Bhavan", 132 Ft. Ring Road, Near University Ground, Vastrapur, Ahmedabad-52
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Email: cosec@gmdcltd.com Website: www.gmdcltd.com



Gaudana & Gaudana

(Company Secretaries)

Formerly known as Arvind Gaudana & Company
#307, Ashirwad Paras, Nr. Prahladnagar Garden
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Secretarial compliance report of

GUJARAT MINERAL DEVELOPMENT CORPORATION LTD.

for the year ended 31st March, 2019

We have examined:

- (a) all the documents and records made available to us and explanation provided by Gujarat Mineral Development Corporation Ltd. (hereinafter called as "the listed entity")
- (b) the filings/submission 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 year ended on 31st March, 2019 (hereinafter called as "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
- (b) the Securities contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, guidelines issued thereunder by 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) Regulation, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;



- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not applicable as the listed entity has not bought back/propose to buy- back any of its securities during the Review Period]
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014. [Not applicable as the listed entity has not offered any shares or granted any options pursuant to any employee benefit scheme during the Review Period]
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008; [Not applicable as the listed entity has not issued and listed any debt securities during the Review Period]
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulation, 2013; [Not applicable as the listed entity has not issued and listed any preference shares during the Review Period]
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015;
- (i) Securities and Exchange Board Of India (Depositories and Participants) Regulation, 2018; [to the extent applicable]

and circulars/ guidelines issued thereunder;

and based on the above examination, I/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 Requirements (Regulations, circulars, guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|--------|--|---|--|
| 1. | Regulation 13(1) of SEBI (LODR) Regulations, 2015 | Non-compliance of the provisions of Statement of Investor Complaints Report | <p>There was a delay in submitting the statement of Investor Complaints Report with Stock Exchange for the quarter ended on September, 2018.</p> <p>We have been informed that due to delay in compliance of Regulation 13(3) of SEBI (LODR), National Stock Exchange and Bombay Stock Exchange has levied fine of Rs. 2360 and the listed entity has made payment of fine as on 26/11/2018.</p> |

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of action 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 thereunder:



| Sr. No | Action taken by | Details of violation | Details of action taken E.g. fines, warning latter, debarment, etc. | Observation |
|--------|-----------------|--|--|--|
| 1. | NSE & BSE | Non-compliance with requirement of Regulation 13(1) of SEBI (LODR) Regulations, 2015 i.e. delay in submitting Statement of Investor Complaints Report with Stock Exchange. | National Stock Exchange vide letter No. NSE/LIST-SOP/REG-13(3)/FINE/65868/13 dated 09/11/2018 and Bombay Stock Exchange vide letter No. LIST/COMP/532181/Reg 13(3)-Sep-19/970/2018-19 dated 09/11/2018 has levied monetary fine of Rs. 2360/-. | The listed entity has paid fine amounting of Rs. 2360/- vide NEFT dated 26 th November, 2018. |

(d) 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 the previous report | Observations made in the secretarial compliance report for the year ended... | Actions taken by the listed entity, if any | Comments of the practicing company secretary on the actions taken by the listed entity |
|-----------------------|---|--|--|--|
| NOT APPLICABLE | | | | |

Place: Ahmedabad
Date: 30/05/2019

Yours faithfully,
For Gaudana & Gaudana
(Company Secretaries)



CS Arvind Gaudana
Senior Partner

FCS No: 2838, C.P. No: 2183

