

General information about company	
Scrip code	500173
NSE Symbol	GFLLIMITED
MSEI Symbol	NOTLISTED
ISIN	INE538A01037
Name of the entity	GFL LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	DEVENDRA KUMAR JAIN	AAAPJ4761D	00029782	Executive Director	Chairperson related to Promoter	CEO-MD	02-03-1929	NA		01-01-1988	01-08-2019		387	2	0	2	1		
2	Mr	SHAILENDRA SWARUP	AAAPS7127G	00167799	Non-Executive - Independent Director	Not Applicable		20-11-1944	Yes	18-09-2019	01-04-2014	01-04-2019		72	7	7	3	0		
3	Mr	VIVEK KUMAR JAIN	AAAPJ4588L	00029968	Non-Executive - Non Independent Director	Not Applicable		30-08-1955	NA		04-02-1987	01-08-2019		398	3	0	3	1		
4	Mr	PAVAN KUMAR JAIN	AAJJP5851D	00030098	Non-Executive - Non	Not Applicable		17-05-	NA		12-08-2004	18-09-2019		188	3	0	5	3		



Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00023379	SHANTI PRASHAD JAIN	Non-Executive - Independent Director	Chairperson	29-05-2014		
2	00035371	DEEPAK ASHER	Non-Executive - Non Independent Director	Member	29-05-2014		
3	00206807	OM PRAKASH LOHIA	Non-Executive - Independent Director	Member	29-05-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00029782	DEVENDRA KUMAR JAIN	Executive Director	Member	29-05-2014		
2	00029968	VIVEK KUMAR JAIN	Non-Executive - Non Independent Director	Chairperson	29-05-2014		
3	00030098	PAVAN KUMAR JAIN	Non-Executive - Non Independent Director	Member	29-05-2014		
4	00023379	SHANTI PRASHAD JAIN	Non-Executive - Independent Director	Member	01-04-2019		
5	00035371	DEEPAK ASHER	Non-Executive - Non Independent Director	Member	14-11-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00029782	DEVENDRA KUMAR JAIN	Executive Director	Chairperson	01-04-2019		
2	00029968	VIVEK KUMAR JAIN	Non-Executive - Non Independent Director	Member	01-04-2019		
3	00030098	PAVAN KUMAR JAIN	Non-Executive - Non Independent Director	Member	01-04-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00023379	SHANTI PRASHAD JAIN	Non-Executive - Independent Director	Chairperson	29-05-2014		
2	00029968	VIVEK KUMAR JAIN	Non-Executive - Non Independent Director	Member	29-05-2014		
3	00035371	DEEPAK ASHER	Non-Executive - Non Independent Director	Member	29-05-2014		

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							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	14-11-2019				Yes	7	4
2		14-02-2020	91		Yes	6	2

### Annexure 1

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-11-2019				Yes	4	3
2	Corporate Social Responsibility Committee	13-02-2020				Yes	3	1
3	Audit Committee	14-02-2020				Yes	3	2

### Annexure 1

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

### Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

#### Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Mukesh Patni
2	Designation	Chief Financial Officer

#### 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.gflimited.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.gflimited.co.in
3	Composition of various committees of board of directors	Yes		www.gflimited.co.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.gflimited.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gflimited.co.in
6	Criteria of making payments to non-executive directors	Yes		www.gflimited.co.in
7	Policy on dealing with related party transactions	Yes		www.gflimited.co.in
8	Policy for determining 'material' subsidiaries	Yes		www.gflimited.co.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.gflimited.co.in

## 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.gflimited.co.in
11	email address for grievance redressal and other relevant details	Yes		www.gflimited.co.in
12	Financial results	Yes		www.gflimited.co.in
13	Shareholding pattern	Yes		www.gflimited.co.in
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.gflimited.co.in
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.gflimited.co.in
16	New name and the old name of the listed entity	Yes		www.gflimited.co.in
17	Advertisements as per regulation 47 (1)	Yes		www.gflimited.co.in
18	Credit rating or revision in credit rating obtained	Yes		www.gflimited.co.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.gflimited.co.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.gflimited.co.in
21	Materiality Policy as per Regulation 30	Yes		www.gflimited.co.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.gflimited.co.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.gflimited.co.in

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	

9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
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	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

## Annexure II

<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Mukesh Patni
2	Designation	Chief Financial Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	Mukesh Patni
2	Designation	Chief Financial Officer

**Signatory Details**

Name of signatory	Mukesh Patni
Designation of person	Chief Financial Officer
Place	Delhi
Date	10-04-2020