Date: 29th July, 2020

To,
Corporate Relationship Department
BSE Limited
14th Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai-400001
SCRIP CODE: 500174

To,
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C - 1, Block G
Bandra- Kurla Complex, Bandra
(East), Mumbai 400051
SCRIP SYMBOL: GLFL

Dear Sir / Madam,

Re: Annual Secretarial compliance Report for FY 2019-20


We request you to please take the same on record.

Thanking you,

For Gujarat Lease Financing Limited

Kamlesh Patel
Company Secretary

Encl: As above

I, Rajesh Parekh, Practicing Company Secretary has examined:

(a) all the documents and records made available to us and explanation provided by Gujarat Lease Financing Limited ("the 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 year ended 31st March, 2020 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 the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:-

(a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) SEBI (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;
(c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   (Not applicable during the reporting period);
(e) SEBI (Buyback of Securities) Regulations, 2018
   (Not applicable during the reporting period);
(f) SEBI (Share Based Employee Benefits) Regulations, 2014
   (Not applicable during the reporting period);
(g) SEBI (Issue and Listing of Debt Securities) Regulations, 2008
   (Not applicable during the reporting period);
(h) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013
   (Not applicable during the reporting period);
and based on the above examination, I 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.

<table>
<thead>
<tr>
<th>Sr. No</th>
<th>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</th>
<th>Deviations</th>
<th>Observations/ Remarks of the Practicing Company Secretary</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>NIL</td>
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</table>

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder in so far as it appears from my examination of those records.

(c) 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 thereunder:

<table>
<thead>
<tr>
<th>Sr. No</th>
<th>Action taken by</th>
<th>Details of violation</th>
<th>Details of action taken E.g. fines, warning letter, debarment, etc.</th>
<th>Observations / remarks of the Practicing Company Secretary, if any.</th>
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</table>

| (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **NIL**

For Rajesh Parekh & Co.
Company Secretary

Rajesh Gopaldas Parekh
Mem. No.: 8073
C.O.P. No.: 2939
UDIN: A008073B000515241
Date: 28-07-2020
Place: Ahmedabad