

July 8, 2024

આષાઢ – શુક્લ પક્ષ, તૃતીયા
વિક્રમ સમ્વત ૨૦૮૧

To
National Stock Exchange of India Limited
“Exchange Plaza”
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Code: GHCL

To
BSE Ltd.
DCS - CRD
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort, Mumbai – 400 001
BSE Code: 500171

Dear Sir/Madam

Sub: Outcome / Proceedings of 41st Annual General Meeting of GHCL Limited held on July 8, 2024 as per Regulation 30 and details of the voting as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby provide the details of the proceedings and outcome of the 41st Annual General Meeting (AGM) of GHCL Limited held on July 8, 2024, in accordance with Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The AGM was conducted through video conference and other audio visual means, commencing at 10:00 A.M. (IST) and concluding at 11.15 A.M. (IST), including the time allotted for e-voting. All directors, statutory auditor, secretarial auditor, cost auditor, and other invitees attended the meeting via video conference.

The Chairman, Shri Anurag Dalmia, commenced the proceedings after establishing the quorum. The agenda items, as circulated to the members, were addressed, and queries from members were duly answered by Mr. R S Jalan, Managing Director. Members were given the opportunity to ask questions or express their views through email, video conference, and chat.

Remote e-voting was available to members which was commenced at 9.00 a.m. on July 3, 2024 and ended at 5.00 p.m. on July 7, 2024, and e-voting facilities were provided through the CDSL platform to the members present at the AGM. A scrutinizer, Mr. Manoj R. Hurkat, Practicing Company Secretary, was appointed to oversee the e-voting process in a fair and transparent manner. Based on the Scrutinizer's report, all the five items of the business contained in the Notice of the 41st Annual General Meeting as mentioned below were approved by the members with requisite majority.

- 1. Resolution No. 1 (Ordinary Resolution):** Adoption of audited standalone financial statements of the Company for the financial year ended March 31, 2024 and reports of the Board of Directors and auditors thereon.
- 2. Resolution No. 2 (Ordinary Resolution):** Adoption of audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and reports of the Board of Directors and auditors thereon.

3. **Resolution No. 3 (Ordinary Resolution):** Declaration of dividend for the financial year ended on March 31, 2024.

The Chairman Shri Anurag Dalmia was interested in agenda Item No. 4 for which the directors have appointed Dr. Manoj Vaish, Chairman of Audit & Compliance Committee and Lead Independent Director to act as Chairman for this agenda item. Thereafter Dr. Manoj Vaish advised Company Secretary to proceed with the agenda item No. 4.

4. **Resolution No. 4 (Ordinary Resolution):** Re-appointment of Mr. Anurag Dalmia as a Director of the Company, liable to retire by rotation.

Dr. Manoj Vaish vacated the Chair and requested Shri Anurag Dalmia to take the Chair for the remaining Agenda (i.e. Item No. 5). Thereafter, Shri Anurag Dalmia advised company secretary to proceed with the agenda item No. 5.

5. **Resolution No. 5 (Ordinary Resolution):** Approval of remuneration payable to Non-Executive Directors by way of Commission.

The above information be treated as disclosure of the outcome / proceedings of the Company in compliance with the requirement of Regulation 30 of the Listing Regulations.

Further, the details of voting results in the prescribed format as per Regulation 44 (3) of the Listing Regulations are enclosed with this communication as **Annexure - 1**. Copies of the Scrutinizer's report are also enclosed and referred as **Annexure - 2**.

You are requested to take suitable action for dissemination of this information and also requested to update your website in accordance with the applicable provisions in this regard.

Yours sincerely,

For GHCL Limited



Bhuvneshwar Mishra
Vice President – Sustainability & Company Secretary

cc: To

Central Depository Services (India) Ltd., - For Website Updation

Marathon Futurex Unit No. 2501, 25th Floor, A-Wing,

Mafatlal Mills Compound, N M Joshi Marg,

Lower Parel, Mumbai – 400 013

Tel:022-23058645/8674

Fax: 022 - 23002035/2036

Email Id: helpdesk@cdslindia.com

Annexure-1

GHCL LIMITED - Details of voting results under regulation 44 (3) of the SEBI (LODR) regulations, 2015 for 41st AGM	
Date of Meeting	July 8, 2024
Cut-off date	July 1, 2024
Total number of shareholders on cut-off date	111273
No. of shareholders present in the meeting either in person or through proxy	
(a) Promoters & Promoters Group	No
(b) Public	No
No. of shareholders attended the meeting through video conferencing	
(a) Promoters & Promoters Group	30
(b) Public	56
No. of resolution proposed in the meeting	5
No. of resolution passed in the meeting	5
No. of resolution not passed in the meeting	0

Thanking you

Yours faithfully

For GHCL Limited



Bhuwleshwar Mishra
VP-Sustainability & Company Secretary
 Membership No.: F5330

GHCL Limited

Resolution Required :Ordinary			1 - Adoption of audited standalone financial statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	18227869	18211291	99.9091	18211291	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18211291	99.9091	18211291	0	100.0000	0.0000
Public Institutions	E-Voting	32627464	28250789	86.5859	28215944	34845	99.8767	0.1233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28250789	86.5859	28215944	34845	99.8767	0.1233
Public Non Institutions	E-Voting	44899453	10136062	22.5750	9990842	145220	98.5673	1.4327
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10136062	22.5750	9990842	145220	98.5673	1.4327
Total		95754786	56598142	59.1074	56418077	180065	99.6819	0.3181
Whether resolution is pass or not.							Passed	



GHCL Limited

Resolution Required :Ordinary			2 - Adoption of audited consolidated financial statements of the Company for the financial year ended March 31, 2024, and the report of the Auditor thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18227869	18211291	99.9091	18211291	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18211291	99.9091	18211291	0	100.0000	0.0000
Public Institutions	E-Voting	32627464	28250789	86.5859	28215944	34845	99.8767	0.1233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28250789	86.5859	28215944	34845	99.8767	0.1233
Public Non Institutions	E-Voting	44899453	10136062	22.5750	10135841	221	99.9978	0.0022
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10136062	22.5750	10135841	221	99.9978	0.0022
Total		95754786	56598142	59.1074	56563076	35066	99.9380	0.0620
Whether resolution is pass or not.							Passed	



GHCL Limited

Resolution Required :Ordinary			3 - Declaration of Dividend for the financial year ended on March 31, 2024, on equity shares of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18227869	18211291	99.9091	18211291	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18211291	99.9091	18211291	0	100.0000	0.0000
Public Institutions	E-Voting	32627464	28849496	88.4209	28849496	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28849496	88.4209	28849496	0	100.0000	0.0000
Public Non Institutions	E-Voting	44899453	10136062	22.5750	10135842	220	99.9978	0.0022
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10136062	22.5750	10135842	220	99.9978	0.0022
Total		95754786	57196849	59.7326	57196629	220	99.9996	0.0004
Whether resolution is pass or not.							Passed	



GHCL Limited								
Resolution Required :Ordinary			4 - Reappointment of Mr. Anurag Dalmia as a Director of the Company, liable to retire by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18227869	18211291	99.9091	18211291	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18211291	99.9091	18211291	0	100.0000	0.0000
Public Institutions	E-Voting	32627464	28780411	88.2092	27937757	842654	97.0721	2.9279
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28780411	88.2092	27937757	842654	97.0721	2.9279
Public Non Institutions	E-Voting	44899453	10136036	22.5750	10133177	2859	99.9718	0.0282
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10136036	22.5750	10133177	2859	99.9718	0.0282
Total		95754786	57127738	59.6605	56282225	845513	98.5200	1.4800
Whether resolution is pass or not.							Passed	



GHCL Limited

Resolution Required :Ordinary			5 - Approval of remuneration payable to Non-Executive Directors by way of Commission					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18227869	18211291	99.9091	18211291	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18211291	99.9091	18211291	0	100.0000	0.0000
Public Institutions	E-Voting	32627464	28849496	88.4209	28784624	64872	99.7751	0.2249
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28849496	88.4209	28784624	64872	99.7751	0.2249
Public Non Institutions	E-Voting	44899453	10136036	22.5750	10135237	799	99.9921	0.0079
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10136036	22.5750	10135237	799	99.9921	0.0079
Total		95754786	57196823	59.7326	57131152	65671	99.8852	0.1148
Whether resolution is pass or not.							Passed	



Consolidated Report of Scrutinizer

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii)
of the Companies (Management and Administration) Rules, 2014
and other applicable provisions]**

To,

The Chairmen

(Mr. Anurag Dalmia for all Items except Item No. 4 chaired by Dr. Manoj Vaish)

Of 41st Annual General Meeting (AGM) of the members of

GHCL LIMITED (GHCL)

Held on 8th July, 2024 at 10:00 a.m.

Through Video Conference (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

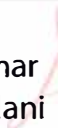
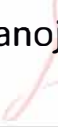
1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of GHCL Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during Annual General Meeting and for ascertaining the majority on voting carried out as per the provisions of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with 41st AGM held on 8th July, 2024 at 10:00 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 (MCA Circulars) and also SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021, SEBI Circular dated 13th May, 2022, SEBI Circular dated 5th January, 2023 and SEBI Circular dated 7th October, 2023 (SEBI Circulars).
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of the Companies Act, 2013, MCA Circulars and Rules relating to voting on the resolutions contained in the Notice of 41st Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer’s Report of the votes casted “in favour” or “against” the resolutions stated below, based on the scrutiny of the reports generated from E-voting (for both Remote E-Voting and E-voting during AGM) system provided by Central Depository Services (India) Limited (“CDSL”), the authorized agency to provide E-voting facilities, appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

- I. The Remote E-voting period remained open from Wednesday, 3rd July, 2024 (9:00 a.m.) to Sunday, 7th July, 2024 (5.00 p.m.).
- II. The Members of the Company as on “cut off” date i.e. 1st July, 2024 were entitled to vote on the resolutions stated in the Notice of 41st AGM.
- III. The votes casted were subsequently unblocked by me on 8th July, 2024 at 11.30 a.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram, Nana Chiloda, Ahmedabad	Sunil Ashokkumar Mulchandani 
02.	Rekha Hurkat A/6, Rangbindu Society, B/h Bombay Garage, Shahibaug, Ahmedabad – 380004	Rekha Manoj Hurkat 

- IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.

V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for Remote E-voting, were prepared based on report generated from the E-voting website of CDSL.

B. For E-voting during the AGM:

- I. The E-voting was conducted together on all the item nos. 1 to 5 on the agenda during the Annual General Meeting.
 - II. The E-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
 - III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the respective Chairperson of 41st Annual General Meeting, E-voting at the AGM was closed/blocked.
 - IV. The votes casted during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent of the Company and the authorization received/available with the Company.
 - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for E-voting during the AGM, were prepared based on report generated from the website of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:

(a) Resolution No. 1:

Ordinary Resolution for adoption of Audited Standalone Financial Statements for the financial year ended on 31st March, 2024 and reports of Board and Auditors thereon:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	426	56414042	99.68%
E-voting (During AGM)	6	4035	100%
Total	432	56418077	99.68%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	5	180065	0.32%
E-voting (During AGM)	Nil	Nil	Nil
Total	5	180065	0.32%

(iii) **Invalid / Unutilized** Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	2	598707	1.06%
E-voting (During AGM)	Nil	Nil	Nil
Total	2	598707	1.06%

(b) Resolution No. 2:

Ordinary Resolution for adoption of Audited Consolidated Financial Statements for the financial year ended on 31st March, 2024 and report of Auditors thereon:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	426	56559041	99.94%
E-voting (During AGM)	6	4035	100%
Total	432	56563076	99.94%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	5	35066	0.06%
E-voting (During AGM)	Nil	Nil	Nil
Total	5	35066	0.06%

(iii) **Invalid / Unutilized** Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	2	598707	1.06%
E-voting (During AGM)	Nil	Nil	Nil
Total	2	598707	1.06%

(c) Resolution No. 3:

Ordinary Resolution for declaration of Dividend for the financial year ended on 31st March, 2024:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	430	57192594	100%
E-voting (During AGM)	6	4035	100%
Total	436	57196629	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	220	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	3	220	Negligible

(iii) **Invalid / Unutilized** Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(d) Resolution No. 4:

Ordinary Resolution for re-appointment of Mr. Anurag Dalmia (DIN: 00120710) as Director of the Company, liable to retire by rotation:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	404*	56278190	98.52%
E-voting (During AGM)	6	4035	100%
Total	410	56282225	98.52%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	31*	845513	1.48%
E-voting (During AGM)	Nil	Nil	Nil
Total	31	845513	1.48%

* There are 4 (four) shareholders casting some of votes in favour and remaining votes against the resolution. Hence in the number count, considered accordingly, both in favour and against the resolution in the above tables

(iii) **Invalid / Unutilized** Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	2	69111	0.12%
E-voting (During AGM)	Nil	Nil	Nil
Total	2	69111	0.12%

(f) Resolution No. 5:

Ordinary Resolution for Approval of remuneration payable to Non-Executive Directors by way of Commission:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	419	57127117	99.89%
E-voting (During AGM)	6	4035	100%
Total	425	57131152	99.89%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	13	65671	0.11%
E-voting (During AGM)	Nil	Nil	Nil
Total	13	65671	0.11%

(iii) **Invalid / Unutilized** Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	1	26	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	26	Negligible

306, ARTH Complex, B/h. A. K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
Tel. No.: 079-2960 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

A compact disk (CD) / Excel Sheets and other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were declared “Invalid” for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.

All other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Manoj
Rajaram
Hurkat

Digitally signed by Manoj Rajaram Hurkat
DN: c=IN, o=Manoj Rajaram Hurkat, ou=Manoj Rajaram Hurkat, email=manojhurkat@hotmail.com, cn=Manoj Rajaram Hurkat
Date: 2024.07.08 14:54:28 +05'30'

Place: Ahmedabad
Date: 8th July, 2024

Signature of the Scrutinizer
[CS MANOJ HURKAT]
UDIN: F004287F000653705

Countersigned by:

For, **GHCL LIMITED**

BHUWNESH Digitally signed by
WAR PRASAD BHUWNESHWAR
MISHRA PRASAD MISHRA
Date: 2024.07.08
14:57:57 +05'30'

Authorised Signatory