

ANNEXURE XI

I N D E M N I T Y

(To be typed on non-judicial stamp paper of Rs. 100/-)

(To be executed by the unregistered transferee/holder in due course for issue of duplicate certificates documents lost in transit when being lodged for Transfer)

Whereas

1. I/We, Mr./Mrs./Ms. _____ and Mr/Mrs./Ms _____ residing at _____ had purchased from the market for valuable consideration, shares of **GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED**, P.O. FERTILIZERNAGAR – 391 750, DIST. VADODARA as detailed herein under:

Folio No.	Name of the Registered holder	Certificate No/s.	Distinctive Nos.	No. of Shares

2. The above certificate/s along with the Transfer Deed/s duly signed by the Registered Holder(s) and by me/us were sent by me/us to the Company and have been lost or misplaced in transit and the same cannot be found despite best efforts to trace them.

3. I/We had purchased from the market through _____ Stock and Share Broker and Member of _____(Stock Exchange) _____(number) Equity Shares for Rs. _____ each of vide Brokers Bill No _____ dated _____(copy enclosed). I/We had made payments to the said Broker vide cheque No _____ dated _____ drawn on _____(Bank) for Rs _____ which stand paid, as confirmed by broker vide his letter dated _____(copy enclosed).

4. The property, beneficial interest and rights in the said shares has been acquired by me and stand vested in me for the reason of my having paid the valuable consideration and that such consideration having been received by the transferor through his/their brokers through whom the aforesaid shares were sold and that the share certificates\s along with the Transfer Deed(s) signed by the transferors have been lost, mislaid in transit and I/We solemnly affirm and declare that the shares have no been sold by me/ us and the property in the said securities belong to me/us as on the date of this declaration.

5. And whereas I/We are desirous of obtaining duplicate certificates to be issued in our name/s against the original which have been lost or mislaid in transit.

Now this Deed of Indemnity witnesseth as under:

In consideration of the Board of Directors/ Committee of Directors of the Company agreeing to issue duplicate certificate(s) in the name of the Registered Holder in respect of the aforesaid shares, I/we Surety 1 Mrs./Mrs./Ms _____ Residing at _____ and Surety 2 Mrs./Mrs./Ms. _____ Residing at _____ (Names of the two sureties) for ourselves, respective heirs, executors and administrators do hereby jointly and severally covenant with the company, its successors or assigns that we and our heirs, executors and administrators respectively, will at all times and from

time to time save, defend and keep harmless and indemnify the Company, its successors, assigns, agents and the Directors there of and their respective heirs, executors, administrators, each of their estates and effects from and against all actions, causes, on account of the said securities or any of them or part of any person or persons whomsoever and against all damages and costs, charges, expenses or sums of money incurred in respect thereof or otherwise in relation to the said shares.

I/We declare that I/We have not pledged or deposited the original certificate(s) by way of security or otherwise, or transferred or sold, the said securities or any of them and I/We agree and confirm to return forthwith or any of them and I/We agree and confirm to return forthwith to the Company for the purpose of cancellation the said original certificate(s) in case, the same shall be found anytime hereafter.

I/We further declare and agree in writing, that in the event of my/our failure to compensate the Company/its agent in any action, suits and proceedings with the Company/ its agent, which the company/its agent might face for having issued the duplicate certificate(s) at my/our request, the Company/its agent can have a lien in general on all the securities, which I/We am/are now holding or I/We may be holding hereafter and also the Dividend declared or payable on the said securities or any other entitlements payments due to me/us I/We the said Mr./Mrs./Ms _____ (Names of all the shareholders and Surety 1 _____ and Surety 2 _____ (name of sureties) undertake on demand by the Company / its agent to return and deliver such duplicate certificate(s) and without such demand to produce and return forthwith to company/its agent the original certificate(s) when found or traced and to take all actions, suits and proceedings at our own costs, as the company/its agent shall require for the recovery thereof, or otherwise in relation to the said shares.

I/We hereby unconditionally and irrevocably submit to the exclusive jurisdiction of the Competent Court/Forum in Baroda, with regard to any question or matter arising out of these present and/or any other documents that may be executed by me/us in pursuance hereby or arising herefrom.

This _____ day of _____ 200__.

Signature of the Applicant(s)

1. _____

Name _____

Address _____

2. _____

Name _____

Address _____

Signature of the Witness(s)

1. _____

Name _____

Address _____

2. _____

Name _____

Address _____

Signature of the Surety(s)

1. _____

Name _____

Address _____

2. _____

Name _____

Address _____

Signature of the Witness(s)

1. _____

Name _____

Address _____

2. _____

Name _____

Address _____

NOTE : Surety should not a joint holder.