

MSEI Symbol	
Scrip code	531410
NSE Symbol	
MSEI Symbol	
ISIN	INE587F01017
Name of the entity	GUJARAT FOILS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

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	Textual Information(1)
Is there any change in information of board of directors compare to previous quarter	No

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)
Is there any change in information of committees compare to previous quarter	No

Annexure 1 Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

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			Textual Information(1)
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)
1	13-11-2017		

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee		Yes		13-11-2017		
2	Stakeholders Relationship Committee		Yes		13-11-2017		

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	NA	
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	NA	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>
Textual Information(2)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

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 100 listed entities)	NA
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	RAHUL SINGH
2	Designation	Company Secretary

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

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		http://www.gujaratfoils.com/aboutUs-overview.html
2	Terms and conditions of appointment of independent directors	Yes		http://www.gujaratfoils.com/investors.html
3	Composition of various committees of board of directors	Yes		http://www.gujaratfoils.com/investors-resultReport.html
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.gujaratfoils.com/investors.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.gujaratfoils.com/downloads/vigilMechanism/VIGIL_MECHANISM-WHISTLE_BLOWER_POLICY.pdf
6	Criteria of making payments to non-executive directors	Yes		http://www.gujaratfoils.com/downloads/POLICY%20ON%20DIRECTORS%20APPOINTMENT%20AND%20REMUNER
7	Policy on dealing with related party transactions	Yes		http://www.gujaratfoils.com/downloads/COMPANY'S_POLICY_ON_RELATED_PARTY_TRANSACTIONS.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.gujaratfoils.com/downloads/vigilMechanism/FAMILIARIZATION%20PROGRAMMES%20FOR%20INDEPEN

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		http://www.gujaratfoils.com/investors-contact.html
11	email address for grievance redressal and other relevant details	Yes		http://www.gujaratfoils.com/investors-contact.html
12	Financial results	Yes		http://www.gujaratfoils.com/investors-resultReport.html
13	Shareholding pattern	Yes		http://www.gujaratfoils.com/investors-resultReport.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

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)	Yes	
3	Meeting of Board of directors	17(2)	No	On 30.11.2017 NCLT ordered Appointment of Mr Alok Saxena as Interim Resolution Professional for the company. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the IBC Code.
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	NA	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

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	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	No	On 30.11.2017 NCLT ordered Appointment of Mr Alok Saksena as Interim Resolution Professional for the company. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the IBC Code.
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	No	On 30.11.2017 NCLT ordered Appointment of Mr Alok Saksena as Interim Resolution Professional for the company. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the IBC Code.
20	Approval for material related party transactions	23(4)	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	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	No	On 30.11.2017 NCLT ordered Appointment of Mr Alok Saksena as Interim Resolution Professional for the company. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the IBC Code.
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

Annexure II		
1	Name of signatory	
2	Designation	

Annexure II		
III. Affirmations		
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	NA
	Any other information to be provided	Textual Information(1)

Text Block	
Textual Information(1)	<p>1. On 31st August 2017, Allahabad Bank, in the capacity of Financial Creditor, had filed a petition under Insolvency and Bankruptcy Code, 2016 (Code) with the Honble National Company Law Tribunal (NCLT), Ahmedabad Bench for initiation of Corporate Insolvency Resolution Process (CIRP) in its respect. The case was admitted by NCLT and it had ordered for commencement of CIRP with effect from 30th November,2017 and had appointed Mr. Alok Saksena the Interim Resolution Professional for the Company. The NCLT had provided for moratorium with effect from 30th November, 2017 till the completion of the CIRP process or until it approves the resolution plan under section 31(1) of the code or passes an order for liquidation of the company under sec 33 of the code, whichever is earlier. Pursuant to the order of the NCLT, a public announcement was made on 4th December, 2017 and a committee of creditors (COC) was formed under section 21 of the code. The COC held its first meeting on 4th January, 2018 and resolved to appoint Mr. Alok Saksena as the Resolution Professional. The powers of the Board of Directors were suspended with effect from 30th November 2017 and such power came to be vested with the Resolution Professional in terms of the provision of the Code.</p>

Annexure II		
1	Name of signatory	RAHUL SINGH
2	Designation	Company Secretary

Signatory Details	
Name of signatory	RAHUL SINGH
Designation of person	Company Secretary
Place	MUMBAI
Date	12-04-2018

